

# GREATERSPORT

## Minutes GreaterSport Main Board Meeting

<b>Subtitle</b>	Board Meeting and AGM
<b>Date</b>	22/09/2022
<b>Time</b>	9:30 - 12:30
<b>Location</b>	Chamber Space, Elliot House, 151 Deansgate, M3 3WD
<b>Chair</b>	Mike Perls MBE
<b>Attendees</b>	Sarah Brown-Fraser, Lee Davies, Richard Davis-Boreham, Warren Heppolette, Eve Holt, Hayley Lever, Rob Mukherjee, Mike Perls MBE, Matt Stocks and Rob Young MBE

### **1 Welcome, introduction and apologies**

9:30 Mike Perls MBE

*Minutes:*

Mike thanked everyone for attending and acknowledged the difficulties in balancing lots of commitments.

Apologies:

- Richard Roe
- Dan Cropper
- Katy Calvin-Thomas
- Leanne Feeley
- Sanjay Bhandari
- Beth Sutcliffe

Justine Blomeley in attendance until 10:30am - (to be added to iBabs).

### **2 Minutes of previous meeting and matters arising**

9:35 Mike Perls MBE

*Minutes:*

Minutes accurate account of the meeting.

Approved: Warren Heppolette

Seconded: Sarah Brown-Fraser

### **3 AGM**

9:50 Mike Perls MBE

#### **3.1 Minutes of the 2021 AGM and any matters arising**

*Minutes:*

Minutes of last AGM approved.

Approved: Warren Heppolette

Seconded: Sarah Brown-Fraser

## **3.2 Membership**

### **3.2.1 Re-election of Chair**

*Minutes:*

Warren confirmed that Mike was happy to continue in the role. Warren contacted board members individually prior to the AGM. Unanimous decision for Mike to continue in the role.

Warren stated continuity was important. We're in a strong position and have done well to keep the team together during volatile times. We've done a decent job recovering from the pandemic - stability important to go forward.

### **3.2.2 Confirmation of Senior Independent Director**

### **3.2.3 Renewals (end of term)**

## **3.3 Note changes to Directors**

*Minutes:*

The following board members have resigned since the last AGM:

- Graham Whitham
- Dr Marilyn Comrie OBE

## **3.4 Confirmation of committee membership**

*Minutes:*

It was confirmed that all sub-committee memberships shall remain unchanged whilst acknowledging there are vacancies.

### **3.4.1 Nominations & Remuneration membership**

### **3.4.2 Audit & Risk membership**

## **3.5 Appointment of Auditors**

*Minutes:*

Redacted.

## **3.6 AGM Finance Statement**

*Minutes:*

Richard Davis-Boreham presented finance slides detailing income, expenditure and our total balance.

COLA remains an unknown. Waiting to hear from unions. 6% good barometer to work from.

Gaps between staff departure and recruitment and no office costs contribute

to surplus.

Income will decrease 24/25 due to income streams ending coinciding with salary decrease. Eddie keeping an eye on this.

The group discussed the future of the Local Pilot and HSCP funding:

Local Pilot: Optimistic for the future and the new leadership (Lisa). Need to move on from the notion of a pilot and become more embedded.

HSCP:

- New 5 year ICS strategy to be agreed. Warren can't see it not including physical activity and GM Moving.
- Mike: We are managing risk but work over last 4 - 5 years has been outstanding. Positive outlook.
- Hayley: Reputationally we couldn't be in a better position.
- Sarah: Need to consider staff getting itchy feet towards the end of contract.
- Hayley: Calculated risks needed with contracts/recruitment.

Rob Young MBE brought up charity funding: Should we be looking at unrestricted fundraising via Trusts and Foundations?

- Mike: Challenge due to no resource in Exec to focus on charity fundraising. We would need to recruit to a specific role and consider cost Vs benefit.
- Rob Y: A fundraising strategy would define what we would need (for example bid writers). First piece of the jigsaw.
- Sarah: Culture is important. Could we use our charity status better?
- Hayley: Interesting to explore Trusts and Foundations that support what we do and the kind of role we play.
- Eve: Need to consider we don't undermine competing partners at a local level.
- Rob M and Richard DB suggested we should take a Business Development mentality.
- Warren: Might be for specific areas of the business?
- Mike: Appetite to explore cost and benefit. Me and Hayley to pick up and bring back to next board meeting.

### **3.7 Approval of final audited Company Accounts 2020/21**

*Minutes:*

Audited accounts approved.

Approved: Warren Heppolette

Seconded: Sarah Brown-Fraser

### **3.8 Audit Report & Recommendations**

*Minutes:*

Richard Davis-Boreham presented a slide on the audit report. Overall good feedback.

Only outstanding action is to rectify the situation with Rochdale payroll as discussed in previous meetings.

Mike thanked Richard DB, Eddie and the team.

### **3.9 Governance Statement**

*Minutes:*

Approved by Mike Perls MBE and Richard Roe prior to the meeting.

All present comfortable with the updated Governance Statement. Matt Stocks to publish.

### **3.10 Declaration of Trustee Interests**

*Minutes:*

Received from all trustees except Leanne Feeley.

Mike Perls MBE declared an additional interest: Chair of Royal Exchange Theatre.

## **4 Progress, Measurement, Evaluation and Learning**

10:20

Hayley Lever and Matt Stocks

### **4.1 Exec Report/MEL Approach**

*Minutes:*

Hayley Lever presented slides on the MEL process.

Processes have been refined - focusing on 4 key questions. 6 month testing period ending in October.

Slides shared from team day where staff inputted on the monthly reflections and sense making process.

- Eve: Aligning well with GM Moving Strategy. Kay's session at the team day reflecting on the process were good. Kay looks across all sense making - how do we use to translate into action?

Hayley Lever shared slides showing examples of 'What?' and how the 4 questions relate to the work of the Children and Young People Team. 'What' section contains hyperlinks to various stories from the work. CYP example shows how they changed their approach. Feedback from Jess Simons that the way of work aligns with our values and feels less transactional. Transformed the way they work- loves it!

- Matt shared that the CYP had turned things around resulting in approximately 500 more completions of CYP Active Lives survey. Total 3055 (exceeding target of 3000).
- Mike suggested adding the numeric information to the slide would be useful.
- Rob Y asked how this way of capturing the learning has helped?

Hayley shared slides on common challenges and enablers:

- Hayley: Common themes drawn out in sense making sessions which are relatable with different teams. Shifting towards designing in with the whole organisation.
- Eve: We're refining the process for team feedback to marry and feel more helpful. Getting there.

Mike Perls MBE asked Richard Davies-Boreham and Matt Stocks how the process lands with them?

- Richard DB: To be able to reflect on a whole piece of work the conversation needs to continue in 1 to 1's.
- Mike: Is there consistency?
- Eve: People are trying different approaches.
- Sarah: Are the Exec team also doing this? (Yes)
- Richard DB: Sense making is of most value. Facilitates conversation that digs deeper and more valuable. Exec need to be inquisitive in this space.
- Matt: There is a balance to strike between method/Learning vs outputs/outcomes. He senses the team wish to evidence the impact of the work more.

Hayley shared a slide on Future Board Reporting:

- Warren: A leap forward and benefit to the board. Not every organisation gives feedback in this way.
- Rob Y: How do you create content from such a rich set of data?
- Eve: Need to build confidence in how we answer what?
- Richard DB: Challenges for more operational roles/teams.
- Rob M: Back office is important for sustainability.
- Mike: Is this example in the slide the best one (that is ok). Also, would like people such as Jess to come to the board to feedback.
- Sarah: Stories are what get you funding.
- Rob M: In the session are challenges being brought up?
- Eve: The team are comfortable with that.

## **4.2 Dashboard of Indicators**

*Minutes:*

Matt Stocks talked through the attachment 4.2 - Dashboard of Indicators. Matt put the questions to the board from page 2 of the attachment.

There was an agreement that the right balance needs to be struck between Qualitative and Quantitative data.

- Mike: Interested in the progress of items in the red zone.
- Rob M: Suggested using a Spider Diagram as a visual (e.g. score out of 5). Do all indicators have a target?

There was a discussion on timescales (e.g. quarterly or monthly). The timescale depends on the subject.

- Mike: the 4 areas enable a quarterly viewpoint as a snapshot.

**Agreed:** One area of focus per quarter from the four components (foundations) of the Dashboard of Indicators and reporting on the highlights, stories and learning from the work in every meeting.

## **5 Audit & Risk update**

11:10

Richard Roe

*Minutes:*

Richard DB presented slides giving a snapshot financial position.

### **5.1 Reserves Investment**

*Minutes:*

Richard Davis-Boreham previously shared the process on how they came to recommend Investec (see papers).

Investec are the most established with a good track record. This is our biggest ever decision regarding investment of reserves. We need a policy, strategy and to decide on the types of things to invest in.

Richard Davis-Boreham asked if we want to proceed? Are we comfortable with the Audit and Risk sub-committee's recommendation of Investec? Currently at no cost until it is up and running.

- Rob Y: What specialism do Investec provide if things go wrong? Procurement Policy may need to recognise this as why we have extra scrutiny.

Mike went through some of the questions previously raised by Katy Calvin-Thomas. Also outlined in the paper:

- Conflict of Interest: None currently. Need to formalise this.
- Sub-committee delegation: Can give discretion to Audit and Risk, but it would make sense to bring back to board.

- When to take funds out: Consider when we need it. Richard DB added that it will be a 5 year investment to coincide with the cycle of funding. The exit point is more important.
- Funders question: It would be worth having the conversation with funders.
- Trustees liability: Reputation rather than financial. Consider impact of investing vs not investing.

Full information required for December board meeting to help with decision making. Board members will be invited to a workshop before the next board meeting.

- Hayley: Discussion needed re optics and explanation of why this is the right route to go down. We need to show and be able to articulate why it is the right thing if we go ahead and give examples.
- Matt: At the last meeting we spoke about an obligation to invest due to cash losing value.
- Rob Y: What support do Audit & Risk need to know we are investing correctly? We are placing trust in another organisation (Investec).
- Warren: Investment strategy is a big thing and shouldn't all be left to Audit & Risk. It is the right call, but we need to consider how we execute. Doing nothing is a pro-active decision, knowing the money will de-value.
- Eve: Only takes one bad non-ethical investment for it to go wrong.
- Mike: Reiterated Warren's point about getting the strategy right.

## **5.2 Risk Report**

## **5.3 COLA Increase Forecast**

*Minutes:*

Details in the paper for info. Won't know for certain until next year but have done the forecasts.

It was agreed to engage in the Active Partnership conversation about Cost of Living - in terms of both people (including staff) and communities. We will look into any actions that can be taken and good practice.

## **6 Nominations & Remuneration update**

11:30 Rob Young MBE and Sarah Brown-Fraser

*Minutes:*

Rob Young MBE talked through the Nominations & Remuneration update.

- Matt: Reward project briefing on Performance Management process from Lucy Maxwell Scott was positive. Line Manager sessions scheduled.

- Hayley: Healthy level of concern of a new way of working. Self reflecting on performance is a cultural shift. Slight nervousness with people talking more about competency.

## **6.1 Code for Sports Governance progress**

*Minutes:*

Section covered as part of Nominations & Remuneration update:

- Rob Y: How do we approach the remaining red on the list? The establishment of an Environmental Social Governance Plan.
- Matt: Some things can be done quickly. Need steer on what level of depth we want to go to (compliance vs commitment)? We could borrow another organisations and complete ourselves or go all-in and enlist the services of a consultant?
- Rob M: Advice would be not to get consultants in.
- Hayley: Engage the team and co-design for complete ownership. The process is as important as the output. Worked well with EEDI so adopt this approach again.

## **6.2 Trustee Recruitment**

*Minutes:*

Recommendations in attached paper.

Rob Young MBE asked if all trustees were comfortable with the recommendations and asked how they can contribute?

- Sarah: Can a current member of Audit & Risk be chair?
- Mike: Discussed with others and agreed we need someone from a financial background.
- Sarah. Experience of the sport system is important but not included.
- Mike: Aiming for a blend.
- Rob Y: What can we do to get the best candidates?
- Warren: Consider methods of trawl. Done well in the past.
- Matt: Consider using Perrett Lever? This was agreed.
- Sarah: Headhunting - Exec team know people who would be good on the board.
- Matt: Will start to turn the cogs and work with Rob Y in the first instance on timelines, involvement, panels and shortlisting.
- Richard DB: When do we want them in place?
- Rob Y: December ideally, but more important to get the process right.

## **6.3 Equality, Equity, Diversity and Inclusion Plan**

*Minutes:*

Sarah Brown-Fraser is the new board lead on EEDI.  
Now EEDI rather than EDI to incorporate Equity.



Sarah added that we want EEDI to be more of a culture rather than a plan.

Matt Stocks went through the attached EEDI Plan. He asked the board to come back to him with any thoughts on the commitment on page 8 and ambitions on p.13.

Staff/board composition survey done, but we still need all board members to complete to get a full picture.

Mike fed back that this was brilliant and thanked Sarah and Matt.

Rob M gave feedback regarding the picture demonstrating equity. Due to the different appearances (size) of the people in the picture it can imply that the fault is with them. He has sent Matt an alternative example showing uneven ground rather than different sizes of people.

## **7 CEO Reflections**

12:00

Hayley Lever

*Minutes:*

Hayley Lever took the group through her reflections

- Recent recruitment of staff and commissioned work - Loving their articulation of what GreaterSport is and how it contributes to GM Moving. Happy that it makes sense to external people and new colleagues.
- There is an 'ease' to the work because of the good culture. Creates a good flow.
- Board and team have all responded well to radical candor challenge from Seamus and the staff culture development.

Concerns:

- Future funding.
- Impact of economic climate on our staff. Create space for conversation and to support staff.

Mike followed up on the radical condor point. More trusted environment to challenge and discuss. Thanks to everyone. Leadership in the team in outstanding.

## **8 AOB**

12:20

Mike Perls MBE

### **Future Dates**

2022-3 Main Board  
8th December

2022-3 Nominations & Remuneration Sub Committee  
24th November

2022-3 Audit & Risk Sub Committee  
11th November

*Minutes:*

Mike thanked everyone for attending. He reiterated he doesn't underestimate the contributions of the trustees.

He also thanked the Exec for all the conversations leading up to the board meeting.