

CIMSPA Board of Trustees Meeting Minutes

Wednesday, 14 February 2024, 10:00 via MS Teams.

In person attendance:	
Marc Woods (MW) (Chair)	Joelle Conway (JC)
Adriano Gaveglia (AG)	Dr Jon Argent (JA)
Jon Drakes (JD)	Manos Kapterian (MK)
Elena Portas (EP)	
Apologies	
Rowena Samarasinhe (RS)	David Monkhouse (DM)
In attendance:	
Tara Dillon (TD) CEO	Kay Simnett (KS) COO
Spencer Moore (SM) CSO	Annette Wade-Clarke (AWC) Director of Marketing and Communications
Sally McGarry (SMc) Executive Assistant	
Mentions:	
Hasan Mussa (HM)	Ritchie Brett (RB)
Christian Anderson (CJA)	

1. Chair’s welcome and introduction

MW welcomed the Trustees and CIMSPA team to the Board meeting.

1.1 Apologies and absences

The Chair noted the following apologies: RS and DM.

1.2 1.2 Declarations of interest

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

NOTED: The Chair reminded the Trustees that they are required to exercise independent judgement for the best interests of their role on the Board and should not be perceived to be unduly influenced by external factors in their decision-making. Trustees must update the declaration of interest form and register if their circumstances change or at the annual review.

1.3 1.3 Welfare and Safety

The Board duly noted its responsibilities towards ensuring that the welfare and safety of its members and people (including but not limited to employees, participants and volunteers) are factored into the decisions it makes.

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NOTED: TD declared that Welfare and Safety is a standing agenda item and reminded the Board of their responsibilities to ensure staff welfare. The current initiatives include for staff:

- Counselling for mental health challenges
- Access to private healthcare
- A wellbeing committee – “Wellbots”
- Quarterly self-reflection reviews
- Best Companies review
- Updating welfare and safety policies

These initiatives demonstrate that the organisation values the well-being of its employees. A report will be prepared to analyse the trends and identify any areas of concern or opportunities for improvement. The report will be presented to the Board of Trustees quarterly.

1. ACTION: All future Board meetings will discuss the Welfare and Safety Report to analyse trends and revisit policies, if required, for better implementation.

1.4 1.4 Minutes from the Last Meeting

The meeting minutes, held on 14 December 2023, having been circulated, were taken as read and approved by the Trustees.

1.5 1.5 Matters Arising

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

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2. Finance

RECEIVED: The Management Accounts and Financial Narrative were distributed to the Board before the meeting.

SUMMARY: A further verbal update from KS and TD on information that was given to the Board in the Financial Narrative :

- Current Financial update as per the Financial Narrative.
- SE Funding.
 - TD reminded the board that due to an administration error within SE whereby System Partner funding had been changed from Lottery to Exchequer. This means that the funds requested (and for the first six months of this year authorised) were altered leaving a shortfall. The SLT has mitigated as far as possible against this shortfall but we are still forecasting a deficit due to this error.
 - The Executive Director of Partnerships at SE has advised that SE plan to undertake an internal investigation to understand how the errors have occurred with the funding.
 - The Chair of the A&P Committee, JD, added that they are extremely concerned with the way SE has handled the funding and are considering whether it is appropriate to bring in a third party to review what has happened and take the findings to SE. These findings would show SE the challenges we have faced, especially budgetary, are of their making.

NOTED: The Chair and Trustees discussed at length their concerns and consternation that the organisation will be left with a deficit position at year-end due to SE administration errors. The Board urged TD to pursue the notion of an investigation.

2.1 CIMSPA Management Accounts December 2023

RECEIVED: The CIMSPA Managements Accounts for October 2023 were distributed to the Board before the meeting.

SECTION SUMMARY: Discussed by the Board in Agenda Item 2.

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2.2 2.1.1 CIMSPA Financial Narrative December 2023

RECEIVED: The CIMSPA Financial Narrative for October 2023 was distributed to the Board before the meeting.

SECTION SUMMARY: Discussed by the Board in Agenda Item 2.

2.3 2.2 CIMSPA Budget 2024/2025 and Narrative

RECEIVED: The CIMSPA Budget 2024/2025 and Narrative was distributed to the Board before the meeting.

SUMMARY: In addition to the CIMSPA Budget 2024/2025 and Narrative, further insight was given:

- The CIMSPA Budget 2024/2025 has been has through a detailed process encompassing the interdepartmental 18-month plans.
- Prudent projections with the inclusion of the CTA income are in the budget.
- A cautious approach has been taken with the budget.
- Salaries remain the largest cost, with less growth planned for the next financial year, except for Digital and Marcomms development roles.
- Investment in in-house marketing teams and data analysis to improve user experience and retention.
- Plan to grow membership with particular focus on the triangulation between reaching out to current members, and new members by utilising the CRM system.
- The LDT is more effective at generating new memberships and engaging stakeholders through working at a hyper-local level. This is better than a national-scale approach.

2. ACTION: Present an overview of the digital and marketing strategy in the upcoming months.

3. CEO update

3.1 3.1 Workforce Governance (WFG)

DISCUSSION/PRESENTATION: A confidential paper and presentation was distributed to the Board prior to the meeting.

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SUMMARY: TD and SJM presented to the Board the background on the WFG project. The discussions on the WFG included:

- The WFG scheme is being funded by SE and UK Sport.
- The prevalence of harm in the sector, the need for a regulated register, and the challenges of managing and governing the register were highlighted.
- The potential options for the regulation framework and the need for thorough risk analysis and benchmarking were emphasised.
- The importance of the Board in understanding the levels of risk associated with the decision to choose one of the four options presented.

The Board of Trustees made the following observations from the information presented:

- Provide a risk analysis exercise against each option.
- A need for a comprehensive plan and resources for the WFG Registration Scheme. And an assessment of the scale of depth of the issues that need to be addressed.
- Insights should be sought from other industries to provide examples and workings from their regulatory practices.

3. ACTION: WFG paper to be produced for the next Board meeting and a robust risk discussion will be tabled.

3.2 3.2 Update regarding SE funding

RECEIVED: Confidential correspondence was distributed to the Board of Trustees prior to the meeting.

SUMMARY: The Board members had partially discussed SE funding within the Finance Agenda Item. The members robustly discussed:

- The challenges with the core funding and the delays in receiving owed amounts from SE.

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3.3 3.3 CEO update – what key information does the Board want to see?

SUMMARY: MW confirmed that there will be 1-2-1s with each Trustee shortly and the topic of what key information the Board wants to see in the CEO update will be discussed then.

4. ACTION: Feedback and findings on the key information required in the CEO update to be presented at the next Board meeting after MW has had individual 1-2-1s with each Trustee.

4. Committee Updates

4.1 Audit & Probity Committee

SUMMARY: JD apprised the Board of the following:

- JD's first A&P Committee meeting since David Monkhouse and Paul Cluett's tenure has elapsed. Once again, huge thanks were given to both David and Paul for their time on the A&P Committee.
 - During his first meeting, Rowland Omamor received a warm welcome and contributed valuable sector knowledge.
 - The Finance Committee has now been assimilated into the A&P Committee. The Treasurer will attend the A&P Meetings but will continue to have regular meetings for discussions with KS on CIMSPA financials.
 - The risks associated with SE funding have been discussed at A&P.
 - A detailed review of the Terms of Reference for the A&P Committee is being undertaken to reflect the FC's elements that need to be added. The aim is to have the updated ToR ready for Board approval at the next meeting.
 - A thorough review of supply and procurement processes, in particular the SLAs.
4. **ACTION:** RB to attend the next Board meeting to expand upon his Digital Roadmap Strategy that was presented to the A&P Committee.

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4.1 4.3 Membership Committee

MK briefed the Trustees with an update from the last MeC meeting:

- The members of the MeC had an in-depth conversation on the Professional Recognition status.
- Data is getting better from the CRM system, in particular around member renewal and retention.
- Terms of Reference was the main topic of discussion on how it needs to be revised and a lack of clarity of what the Board expects from the MeC.

4.2 4.4 Nomination Committee

SUMMARY: MW noted:

- The two elected Board members will join the Board in the May meeting after their induction.
- MW has received notification from RS that they will be stepping down from their duties at Board and the EDI Working Group due to expanding work commitments.

ADOPTED: The Board members ratified the election of Tracy Levy and Lorna Brooks as two new Trustees.

6. ACTION: Due to RS stepping down from the Board, MW asked the Trustees to share the Board Job Descriptions to relevant persons who may be suitable as an Independent Trustee. Trustees to communicate to MW any parties who may be interested in the position. Job descriptions to be shared to the Trustees.

4.3 4.5 Disciplinary Committee

JC conveyed that the DC has met recently and could provide the following update:

- HM presented the proposed changes to the disciplinary process and JC is waiting on feedback from the rest of the Committee.
- No cases were brought to the Disciplinary Committee.

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4.4 4.6 Appeals Committee

NOTED: The Chair noted JC's concerns regarding chairing the DC and AC Committee.

However, it was acknowledged that the AC had not met and if a meeting were to be held there would be a substitute in JC's place.

4.5 4.7 Youth Panel

SUMMARY: EP was unable to attend the YP meeting that was held recently but has received communications from the Chair of the YP:

- Over the next few months, recruitment may be required for the YP as there are a few persons who are coming to the end of their tenure due to age and some that are not attending meetings or replying to communications.
- A member of the YP submitted a paper for note to the MeC which was well received by the members.

7. ACTION: Board members to work with the YP by mentoring and discussing their five year plans.

4.6 4.8 PDB

SUMMARY: JA updated the Trustees on the following:

- Good attendance of 28 persons for January PDB.
- Discussions of workforce priorities and CTA.
- As the meeting overran, another PDB is scheduled shortly to discuss the Committee updates, strategic project updates and review of the standards.

4.7 4.9 EDI Working Group

SUMMARY: As RS has stepped down from their position at the EDI Working Group and the Board, TD gave the following update:

- The internal resource for EDI was terminated.
- An internal review is taking place on how we manage EDI and focusing the purpose of the Committee.

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5. Governance

4.8 5.1 Policies for review

RECEIVED: Before the Board meeting, the Trustees received the following policies and documents that needed to be reviewed for approval:

- Nominations Committee Terms of Reference
- Board, Sub-Committee and CEO Recruitment Policy
- Board Pledge
- Professional Development Board Terms of Reference
- Delegated Authority and Financial Control Policy
- Removal of a Trustee or Sub-Committee Member Procedure

It was stipulated that the proposed changes are to strengthen our compliance with Tier Three – A Code for Sports Governance.

APPROVED: The Board approved the above policies/documents with the outlined changes.

6. Any Other Business (AOB)

The Embargoed copy of the Strategy was sent to the Board of Trustees during the Board Meeting. TD wanted it on record her thanks to SJM, CJA and AWC for their input on the Strategy.

No other AOB was put forward and the Board meeting was brought to a close.

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



CIMSPA Board of Trustees Meeting Actions

Next Meeting Dates

Meeting	Date	Time	Location
Board Meeting	Wednesday, 15 May 2024	10:00-14:00	Saïd Business School, Oxford