

## CIMSPA Board of Trustees Meeting Minutes

Thursday 14 July 2022, 10:00 AM, Burleigh Court Hotel, Loughborough and Microsoft Teams.

In person attendance	Virtual Attendance	Apologies
David Monkhouse (DM) (Acting Chair) Dr Tracy Rea (TR) Elena Portas (EP) Eleanor Udall (EU) (Youth Panel Chair)	Dr Jon Argent (JA) Joelle Conway (JC) Jonathan Drakes (JD) Chris Walsh (CW)	Marc Woods (MW) (Chair) Rowena Samarasinhe (RS) Malcolm McPhail (MM)

Guests – Virtual Attendance	Also in attendance
Tim Hollingsworth (TH) Sport England Phil Smith (PS) Sport England Stuart Armstrong (SA) Sport England	Tara Dillon (TD) CEO Spence Moore (SM) Director of Strategy Kay Simnett (KS) Director of Finance and Resources Jess Melling (JM) Governance Officer Ashlee Alexander (AA) Minute Taker

### 1. Chair's welcome and introduction

DM, as acting chair, welcomed the committee to the hybrid meeting.

#### 1.1 Declarations of interest

There were no declarations of interest amongst the Board of Trustees.

#### 1.2 Minutes from the Last Meeting

The minutes of the meeting held on 12 May 2022, having been circulated were taken as read and agreed.

TR requested page numbers on the minutes.

**ACTION 14/07/2022(1):** Secretariat to review the actions and highlight any that need the Board of Trustees' attention in the agenda for the next meeting.

**ACTION 14/07/2022(2):** Secretariat to include page numbers on the minutes.

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### 1.3 Formal appointment of Treasurer and Trustee

Chris Walsh was formally adopted by the Board of Trustees as a Trustee and Treasurer.

### 1.4 Matters Arising

The meeting noted that all the actions agreed at the previous meeting had either been completed or were being progressed.

## 2. Finance

### 2.1 Audit Pack

**RECEIVED:** an audit pack that included the going concern paper, statutory accounts, letter of representation and audit report findings (AFR) was circulated to the Trustees prior to the meeting for review and approval.

#### 2.1.1 Going Concern Paper

**SECTION SUMMARY:** KS took the board through a summary of the going concern and highlighted key areas of note.

**DECISION:** The Board of Trustees approved CIMSPA as a going concern.

#### 2.1.2 Statutory Accounts

**SECTION SUMMARY:** KS took the board through a summary of the statutory accounts and highlighted key areas of note.

**DECISION:** The Board of Trustees approved CIMSPA's statutory accounts.

#### 2.1.3 Letter of Representation

**SECTION SUMMARY:** KS explained the letter of representation.

**DECISION:** The Board of Trustees approved CIMSPA's letter of representation.

**ACTION 14/07/2022(3):** KS to notify haysmacintyre for them to send the required documentation to MW to sign.

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### 2.1.4 Audit Report Findings (AFR)

**SECTION SUMMARY:** KS took the board through a summary of the AFR and highlighted key areas of note.

DM informed the board that the A&P committee met with the auditors and reviewed the audit pack provided to the board of trustees 2 weeks before interrogating it with the auditors, and the committee did not find anything of concern or risk.

DM thanked KS and the team for a great audit report.

### 2.2 May Management Accounts

**RECEIVED:** The May management accounts were circulated to the Trustees prior to the meeting for review.

**SECTION SUMMARY:** KS talked the board through the management accounts and asked if there were any questions. There were no questions.

## 3. Governance

**RECEIVED:** Board of Trustees' OKR Report, Register of Interests Policy and Disciplinary Committee Terms of Reference were circulated to the Trustees prior to the meeting for review and approval where appropriate.

**SECTION SUMMARY:** TD informed the Board that CIMSPA has been contacted and informed that they will be audited by Sport England. BDO will be attending the next Board meeting in person.

DM championed the OKR process for the A&P committee clarifying its responsibilities and being able to identify outcomes from those. It has helped A&P know what it has achieved and understand the routine of meetings and the routine of the governance activities because it makes the committee think about what happens to make the committee work. DM thought that once the OKR process was rolled out to all the committees, it will be a really powerful tool to support this.

TR raised the possibility of the Board being asked about the culture within CIMSPA. TR suggested the CIMSPA team look at the competing values framework (CVF), which is a tool

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used at Lloyds Banking Group, and how it could be used here. TR added it's an interesting concept in terms and has clear data points aligned to culture and how it can be measured.

CVF is based on numbers, which is what's really powerful. It's measured consistently and from different views of the teams and the world. It works with all levels of employees and can identify subcultures.

TD wanted to follow up with TR on CVF for the future but informed the Board that Best Companies is a good starting point for CIMSPA.

TR offered to do a session with anybody on the Board on how CVF works and what it is. TR also asked to do a session with CIMSPA's Senior Leadership Team.

**ACTION 14/07/2022(4):** JM and TD to produce a governance knowledge pack for the Board.

**ACTION 14/07/2022(5):** Trustees to arrange governance sessions on potential questions that could be raised during the audit.

**ACTION 14/07/2022(6):** TR to do a session on the competing values framework

### 3.1 Board of Trustees OKR Report

**SECTION SUMMARY:** JM wanted the Board to acknowledge their achievements against the OKRs. It's been a fantastic start to the year.

### 3.2 Policies for Board Approval

#### 3.2.1 Register of Interests Policy

**DECISION:** The Board of Trustees approved the revised register of interest policy.

DM reminded the Board to update the register annually.

#### 3.2.2 Disciplinary Committee's Terms of Reference (TOR)

**SECTION SUMMARY:** JM and TR talked the Board through the proposed changes including the recruitment of 2 new members and a vice chair to support the capacity of the committee and the increase in complaints and hearings.

JD queried the reason for the increase in cases the committee are dealing with. TD and SM explained that it is the increase in CIMSPA's membership base and increased awareness of CIMSPAs profile and regulation.

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**DECISION:** The Board of Trustees approved the revisions of the Disciplinary committee's TOR.

### 4. CEO Update

#### 4.1 CIMSPA's OKRs

**RECEIVED:** CIMSPA's OKR report was circulated to the Trustees prior to the meeting to note.

**SECTION SUMMARY:** TD asked if anyone had any questions on the CIMSPA OKR.

TR asked whether SE might find it useful to understand how CIMSPA measures against OKRs as a systems partner tool. TD agreed to share with SE.

**ACTION 14/07/2022(7):** TD to share with SE how CIMSPA uses OKRS as a systems partner tool.

#### 4.2 Workforce Governance – Mini Scope of Work

**RECEIVED:** Mini Scope of Work – Workforce Governance was circulated to the Trustees before the meeting for review.

**SECTION SUMMARY:** The board welcomed TH, PS & SA from SE who joined the meeting virtually at 11:30 to discuss the workforce governance project.

TH explained that SE is working to reset what they deliver and how they work with the sector. TH outlined that SE is putting a lot of work into the "how?" they deliver.

TH continued to discuss the systems partner model and how they work together and support partners (specifically CIMSPA) as a key systems partner to deliver on Uniting the Movement (UTM), specifically tackling inequalities through place-based skills plans for the sector and workforce governance.

SE hope to change the way the system partners see SE and the funding process. Building trust around funding, especially with CIMSPA as a critical system partner.

TH acknowledged that CIMPSA is actively supporting the UTM strategy and the great work CIMSPA is doing against it. TH also stated that SE recognises the key role CIMSPA will play in UTM and workforce governance and continue to be a key systems partner in achieving their strategy.

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TH paid tribute to the board for the support they gave to initiatives supporting the sector through COVID, in particular, the initiative ReTrain to ReTain (R2R).

PS also recognised CIMSPA's great work and growth. He also noted the role and support CIMSPA gave throughout COVID.

PS pressed that the time is now to examine workforce governance strategies and a form of registration scheme, following on from the Anne Whyte review.

SA, there is a need for workforce governance and a forum for engagement with colleagues in the other Home Nations Sports Councils (HNSCs) SE will continue engaging in this area of discussion.

SA explained that there are plans in motion to support accountability and that it will be developing plans over the next 6 months.

### 5. Committee Updates

#### 5.1 Audit and Probit Committee (A&P)

**SECTION SUMMARY:** DM gave an update on the A&P's most recent meeting.

The committee had Haysmacintyre, CIMSPA's external auditors, join the meeting virtually to talk the committee through the audit and the audit findings. The committee were given the opportunity to put any queries or questions to the auditors about the audit process and the audit findings report.

#### 5.2 Membership Committee (MeC)

**SECTION SUMMARY:** MK gave an update on the MC's most recent sampling and committee meetings.

MK thanked the CIMSPA team for their support with the committee and sampling OB (Commercial Director), JM, and AA.

#### 5.3 Disciplinary Committee (DC)

**SECTION SUMMARY:** TR provided the Board with an update on DC's activities during section 3.2.2, the review and approval of the DC's terms of reference.

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### **5.4 Appeals Committee**

**SECTION SUMMARY:** JC gave an update on the AC's most recent meeting.

JC updated that there have been no appeals this quarter.

JC added that she and JD attended chairing and appeals training with JM in case of an appeal.

### **5.5 Nominations Committee (NC)**

**SECTION SUMMARY:** TD gave an update on the NC's most recent meeting.

TD informed the Board that Jessica Redman has stepped down as trustee due to work commitments. NC discussed recruitment to fill Jessica's position and is keen for applicants to fill a skillset required by the Board following a skills matrix analysis of the Trustees.

### **5.6 Youth Panel**

**SECTION SUMMARY:** EU gave an update on the YP's most recent meeting.

EU told the committee that the YP had two development days on the 26th and 27th of May. The YP got to meet in person and welcome the new panellists. The days consisted of looking at strategy and team building. The YP also had a Myers-Briggs session with Morwenna Crespin (People Manager). The YP also took headshots and created bios to be published on the new CIMSPA website.

### **5.7 Professional Development Board (PDB)**

**SECTION SUMMARY:** JA gave an update on the PDB's most recent meeting.

JA informed the Board that he is concluding his quarterly calls with the PDB chairs. JA said that there needs to be some reflective time following these calls. JA will be meeting with PDB and Professional Development Committee (PDC) chairs on the 5th of August to discuss what is and isn't working on the PDBs and PDCs.

JA extended his thanks to the CIMSPA team, Colin Huffen (Head of Regulation & Standards), Natasha Eason (Head of Education) and Grace Fowkes (Education/Quality Assurance Coordinator).

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### **6. Any Other Business (AOB)**

#### **6.1 September Board and AGM**

**SECTION SUMMARY:** TD requested board make an in-person attendance for the AGM

TD gave an outline of what happens during the AGM for the new Trustees.

TD will give a 45-minute presentation which covers the year in review, finances and a look ahead to the future. Following the presentation, members are invited to take part in a Q&A session with the Trustees. They may ask questions about CIMSPA's future and strategy.

TD also made a plea to the Board, please keep the commitment to attend in person if they have said they will.

TD informed the Board that the September and December Board meetings will be in person.

**ACTION 14/07/2022(8):** TD to let the youth panel know whether their attendance is required for AGM in person.

**ACTION 14/07/2022(9):** TD let youth panel if there in-person attendance is required for the Board Development Day.

#### **6.2 SE Finance and Governance Audit – September Board Meeting Attendance**

**SECTION SUMMARY:** This section was covered by the Board in section 3, governance.

#### **6.3 Wellbeing Lead SE Audit**

**SECTION SUMMARY:** TD told the Board that after reading the Anne Whyte Review, she spent some time reflecting on whether we can learn from the issues raised within the review, specifically accountability for wellbeing. TD suggested that there should be a wellbeing lead, or wellbeing as a standing item on the board agenda, to provide that check and balance to CIMSPA.

In the interests of continual improvement, TD asked the Trustees for their opinion on the construct and dynamic of the board in terms of its transparency and accountability and where improvements can be made.



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JA advised that he has studied the efficiency and effectiveness of Boards and has written a doctoral thesis on it. It comes down to the composition, dynamics and mechanics of the Board.

Charitable/ social enterprise Boards like CIMSPA is underpinned by a number of theories, but fundamentally it comes down to the composition, the focus and the dynamics of the boards. How the Boards are constructed, and what areas they focus on.

JA offered to present what he learned about the efficiency and effectiveness of Boards at the December meeting as part of a strategic review.

JD asked for the information provided to the Board to be in smaller quantities more frequently. JD reflected that as a new Board member, they receive a lot of information that could be better processed in smaller, more digestible quantities.

JD gave an example from HSBC, explaining that there was a section which explained what was expected from the Board. What do they need to make a decision on? And how they were going to reach an answer.

MK felt that the Board should have the ability to deep dive into certain departments, as TR suggested, and sections of the business. For the Board to be more aware of the inner workings of CIMSPA. MK also suggested the Board get a report or summary of staff survey feedback, as that would be a good indicator that something could be wrong.

SM noted that the Board do have a lot of contact with the CIMSPA team members outside of the Senior Leadership Team and the Senior Management Team through the Trustee's work on the committees.

**ACTION 14/07/2022(10):** Board members are to attend in person where possible, for the September Board, AGM, and December's Board Development Day.

**ACTION 14/07/2022(11):** JA to present the efficiency and effectiveness of Boards and how they can check and challenge during December's meeting.

**ACTION 14/07/2022(12):** JD and TD to have a meeting to look at how the information can be presented with bitesize information and touch points for sharing that information.

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**ACTION 14/07/2022(13):** JM and AA to look at how the board receive information prior to Board meetings and make it more accessible. Create a cover sheet for the pack and site build.

**Action 14/07/2022 (14):** CIMSPA executive to provide the Board with a paper for note that summarises staff survey feedback

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DM thanked everyone for their contribution during the meeting and extended his thanks to the team at CIMSPA.

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