

Tuesday 11<sup>th</sup> April 2023 11-12pm

Via Teams

Present Attendees	Apologies	Also Distributed To:
Paul Muir (PM) - V                      Chair Pauline Walsh (PW) - V                Trustee Jonathan Topham (JT) - V              Trustee Carly Jones (CJ) V                      Chief Executive Officer Jane Kracke (JK) V                      Chief Operating Officer Hazell Thorogood (HT) V              Office Manager  *V=Virtually IP=In person		Board

### Meeting Minutes

No.	Item Topic
1	<b>Apologies</b> There were no apologies to note.
2	<b>Declarations of Interest</b> JK and CJ and HT as staff members.
3	<b>Minutes</b> The minutes of the last meeting were confirmed as accurate.
4	<b>Tier Three update</b> Together Active were assessed as compliant against the original Tier 3 (Code for Sports Governance) version in November 21. Active Partnerships are required to confirm continued compliance against the existing criteria by 30.04.23 and are also required to submit evidence against five new areas in the revised code by 30.04.23 or submit an action plan showing how these will be achieved by 31.12.23.  We need to confirm our position with Sport England by 30.04.23. The Committee discussed if we still consider the organisation compliant under the existing criteria on the below points.  A full review of the existing criteria has been undertaken, ensuring Together Active remains compliant and can evidence this. A couple of criteria were discussed in detail. Whilst Together Active has identified various actions to further strengthen the organisation's governance, it was agreed that the standards required by Tier 3 had already been met.  <b>Decision 1:</b> The Committee decided we are currently compliant. The below text statement will be selected and taken to the Board.  "The board has considered and is content to confirm Together Active continues to comply with A Code for Sports Governance in respect of the Requirements listed

	<p>below [existing criteria].”</p> <p>If the decision had been taken we were not fully compliant against the existing criteria, justification would need to be included as to why and include future actions to show we can be fully compliant by the end of December.</p> <p>In relation to the Tier 3 New Areas, there are a number of areas we will not be compliant with at the end of April however the senior leadership team is working on an action plan to ensure we are compliant by the end of December 23. The majority of the below areas are in progress. We believe ourselves to be compliant already on Annual Governance, Statement and Policies and Financial Controls.</p> <ul style="list-style-type: none"> <li>• Continuity and Succession Plans</li> <li>• Annual Governance Statement</li> <li>• People Plan</li> <li>• Cascading Good Governance</li> <li>• Welfare and Safety</li> <li>• Environmental Social Governance</li> <li>• Policies and Financial Controls</li> </ul> <p>There are also updated Diversity and Inclusion requirements which we are currently addressing, however this is a separate process.</p> <p>In relation to the People Plan, JT commented that SCC have just published their People Strategy. CJ to contact Sarah Getley regarding this.</p>
5	<p><b>Review of Documents</b></p> <p>The Tier 3 framework requires us to ensure all relevant documents are reviewed when necessary. Several documents are due for review according to Together Active’s Document review schedule:</p> <p><u>Constitution (Appendix 1)</u></p> <ul style="list-style-type: none"> <li>• This is reviewed annually.</li> <li>• The Committee has previously discussed making amendments to the Objects in order to allow more flexibility for Together Active to consider opportunities with a clear link to physical activity, but which may also include other related areas. It was decided to revisit this following the strategy review</li> <li>• In the meantime it is proposed that no changes are made to the constitution</li> </ul> <p><u>Board Working Procedures / Matters Reserved for the Board (Appendix 2)</u></p> <ul style="list-style-type: none"> <li>• This is reviewed annually</li> <li>• As Together Active’s constitution is based on the Charity Commission’s recommended template, this document is to be read alongside the constitution and aims to provide further information about how the Board operates.</li> <li>• This document will need a full review in line with work on the Board Development Plan, although the content reflects current practice. Therefore the current proposed changes are only to the Matters Reserved for the Board section, and are those required for Tier Three compliance, or amended for clarity</li> </ul> <p><u>Trustee Declaration of Good Character / Code of Conduct (Appendix 3 / 4)</u></p>

	<ul style="list-style-type: none"> <li>• The Declaration of Good Character is reviewed every three years. Tier Three recommends that the Seven Principles of Public Life (also known as the Nolan Principles) are included. PW suggested putting a sentence in the Declaration of Character form asking the Trustee to abide by the Seven Principles of Public Life</li> <li>• Together Active's Declaration of Good Character focuses on ensuring individuals are not disqualified from acting as a Trustee, whereas our Trustee Code of Conduct outlines the behaviours expected from Trustees. Therefore, The Seven Principles have been added to the Code of Conduct</li> </ul> <p>.</p> <p><b>Action 1</b> JK to add a sentence in the Declaration of Character form asking the Trustee to abide by the Seven Principles of Public Life.</p> <p><b>Action 2:</b> All to review the above documents and feedback to JK by 14.04.23. Following this, documents will be taken to the Board to sign off any changes made / obtain agreement for documents to remain the same.</p>
6	<p><b>Board Meeting agenda and format</b> The committee agreed the Board Agenda.</p> <p>Key items in addition to the standard items which need to be included are:</p> <ul style="list-style-type: none"> <li>- The Board Development Plan</li> <li>- Tier Three Requirements will be included as part of the Governance Report.</li> <li>- Trustee / Chair meeting to be set up via PM</li> <li>- Closed Item – 1 hour.</li> </ul> <p>The committee agreed the reports should be discussed by exception based on which needs Board approval.</p>
7	<p><b>Board Development Plan</b> CJ shared a draft plan. The majority of the work the organisation will carry out will be around induction and ongoing development of Trustees.</p> <ul style="list-style-type: none"> <li>- PW suggested an update every 6 months to the Governance Committee and to the Board. The Governance and Appointments Committee then decides if there are any elements which need Board input.</li> <li>- Trustees will be engaged in this piece of work however this will be a focused approach to reduce workload.</li> </ul>
8	<p><b>Board Committee Structure</b></p> <ul style="list-style-type: none"> <li>- The Committee discussed the Board sub-committee structure.</li> <li>- JT commented that he volunteered to join a sub-committee to have more input as a Trustee: all trustees know and should be given the opportunity to understand what all of the committees do and what the output is.</li> <li>- It has been observed that Trustees attend the Board meeting but due to the pace and amount of input, if they are not involved with a sub-committee, may feel they don't receive the full picture of the workings of the organisation.</li> <li>- We need to make certain the sub-committees work well, to ensure Trustees at Board feel more connected.</li> </ul> <p><b>Action 3</b> – PM will set up a Trustees only / Chair space as suggested by SH.</p>
9	<p><b>Dates for 2022</b> Tuesday 11<sup>th</sup> July 2023 Tuesday 10<sup>th</sup> October 2023</p>

Actions		Owner	Date
<b>Action 1</b>	JK to add a sentence in the Declaration of Character asking the Trustee to abide by the Seven Principles of Public Life.	JK	30.04.23
<b>Action 2:</b>	All to check the documents in need of review (the Constitution, Board working Procedures and Trustee Declaration of Good Character) and feedback to JK by 14.04.23 if any changes are needed or if they are happy to sign off. Following this, documents will be taken to the Board for to sign off any changes made / obtain agreement for documents to remain the same.	ALL/JK	14.04.23
<b>Action 3</b>	PM will set up a Trustees only / Chair meeting in regards to the sub-committee review.	PM	11.07.23

Decision
<p><b>Decision 1:</b> The Committee decided we are currently compliant on the existing Tier 3 requirements. The below text statement will be selected and taken to the Board.</p> <p>“The board has considered and is content to confirm Together Active continues to comply with A Code for Sports Governance in respect of the Requirements listed below [existing criteria].”</p>

Prepared By	Date	Checked By	File Code
Hazell Thorogood	11.04.23	Paul Muir	Governance Appointments Committee Minutes 11.04.23