

## MINUTES OF THE ACTIVE PARTERS TRUST (APT) AGM and BOARD MEETING

Company limited by guarantee 10876876 Registered Charity 11807871

<b>Date:</b>	09/12/21 17:00 - 19:00	<b>Venue:</b>	Teams meeting
<b>In the chair:</b>	Derek Higton	<b>Minute recorder:</b>	Margaret Blount

Working together, we will address inequality and empower everyone to be active in a way that works for them		Action
<p><b>Present</b>            Danny Bouckley (DB)            Graham Feek (GF)            Sarah Fowler (SF)            Derek Higton (DH)            Jane Laughton (JL)            Richard Irons (RI)            Mark Shardlow (ML)</p>	<p><b>In attendance</b>            Ilana Freestone (IF) <span style="float: right;">CEO</span>            Kerryn Chamberlin (KRC) <span style="float: right;">Strategic Director Notts</span>            Stuart Batchelor (SB) <span style="float: right;">Strategic Director Derbys</span>            Margaret Blount (MB) <span style="float: right;">Head of Ops</span></p>	
2	<p><b>Apologies</b>            Louise Bainbridge, Carol Hart, Michelle Skinner</p>	
3	<p><b>Declarations of interest</b>            No declarations of interest received relevant to the agenda items.</p> <p>GF declared that Greenwood Academies Trust had successfully bid for funding from the Opening up School Facilities programme managed by APT.</p>	
<b>AGM</b>		
4	<p><b>Finances</b>            RI explained that the Audit Committee had reviewed the APT Annual Report and Financial Statements 01 April 2020 - 31 March 2021 in detail, with the auditor, at their meeting on 13 September 2021. The minor changes they had requested, at this meeting, had been made and this is the version now presented to the Board for approval.</p> <p>The APT Annual Report and Financial Statements 01 April 2020 - 31 March 2021 was approved.</p> <p>The Audit Committee also reviewed, at the same meeting, the Management Report of the Auditors. The Audit Committee were happy that adequate controls are in place and recommended its approval.</p> <p>The Management Report of the Auditors was approved.</p> <p>DH to sign both documents.</p> <p>MB to send copies of the APT Annual Report and Financial Statements 01 April 2020 - 31 March 2021 to Companies House and the Charity Commission by their respective deadline dates.</p>	<p>DH</p> <p>MB</p>

5	<p><b>Board appointments</b> The Ordinary Resolution in Writing was considered. The following Board appointments were approved:</p> <p>The re-appointment of Derek Higton to APT Board - term of office to end AGM, autumn 2024</p> <p>The re-appointment of Richard Irons to APT Board - term of office to end AGM, autumn 2024</p> <p>Derek Higton - Safeguarding Young People Board champion</p> <p>Derek Higton Safeguarding Adults at Risk Board champion</p>	
<b>Board Meeting</b>		
6	<p><b>Minutes of last meeting held on 30 September 2021</b> The minutes of the Board meeting held on the 30 September 2021 were approved.</p>	
7	<p><b>Matters Arising</b> A session has been arranged to continue to develop an action plans following the Board evaluation report presented by Sarah Gosling at the September meeting. A calendar date for 11/01/22 has been sent out but this will now not take place face to face.</p> <p>It was agreed to proceed with a discussion online on this date and hopefully follow this up with an in-person meeting in February.</p> <p>IF/DB/DH to plan the 11/01/22 and MB to circulate revised calendar date with Teams link and revised timings. This will now be a shorter meeting.</p>	IF/DB/ DH MB
9	<p><b>CEO report</b> The CEO report had been circulated in advance of the meeting.</p> <p>Key work over the past three months had included:</p> <ul style="list-style-type: none"> <li>• Making Our Move finalised and launched. Feedback to date has been positive. It is starting to open some new doors for us.</li> <li>• Our funding application was submitted to Sport England for primary role funding from 01/04/2022 to 31/03/27. It goes to the Sport England board on 14 December.</li> <li>• Discussions with the team to transition their work between now and end of March to the new plan.</li> <li>• Will Hughes, currently a Place Lead, applied and was successfully interviewed for the additional new Strategic Lead role.</li> </ul> <p>Key points raised in the discussion:</p> <ul style="list-style-type: none"> <li>• We are regularly checking how the team are feeling about the transition at team meetings, by using the change curve. There is some uncertainty but generally the team are feeling positive about the change. Coaching has been set up for two members of the team whose roles are changing the most.</li> <li>• Can the walking approach in Derbyshire be replicated in Notts? It is the right time to start this in Derbyshire as there is energy in the county for this change and Derbyshire Public Health have awarded significant funding for this work. Notts should benefit from the resulting marketing and the learning. The right focus in Notts now is embedding Making our Move in with the work of the ICS.</li> </ul>	

6

**ATP Business Plan**

IF presented the work to date on the ATP Business Plan 2022-2027 and asked if the Board agreed with the proposed content - anything missing or anything that should not be included?

Key points raised in the discussion:

- It can be useful to include what we are not, as well as what we are
- Be kind to ourselves about our enabling role
- The plan should also include key risks to ATP

On the proposed measures in the Business Plan for ATP, as an organisation:

- Do the measures include the inputs and outputs?
- Add targets/what good looks like
- No need to include appointments/resignations/sickness

DB and GF agreed to help develop this governance measurement template further.

DB/GF

IF explained that work is also underway to agree meaningful measures for Making our Move and asked the Board what measures do they require re. the shared aims and shared approaches in the plan?

We are not looking at KPIs but are exploring the use of a system maturity matrix which will be completed for each of the six shared approaches, for every place and for every theme. The team are currently trialling this approach to capture a benchmark and to draw out the actions (for the team and/or for system organisations) to include in the implementation plans which are also currently being developed.

In addition to our thinking, Sport England may also have specifics that they will require us to report back on.

Understanding change – <i>where do we need to be observing change?</i>				
Plan area - Place/Theme -	Emerging Basic understanding and development in some parts of the system	Developing Early progress, building commitment across the system with further actions identified	Maturing Substantial progress with all key partners engaged	Thriving Fully embedded and sustainable
Assess current stage of development	← x →			
Explain your answer				
Future actions/work identified				
Where would you hope to be in 2 years?	← x →			

Key points raised in the discussion:

- The initial response to the maturity matrix was positive but it is complex so need more time to reflect on it.
- The plan is that the maturity matrix will not be completed just by ATP but will be completed with the partners involved.

	<ul style="list-style-type: none"> <li>• Can we measure the impact of specific pots of money in the system?</li> <li>• Rather than 'measurement using metrics', are there different ways to understand and demonstrate impact?</li> </ul> <p>IF reported that in the new year we will procure an insight partner and an evaluation partner, to work alongside the insight partner and the team.</p> <p>IF to send out a final version of plan when complete for the Board to sign off electronically.</p>	IF
7	<p><b>Financial report</b></p> <p>RI reported back on the discussion at the last Audit Committee meeting on 17 November 2021.</p> <p>The key points to note were:</p> <p>It was agreed to revise the bank signatories in the current mandate for the Natwest current account. Stephen Jackson is to be removed as no longer a Board member. Derek Higton and Richard Irons, as Board members, are to be added. Margaret Blount and Ilana Freestone continue to be signatories. This was approved.</p> <p>It was agreed to revise the bank signatories in the current mandate for the Nationwide 95-day saver account. Derek Higton and Richard Irons, as Board members, are to be added. Margaret Blount and Ilana Freestone continue to be signatories. This was approved.</p> <p>The need to introduce additional segregation of duties had been discussed. Whilst all payments are approved in advance by the budget holder, the actual process of entering the payment on the banking system and making the payment is currently done by the Business Support Lead. The current online banking facility provided by Natwest does not allow segregation, however signing up to Natwest Bankline would. The Audit committee requested that this system was set up to allow this segregation of duties and the Board approved this decision. MB to set up Bankline to use with the Natwest current account.</p> <p>Due to Covid-19 restrictions, MB is struggling to open new business saving accounts and to do so, APT will most likely first need to open a business current account with the chosen bank. The Audit Committee agreed to continue with the action and open two current accounts initially to meet the banks' requirements for opening up business savings accounts. The objective of spreading the risk overrides the complications and interest rates are likely to rise for business savings accounts. GF suggested that an investment platform such as Flagstone Cash Investments may prove useful. GF offered to set up a meeting between MB and a colleague to discuss further.</p> <p>What is the right level of reserves for APT was discussed at the Audit Committee. The possibility that the healthy reserves could prevent APT from successfully applying for new fundings was identified as a risk. Should APT use reserves to increase its capacity, i.e. the size of the team had been raised.</p> <p>Key points made in this discussion were:</p> <ul style="list-style-type: none"> <li>• Concerns were raised about using reserves to increase the number of employees.</li> </ul>	<p>MB</p> <p>MB</p> <p>MB</p> <p>GF/MB</p>

	<ul style="list-style-type: none"> <li>The new Diversity and Inclusion role is to be funded by reserves (i.e. the employment costs of this post are not covered by the Sport England primary role funding). This will reduce the level of reserves year by year.</li> <li>Capacity can be increased more flexibly by using consultants/contractors as required.</li> <li>In the new year, the team will produce APT's annual delivery plan and budget for 22/23. As part of this process, we will revise the APT Funding Plan which will detail how reserves will be spent over the next three/five years, to meet the shared aims and approaches in Making our Move. A draft Funding Plan will be brought to Board for discussion and then approval.</li> </ul> <p>A discussion on the appropriate level of reserves for APT will be on the agenda for a future meeting of the Board.</p>	
8	<p><b>Safeguarding Children and Young People Update</b></p> <p>MB gave an update on the meeting with CPSU and progress against the 21/22 Implementation Plan</p> <p>It was commented that the plan includes a good level of detail for an organisation that has minimal direct involvement with children.</p> <p>DH is happy to be involved with work on the 22/23 Implementation plan next spring.</p>	MB/DH
9	<p><b>APT Policies</b></p> <p>APT Investment policy approved  APT Reserves policy - approved  APT Board Skills matrix - approved  APT Board succession plan - approved</p> <p>It was noted that there is a vacancy on the Board. Following the Board evaluation discussions, which will include future Board structure and potential allocation of responsibilities to Board members, we will be in a better position to identify any gaps in Board membership. This will inform recruitment of this additional Board member.</p> <p>SMT Succession Plan - to be revised and brought back to the next Board meeting.</p> <p>Revisions to be made:</p> <ul style="list-style-type: none"> <li>Cover to be identified for the Head of Operations role</li> <li>Review the notice periods of the senior management team. It was suggested that it should be a minimum of three months. Consider whether this needs to be up to six months for the CEO.</li> <li>Review whether any other roles in the team (outside the senior management team) are key to day-to-day operations of APT and would therefore need to be covered. If so, add these to the plan.</li> </ul> <p>The Board requested that the APT Risk Register is brought to the next meeting. At this meeting the Board will decide whether this should go to the Board or the Audit Committee for review and how frequently.</p>	IF/MB  MB
10	<p><b>AOB</b></p> <p>There was no AOB</p>	

11	<p><b>Dates of future Board meetings</b></p> <p>Board Evaluation discussion Tuesday 11 January 2022 5-7pm virtual</p> <p><b>Board meetings</b> Thursday 17/03/22 5-7pm venue tbc</p> <p><b>2022 -2023 dates</b> Thursday 7 July 22 5-7pm virtual or face to face Thursday 22 September 22 5-7pm virtual or face to face Thursday 8 December 22 5-7pm AGM face to face Thursday 16 March 23 5-7pm virtual or face to face</p>	
----	--	--

DRAFT