

Minutes of the Get Berkshire Active

AGM Board Meeting

28th September 2022 1000-1030

Virtual Teams Meeting

Chair: Richard Parker

Present: Richard Parker (Chair), Avril Couper (AC), Graeme Harrison (GH), Karen Ross MBE (KR), Jo Halliday (JH), Harjinder Obhi (HO), Paul Owen OBE (PO),

In Attendance Brett Nicholls (BN) (CEO Get Berkshire Active), Claire Sweeney (CS) (Financial Director), Donna Callowhill (DC) (Admin GBA),

Apologies: Rebecca Leach (RL), Tameena Hussain (TH), Carole-Thelwall Jones (CTJ)

| Item | Description | Action | Deadline |
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| 1. | <p>Welcome and Apologies</p> <p>RP welcomed all attendees with thanks to everyone for attending.</p> <p>Apologies received from RL, TH, CTJ</p> | | |
| 2. | <p>Election and Re-election and Resignation of Directors + Update on Board attendance</p> <p>I. Update on Board Member retirements in the period since Sep 21 (these include CTJ and JW)</p> <p>RP confirmed that JW has officially ended his term as trustee with GBA, explained they had been in touch on a few occasions to discuss, however unfortunately due to personal circumstances and other commitments JW has officially stepped down from his role on the Board.</p> <p>RP confirmed Carole (CTJ) had officially resigned from the Board previously and was due to attend a final meeting today. CTJ sent apologies as unable to make the September meeting. BN advised they are in touch and discussed moving the final meeting to December, however CTJ unable to attend due to pre existing plans.</p> | | |

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| | <p>Decision: BN recommended Board Members to reach out personally to CTJ to say farewell and send their best wishes.</p> <p>Action: BN to invite CTJ attend the December post meeting lunch</p> <p>II. Board Members finishing current terms, formal re-election as follows:</p> <ul style="list-style-type: none"> a. AC (from Jun 2022) b. PO (from Mar 2022) c. KR (from Mar 2022) <p>RP requested confirmation from AC, PO, KR to confirm they would like to extend in their current role for a further term. Board members confirmed their acceptance to continue.</p> <p>Decision: AC, PO, KR, confirmed to extend in their roles for another term as outlined above. Board approved the re-election. No objections were made.</p> <p>III. Board to re-affirm the following members and positions:</p> <p>RP requested the Board to formally re-affirm the following positions:</p> <ul style="list-style-type: none"> a. Chair of the Board – Richard Parker (RP) b. Chair of the F&G & SID & Vice Chair of the Board - Avril Couper (AC) c. E&D Champion – Karen Ross (KR) d. Safeguarding Champion – Jo Halliday (JH) e. GBA Awards – Becs Leach (RL) f. Risk Champion – Harjinder Obhi (HO) <p>Decision: Above members confirmed to extend in their roles for another term as outlined above. Board approved the above trustee members and positions. No objections were made.</p> <p>BN noted an email from RL to confirm her acceptance as support/mentor for the Awards (in line with the changes which are due to take place) alongside Beth Cullen at</p> | <p>BN</p> | <p>Nov 22</p> |

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| | <p>GBA. RP advised this could evolve into other major events at GBA and could be something to consider in the future.</p> <p>IV. Update provided on the current recruitment process</p> <p>BN provided an overview, advised: -5 potential applications, of which 3 are complete and saved in the GBA folders, 2 further individuals have held conversations only, but who will submit an application by the end of Sep. BN confirmed all 5 appear of a proficient level and suitable for GBA Board member role. BN suggested RP /AC to have a meeting online to help create a shortlisted panel.</p> <p>Decision: RP/AC accepted to help with the selection process</p> <p>Action: BN to consolidate the applications and set up a convenient meeting time with RP/AC for shortlist discussions. BN to send links to application forms</p> <p>Action: Following the above internal meeting, BN to send details to shortlist for an “online chat” to take place before meeting with candidates face to face.</p> <p>BN suggested the first Board meeting for new trustee could take place in December, with November used for any preparation/inductions.</p> <p>The point of ‘attendee commitment’ was raised as an area to consider for future Board recruits. BN advised this area is always outlined and discussed through the recruitment process and takes into consideration other commitments people have and understands there will be times where people will send apologies for worthy reasons.</p> <p>BN advised expectations and commitment are fully discussed through the interview stages and in the associated process and paperwork that is sent out. Confirmed the recruitment also looks at the person, as well as the skills and experience on paper with requested criteria.</p> <p>CS advised there is a track in place for member attendance, confirmed most are nearer to 100% with 1 at 70%. RP advised the importance of setting out clear</p> | <p></p> <p>BN</p> <p>BN</p> | <p></p> <p>Oct 22</p> <p>Oct 22</p> |

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| | <p>attendance expectations, BN provided agreement to this.</p> <p>Further discussion across the Board on the purpose and reason (why) for recruiting Board members.</p> <p>Decision: RP/AC/BN confirmed evenings would be preferable for the interview/discussion stages.</p> <p>BN confirmed pre-checks are carried out on candidates to understand their status and employment via Companies House and the Charities Commission. BN noted it was important to check any potential Board member was not appearing on an abundance of other committees, noted the importance to check this factor during the recruitment process.</p> <p>No further comments.</p> <p>Agenda item closed.</p> | | |
| 3. | <p>Financial Statements: Approval of Trustees Report and Accounts 2021-2022 (document was previously attached with the agenda)</p> <p>RP advised the accounts had been circulated prior to the AGM meeting.</p> <p>CS confirmed accounts are all in line with what has been communicated already with the year-end position. CS stated the GBA audit process had gone very well and provided a quicker and more efficient experience than before, very happy, recommend GBA stay with the current auditors for as long as is possible.</p> <p>CS confirmed: -Accounts have been proofread by KR (thanked Karen) -Scrutinised twice already by the F&G sub committee -2 signatories required via email after the meeting, then formally ready to sign off (following AGM Board approval) would then be submitted to Charities Commission.</p> <p>RP explained the Director Report provided a detailed and worthy read to gather a full summary of GBA activities.</p> <p>DECISION: Board formally approved the accounts</p> | | |

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| | <p>DECISION: Board agreed to continue with the current Auditors <i>Richardson Jones</i></p> <p>ACTION: CS to finalise email signatories as discussed and complete the account process via upload of documents to the Charities Commission.</p> <p>No further comments.</p> <p>BN/RP thanked trustees for input.</p> <p>Agenda item closed.</p> | CS | Sep 2022 |
| 4. | <p>Audit information: To ensure Trustees are aware or have made themselves aware of any relevant audit information needed by the auditors in connection with preparing their report and have taken appropriate steps to establish that the Company's auditors are aware of that information.</p> <p>Decision: Board members were satisfied with the above.</p> <p>Agenda item closed.</p> | | |
| 5. | <p>Auditors: Discuss/approve the appointment of auditors for 22-23</p> <p>Recommendation via CS (as noted above) for GBA to retain current auditors (Richardson Jones) for a further year.</p> <p>Decision: Board approved to remain with current auditors <i>Richardson Jones</i> for 2022-23 period.</p> <p>Agenda item closed.</p> | | |
| | <p>RP thanked the trustees and formally declared the September 2022 AGM closed.</p> | | |