Get Berkshire Active: Governance Statement 2018/2019

1. GBA has a volunteer board of (up to 12) directors/trustees who help govern the organisations and ensure that we meet all relevant codes of governance (i.e. Charity Commission, Tier 3 of the UK Code of Sport Governance). The main board meets 4 x per annum including and AGM in Sep each year. In addition, there is a separate Finance and Governance Committee with its own set of TORs. This committee also meets 4 x per annum typically 2-weeks prior to the main board. More details about board members can be found on our website here: https://getberkshireactive.org/board-members

2. There are no individuals with significant or undue influence on the organisation or the board.

3. We don’t have a separate organogram/wiring diagram for the board

4. There are links on our website https://getberkshireactive.org/board-members to the governing documents including our Articles of Association, Board and Committee Terms of References, Annual Audits of Accounts and Quarterly Board Meeting Minutes.

5. The board (and F&G Committee) concentrates on strategic matters, finance and other risks, and governance issues while leaving day to day operational matters to the CEO and the staff team.

6. Names and short Biographies for all Board members can be found on the website

7. Board members are formally asked to declare any conflict/potential conflict of interests upon assuming their board role and opportunities to update this declaration are formally tabled at every board meeting. There are currently no significant conflicts identified.

8. Both the main board and the F&G Committee meet 4x per annum. The Sep meetings also includes the formal AGM

9. Minutes of the main board meeting can be accessed here

10. As a Charity we conform to the Charity Commission Code of Governance and, as a Sport England funded organisation we conform to Tier 3 of the UK Code of Sports Governance. As this code is significantly more detailed and at a much higher threshold than the Charity Commission it means, in most cases, that we naturally conform to the former if we meet the threshold for the latter.

11. We aim to monitor and maintain our compliance to the UK Code of Sport Governance Code at Tier 3 (highest) level.

12. There are currently no deviations from these standards and we have been assessed by Sport England as meeting the Governance Code at Tier 3.

13. All board appointments apart from the one representative board position (Representative from Local Authorities) are recruited through openly advertised opportunities. There is a recruitment pack and application form. As opportunities for recruitment occur rarely (generally due to the retirement of a board member who may have completed maximum terms of service) we don’t have a standing
nominations/appointments committee. However, as required a recruitment/appointments committee is stood up and this consists the Chair, Senior Independent Director and CEO. Recommendations from this committee for appointments always go to the full board for ratification. We track both attendance at meetings and also length of service, with board members being asked to retire or stand for re-election as they complete each term of 3-years of service (maximum 3-terms or 9 years)

14. The boards commitment to diversity is clearly laid out here. With a commitment to have at least a 1/3rd representation from either gender. Currently this stands at an even male / female split.

15. The Strategic Diversity Action Plan can be found here

16. Openly advertised, skills-based appointments are made for all 11 of our independent (including Chair) appointments. Only 1 position is reserved as a ‘representative’ position as per our articles of association and this is for a representative of the 6 Berkshire Unitary Authorities.

17. The Board conducts an annual Trustee survey which is reported back to the full board in Dec each year where they would instigate action if required. The last board survey had an NPS score of 85.7%. In our 7 years of existence we have had 3 external reviews of our board. The last was carried out in Sep 2017 by Radojka Miljevic from Campbell Tickell

18. We do not conduct assessments/feedback of individual board members rather this is done as a collective performance review and via the board survey (which does provide board feedback to the Chair and CEO). If ever there was a concern about an individual board member (in terms of behaviour, attendance etc) this would be dealt with by the Chair and CEO and, if it involved the Chair, by the Senior Independent Member.

19. The 2014 External Board Review Summary is here and the 2017 review summary is here.

20. The F&G Committee review the organisations Risk Policy annually and its risk matrix on a quarterly basis. Any concerns are reported to and discussed subsequently at the full board.

21. In addition to the above review the F&G committee review key internal processes including our Financial Rules and Processes, our Governance Compliance, our E&D and our Safeguarding policies on an annual basis.

22. As described the F&G (followed by full-board) review our detailed risk matrix at each meeting. All risks are evaluated on an Impact x Likelihood basis and we adopt the 4 Ts mitigation process.

23. The Board direct the finance director to review our Audit supplier on a 4-year basis and she provides quotes and recommendations to the F&G committee which are passed to the full board for final decision.

24. In the first instance the annual audit process and audit report are scrutinised by the F&G Committee on behalf of the full board. The full board are then asked to approve the report and it is signed off at the AGM.

25. There were no issues relating to finances, financial management or financial control raised by the auditor

26. We only appoint approved, qualified auditors.
a. The current audit firm conducted its 4th audit of our accounts in 2018-19

b. A selection process / tender to conduct our audit was last held on the appointment of the current auditors in 2015

c. A tender/selection process is currently taking place to decide appointment of auditors for the 2019-20 process. Recommendations will be scrutinised by the F&G before being presented to the full board in Sep 19 for final decision.

27. The current auditor, through a different department provides payroll services. We have received an Ethical Standards report from the auditors explaining how this issue is fully mitigated.

28. There have been no significant lapses of data security.

29. The board induction pack can be found here. Board members also have access to the same on-line training portal as staff members as well as access to the APN Portal.

30. Get Berkshire Active is an independent organisation networked to 43 other Active Partnerships via a national network.

31. N/A