**ACTIVE BLACK COUNTRY LIMITED (ABC Ltd) BOARD MEETING MINUTES**

**- a company limited by guarantee and without a share capital -**

**Company Number 14537800**

Held on Monday 23rd of September 2024 – 11:00am - 1:00pm held by a Teams video call.

Present

Amanda Tomlinson (AT) - Chair

Richard Medcalf (RM)

Sureya Gulzar (SG)

Sue Wilkinson (SW)

Jerry Page (JPg)

Justyn Price (JP)

Stephanie Chamberlain (SC)

In attendance

Ian Carey (IC) – ABC Ltd CEO

Alex Hughes (BA) – ABC Business Administrator

Helen Milanes-Tidmarsh (HMT) – Business Operations Manager (part, joined for Agenda Item 09)

Mark Bisson – Strategic Communications Lead (part, joined for Agenda item 08)

Meeting opened 11:00

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| Agenda item | 1 |
| Subject | apologies |
| Notes | Farah Ahmed  Lesley Hill |
| Actions | - |
| Dates | - |

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| Agenda item | 2 |
| Subject | Declarations of Interests Register |
| Notes | None recorded |
| Actions | - |
| Dates | - |

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| Agenda item | 3 |
| Subject | Approval of Minutes of ABC Ltd Board Meeting 22.07.24 |
| Notes | Add Steph Chamberlain onto attendees on previous board minutes |
| Actions | Amend minutes |
| Dates | 24th of September 2024 |

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| Agenda item | 4 |
| Subject | Update on ABC Ltd Charity registration (verbal) |
| Notes | IC updated the Board of progress with charity application. The Charity Commission are still reviewing the application for charitable status and a further update would be provided once available. |
| Actions | Provide an update when available |
| Dates | TBC |

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| Agenda item | 5 |
| Subject | Sub Committee Minutes & recommendations |
| Notes | 1. RM formally acknowledged Sureya as a new addition to Nominations & Governance (N&G) Committee and updated the Board on the discussion at the recent N&G Committee meeting regarding the Board expenses policy, amends to the handbook and the upcoming interviews as part of the recruitment process. 2. JPg provided an update on the financial reports, expressing satisfaction with auditors Folkes Worton LLP Chartered Accountants. There were a number of recommendations that were supported by the Audit Risk & Compliance (ARC) Committee and would be factored into the future audit process. 3. IC confirmed the end of year financial statements and directors report has been filed with Companies House. 4. JPg updated the Board on the internal audit report for Health and Safety that was discussed by the ARC Committee. The committee were happy with the thoroughness of the report, its findings and supported the recommendations detailed within the report. 5. The policy review schedule had seen the Equality & Equal Opportunities policies respectively reviewed. ARC Committee were happy with the revised updates. 6. AT queried the wording contained within the Equality Policy. 7. SC said to consider integrating Artificial Intelligence tools like ‘Copilot’ for policy management. 8. AT enquired about the application of Equality Impact Assessments (EIA) on policies. IC advised the team have developed an EIA and are currently testing it with programmes & policies. 9. JP provided an overview of the SI Committee highlighting the increased collaboration and better positioning with the Black Country local authorities. JP confirmed that the grant application into the West Midlands Combined Authority for the digital inclusion work had been submitted. |
| Actions | 1. Board approved the policies subject to required amends - IC to refine the Equality policy to better reflect ABC Ltd’s scope and activities, ensuring clarity on definitions contained in the existing policy. 2. The policy schedule to be updated. |
| Dates | 26th of November 2024. |

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| Agenda item | 6 |
| Subject | CEO report |
| Notes | 1. IC provided an overview of the CEO report, the headlines included: 2. ABC Ltd annual impact report is in development and the executive are seeking to complete by December. 3. An updated assessment has been submitted to Sport England for full compliance with the Tier 3 Code for Sports Governance. 4. Recruitment underway for the Director of Impact role. 5. The stakeholder conference is being held on the 15th of November 2024 at the Molineaux stadium. 6. IC advised the Board that the executive is maturing, with relatively new organisational practises coupled with the onboarding & inducting of new staff. This can present challenges whilst moving away from historical working practices resulting from the former host employer. 7. IC confirmed the budget consolidation exercise is continuing and an update will be provided to the Board at the November Board meeting. 8. ABC Ltd and local partners are awaiting an update from Sport England on the status of the development grant. IC explained if the grant was secured it would be circa £1.2million. IC clarified the income would likely to be within 2024/2025 and deferred into future financial years. 9. A presentation was made to the Board on the features of the development grant and a brief discussion took place regarding the opportunities and risks that were presented through ABC Ltd being the accountable body. |
| Actions | Impact report to be developed  Save the date for the conference to be distributed to Board |
| Dates | 26th of September 2024  December 2024. |

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| Agenda item | 7 |
| Subject | Director of Partnerships report |
| Notes | In the absence of Director of Partnerships IC provided a brief outline of the progress of work against the ‘Creating an Active Black Country’ framework.  The Board noted the updates and acknowledged the work being completed. |
| Actions | - |
| Dates | - |

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| Agenda item | 8 |
| Subject | Communications report |
| Notes | 1. MB provided Board members with an update on the communications plan, headlines included: 2. The upcoming water safety launch on the 24th of September 3. The Canal River Trust Project, launched Wednesday 25th September |
| Actions | - |
| Dates | - |

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| Agenda item | 9 |
| Subject | Finance & Risk report |
| Notes | HMT provided a financial overview for July and August 2024 with the next set of quarterly Management Accounts being developed by ER Grove for the November Board meeting.  IC updated the Board on the risk summaries via the dashboard noting the changes to the key risks. IC also detailed the other functions of the dashboard to provide board members with a range of information relating to governance documentation, business indicators risk & finance. |
| Actions | Quarterly report and updated unrestricted funds position to be provided to November Board meeting. |
| Dates | 26th of November 2024 |

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| Agenda item | 10 |
| Subject | Any other business |
| Notes | 1. Add the date of next meeting onto the minutes. 2. develop the programme (forward plan) for the meetings next year, and commitments into everybody’s diaries. |
| Actions | - |
| Dates |  |

Meeting concluded 12:59

Date of next meeting: Tuesday 26th November at 11:00am.