

Merseyside Sports Foundation

Trustee Board Meeting

Action Notes




Date & Time	23 rd October 2019 - 10:00am – 12:00pm
Venue	MSP, Unit 1 Dakota Business Park, Skyhawk Avenue, Garston, Liverpool, L19 2QR.
Trustee Board Member (BMs) Attendees	Pat Shenton (PS) (Acting Chair); Jean Stephens (JS); Adam Walker (AW); Alan Cooper (AC).
MSP Team Members	Brendan McCrudden (BMcC) (Business Improvement Officer); Kerry Stewart (KS) (Strategic Lead for Business Improvement); Calum Donnelly (CD) (Strategic Lead for Children and Young People); Andrew Wileman (AW) (Strategic Lead for Adults and Workforce); Tom Douglas (TD) (Director for MSP).
Guests In attendance	
Apologies	John Bell (JB) (Chair).
Distribution (internal & external)	www.theactivedifference.com, MSP Team.


	Headlines from Discussion	Outcome / Actions	Who	Deadline
1	Introduction			
	a. Welcome, apologies and introduction	PS welcomed the Trustees, and MSP team members to the meeting. Apologies: JB	PS	
	b. Matters arising from the last meeting	Outcome: Action log was reflected as a true record.	PS	

	Headlines from Discussion	Outcome / Actions	Who	Deadline
2	Declarations of Interest			
	Declarations of Interest	Adam Walker declared a conflict of interest with regards to Agenda Item 6 – MSF Business Plan.	AW	

	Headlines from Discussion	Outcome / Actions	Who	Deadline
3	Governance Arrangements			
	a. Policies - Expense Policy, Health and Safety Policy, Risk Management Policy, Equality Diversity and Inclusion, Safeguarding Policy	CD updated on the Expense Policy, Health and Safety Policy, Risk Management Policy and Equality Diversity and Inclusion, Safeguarding Policy. These polices have been amended to better reflect the Foundation. Action: Three more polices are set to be amended as well; <ul style="list-style-type: none"> • Trustee Code of Conduct • Declaration of Interest Policy 	CD	22 nd JAN 20

	<p>Action: Oaks Consultancy will support TD with the project brief in further detail.</p> <p>Outcome: Adam agreed to Oaks staff can be contacted if required by the team.</p>	AW	22 nd JAN 20
c. Nomination for Tom Douglas to be formally agreed as Company Secretary	<p>TD updated the Trustees on the progress of his nomination as Company Secretary. It is still pending and he is waiting clarification from Liverpool City Council's legal team.</p> <p>Outcome: Trustees agreed TD will become a Trustee.</p> <p>Action: TD and Ron Odunaiya (Director of Community Services – Liverpool City Council) will discuss the possible conflicts of interest and agree whether the proposal is for TD to remain as Trustee or become an Honorary Secretary or Company Secretary.</p> <p>Action: TD will seek to clarify whether he will be an Honorarium Secretary or Company Secretary.</p>	TD	
		TD	22 nd JAN 20
		TD	22 nd JAN 20
d. Nomination to approve additional signatories for bank account	<p>KS updated about the nomination of additional signatories for the Foundation bank account.</p> <p>KS proposed JS to be an authoriser and signatory and BMcC to also be an authoriser.</p> <p>Outcome: All Trustees approved both JS and BMcC to be additional authorisers and signatories.</p> <p>KS proposed having an additional email address which incurs a small annual cost (admin@activedifference.com).</p> <p>Outcome: All trustees approved KS's proposal for an additional email address.</p>	KS	
		KS	
		Trustees	
		KS	
e. Financial Update	<p>Following a request made from AC in a previous board meeting, KS provided a breakdown of 3 months operating costs.</p>	KS	

	<p>The total of 3 months operating costs is £92,800</p> <ul style="list-style-type: none"> • £40,000 in respect of redundancy payments (based on LCC financial policy) • £52,000 are for operating costs <p>KS presented Q2 Financial Forecasting and Management Accounts. It was confirmed that currently all budgets are on track, with no cause for concern. KS went onto to explain that as per AC's request during the last meeting, all funds (both restricted and unrestricted) are now broken down into redundancy, 3 months operating costs and reserves. KS presented information that demonstrated that it currently costs just over £17k annually for the Foundation. KS and the Leadership Team are looking at ways to further reduce this for 2019/20.</p>		
f. Function Area Updates	<p>All three teams (Children and Young People, Adults and Workforce and Business Improvement) provided a function update which focus on 3 highlights and 3 opportunities (double click on the icons below to open the documents).</p> <div style="display: flex; justify-content: space-around; align-items: flex-end;"> <div style="text-align: center;">  <p>Adult Function Update (October 20</p> </div> <div style="text-align: center;">  <p>BIF Function Update.docx</p> </div> <div style="text-align: center;">  <p>CYP Function Update.docx</p> </div> </div>	LT	

	Headlines from Discussion	Outcome / Actions	Who	Deadline
4	Update from Director MSP			
	a. First 2 months in the role	<p>TD presented his reflections from the first 2 months in post (double click to open document below).</p> <div style="text-align: center;">  <p>Directors Update.pptx</p> </div>	TD	
	b. Importance and potential of the Foundation moving forward, including 7 priorities (2 of which relate to the Foundation in particular)	<p>TD discussed the importance and potential of the Foundation moving forward including 7 priorities (2 of which relate to the Foundation in particular).</p> <p>Challenge: The main points raised by the Trustees were;</p> <ul style="list-style-type: none"> • They felt they need further clarification on how the priorities impact them as individuals and the role they play. • The wording and language of moral and legal responsibility as one of the priorities concerned Trustees as it may create undue risk to them. Further clarification of the legal obligation of trustees is required. • Trustees are willing to work hard and be innovative and developmental but want the team to challenge them as well. • AW felt that “we shouldn’t kill our innovation through policy but start with good governance which will then allow Trustees to focus on being innovative”. 	<p>TD</p> <p>Trustees</p>	

	Headlines from Discussion	Outcome / Actions	Who	Deadline
5	Successful MIND bid			
	a. Update on progress and requirements going forward	<p>CD gave an update on the successful MIND bid.</p> <p>The key points from the update are;</p> <ul style="list-style-type: none"> • The Foundation will be the regional hub for mental health and physical activity in Merseyside • This programme will open doors for mental health and physical activity in Merseyside and position the Foundation as the mental health and physical activity expert • The application received high quality feedback from MIND • Winning the bid will help the Foundation build a stronger relationship with Public Health England and Edge Hill University • Active Cumbria are receptive to working with the Foundation and will be a key partner • The Foundation will look to develop links with local MINDS in the North West • All signatories signed off the bid. 	CD	

	Headlines from Discussion	Outcome / Actions	Who	Deadline
6	MSF Business Plan			
	a. Oaks Consultancy proposal for Business Plan proposal	<p>AW stepped out for the agenda item due to declared conflict of interest.</p> <p>Trustees discussed Oaks Consultancy proposal for the Business Plan project. They raised an important point that the Foundation needs to ensure there is no conflict of interest and a robust process is in place for the tender process.</p>	Trustees	

	<p>Outcome: All trustees (excluding AW) accepted Oaks Consultancy proposal for Business Plan project.</p> <p>Action: TD and Leadership Team to seek and bring back 3 companies for tender at the next board meeting.</p>	<p>Trustees</p> <p>TD + LT</p>	<p>22nd JAN 20</p>
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	Headlines from Discussion	Outcome / Actions	Who	Deadline
7	AOB			
	Date of the next meeting	<p>Wednesday 22^d January 2020 / 10:00am -12:00pm.</p> <p>Venue: MSP, Unit 1 Dakota Business Park, Skyhawk Avenue, Garston, Liverpool, L19 2QR.</p>		