

## Active partnerships National Board meeting (meeting type: regular)

**Tuesday 14 March**

**online via Teams**

### **Members:**

Dave Capper (DC) Chair, Ali Shipway (AS) Senior Independent, Amanda Pearce Higgins (APH), Mike Sandys (MS), Tom Douglas (TD), Rob Purdie (RP), Hanya Pielichaty (HP)

### **In attendance:**

Ed Sandham (ES) (Sport England representative)

National team: Andy Taylor (AT) (Chief Executive), Nicki Couzens (NC) (Relationship Partner), Helen Pring (HPr) (Relationship Partner), Graeme Sinnott (GS) (Relationship Partner), Heidi James (HJ) (Business & Support Officer) – minutes, Nerys Lovell (Finance Manager) Agenda item 5 only.

### **Apologies:**

Dr Maxine Rhodes (MR)

### **Information supplied:**

List of information supplied to the board for review and reference in relation to this meeting. This board pack was shared via email on 03.03.23 (numbering corresponds to agenda):

0 Board agenda	6 Active Partnerships Data Security Policy, 01.03.23
2 Declaration of interests, 01.03.23	6 Governance Report, 28.02.23
3 Minutes and record of meeting, 29.11.22	6 Governance Sub committee ToR ( <i>was wrongly numbered 8 at point of issue</i> )
3 Minutes of AP Board meeting, 03 Oct 22	7 People Development Sub committee ToR
3 Minutes of AP Board meeting, 09.11.22	7 People Development Subcommittee Report
4 Active Partnerships National Organisation Strategy_MASTER, draft 02.03.23	8 Board Pack, operational report, 14.03.23
5 2023-02-27 FR Committee Minutes	9 Board development ( <i>slide which depicts make up of board updated for presentation – slide 26</i> )
5 Active Partnerships Finance sub-group ToR updated Feb 2023	9 Trustee skills summary at 28.03.23
5 Finance and Risk Subcommittee Report	

Shared during the meeting and made available alongwith the minutes:

- Presentation, 14.03.23.pdf

## 1. Welcome & introductions

Welcomed new trustees: Hanya Pielichaty was congratulated on her appointment as trustee.

## 2. Conflicts of Interest

None identified.

## 3. Minutes and actions update

The minutes of meetings 3 Oct, 9 Nov and 29 Nov 2022 were approved and the updated actions contained therein noted by the board.

Absence of minutes from strategy meeting on 27 January was noted. Approval of staff pay award noted in relation to meeting 27 Jan 23.

## 4. Horizon Planning. Topic: APNT (Active Partnerships National Team) Strategy

AS provided an update to the board - reference slides 4-13 of *presentation, 14.03.23.pdf*. This is split into three parts below with key points from the update and a summation of the discussion for each part.

**ACTION (Board): board invited to share comments on strategy document** content by email to Ali Shipway – [alishipway@shipway-consulting.co.uk](mailto:alishipway@shipway-consulting.co.uk). Not design and not wordsmithing please. This is currently in draft format.

### Update part 1: AS explained the process and inspirations for the content

- Strategy relates to APNT and not a network wide strategy.
- We haven't had an organisational strategy previously although lots of key documents have articulated who are we (including the Sport England system partner application and the organisation review).
- Purpose is to give clarity around who we are and what we do so that we can articulate clearly who we are for ourselves, network and system partners.
- Inputs included: consulting with system partners, specialist thinkers internal and externally (inc Jim Lord, David Gent), AGM reflections – encouragement to be bold, Iterative with input from the team.

Outputs:

- a) Professionally designed strategy document with new tone and voice (Targeting content completion by April but not timebound). Including:
  - Values – our beliefs
  - Principles – how we work
  - Role – connect, enable, support were defined – reviewing whether this still applies two years after this was defined (ongoing working with Relationship Partners in APNT).
  - Monitoring, evaluation and learning (MEL) – sets out intent deliberately not including detail. Will include mandatory elements from Code and key focus around EDI. Commitment to independent verification.
- b) One pager articulating the power of the collective network – will be tested via related members
- c) People Plan (by End April; A commitment to Sport England that a commitment or headline version completed by end of April in line with Governance Code submission).

- d) Diversity & Inclusion Action Plan (DIAP) (compliance completion date by End April). Post meeting clarification/correction: DIAP completion date is end of 2023. Overarching strategy and action plan will support compliance at end of April.

Operational plan being developed now capturing priorities related to values and principles.

**ACTION (AS, HP)** AS to engage with HP re MEL and Equity, Diversity and Inclusion (EDI) element principle and focus across the strategy.

Reflections/Questions raised included:

Discussion focused around question of whether we should look at opportunity to strengthen the network through a more consistent approach to monitoring, evaluation and learning (MEL).

- Benefits would include stronger collective voice and efficiencies of scale.
- Must be aligned with Sport England and co-created with network.
- Focus on creating a stronger network not judging the performance of individual APs.
- Perhaps use a peer review model
- Can we make more use of existing intelligence such as progress reports through system partner process
- Identified potential to commit funding around this area to MEL

Reiteration of role e.g. not to performance manage local APs but draw together opportunities and challenges. Aim is to support. Difficult to 'judge' performance as rightly dependent on local place and their local needs/relationships etc.

**AGREED: Setup new subcommittee for Monitoring, Evaluation and Learning (MEL) – open invite to board – please contact AT (ACTION AT)**

Update part 2: Vision, mission, ambitions

- Vision – no change proposed to network vision
- Mission – seeking board approval for update to APNT mission
- Ambitions: newly defined

AS and AT posed question to Board of are they bold enough given the progress of last two years?

Reflections/Questions raised included:

Key theme of feedback (input provided from Maxine was included here): Opportunity for us to be bolder. Feels safe and not innovative. Doesn't reference target of tackling inequalities. AGM also encouraged the APNT to be bolder

Question posed: How and when do we need to test any revised vision, mission and ambitions with the network to ensure we stay joined up with the network?

AT reiterated we are not seeking to write a national network strategy – each AP has local strategy.

Clarification provided that main audience is internal, to help team prioritise and to help the Board hold us to account. To provide clarity for board, team and to inform 700+ network colleagues.

Need to include an external facing position statement. Eg website currently fails to clearly communicate vision, mission and ambitions.

Clarity around vision, mission and ambitions will guide MEL.

**AGREED:** Board agreed AS/AT should iterate vision, mission and ambitions

**Update part 3: Proposed design agency after competitive tender**

Design agency, MC2 selected after a tender process with assessment by AT, Chris Tinbergen, NC and AS.

MC2 are a strategic marketing company. Intent is to use them potentially as a long term strategic brand partner.

The board noted that one of the directors of MC2 is Mike Perls who is Chair of Greater Sport.

Governance note added post meeting: Having reviewed Articles section 6 (Benefits and Conflicts) and sought advice from a NCVO Governance Expert I am satisfied that this commission can proceed with this interest noted. The procurement followed an open and competitive tender process without the member's interest being an influence on the decision. Furthermore the process satisfies the following two requirements from the Articles as follows:

6.3 (1) services are required and trustees have decided that its in the best interests of the Charity to enter into such a contract

6.3 (2) remuneration is no more than is reasonable and set without input from Greater Sport.

The trustees/staff may wish to include a question regarding declaring any conflicts of interest in future invitation to tender documents.

**Reflections/Questions raised included:**

The board reviewed the question of the naming of the document and whether that will influence how it is used and received; eg strategy or plan. It was suggested that the process to formulate the document is perhaps more important than what it is called but open to review the wording.

Ali was thanked for her work on facilitating the development of the strategy.

## **5. Finance and Risk subcommittee**

NL provided an update to the board - presented by reference to slides 15-24 of *presentation, 14.03.23.pdf*

5.1 **APPROVED:** The recommendation to update the Terms of Reference was approved

5.2 Recommendation to accept the **2023/24 Annual Budget**

Finance and Risk Subcommittee have been through the detail and the following key points were presented to the board using the slides as referenced above:

- **Management accounts Q3 (to end Dec).** We are well on track. Differences from original budget cited: OSF costs (recharged in Q4), legal costs (Articles of Association revision/governance related), chair recruitment (fully funded), small increase in audit fee (approved by AGM), VAT review (about £3.5k)
- **Current year forecast.** Surplus generated – partly due to delays in recruitment, allocation of some staff costs to OSF and conservative approach to spend by AT for initial period after joining. Deficit showing in restricted funds is down to timing and will not actually reduce surplus retained.

- **Financial health.** Predicting unrestricted reserves of £485,710 by 31/3/24. Excludes £120k retained as minimum required. With this level of reserves we have capacity to support bold action. Board needs to agree strategy on investment and reserves as part of strategy review.
  - Reflection that every network member has reserves so collectively a high figure in reserve. Network figures shared in the chat:
 

Restricted reserves (operational)	£14,730,936
Restricted reserves (non-operational)	£8,352,625
Unrestricted reserves	£9,539,614
Total reserves	£32,268,334
- **Proposed budget.** Budget uses £38k of reserves. Allows current activities to continue with areas of investment:
  - Event and platform admin
  - Platform development (website/hub) £12.5k plus current year budget of £12.5k to be spent in 2024. Numbers are provisional. May need to invest more.
  - Live Longer Better funding is in place for one more year. Will need to work with Sport England to define future.
- **Operational observations (AT):**
  - Recognise staff team is stretched particularly around admin support.
  - Looking at staff welfare – specifically health insurance as current staff offer is quite basic

**ACTION: F&R SUBCOMITTEE** Will review budget in 6 months given uncertainty and strategy work in progress. Example potential investment areas (network based investment): digital platform, MEL measurement framework

Thanks were recorded to Nerys and the F&R subcommittee for the clear and comprehensive approach.

**APPROVED:** The recommendation to accept the 2023/24 Annual Budget was approved

### 5.3 For discussion: key risk review (including breakout)

The board considered key risk areas within three breakout groups. Ideas were recorded on a jamboard which will remain open for further contributions.

**ACTION: Board** contribute key risks via jamboard

**ACTION: Board** to continue discussion at next meeting. Meantime **F&R** to work on detail.

5.4 Updates provided as part of board pack, questions invited

No questions

## 6. Governance subcommittee

Presented by reference to slides 25-32 of *presentation, 14.03.23.pdf*

6.1 **APPROVED:** The recommendation to change the status of the governance working group to a subcommittee was approved.

6.2 **APPROVED:** The recommendation to update the Terms of Reference was approved subject to one revision that it should be chaired by a trustee rather than CEO for independence. Rob Purdie elected as Chair. Noted that EDI will be a separate working group.

### 6.3 For recommendation: Designation of Board champions in key crossing cutting areas

Role	Nomination	Outcome
Welfare & Safety – specific Code requirement		Noted that focus will be: welfare of staff and new network of welfare officers. <b>ACTION:</b> TD/AT to discuss
People	SID - Ali Shipway	<b>APPROVED</b>
Environmental social governance – related to Code	Rob Purdie	<b>APPROVED</b>
Equity, Diversity & Inclusion	Hanya Pielichaty	<b>APPROVED</b>

### 6.4 For recommendation: Policy update proposals

It was reported that there is an urgent need to review and update policies and contract templates. The specific recommendation reviewed by the board was:

- Commission EliAction to update/write HR policies and contract templates. Fixed cost: £1,400 + VAT (inc charity discount)
- EliAction to provide ongoing support – 4 yearly review unless otherwise required.
- Introduce owner role for each policy: the owner will lead policy updates, liaise with board/others for input, ensure policies are implemented, consider training requirements

**APPROVED:** The three recommendations for policy updates were approved. The board requested sight of full policy list so that there is visibility of status. It was advised that this has been setup and will be part of the information available via the board dashboard from May 23.

**Data security policy** – This was included in the board pack as a policy reviewed and recommended by the Governance working group (now subcommittee). Any feedback by email to AT/HJ please.

### 6.5 For recommendation: Trustees view OSF status via:

- 6.5.1 Finance and risk reporting into Finance and Risk Subcommittee
- 6.5.2 OSF update in board paper
- 6.5.3 OSF live data reported on board dashboard – no of schools signed up and spend
- 6.5.4 Board chair and CEO attending annual meeting with Department for Education

HPr reported that an OSF governance plan has been defined which includes 8 levels of meeting ranging from the Annual DfE Review meeting (attended by DC and AT) to weekly National Working Group meetings. In addition to the recommendation above HPr offered to meet with individual trustees and cited an opportunity for a trustee to join the National Project Board which meets quarterly (in-person, full day commitment).

#### 11.46 Hanya left the meeting

APH raised the concern that proposal 6.5.1 does not provide robust board governance for OSF. Specifically F&R wouldn't ordinarily have enough information and knowledge to provide check and challenge needed and lacks the capacity to go into this detail given its national remit.

AT provided assurance that responsibility is taken at operational level including risk log with reporting into F&R.

**PROPOSAL ARISING:** designate a board member as an OSF Board champion

**ACTION: AT/HPr** to explore this offline and come back with a proposal. Note that in the chat Mike Sandys offered to review level of commitment required with HPr.

PROPOSAL ARISING: request made that we have a system by which risks are captured as they are identified by subcommittees. **ACTION: GS** – risk management process + HJ – board dashboard.

## 6.6 Presentation & Discussion: Board Dashboard

A board dashboard has been developed in Smartsheets with three objectives:

- a) Easy access to information (board papers, policies, procedures etc...)
- b) Live information regarding assurance and compliance (Sports Governance Code, Risk Register)
- c) An overview of measurements against agreed strategy
  - (a) and (b) are largely developed and will be ready by May board meeting. (c) will follow after completion of the strategy process and the definition of operational plans.

Feedback: ability to access information simply is excellent but needs to be as simple as possible.

**ACTION: HJ** – simplify the dashboard focusing on areas of key value – helping board access papers, understand risks and opportunities for roll out by May board meeting (22 May).

6.7 For information: Updates provided as part of board pack, questions invited

There was insufficient time to cover this agenda item. If trustees have any questions please send them via email.

## 7. People Development subcommittee

### 7.1 For recommendation: Terms of Reference.

ToR update: Membership has widened to include Claire Beney of network Strong People group and Graham MacPherson of Sport England.

The board were advised that a joined up approach is being taken in this area with involvement from the board, network and Sport England – eg People Plan workshops are being jointly facilitated by Claire Beney (Active Devon), Nial Judge (Sport England), AS and Brett Nichols (Get Berkshire Active)

There was no request to amend the Terms of Reference.

7.2 For information: Updates provided as part of board pack, questions invited

## 8. Operational Report

Not presented due to time limitations. Slides were prepared and can be reviewed by reference to 35-39 of *presentation, 14.03.23.pdf*

8.1 For information: Operational update

8.2 For information: Staff Update was noted on the agenda but no update in this meeting. Update will be provided in the May Board meeting

HPr and the team were congratulated on achieving 900 schools signed up to date.

The board were invited to share any comments on the operational report via email as there was no opportunity to discuss the operational report due to time limitations.

## **9. Board development**

For information: INED recruitment update

This section was covered under item 6 but recorded here as per the agenda. It was noted that we aren't rushing recruitment pending DIAP and People Plan. Need to be conscious of both skill gaps and need to achieve greater diversity. Have advertised and recruited one of three roles. Moving to more of a headhunting approach.

The board were invited to share any comments on the board development report via email as there was no opportunity to discuss this due to time limitations.

## **10. Any Other Business**

None.

## **11. Date of Next Meeting**

Monday 22 May 11:00-15:00 (lunch provided)

+ from 15:00 tour of Advanced Wellbeing Research Centre (part of Sheffield Hallam University)

Venue: Sheffield courtesy of Westfield

Close time and further details to be advised

Whilst this is an in-person meeting we will always provide a hybrid option for anyone unable to attend face to face.

If anyone needs logistics support please contact Heidi James.

12.09 meeting closed.



**Summary of actions from meeting of 14 March 2023**

Actions	By	Action Update
1. Board invited to share comments on strategy document content by email to Ali Shipway – alishipway@shipway-consulting.co.uk.	Board	Feedback received, thank you
2. Engage with HP re Monitoring, Evaluation and Learning and EDI element	AS, HP	Meeting set for 16 May – MEL approach – Graeme Sinnott, Hanya Pielicaty, Andy Taylor, Maxine Rhodes, Helen Pring and Ali Shipway. Graeme also meeting with Dave Capper in advance of our board meeting and ongoing discussions with Sport England to align to wider approaches.
3. New subcommittee for Monitoring, Evaluation and Learning. Please contact AT.	AT	As above. Connected in Jack Shakespeare too and connections to make with policy working group thinking.
4. 'Green light' given to iterate vision, mission and ambitions	AT, AS	<p>Vision: unchanged</p> <p>Mission changed from: That in 10 year's time we have developed, together with our members, a highly connected, valued and influential collective network of Active Partnerships.</p> <p>To: We exist to make it easier for everyone to enjoy an active life. We will advance change through building relationships to connect up networks and help create the right conditions in places to remove inequalities.</p> <p>Ambitions revised to: By 2027 we will:</p> <ul style="list-style-type: none"> <li>• Be an outstanding performing organisation.</li> <li>• Have a highly connected network of strong performing Active Partnerships.</li> <li>• Be evidencing change through a robust, meaningful and embedded</li> <li>• measurement, evaluation and learning framework.</li> </ul>

		<ul style="list-style-type: none"> <li>Be valued as leaders creating momentum across places for 'Uniting The Movement' to flourish.</li> </ul>
5. Consider disclosure needed of contract with MC2 as a related party transaction	HJ	Done and noted in minutes – see page 4
6. Review budget in 6 months	F&R subcom	Scheduled for F&R meeting on 4 August.
7. Contribute key risks via Jamboard	Board	Embedded within refreshed risk register and discussed at recent Finance and Risk sub-committee along with refreshed risk policy and group terms of reference. The new register will be available to all via the new Board Dashboard.
8. Continue discussion re risks at next board meeting. Meantime F&R to work on detail.	F&R	Specific risks elevated for discussion at the board meeting.
9. Update ToR for Governance subcommittee re Chair should be a trustee	HJ	Updated
10. Review role of welfare and safety board champion	TD & AT	Welfare and safety board champion role description drafted. Position remains vacant.
11. Explore proposal of Board champion for OSF and come back with a proposal	AT/HPr	Mike Sandys attending OSF project board meeting as Board champion
12. Adopt a system by which risks are captured as they are identified by subcommittees. ACTION: GS – risk management process + HJ – dashboard.	GS, HJ	See points 7 and 8 above.
13. Simplify the dashboard focus on areas of key value – helping board access papers, understand risks and opportunities.	HJ	

**Summary of approved resolutions from meeting of 14 March 2023**

- 5.1 Finance and Risk subcommittee Terms of Reference approved
- 5.2 2023/24 Annual Budget approved
- 6.1 Governance working group changed to subcommittee

6.2 Governance subcommittee Terms of Reference was approved subject to one revision that it should be chaired by a trustee rather than CEO for independence. Rob Purdie elected as chair.

6.3 Board champions elected:

- Ali Shipway, People
- Rob Purdie, ESG
- Hanya Pielichaty, EDI
- To be elected, Safety and Welfare – AT exploring with TD
- To be elected, OSF – HPr exploring with MS

6.4 Policy update plans agreed:

- Commission EliAction to update/write HR policies and contract templates. Fixed cost: £1,400 + VAT (inc charity discount)
- EliAction to provide ongoing support – 4 yearly review unless otherwise required.
- Introduce owner role for each policy: the owner will lead policy updates, liaise with board/others for input, ensure policies are implemented, consider training requirements

7.1 Finance and Risk subcommittee Terms of Reference approved