

# Active Essex Management Board

Terms of Reference



# Contents

## Page No.

1.	Name	3
2.	Legal Status	3
3.	Geographical scope of Active Essex	3
4.	Purpose	3
5.	Vision	3
6.	Values	3
7.	Principles	3
8.	Strategic priorities	4
9.	Stakeholder Engagement	4
10.	Structure of the Board and Sub Committees	4-5
11.	Role of the Board (Function, Representation, Accountability & Obligations)	5-7
12.	Appointment of Board Members	7-9
13.	Operating and Administrative Arrangements	9-10
14.	Extraordinary Board Meetings (EGMs)	10
15.	Conflicts of Interest	10
16.	Risk Management and Internal Controls	11
17.	Financial Management	11-12
18.	Dissolution	12

# Appendices

Appendix A	Geographical Boundaries	13
Appendix B	Principles of Good Governance	14
Appendix C	Knowledge and Experience Matrix, and Skills Matrix	15
Appendix D	Role of the Chair, Senior Independent Board member, Individual Board members and the Partnership Director	16-17
Appendix E	Active Essex Board Recruitment Pack	18
Appendix F	Board Member Induction Pack	18
Appendix G	Responsibilities of the Host Agency	19
Appendix H	Equality Statement, Diversity Targets and Action Plan	20
Appendix I	Stakeholder Plan	20
Appendix J	Succession & Continuity Plan (Board members, SMT & senior roles)	20
Appendix K	Audit Committee Terms of Reference	20
Appendix L	Risk Management, Internal Control Systems and Scheme of Delegation	20-21
Appendix M	Social Media Policy	21

## **1. Name**

- 1.1 The organisation (a public-private partnership) will be known as Active Essex. Our Strategic Plan can be found here: <https://www.activeessex.org/about-us/our-strategy/>

## **2. Legal Status**

- 2.1 The legal status of Active Essex is via its host agency (Essex County Council). The partnership consists of invested stakeholders, partners and organisations with an interest in physical activity and sport, working together, under the umbrella of Active Essex, to deliver a more active and successful Greater Essex to improve the quality of life for residents. Essex County Council, as host agency, is the accountable body and employer of Active Essex staff, under the terms of the Sport England grant, received for Active Essex Active Partnership.

## **3. Geographical Scope of Active Essex**

- 3.1 Appendix A sets out the geographical boundaries of Active Essex. Cross boundary and Greater Essex work is an essential part of the work of Active Essex.

## **4. Purpose**

- 4.1 The purpose of the Active Essex Board is to provide strategic leadership, advocacy and management accountability to Active Essex, under the grant conditions required to facilitate and operate an Active Partnership.

5. Mission - Working together across systems to make physical activity a part of everyday life for everyone

One organisation cannot do this alone. Delivering the huge ambition of this strategy will require the effort of thousands of Essex organisations all pulling in the same direction. Our foundations are strong in Essex. There is already great partnership work and collaboration to enable people to play sport, stay fit, and be active.

Active Essex will provide leadership to deliver this strategy, and work with partners across different sectors, different systems, and different places to deliver our 10-year vision.

- 5.1 Vision - An active Essex to improve everyone's health and wellbeing

Being physically active is one of the most effective ways to enrich the lives of the people of Essex and the communities we live in. This vision is for everyone who lives in Essex. To get everyone active means levelling up the playing field across Essex – supporting those who are already active and tackling head on the inequalities that currently prevent everyone from the life changing impact of an active lifestyle.

## **6. Values**

- 6.1 We are Collaborative
- 6.2 We are Inclusive
- 6.3 We are Innovative
- 6.4 We are Passionate

## **7. Principles**

7.1 To act independently in the best interests of sport and physical activity across Greater Essex, and not allow personal agendas to dominate.

7.2 Understand, interpret and deploy national, regional and local policies and plans.

7.3 Decision making and policy formulation is conducted in an efficient (non-bureaucratic), inclusive, open, transparent and accountable manner.

7.4 There is a commitment to equality (people and processes), as stated in more detail within the Active Essex Equality Statement (Appendix H).

7.5 Striving for high quality standards through continuous improvement and innovation.

7.6 Value for money is demonstrated at all times.

## **8. Strategic Priorities**

### **8.1 Strengthening Communities**

Use the power of physical activity and sport with citizen-led and asset-based approaches to strengthen communities.

### **8.2 Sport and Physical Activity Sector**

To support the recovery, development and growth of our sport and physical activity sector, in order to collectively increase the opportunities for all.

### **8.3 Children and Young People**

Ensuring every child in Essex has the best start in life which is active, healthy and happy.

### **8.4 Active Environments**

To work collectively to develop and provide well connected, accessible places and spaces that encourage people to be active.

### **8.5 Levelling up Health and Wellbeing**

Change behaviours, enabling and empowering people to do things for themselves and their local communities. Physical activity is the highest priority for good health.

## **9. Stakeholder Engagement**

9.1 A stakeholder is any person or group which has an interest in the organisation or is affected by its actions. The stakeholder landscape of Active Essex is detailed within their Stakeholder Plan (Appendix I), which includes a stakeholder map and eco-system to diagrammatically illustrate its scope. Methods of consultation/engagement with stakeholders and the maintenance of networks across Greater Essex are detailed in the plan to articulate how this is collectively managed.

## **10. Structure of the Board and Sub Committees**

10.1 The Board may at its discretion, appoint permanent subgroups and/or task and finish groups to lead on key areas of work.

10.2 The Board can delegate functions to the sub-groups, but cannot delegate responsibility. Each group should have up-to-date and effective terms of reference, to ensure that the groups focus only on issues within its remit and to provide a clear line of accountability through the decision-making process. The Terms of Reference of permanent groups (such as the audit and nomination committees)

should be reviewed periodically in order to ensure that they provide a practical framework within which to operate.

#### Nomination Committee

10.3 The Board will undertake the role of 'nomination committee' as and when required. The nomination committee will have the responsibility for leading the process for Board and senior executive appointments and making recommendations to the Board. The Chair, SIBM and Active Essex Director will be responsible to lead and put this committee together, with at least 2 other Board members. In respect of potential Board appointments, this includes evaluating the Board's current capability against the agreed skills matrix and, in light of this evaluation, agreeing a description of the role and capabilities required for a particular appointment. This process is outlined in section 12.

#### Audit Committee

10.4 The Audit Committee, will consist of two nominated Board members with an audit and/or financial skills and experience, and the SIBM. SIBM has the power to invite the Director and the Strategic Lead Business Operations to meetings. The Audit Committee has particular responsibility in relation to ensuring the adequacy of the organisation's financial reporting and internal controls, in line with the Host Agency's policies and procedures, as detailed in sections 16 and 17 of this Terms of Reference. This will meet to agree and set budgets for the next financial year and to receive the end of year internally audited report. The Audit Committee is also tasked with identifying and managing other risks, outside of financial risks, that may occur and bring these risks to the Board.

10.5 Formal terms of reference for the Audit Committee have been agreed by the Board (as referenced in Appendix K). These terms of reference and reports on the committee's work are available on the Active Essex website, within its governance section.

## **11. Role of the Board**

11.1 The Board will provide the following functions:

11.1.1 Set the Strategic direction for Active Essex and tasks the executive to execute and report on progress, ensure the work of Active Essex is planned, developed and implemented in order to pursue the partnership's vision, aims, objectives and core values.

11.1.2 Provide a forum, voice and act as advocates for stakeholders in the Greater Essex eco-system and provide check and challenge to the host agency and executive team on the delivery of the Sport England grant to Active Essex.

11.1.3 Provide the strategic direction for the overall work of Active Essex (setting objectives/priorities within the Framework and Annual Delivery Plan), whilst monitoring and evaluating progress towards achieving those goals and be accountable for the final outcomes.

11.1.4 Provide leadership, take account of partners' interests, be accountable for its decisions and set high standards at all times in its operations and conduct as set out in detail under Appendix B

11.1.5 Agree a Greater Essex Framework (long-term), an annual delivery plan and annual report including the identification of clear priorities for the development of sport and physical activity for Greater Essex.

11.1.6 Ensure that the reporting requirements of the Sport England lottery award for performance management, finance and delivering monitoring are met.

11.1.7 The Board has a key role to play ensuring legal compliance to the lottery award conditions, host agency policy and all other relevant legislative standards. It will provide check and challenge of the host agency, its functions and responsibilities in order to deliver the partnership across Greater Essex.

- 11.1.8 Act as 'advocates' for Active Essex as well as 'champions' within their various spheres of influence, opening doors and creating links for Active Essex.
- 11.1.8 Seek to ensure resources required by Active Essex are provided in a co-ordinated way and monitored effectively and to guide and support the Director to fulfil and achieve the vision of Active Essex and identify ways in which priorities can be achieved.
- 11.1.10 Ensure effective communication systems are put in place to gain understanding, inclusion and ownership from key stakeholders.
- 11.1.11 Ensure all partners/stakeholders are kept updated on local, regional and national developments where they relate to sport and physical recreation.
- 11.1.12 The people (core staff) and structures/networks are in place to deliver the aims of Active Essex.
- 11.1.13 Ensure a review of the Terms of Reference annually.

## **11.2 Representation**

11.2.1 As detailed within the Active Essex Equality Statement (Appendix H), Active Essex have adopted a target of a minimum of 30% of each gender on its Board. The statement (which is published on the Active Essex website) demonstrates a strong and public commitment to progressing towards achieving/maintaining gender parity and greater diversity on its Board, including, but not limited to Black, Asian, minority ethnic (BAME) diversity and disability.

The Race Equality code - <http://theracecode.org> / provides a set of standards that Active Essex has adopted, in order to achieve increased diversity and widen perspectives across our organisation. The responsibility to tackle inequality is organisation wide. The tone is set top-down rather than bottom-up, and the Active Essex Board will promote, embody, and demonstrate the values and principles of the code to create a level playing and widen our diversity.

11.2.2 The Diversity Action Plan included within Appendix H will be reviewed on an annual basis by the Board, to review progress against the actions included and to publicly report such progress to ensure diversity targets set are reached and maintained.

## **11.3 Accountability**

11.3.1 The Board will report on performance to members, partners, Sport England, the host agency (Essex County Council) and other funders as and when required.

11.3.2 An external evaluation of the Board shall be facilitated at least every four years or at the request of UK Sport/Sport England. The Board shall agree and implement a plan to take forward any actions resulting from the evaluations.

11.3.3 The interpretation of the Terms of Reference will lie with the Board, but in an event of a dispute it rests with the Chair and Senior Independent Board member.

## **11.4 Regulatory obligations**

11.4.1 Board members are not required to have absolute knowledge of all applicable regulations that may apply to Active Essex. However, they must be sufficiently familiar with the applicable regulations to enable them to identify potential issues and, know the appropriate channels to elevate such issues for further investigation within the host agency (Essex County Council).

11.4.2 This includes the 7 Nolan Principles of public life. Board members have agreed to act in accordance with these principles, by signing the code of conduct and to act in the best interests of the Board, regardless of their paid role, political party, other volunteer roles or personal views.

11.4.3 As a representative of Active Essex, Board members are expected to show respect, uphold the values of Active Essex and be courteous in their conduct in all, and outside of, all Board meetings and

activities, being aware that their actions will be associated with the Board. If, in the view of the Chair, Board members do not uphold an investigation into Board members can be undertaken.

11.4.4. Whistle blowing. It is the responsibility of all Active Essex Board members and staff members, to hold each other to account in their behaviours. Should any Board member or staff member witness breaches of regulatory policy by Board members, it is their responsibility to report this to the Chair, SIBM or Director, who will then take action.

11.4.5 Should a Board member be found to be in breach of any of the above regulatory obligations, and the investigation will be led by the Chair, Director, 2 Board members (as appointed by the Chair) and a host agency appointed representative, (SIBM if the chair is considered in breach). If the subsequent investigation confirms a breach – then their membership of the Board will be terminated.

11.4.6 Should the Board member under investigation wish to appeal, an independent representative of Sport England will be appointed to review the evidence and the discussion. The outcome of this review will be final

#### 7 Nolan Principles:

##### 1. Selflessness:

Holders of public office should act solely in terms of the public interest.

##### 2. Integrity

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

##### 3. Objectivity

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

##### 4. Accountability

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

##### 5. Openness

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

##### 6. Honesty

Holders of public office should be truthful.

##### 7. Leadership

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

11.4.7 The Board has obligations within its governance and operations, collectively and individually within the following areas and where appropriate, host agency policy has been adopted by the Board (each one has a link to a web based document):

- Health & Safety Policy
- Anti-Bullying Policy
- Safeguarding Policy
- Anti-fraud and corruption Policy

- Anti-Bribery Policy
- Equal Opportunities Policy
- Information Governance Policies
- Whistle Blowing Policy
- Code of Conduct
- Gifts and Hospitality procedures
- Risk Management Policy
- Social Media Policy

All of the above documents are centrally located within the Active Essex website:

<https://www.activeessex.org/about-us/board-documentation/>

## 12. **Appointment of Board Members**

12.1 Election to the Board should reflect the individual's ability to carry out the functions listed above. A skills/sector matrix (see Appendix C) is used in Board member selection and the Board will ensure that there is a reasonable balance between the skills, knowledge and sectors on the Board at any one time. Board membership should aim to independently reflect, the stakeholder landscape of Active Essex and the diversity of the sports and physical activity sector.

12.2 Completion of the Knowledge/Experience and Skills Matrices (Appendix B & C) will inform the training needs of Board members, whilst also enabling the Board to identify any skill (and diversity) gaps that may inform the recruitment of future Board members. Once the two matrices referenced have been completed the results will be collated into a central summary document (Appendix C), to provide an overview of the Board's collective skill base against the requirements for the Board, whilst also providing a demographic overview to inform the Diversity Action Plan.

12.3 On appointment, each Board member shall be provided with an induction (Appendix F). This will include written statement of their responsibilities (as detailed within Appendices D, E).

12.4 There will be a maximum of 12 appointed Board Members (including the Chair and Senior Independent Board member), allowing for full and frank discussions amongst Board members, whilst balancing the need to have varying and diverse opinions from different sectors. In addition, the following will attend Board Meetings:

- A nominated representative of the Host Agency (non-voting)
- A nominated representative of Sport England (in advisory capacity)
- A nominated representative of the Active Essex Foundation (non-voting)
- Partnership Director – ex- officio (non-voting).

## 12.5 **Recruitment Process**

- Nomination Committee/Board identify skills, diversity and role needs prior to advertising
- Open advertisement.
- Self-nomination/application (CV, supporting letter, completion of skills matrix, Code of Conduct and Declaration of Good Character)
- Short listing by Nominations Committee.
- The Chair, host agency, one Board Member and the Director will interview any candidates that are short listed with and appointments then made.
- Nominations Committee to then ratify appointments.

## 12.6 **Terms of Appointment and Re-Appointment**

Board Members

12.6.1 The Nomination Committee will manage appointments. Board members will be appointed for 3 years (1 term = 3 years) and can serve a maximum of two terms. **Board members will automatically stand down at the end of each term and will need to indicate a wish to continue**



for a further term if eligible. If they do wish to continue, the decision will be taken by the nominations committee, based on the recommendation of the Chair and informed by the annual board member appraisals. A third term can be served by a Board Member, subject to Chair's approval, if required, to ensure the Board retains corporate memory.

The diversity needs of the Board will be a consideration in the recruitment process when a vacancy occurs, either as a result of retirement, Board member appraisal or new Board members being recruited. It is in the boards authority to co-op up to two board members (for the period of 1 term) if needed to a timescale agreed should they see fit.

Paternity leave will be available to Board members and any time taken will then be deducted from the term served. Paternity leave policy will follow that Essex County Council policy for employees.

- 12.6.2 The re-appointment or recruitment of Board members will be managed in a timely and efficient manner to ensure minimal disruption to the work of the Board and the wider organisation (as detailed in Appendix J). When a Board Member has completed their maximum term (6 years or 9 years by exception), at least 4 years must elapse before an individual can be eligible to stand as a Board Member for Active Essex again (and that any period off the Board of less than four continuous years will count as service on the Board, when calculating the maximum continuous term served). Board members may not serve two terms as a Board member, then two terms as Chair, Chairs are Board members so subject to the same maximum term.

- 12.6.2.1 Junior Board members will be appointed for 1 term (1 term = 1 years) and are eligible to vote. They can serve a maximum of two terms. **Junior Board members will automatically stand down at the end of each term and will need to indicate a wish to continue for a further term if eligible. If they do wish to continue, the decision will be taken by the nominations committee, based on the recommendation of the Chair and informed by the annual board member appraisals. There will be a maximum of 2 Junior Board members serving at anytime.**

- 12.6.3 Active Essex recognises the importance of appointing Board Members that are independent to the organisation, so that they can enhance decision-making by providing objective scrutiny, and an independent perspective by drawing on their current and previous experience outside of Active Essex.

- 12.6.4 A minimum of 25% Board Members recruited by Active Essex should be deemed independent, working within the definition referenced below:

- 12.6.5 **Independent** - a person is independent if they are free from any close connection to the organisation and if, from the perspective of an objective outsider, they would be viewed as independent. Examples of a 'close connection' include:

(A) they are or have within the last four years been actively involved in the organisation's affairs, e.g. as a representative of a specific interest group within the organisation such as a sporting discipline, a region or a home country;

(B) they are or have within the last four years been an employee of the organisation; or

(C) they have close family ties with any of the organisation's Board members or senior employees.

- 12.6.8 Expenses for board members will be offered in line with the host agency rules and regulations

- 12.6.9 The Chair will be appointed for 3 years and can serve a maximum of two terms. At the end of every three-year term there will be an open selection process leading either to re-election or

the appointment of a new chair. The appointment will require approval by Sport England and the host agency. The Chair role will have an honorarium of between £5K and £8k, whilst the remaining Board members will not receive any remuneration. Board members may not serve two terms as a Board member, then two terms as Chair, Chairs are Board members so subject to the same maximum term.

12.6.10 A Senior Independent Board Member (SIBM) will be appointed by the Board working under the same length of term defined for the Chair. Board members may not serve two terms as a Board member, then two terms as SIBM, SIBMs are Board members so subject to the same maximum term.

12.6.11 The SIBM will assume the responsibilities of the Chair when the Chair is unavailable to carry out his/her functions. Specific areas of support and responsibility taken on by the SIBM, include:

- Providing a sounding board for the chair
- Serving as an intermediary for the current Board Members when necessary
- Acting as an alternative contact for stakeholders to share any concerns if the normal channels of the chair or the organisation's management fail to resolve the matter or in cases where such contact is inappropriate
- Leading on the process to appraise the chair's performance, along with the Board.

12.6.12 The Board recognises the importance of maintaining an up-to-date succession plan (Appendix J), to reduce the risks associated with the loss of experienced leadership, whilst helping to maintain an appropriate balance of skills and experience with Active Essex and the Board.

## **12.7 Training for Board members**

12.7.1 Board members have a responsibility to learn about their roles and to keep their knowledge and skills up-to-date. Active Essex will support them in this by providing them with a comprehensive induction programme (accompanied by the distribution of an Induction Pack, referenced in Appendix F), and then training and development on an on-going basis (three sessions per year) with periodic review and forward planning. The training should reflect the requirements of the Greater Essex partnership and the needs of the individual Board member.

## **12.8 Evaluating Board Performance**

12.8.1 An external evaluation of the Board shall be facilitated at least every four years or at the request of UK Sport/Sport England. The Board shall agree and implement a plan to take forward any actions resulting from the evaluations.

12.8.2 The Board will appoint an independent organisation/consultant to undertake the external evaluation required, ensuring that no conflicts of interest are apparent.

## **13. Operating and Administrative Arrangements**

13.1 Board meetings will be quorate when there is a minimum of 50% of Board members present.

13.2 The Board will meet at least four times per year with meetings set in advance at the last meeting of the calendar year; venues to be agreed.

13.3 The financial year will be April 1st to March 31<sup>st</sup>. We will publish an Annual Governance statement headlining our activities at the end of the financial year.

13.4 Decision making will be via voting (if required). All Board members have one vote. When voting is split, the Chair will have the casting vote.

- 13.5 The Board is responsible for ensuring that practices and processes are consistent with its Equality Statement (Appendix H) and in line with the host's legal obligations and policies/procedures.
- 13.6 The Board Members' Code of Conduct, terms of reference and other associated policies of the Board and its committees shall be reviewed at least every four years to ensure compliance with current laws.
- 13.7 It is essential that Board members regularly attend meetings and provide support for the decision-making process. Board members who miss two consecutive meetings of the Board (including any board training sessions) without apologies been accepted, will be asked to consider their position on the Board very carefully unless there are exceptional or extenuating circumstances.
- 13.8 Active Essex will provide the secretariat (agendas and notes from the meetings) and financial administration on behalf of the Board.
- 13.9 The agenda will be sent out in seven days in advance of each meeting.
- 13.10 Whenever possible, relevant information should be sent out in advance of the meeting to enable members to digest the information, and be sufficiently informed to take place in constructive discussion at the meeting.
- 13.11 Notes of the meetings will be circulated no later than two weeks after the meeting and will be made available to all partners on the Active Essex website.
- 13.12 The role of the Chair, Senior Independent Board member and Board members is outlined in Appendix D.

#### **14. Extraordinary Board Meetings (EGMs)**

- 14.1 An Extraordinary Board Meeting shall be convened either by order of the Board or upon a written request signed by no less than six members or two thirds of the Board, whichever is greater, specifying the object of the meeting.
- 14.2 Notice convening an Extraordinary Board meeting shall be sent to the Board Members not less than 14 days before the meeting and shall specify the matters to be dealt with. The Chair has the authority to call an Extraordinary Board meeting.

#### **15. Conflicts of Interest**

- 15.1 A conflict of interests arises when a Board member faces a choice between his/her personal interests (or the interests of an individual or organisation with who the Board member is, or appears to be, closely involved) and the interests of Active Essex. The Board members interests may be:
- Direct financial interests – i.e. where the Board member stands to obtain or lose direct financial benefit from a Board decision;
  - Indirect financial interests – i.e. where a close relative stands to benefit or lose financially from a decision, and the Board members finances can be considered to be linked with those of the relative;
  - Non-financial or personal conflicts – i.e. where the Board member does not stand to receive any financial benefit or loss from a decision, but continues to be influenced by other factors (such as, a close personal friendship).
- 15.2 To create and maintain a Board members register of interest; Board members are obliged to declare any conflicts of interests by completing the Declaration of Good Character Forms (Part

1 and 2) Appendix B. The Chair will then determine the appropriate course of action. If a conflict of interest is confirmed, the Board member will be excluded from voting.

## **16. Risk Management and Internal Controls**

- 16.1 The Board takes responsibility for ensuring that it and the Active Essex staff have the relevant financial competence and qualifications to meet their obligations. Active Essex will follow and adhere to the financial regulations, policies and procedures used by its host agency (Essex County Council), including risk, procurement and employment procedures. Quarterly financial report and risk reports are submitted to the Active Board to ensure effective budgetary control and oversight. Specific areas that will be reviewed by the Board include:
- Controls on expenditure against profiled budgets
  - Internal Controls
  - Contingency Funds – target levels and how these will be monitored
  - Risk management in the context of receiving external grants
  - Where appropriate ensuring that effective and competitive procurement processes are in place.
- 16.2 Active Essex maintains robust Risk Management, Internal Control systems and Scheme of Delegation, as referenced in Appendix L. The Board is responsible for determining the nature and extent of the principle risks that it is willing to take in achieving its strategic objectives. The Board will describe in their annual report the principal risks and how they are being managed and mitigated. Risks may include financial, operational, reputational, behavioural or external risks.
- 16.3 The Board will undertake an annual review of the effectiveness of the Risk and Internal Control Frameworks, to ensure they are fit for purpose and in line with current legal obligations.
- 16.4 Board support will be focussed on the strategic and business critical risks that could impact on the achievement of objectives or successful delivery of outcomes. More detailed business operational risks will be the primary concern of the team and its functions, where managers will be controlling and monitoring the risks and escalating these to a strategic level if they are no longer containable and manageable at an operational level.
- 16.5 Identified risks and mitigations are managed through the Active Essex's Risk Management Strategy 2017-2021 and its Risk Register, which will be regularly discussed, reviewed and updated quarterly at Board meetings.
- 16.6 The Active Essex Board has a key role to play in supporting the operating principles of the Active Essex CSP and helping it to achieve the strategic aims and priorities by providing oversight, challenge and assurance that risk is being effectively managed across the organisation; whilst delivering a high performing, high quality service.
- 16.7 Delegated authority will be given to the partnership Director to manage the budgets to achieve the delivery plan objectives in line with the host agency financial procedures. The Scheme of Delegated Authority is a key internal control document for Active Essex and compliance with it at all times is mandatory, in line with the host agency (Essex County Council) financial policies and procedures.

## **17. Financial Management**

- 17.1 The Board shall have the powers to apply for and receive grants/funding related to the aims of Active Essex. The host agency (Essex County Council) will act for the Board as an accountable body for funding applications and receipt of funding.

- 17.2 All monies raised by or on behalf of Active Essex shall be applied to further the aims and objectives of Active Essex and for no other purposes.
- 17.3 The finances shall be administered by the host agency (Essex County Council).
- 17.4 Financial management will be subject to the financial procedures and regulations set out in the by the host agency (Essex County Council) and are detailed in the Scheme of Delegation.
- 17.5 The core staff will provide the Board with regular and accurate financial reports at quarterly meetings, regarding the accounts of Active Essex. Board responsible to check and challenge actuals against budget profiles and adjust forecasts accordingly.
- 17.6 The Board takes responsibility for ensuring that it and Active Essex staff have the relevant financial competence and qualifications to meet their obligations.
- 17.7 The Board will actively plan and monitor the financial position and performance of Active Essex against an annually approved budget and a four-year financial forecast.
- 17.8 The budget shall include a contingency fund to ensure that redundancy costs (if required) are not incumbent on the host agency, or any alternative administrative body for post that are externally funded.
- 17.9 Liability of Board members – The legal status of the partnership is via the host agency. As a result, the host agency has the authority to override any that puts them at financial risk or defamation of character.

## **18. Dissolution**

- 18.1 Upon the dissolution of Active Essex, any remaining assets shall be distributed to the Active Essex Foundation for its charitable purposes but in the event that the Active Essex Foundations no longer exists then the assets will be distributed to groups that have similar aims and objectives to Active Essex Foundation.
- 18.2 Sport England must approve the dissolution and the distribution of any assets.

Terms of Reference approved by Chair: Dr William Bird MBE

Date: April 2023

Signature:



Terms of Reference approved by  
Active Essex Director:

Jason Fergus

Date: April 2023

Signature:



# Appendix A

## Geographical Boundaries



# Appendix B

## Principles of Good Governance

As part of the induction provided for all Board members, (Appendix F), the Director will reiterate the importance of Board members acting in the best interest of the County Sports Partnership and in a manner consistent with their duties.

It is recognised that Board members may be appointed by a particular group or 'constituency' within a sport (e.g. a geographical area, a specific sport, or sector specialism such as health/education) and as such may provide a useful conduit between the Board and their 'constituency'. However, their duty to act in the best interests of Active Essex (as a whole) is paramount. This responsibility alongside the introduction to the principles detailed below will be explained to Board members as part of the appointment/induction process, and followed up by the Chair if necessary. It is also reflected in more detail within the Board Members Code of Conduct and Declaration of Good Character forms.

For the purposes of this document the Institute on Governance's definition will be used:

*"The process by which stakeholders articulate their interest, their input is absorbed, decisions are taken and decision-takers are held to account."*

### Principles of Good Governance

- Accountability of decision- makers to stakeholders
- Participation so that all stakeholders are represented when decisions are taken
- Responsiveness of the organisation to its stakeholders
- Transparency about the information on which decisions have been based, the decisions themselves, and the way those decisions are implemented.

'Intangibles', such as leadership and organisational culture, are as essential to good governance as comprehensive minutes of Board meetings.

Good governance is important because of the positive contribution it can make to the sub regional partnership's overall success.

Of course, good governance is not a panacea; it is not, by itself, insurance against a partnership failing to meet its goals. But what good governance can do is to provide the *necessary conditions* for success by:

Enabling partnerships to make the most effective use of their resources

Ensuring that partnerships consider fully the interests of their partners

Helping partnerships to build and maintain the confidence of key partners

Within the context of the principles detailed above, all Board members of Active Essex will be required to complete a 'Code of Conduct' form and a 'Declaration of Good Character' form, access to all documents referenced, can be accessed via this link:

<https://www.activeessex.org/about-us/board-documentation/>

For reference, the Recruitment Declaration form that is completed by candidates, when applying to join the Board can also be accessed via the link above.

Once in receipt of completed forms, Active Essex are not required to undertake extensive checks or verify the individuals' declarations. Likewise, the completion of the form does not require that answers

Date Approved: April 2023                      Date for Review: January 2025                      15

in the negative should bar an individual from becoming a Board member. In this situation, it is recommended that Active Essex should consider the responses and if appropriate seek further information in order to make an informed decision about whether the individual is suitable to be a Board member.

## Appendix C

### Knowledge and Experience Matrix

The Knowledge and Experience matrix is a self-assessment of the knowledge and expertise Board members feel they can offer the Active Essex Board. Alongside this and the Skills matrix, the information provided will ensure Active Essex appoint a balanced Board that has the relevant skills and experience to oversee the delivery of the Active Essex strategy (2017-2021).

To access the matrix please click on the link below:

<https://www.activeessex.org/about-us/board-documentation/>

### Skills Matrix

The Skills matrix lists what are considered to be essential skills for all Board members. As a result, all Board members will be asked to complete the matrix annually to maintain an up-to-date overview of current skills, identify any gaps and inform training needs and recruitment strategies.

To access the matrix please click on the link below:

<https://www.activeessex.org/about-us/board-documentation/>

### Skills and Demographic Summary Overview

The individual scores gathered using the Skills Matrix referenced above, are collated to provide an overview of the skill base of the Board, which can be compared against the strategic requirements of the Board, and provide a demographic overview to inform the Active Essex Diversity Plan.

To access the Board's Skills & Demographic Summary Overview, please click on the link below:

<https://www.activeessex.org/about-us/board-documentation/>

## Appendix D

Role of the Chair, Senior Independent Board member,  
Individual Board members and the Active Essex Director

### Role of the Chair:

- To define the overall direction of the work of Active Essex, setting targets and agreeing a business plan with partners
- To provide strategic leadership to the Board, chairing its regular meetings and bringing together a diverse range of interests and partners to work together on a common agenda
- To represent the Board to partners.



### **The main responsibilities of the Chair include:**

- Setting the agenda - The agenda should take full account of the issues and the concerns of all board members. Agendas should be forward looking and concentrate on strategy and developing the partnership, rather than focusing on management issues.
- Ensuring that board members receive accurate, timely and clear information - to enable the board to make sound decisions, monitor effectively and provide advice to promote the success of the partnership.
- Managing board meetings - to ensure that sufficient time is allowed for discussion of issues, and where appropriate, arranging informal meetings beforehand to enable thorough preparation for the board discussion. It is particularly important that board members have sufficient time to consider critical issues and are not faced with unrealistic deadlines for decision making.
- Accountability - The Chair is responsible for the delegated budget and core funding for the partnership.
- Liaising with the Active Essex Director.
- Member Development - taking the lead in inducting and developing individual board members, with a view to enhancing the board's overall effectiveness as a team.
- Member Engagement and Mobilisation - Encouraging active engagement by all members of the board. Setting tasks for members to assist in the achievement of the board's goals.
- Performance Assessment - Providing an assessment of performance of individual board members on request, when they are being considered for reappointment or for appointment to the board of another public body.
- Ensuring Board decisions are acted upon;
- Acting as spokesperson and representing the partnership at appropriate events.

### **Role of the Senior Independent Board Member (SIBM)**

The Senior Independent Board Member will assume the responsibilities of the Chair when the Chair is unavailable to carry out his/her functions. Specific areas of support and responsibility taken on by the SIBM, include:

- providing a sounding board for the chair
- serving as an intermediary for the other directors when necessary
- acting as an alternative contact for stakeholders to share any concerns if the normal channels of the chair or the organisation's management fail to resolve the matter or in cases where such contact is inappropriate
- leading on the process to appraise the chair's performance.

### **Role of Individual Board Members**

Board Members actively promote and improve sport and physical recreation every day using both their networks and expertise. Sound judgment is central to the Board member's role. The objectivity and fresh perspective acquired through their relative distance from day to day matters, combined with experience acquired elsewhere, is the basis for challenging the accepted thinking of the sub regional partnership and encouraging stronger partnership performance.

### **The main responsibilities of the Board include:**

- Developing Strategy - Board members should actively and constructively contribute to and challenge the development of strategy
- Delegated Authority - Ensuring that the board operates within the limits of its delegated authority. Board members do not have any individual delegated authority
- Decision Making - Monitoring & evaluating against KPI's and ensuring risk is managed appropriately

- Overseeing Results - Ensuring the delivery of planned results by monitoring performance against agreed strategic objectives and targets
- Championing and leading on specific areas of work (this may be in liaison with sub-groups and / or project groups)
- Promote the partnership, improve the sub regional networks and help the board reach sound decisions.

### **The Role of Active Essex Director**

The Director will work through the Chair, to implement and manage the Board's strategic vision and plans.

### **The Main Responsibilities of Active Essex Director:**

- To work with the Board to formulate strategy and oversee its implementation.
- To work with the Board to ensure the partnership meets all of its targets and objectives.
- To be responsible to the Board for the overall financial status of the partnership.
- To develop and enhance existing, establish new, partnerships and ways of working using sport and physical recreation as a catalyst to bring about positive social and economic well-being of local communities.
- To increase participation and widen access.

## Appendix E

### **Active Essex Board Recruitment Pack**

To access the Active Essex Board Recruitment Pack, please click on the link below:

[https://www.activeessex.org/wp-content/uploads/2021/04/Active-Essex-Board-Recruitment-Pack\\_FINAL.pdf](https://www.activeessex.org/wp-content/uploads/2021/04/Active-Essex-Board-Recruitment-Pack_FINAL.pdf)

## Appendix F

### **Board Member Induction Pack**

To access the Active Essex Board Member Induction Pack, please click on the link below:

<https://www.activeessex.org/wp-content/uploads/2021/04/Active-Essex-Board-Induction-pack.pdf>

## Appendix G

### **Responsibilities of the Host Agency**

#### **Expectations of the Host Agency in relation to the Partnership that is Active Essex CSP:**

Sport England provide a Lottery award to the host agency (ECC), on behalf of the 12 Tier 2, 2 Unitary and the 1 Tier Local Authority with Greater Essex, to deliver the role and functions of the Active Essex County Sports Partnership.

Under the terms of this award, the host agency responsibilities are detailed in this document. The terms also include a requirement of the Lottery award, which states that the partnership's strategic direction and delivery is overseen by a skills based, Independent Management Board, which operates under the DCMS approved UK Sport/ Sport England Code of Good Governance at Tier 3 level. Working in

conjunction with the host agency this will provide accountability to the work of Active Essex and the host agency, as detailed in the Active Essex Management Board terms of reference.

Active Essex is not a body corporate and will contract only through ECC, observing ECC's Constitution, Financial Regulations and Procurement Standards. Employees of the Active Essex are at all times subject to the requirements and standards of the host agency.

The Host Agency (Essex County Council) has the following responsibilities on behalf of the partnership:

- To hold awards on behalf of the partnership and apply the awards towards the shared outcomes the partnership is looking to achieve.
- Have statutory responsibilities as the direct employer of Core Staff and Line management of the Director.
- Provision of human resources/personnel support/ IT and office space to the partnership.
- Provision of appropriate accommodation and office equipment for the Core Staff employed by the host agency on behalf of the partnership
- The Host Agency system will be used to document grant payments and financial transfers, in line with internal controls and management systems. Host will provide internal audit support and evidence for external reporting.
- To have a scheme of delegation in place for the operations, financial management and award reporting requirements for the partnership.
- Compliance with the terms and conditions of any awards made to the partnership, ensuring any moneys deposited with ECC are used exclusively for the partnerships purpose.

### **Host Agency Powers**

The Host Agency undertakes and agrees that it is authorised, in line with the lottery award, to:

- Respond as appropriate to any incident that occurs that produces a financially risk in connection with the funding conditions of any award.
- Respond as appropriate to any unexpected incident that could result in defamation of character/ reputation risk for the host agency.
- Ensure that an amount of Active Essex funds is set aside to cover unexpected costs/ redundancy.
- To identify ECC as a partner and have logo and branding recognised on Active Essex material and publications.

### **Requirements of the Board to the Host Agency**

- To approve this Memorandum of Understanding.
- To recognise the responsibilities of the host agency.
- To provide accountability for the Strategic Priorities, Direction, Partnership and Delivery of the Active Essex priorities.
- To recognise the scheme of delegation required to be in place for the operation of the partnership.
- To ensure that partnership funds are used to the purpose they are intended for within lottery conditions.
- Ensure that an amount of Active Essex funds is set aside to cover unexpected costs/ redundancy.

## **Appendix H Active Essex Equality Statement, Diversity Targets and Action Plan**

It is central to the Active Essex ethos that physical activity and sport should be open and accessible to everybody. We strongly value diversity and strive to ensure that opportunities are available to all but

do recognise that there are inequalities in participation opportunities which affect specific sections of our communities. We will commit time and resources to support these communities.

Equality and the needs of our population are given full regard in all aspects of our work. Active Essex will embed equality and inclusion into the development of the annual Implementation Plan that accompanies our Strategic Plan. We are committed to working with our key partners to ensure that actions are in line with good practice so that equality is and remains an integral part of all aspects of our work.

Active Essex is hosted by Essex County Council and abides by the council's regulations and guidance. The full Essex County Council Diversity and Equality Policy can be found [here](#)

We are committed to ensuring that current and potential service users, employees (including volunteer helpers) or job applicants are not discriminated against on the grounds of social circumstances or background, gender, race including colour, nationality, ethnic or national origin, disability, sexuality, age or religion. The principles of tolerance, understanding and respect for others are central to identity as an organisation.

#### Active Essex Board Commitment to Equality

The Active Essex Board is committed to maintaining gender parity and greater diversity on its Board, including but not limited to racial diversity, LGBT, age and disability. A minimum of 30% of each gender has been recruited to the Active Essex Board.

To maintain the diversity targets set out in the Code for Sports Governance, the Active Essex Board will work within the recruitment principles detailed below:

1. Define the selection criteria in terms of measurable skills, experience, knowledge and personal qualities.
2. Reach the widest possible candidate pool by using a range of recruitment methods and positive action.
3. Provide a clear brief, including diversity targets, to any recruitment firm supporting the process.
4. Assess candidates against the role specification in a consistent way throughout the process.

The Active Essex Board recognise that decision-making is improved when a Board is able to draw on, and harness, a diverse range of opinions. The following actions will be implemented to improve/maintain the diversity of the Active Essex Board:

1. The Active Essex Board will seek to recruit people who think in different ways, as well as those who have different backgrounds.
2. Review the membership of the Board each year to ensure diversity targets are being maintained.
3. Review capacity building practices to ensure future Board members and potential senior staff appointed improve the organisation's diversity at all levels of leadership.
4. Undertake an annual review of the diversity of the Active Essex senior leadership team, and recruitment policies to ensure future candidates are recruited from a wide range of backgrounds.

Building on the actions detailed above, Active Essex will continue its work as a Disability Confident Committed organisation, as members of the Sporting Equals Charter and as early adopters of the [Race Equality Code](#). In April 2023, through a new Sport England process, Active Essex commenced its work

with the AGS consortium to develop a new and ambitious Diversity and Inclusion Action Plan to meet Code for Sports Governance.

## Appendix I Stakeholder plan

To access the Active Essex Stakeholder Plan, please click on the link below:

<https://www.activeessex.org/wp-content/uploads/2021/04/Stakeholder-Mapping-Final.pdf>

## Appendix J Succession & Continuity Plan (Board members, SMT & senior roles)

To access the Active Essex Succession & Continuity Plan, please click on the link below:

<https://www.activeessex.org/wp-content/uploads/2021/04/AE-Succession-Plan-draft.pdf>

## Appendix K Audit Committee Terms of Reference

To access the Active Essex Audit Committee Terms of Reference, please click on the link below:

<https://www.activeessex.org/wp-content/uploads/2021/04/Audit-Committee-ToR.pdf>

## Appendix L Risk Management, Internal Control Systems and Scheme of Delegation

To access the Scheme of Delegation, please click on the link below:

<https://www.activeessex.org/wp-content/uploads/2021/04/Active-Essex-Scheme-of-Delegated-Authority.pdf>

To access the ECC accounts, please click on the link below

[Statement of Accounts 2021 to 2022, unaudited \(ctfassets.net\)](#)

To access the Active Essex Risk Management Strategy, please click on the link below:

[https://www.activeessex.org/wp-content/uploads/2021/04/Active-Essex-Risk-Management-Strategy-2017\\_2021.pdf](https://www.activeessex.org/wp-content/uploads/2021/04/Active-Essex-Risk-Management-Strategy-2017_2021.pdf)

## Appendix M Social Media Policy

To access the Active Essex Social Media Policy, please click on the link below:

<https://www.activeessex.org/wp-content/uploads/2021/04/Active-Essex-Social-Media-Policy.pdf>