

CIMSPA Board of Trustees Meeting Minutes

Wednesday, 24 July 2024 at 09:30 to 11:30 via MS Teams.

In attendance:

Marc Woods (MW) (Chair)	Dr Jon Argent (JA)
Lorna Brooks (LB)	Jon Drakes (JD)
Donna Fraser (DF)	Manos Kapterian (MK)
Tracy Levy (TL)	Gavin Stewart (GS)
Elena Portas (EP)	

Apologies

Joelle Conway (JC)	Adriano Gaveglia (AG)
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In attendance:

Tara Dillon (TD) CEO	Kay Simnett (KS) COO
Spencer Moore (SJM) CSO	Annette Wade-Clarke (AWC) Director of Marketing & Communications
Sally McGarry (SMc) Executive Assistant	Ritchie Brett (RB) Director of Digital Transformation
	Jeremy Beard, Audit Partner at haysmacintyre

1. Chair’s welcome and introduction

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

It was noted that JD would only be attending the Board meeting for the first hour.

1.1 Apologies and absences

The Chair noted the following apologies: JC and AG.

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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RECEIVED: Prior to the meeting the Safety & Welfare dashboard was distributed to the Trustees.

The dashboard showed including but not limited to::

- Staff metrics incorporating employee turnover, absenteeism and annual leave usage.
- Demographics of the staff.
- Diversity of all Trustees and staff.
- Key actions from the last quarter and planned actions for the next quarter

Board members added the following:

- Inquired about plans to recruit for two recent resignations.
 - KS responded that one position has been backfilled and the second hire has been completed. A recent leaver who failed probation is being addressed through forecasting exercises.
- Adding targets to metrics, like absenteeism, would be better for context.
 - TD explained the purpose of the Welfare and Safety dashboard is to highlight potential staff welfare issues through heat maps. It does not feel appropriate to set targets. In context identifying departments with high absenteeism will inform the Board of potential problems and actions taken.
- Questioned why the employee turnover rate stood at 22% for the year.
 - KS explained that the turnover rate over the past year is largely due to limited progression opportunities within the organisation and many employees left for career advancement elsewhere. KS expressed pride in employees using their experience at CIMSPA as a stepping stone.
- Highlighted that the dashboard was initiated for governance purposes required by SE but it is important to make it as effective as possible for CIMSPA.
- Whether the absenteeism data distinguishes between employees being unwell versus those not turning up for other reasons. It would be useful to categorise the reasons for absenteeism although this may be difficult due to the personal nature of such data.
- Adding national benchmarks to the absenteeism data to compare it with national averages.
- Presenting some statistics as percentages alongside hard numbers for better clarity.

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- Using a RAG (Red, Amber, Green) status to visually indicate whether absenteeism rates are within acceptable limits.

(1) ACTION: The Welfare Dashboard to include within the metrics, and where applicable, comparisons against the national average and present some statics as percentages and not hard numbers.

1.4 1.4 Minutes from the Last Meeting

The meeting minutes, held on 15 May 2024, 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

2.1 Post Audit Financial Adjustment

RECEIVED: A paper for note was distributed to the Trustees on the post-audit financial adjustment prior to the meeting.

SECTION SUMMARY: Trustees were asked to submit questions to KS before the meeting. One query had been received and this, with KS remarks, had been emailed to the Trustees. No further questions were raised in the meeting.

2.2 2.2 Going Concern

RECEIVED: The letter of Going Concern was circulated prior to the Board Meeting.

APPROVED: The Letter of Going Concern was approved by the Board of Trustees and the Chair was asked to sign it

2.3 2.2.1 2023/2024 Statutory Accounts

RECEIVED: The CIMSPA 2023/2024 Statutory Accounts were circulated prior to the Board meeting.

APPROVED: The Board formally approved the CIMSPA 2023/2024 Statutory Accounts and asked the Chair to sign it.

2.4 2.2.2 Audit Findings Report (AFR) 2023/2024

RECEIVED: The AFR 2023/2024 was distributed to the Board before the meeting.

SECTION SUMMARY: JB from haysmacintyre attended the Board meeting for Agenda Item 2.2.2 only. JB provided further information on the AFR:

- One minor control point within the AFR and it relates to the salaries control account, but it is immaterial.
- The post-financial adjustment (Agenda Item 2.1) has been reviewed and does not cause concern JB confirmed it is below the level of materiality for the audit.

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- It may be beneficial to the organisation to have three to five yearly internal audits completed but this will only be in the future and not a recommendation.
- Thanked KS and the finance team for efficiently providing timely and accurate information.

The Board discussed the following:

- For the AFR to only show minor issues is commendable especially as the organisation is experiencing rapid growth and change in strategic actions.
- Clarification of material management override.
 - JB stated that in a small organisation it would be easy for management to override procedures and the audit found no evidence of this from the control testing.
- What areas were reviewed in the Completion meeting with the auditors, the finance team and TD?
 - KS responded that there was scrutiny of the VAT, payroll and reconciliations, with various other topics, in the meeting. JB added that there were also discussions on the Going Concern paper.
- The Chair of the A&P Committee further supplemented that the Treasurer, AG, and a member of the A&P Committee met with the auditors, and they confirmed to them that they were comfortable with the outcomes of the discussion. No material issues were raised by the A&P Committee.
- Will the government and/or Charity Commission enforce internal audits on organisations?
 - JB expressed that there may be greater expectations for larger companies to do this however, for smaller organisations, it would be imposing a cost that does not add value.

As JB is due to retire, the Board and the SLT thanked him for his support over the years and wished him all the best for his future endeavours.

The Board wished to express their gratitude and thanks to KS and the finance team for ensuring the audit process ran smoothly and efficiently.

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(2) ACTION: Letters sent by TD to Jacqui Smith and Lisa Nandy to be distributed to the Board for their reading on how CIMSPA can work with government departments.

2.5 2.2.3 Letter of Representation

RECEIVED: The Letter of Representation was circulated before the Board meeting. The Trustees considered the Letter of Representation and made no changes or recommendations.

APPROVED: The Letter of Representation was approved by the Board of Trustees and the Chair was asked to sign it.

2.6 2.2.4 Treasurer's Statement

RECEIVED: An email from the Treasurer, AG, was circulated to the Board prior to the meeting.

SUMMARY: As AG could not attend the Board meeting, he provided a letter of support outlining why he supported the sign-off on the Statutory Accounts and relevant documentation from the auditors. No questions were raised by the Trustees.

2.7 2.3 CIMSPA Management Accounts March 2024

2.8 2.3.1 CIMSPA Board Finance Report June 2024

2.9 2.3.2 Operational Update

RECEIVED: The Management Accounts March 2024 and Board Finance Report June 2024 were circulated to the Committee prior to the meeting.

SUMMARY: Agenda Items 2.3, 2.3.1 and 2.3.2 were discussed simultaneously.

KS informed the Trustees of the following:

- A new format Board Finance Report has been produced, aiming to be more visual. AG had requested the extraction of more pertinent areas of interest, focusing on core income and expenditure, as these impact the bottom line. SE data is ring-fenced with income only released upon spend and is continually monitored, with regular reports submitted to Sport England.
- Feedback is sought on the new format, which aims to be more understandable and engaging. The report will evolve over time, and input on desired content is welcomed.

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JD left the Board Meeting.

The Board commented on the following:

- It is important that A&P Committee, in particular JD and AG, are driving the change of format on the Finance reporting.
- Being a non-accountant, the new format is easily understood.

(3) ACTION: Trustees to send feedback to KS on what they would like to see in the finance section of the Board pack that is beneficial to them.

3. CEO Update

3.1 3.1 CEO Update Paper

RECEIVED: The CEO dashboard was distributed to the Committee prior to the meeting.

SECTION SUMMARY: TD added that there will be adjustments to the dashboard for future Board meetings but welcomed any comments on the paper. The Board observed:

- It was useful to see the segments of the strategy within the dashboard.
- Further Education (FE) Partners had a target of onboarding 40 in Q1 for each month, but the actuals are showing two to three each month.
 - TD affirmed that the target was ambitious, but colleges do want to come into partnership but have concerns about their finances in the current climate.
- Discussion on whether the paper can be shared with the YP.
 - TD considered this and stated that the once the paper has been looked at again, it could be shared with all committees.
- What has been the take up on courses for the TA?
 - TD conveyed that the pilot for the TA was held up due to legal contracts and building the shop platform and this has been reflected in the adjusted forecast. Marcomms have an awareness strategy for socials which also links to the LDT for raising the profile of the TA.

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- SJM also added that there is an ongoing piece of work around how we can link UK Coaching courses to the TA platform and that we are also in talks with other TPs.

(4) ACTION: Trustees to share feedback/comments on the CEO Update Paper. What key metrics/narrative would be beneficial?

3.2 3.2 Workforce Governance and sub-committee update

SECTION SUMMARY: TD provided an update on the WFG subcommittee.

3.3 3.3 REP's Reporting Review

SECTION SUMMARY: TD gave a summary on this Agenda Item. 4. Governance

4.1 Policies for Review

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

- Summary of Proposed Changes 24.07.24
- Appeals Committee Terms of Reference Proposed
- Disciplinary Committee Terms of Reference Proposed
- Equality Policy Proposed
- Gifts and Hospitality Policy Proposed
- Safeguarding Adults Policy Proposed
- Safeguarding Adults Procedures Proposed
- Safeguarding Children and Young People Policy Proposed
- Safeguarding Children and Young People Procedures Proposed

SECTION SUMMARY: KS reported that the insertion of the "Equality Act 2010" will be inserted into the Equality Policy as per the comments received from a Trustee.

APPROVED: With the insertion of the "Equality Act 2010" into the relevant policy, the Board approved the above policies/documents with the outlined changes.

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5. Any Other Business

TD notified the Board that JA will not be putting himself up for re-election once his tenure ends and therefore there will be an election opening in August, with the result announced at the AGM in September.

(9)ACTION and AGENDA ITEM: As there was a major global outage with MS Platform recently, an overview of operational resilience within the organisation to be an Agenda item at the next Board Meeting.

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

CIMSPA Board of Trustees Meeting Actions

Appendix 1

**1.1 Data
Integrity &
Quality
Presentation**