

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

Company limited by guarantee 10876876 Registered Charity 1180787

<b>Date:</b>	27/04/2022	<b>Venue:</b>	Air IT offices, NG10 5QG
<b>In the chair:</b>	Derek Higton	<b>Minute recorder:</b>	Margaret Blount

<b>Working together, we will address inequality and empower everyone to be active in a way that works for them</b>		Action
<p><b>Present</b></p> <p>Louise Bainbridge (LB) Board member            Graham Feek (GF) Board member            Sarah Fowler (SF) via Teams Board member            Carol Hart (CH) Board member            Derek Higton (DH) Board member            Richard Irons (RI) Board member</p>	<p><b>In attendance</b></p> <p>Ilana Freestone (IF) APT CEO            Kerryn Chamberlin (KRC) Strategic Director            Stuart Batchelor (SB) Strategic Director            Michelle Skinner (MS) Strategic Director            Margaret Blount (MBI) APT Head of Ops</p>	
2	<p><b>Apologies</b></p> <p>Danny Bouckley, Jane Laughton, Mark Shardlow</p>	
3	<p><b>Minutes of the last meeting held on 09/12/21 and notes of the meeting held on 11/01/22</b></p> <p>The minutes of the Board meeting held on 9 December 2021 were approved.            The notes of the meeting held on 11 January 2022 were noted.</p>	
4	<p><b>Matters arising</b></p> <p>MB reported that no progress had been made re: setting up two new business accounts for APT. GF recommended Flagstone as a possible way to open these accounts. MB to investigate.</p> <p>Since the meeting held on 11 January:</p> <ul style="list-style-type: none"> <li>• RI's circumstances have changed therefore he is currently unable to commit to be chair of the Audit Committee. RI to review his position in September. It was agreed that Stephen Jackson should continue as chair in the meantime.</li> <li>• MS's circumstances have changed therefore he is unable to currently commit to be a member of the Audit Committee. LB has agreed to join as the 2<sup>nd</sup> Board member.</li> </ul> <p>Both changes were approved.</p>	MB
5	<p><b>Declarations of interest</b></p> <p>No declarations of interest.</p>	

6	<p><b>Actions following Board evaluation report</b></p> <p><b>County Panels</b>  GF gave an update on discussions held on the suitability of the current terms of reference (ToR) of the county panels. GF, SF, SB and KRC had met and following this, a joint, well-attended, meeting of Derbyshire and Notts panel members was held on 25 April.</p> <p>The conclusions of this joint meeting were:</p> <ul style="list-style-type: none"> <li>• Continue to have two county panels to focus on the individual counties.</li> <li>• When there is an update or discussion that is relevant to both counties, set up joint panel meetings, with the possibility of splitting into county focused discussions in the second part of the meeting.</li> <li>• Revise the ToR to outline the role of the panels as networks to help the team deliver Making our Move by being:  Advocates  Advisors  Critical friends Enablers - opening doors  Enablers - identifying and sharing learning</li> <li>• Remove the governance role of panels.</li> <li>• The revised ToR should be the same for both counties. Agendas will be different to reflect the issues in the county.</li> <li>• Revise the terms of office for panel members.</li> <li>• Consider how the value of the panels is measured.</li> </ul> <p>Additional points raised by the Board:</p> <ul style="list-style-type: none"> <li>• There could be a role for panels to review some of the county's system risks, i.e. provide triangulation. To be put on the agenda by SB and KRC.</li> <li>• GF and SF could feed in questions from the Board for discussion at the panels.</li> </ul> <p>It was agreed that the terms of reference would be drafted based on the points above. The draft would be checked by panel members and final draft would be brought back to the July Board meeting for approval.</p> <p><b>Board Appraisals</b>  IF explained the proposed process.</p> <p>Points raised:</p> <ul style="list-style-type: none"> <li>• These are annual conversations, not appraisal interviews</li> <li>• The conversations will be split between DH and DB. LB,, as Senior Independent Director, will lead the conversation with DH.</li> <li>• There should be an element of 360 degree feedback to DH and DB as part of these conversations.</li> <li>• DH, DB, IF will be responsible for reviewing points raised and deciding how to feedback comments to the Board. The Board will agree any improvements.</li> </ul> <p>With these additions, the process was agreed. MB to write up the agreed process. IF to set up diary dates so that all conversations can take place in time for feedback to be reviewed at the Board meeting on 22 September 2022</p> <p><b>Nominations Committee</b>  The draft Nomination Committee terms of reference were approved.</p>	<p>SB/ KRC</p> <p>MB</p> <p>MB</p> <p>IF</p>
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	<p>There will be a need to pull together this committee shortly to start the recruitment process for up to three new Board members. DH volunteered to be part of this committee. Two further nominations will be required.</p> <p>IF reported that APT are part of a pilot programme run by Activity Alliance to recruit and support the appointment of people with experience of disability on to boards.</p>	
7	<p><b>APT Business Plan presentation</b></p> <p>IF presented the final version of the APT Business Plan 2022-2027 which includes feedback from previous Board discussions. This is primarily an internal document for the Board and the team.</p> <p>Key points raised in discussion:</p> <ul style="list-style-type: none"> <li>• The presentation successfully articulates a complex organisation.</li> <li>• An annual impact report should be produced at the end of each financial year which includes progress against the measurement framework for a healthy well-governed organisation.</li> <li>• Key metrics have been identified as one of the ways to assess progress against the aims and priorities of Making our Move. Targets will not be set but trends will be identified, shared and discussed with partners. It may be useful to include the current position on this slide.</li> <li>• No need to include actual numbers on the finance pie charts.</li> <li>• APT, as one of the few organisations that covers Nottinghamshire, Nottingham, Derbyshire and Derby, is well placed to contribute to the levelling-up devolution agenda and well placed to continue with our work, whatever the outcome. Discussions have taken place to bring team members up to speed with the potential changes and the potential opportunities.</li> </ul>	IF
8	<p><b>CEO report</b></p> <p>IF asked for questions or comments on this report. It is hoped that it illustrates how the relationship building and the conversations the team are having, are starting to bring about change in how other individuals and organisations operate.</p> <p>Most of the team have started a 12-month training programme to think about how APT threads inclusion into all our core functions. There is an opportunity to involve Board members in one or more of these sessions throughout the year.</p>	
9	<p><b>Finances - Budget</b></p> <p>The Board noted the report from the Chair of the Audit Committee and the minutes of the Audit meeting held on 21/02/22.</p> <p>The Board approved the recommendation of the Audit Committee of a minimum of 2% consolidated pay award, backdated to 01/04/22, for all members of the team who have met expectations or above in their annual Performance and Development review for 2021/22.</p> <p>The 2022/23 budget, based on this 2% increase, was approved.</p> <p>The budget submitted to Sport England, for the five-year funding award from April 2022 to March 2027, assumed a 1% increase in salary levels annually. The maximum amount APT could apply for was set by SE at same level as 2018.</p> <p>The implications of this set budget were discussed and key points raised were:</p> <ul style="list-style-type: none"> <li>• Staff retention is important to APT</li> </ul>	

	<ul style="list-style-type: none"> <li>• APT salaries are good in comparison to similar roles in other Active Partnerships and other community/voluntary organisations working in the counties. They are however lower than salaries for comparable Public Health roles.</li> <li>• APT should explore any non-remunerative benefits that could be introduced, that would be valued by the team, e.g. salary sacrifice benefits, annual leave entitlement etc.</li> </ul> <p>The Board approved the recommendation of the Audit Committee to spend £452k of unrestricted reserves, over the next five years in support of 'Making our Move'.</p> <table border="1" data-bbox="236 562 1302 840"> <thead> <tr> <th></th> <th>22/23</th> <th>23/24</th> <th>24/25</th> <th>25/26</th> <th>26/27</th> </tr> </thead> <tbody> <tr> <td>New websites</td> <td>20,000</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Evaluation partner</td> <td>25,000</td> <td>30,000</td> <td>30,000</td> <td>30,000</td> <td>30,000</td> </tr> <tr> <td>Diversity &amp; Inclusion Lead FT</td> <td>32,100</td> <td>32,540</td> <td>32,700</td> <td></td> <td></td> </tr> <tr> <td>Learning/Celebration events</td> <td>10,000</td> <td>20,000</td> <td>20,000</td> <td>20,000</td> <td>20,000</td> </tr> <tr> <td>Systems Leadership training for system partners</td> <td>20,000</td> <td>20,000</td> <td>20,000</td> <td>20,000</td> <td>20,000</td> </tr> <tr> <td></td> <td>107,100</td> <td>102,450</td> <td>102,700</td> <td>70,000</td> <td>70,000</td> </tr> </tbody> </table>		22/23	23/24	24/25	25/26	26/27	New websites	20,000					Evaluation partner	25,000	30,000	30,000	30,000	30,000	Diversity & Inclusion Lead FT	32,100	32,540	32,700			Learning/Celebration events	10,000	20,000	20,000	20,000	20,000	Systems Leadership training for system partners	20,000	20,000	20,000	20,000	20,000		107,100	102,450	102,700	70,000	70,000	MB
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10	<p><b>APT Risk Register and Risk Management Policy</b> The APT risk management policy, specifying the risk appetite/tolerances, was approved.</p> <p>The Board agreed with the statement made by the Audit Committee, that the responsibility for risk sits with the Board and the role of the Audit Committee is to review that the process of assessing and setting risks is fit for purpose.</p> <p>It was agreed that the Board should have oversight of the risk register every 6 months. Any risks that are assessed as being more serious or any new major risks should be drawn out in the accompanying Board paper.</p> <p>Individual risks on the register should be allocated to different committees (People and Resources Committee, Audit Committee, County Panels) and or SMT to review and update before the revised version is brought back to Board.</p>	MB  MB																																										
11	<p><b>APT Policies</b> Following suggestions from the Board at its meeting on 9 December 2021, some revisions have been made to the SMT succession plan. The notice period of all five members of the SMT has been increased to a minimum of 3 months. Cover has been identified for the Head of Operations role.</p> <p>With these revisions, the Board approved the SMT succession plan.</p>																																											
	<p><b>AOB</b> There was no AOB. Air IT were thanked for hosting the meeting.</p>																																											
	<p><b>Dates of future meetings</b> Thursday 7 July 22 5-7pm Air IT offices, NG10 5QG 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>																																											