



# **Sport Across Staffordshire and Stoke-on-Trent (SASSOT) County Sports Partnership**

## **CONSTITUTION**

***'EVERYONE MORE ACTIVE MORE OFTEN'***

**October 2017**

# This is the Constitution of the Sport Across Staffordshire and Stoke on Trent County Sports Partnership (SASSOT)

## Organisation

Sport Across Staffordshire and Stoke on Trent is a County Sports Partnership recognised by Sport England, and is a Voluntary Partnership empowered to act by its funding partners. It is hereafter referred to as SASSOT.

### Our Vision

'Everyone more active more often'.

### Our Mission

'Working together to create active places and healthy lives through physical activity and sport'

SASSOT provides the mechanism to enable partners, stakeholders and communities to work together to achieve a shared vision.

SASSOT operates primarily within the geographical area of Staffordshire and Stoke on Trent

SASSOT develops a Strategy and annual Delivery Plan in conjunction with stakeholders and partners which is reviewed annually. The Strategic priorities will be reviewed as required.

### Values

SASSOT's Values underpin everything we do, as a Board, Team and as individuals.

Integrity	This is our foundation; we will work openly, honestly and sincerely, showing respect and sharing our passion for what we do
Inclusive	Actively accessible to all, whilst putting the individual at the heart of what we do
Collaborative	Drawing on our strengths and those of others, brokering, enabling and influencing for positive results
Ambitious	Committed to excellence and continually improving our services through innovation and creativity
Objective	Making informed decisions for the benefit of the local population, based on robust evidence
Purposeful	Having clearly articulated goals underpinned by appropriate insight and action
Accountable	Owning decision and delivering on promises individually and collectively

SASSOT is governed by a voluntary Executive Board which is supported by a number of voluntary Board working sub groups. The day to day delivery of SASSOT's strategy is undertaken by a team of paid staff and volunteers.

SASSOT will produce an Annual Report for circulation to partners and stakeholders.

SASSOT is currently hosted by Stafford Borough Council. The hosting agreement is agreed and signed by both parties and should not prejudice the ability of SASSOT to undertake its day to day operations or achieve its strategic objectives.

SASSOT currently receives funding for the delivery of the shared Strategy and Delivery Plans from a number of partners and sources including: -

Sport England – currently the primary funder

Cannock Chase District Council

East Staffordshire District Council

Keele University

Lichfield District Council

Newcastle under Lyme Borough Council

South Staffordshire District Council

Stafford Borough Council

Staffordshire County Council

Staffordshire Moorlands District Council

Staffordshire University

Stoke on Trent City Council

This list reflects the current funding arrangements and is expected to be responsive to the changes in circumstances as the need arises in order to secure funding from appropriate stakeholders who can best contribute to the delivery of our Vision whilst maximising the impact of resources on local communities.

All partners are expected to sign up to a Partnership Agreement and uphold its principles and philosophies.

## Board

The purpose of the Board is to: -

Provide leadership	To provide inspiration, vision and clear direction to SASSOT
Provide Strategic direction	Responsible for setting the strategic direction based on intelligence and insight
Ensure effective governance	Ensure the Board complies with Tier Three of A Code for Sports Governance
Be the decision-making body	Ensure executive decisions are made in a timely manner so as not to adversely affect the organisation
Scrutinise the effectiveness of the organisation	Retain an overview of the operation of the organisation scrutinising effectively as required.
Uphold and protect the Values	Ensure behaviours comply with, and decisions are made in line with the values of SASSOT
Act collectively in the best interests of SASSOT	Declare interests where appropriate and work together as a Board in the best interests of SASSOT.
Provide advocacy and attract additional resources	Board members should be staunch advocates for SASSOT and where appropriate and/or feasible should assist in developing a resource base for the partnership.
Equality	Ensure the Board and Partnership is committed to working proactively to ensure equality. Ensure the Board has appropriately diverse membership.

The Board will comprise a minimum of 7 and not more than 12 members. Board members will be recruited through an open process and appointed to provide the Board with an appropriate range and balance of skills, knowledge, equality and diversity to fulfil and discharge its responsibilities, based on SASSOT's skills matrix which is reviewed annually by the Board.

At least 25% of Board members shall be independent and appointed through a publicly advertised, open recruitment process, meaning they are independent of any close connection to SASSOT and, 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
- 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

The role of Board members is voluntary and no Board members shall receive any remuneration other than reasonable out of pocket expenses. No SASSOT employees shall be appointed to the Board unless this is in an Ex Officio capacity.

In order to ensure effective and timely decisions can be made regarding resources at Board meetings, Stafford Borough Council will allocate a senior officer with relevant authority, experience and skills to sit on the Board.

A target of a minimum of 30% of each gender has been adopted for Board membership and appropriate action will be taken to achieve and maintain this. If 30% of the membership is not a whole number the number of people will be rounded up.

Additionally, the organisation will demonstrate a strong and public commitment to progressing towards achieving gender parity and greater diversity generally on its Board including but not limited to Black, Asian, minority ethnic (BAME) diversity and disability, to ensure the Board is best able to represent the diverse communities it serves.

The Board has adopted the Code for Sports Governance and follows the requirements set out in that Code, including an annual evaluation of skills and performance, with an external evaluation every 4 years.

The Board will include the positions of Chair and Senior Independent Director.

#### *Chair*

The Chair will carry out the duties as set out in the role and description for the post. The position of Chair is a voluntary position and the Chair does not receive any remuneration other than reasonable out of pocket expenses. The role of Chair shall never be held by a member of paid staff.

The Chair is a member of the Board and will count towards the total number of Board members as set out above.

The Chair is not directly responsible for the day to day management of SASSOT. The Chair shall proactively address and manage conflicts of interest among Board members.

The Chair will hold office for a term of three years. After three years they can seek re-election via a Board decision, but can serve no more than three, three-year terms in total. In the event of a vacancy for the role of Chair, the Board will be responsible for establishing a sub group to recruit the Chair through a publicly advertised, open recruitment process and recommend a candidate for approval by the Board. If no suitable

applications are received, after two attempts to recruit, the Board will elect a Chair from existing Board members.

The Chair is supported by the role of Senior Independent Director – a form of Vice Chair, who will be elected by the Board from existing members and who will carry out the duties as set out in the role description for the post.

*Co-opted members*

In exceptional circumstances a Board member may be co-opted onto the Board if this is necessary to ensure that the Board has the skills and/or experience necessary to fulfil its role. A co-opted Board member is one that is temporarily appointed as such by the Board outside of the customary appointment process.

Co-opted members will serve as such for no more than 12 months. At the time of appointment the Board will document the reasons for this appointment and determine the co-opted member’s voting rights.

*Other Board members*

Board members (other than co-opted) will hold office for a term of three years. After three years members who wish to continue their service can seek re-election via a Board decision, but can serve no more than three, three-year terms in total. Once a Board member has served their maximum term (nine years of continuous service), at least four continuous years must elapse before they are eligible to be appointed as a Board member again. In exceptional circumstances (for example to assist succession planning) a Board member may hold office for a further year.

If a Board member steps down after less than the maximum term of nine years, then seeks re-election, any period off the Board of less than four continuous years will count as service on the Board, when calculating the maximum term served.

No individual shall be appointed to the Board unless he or she has provided to the organisation a declaration of good character.

Individual Board members may also take on specific roles as sub group leads in order to Champion a specific theme or piece of work on the Board.

*Personal Responsibilities of Board members*

All Board members will be expected to conform with the following: -

Duties	Duty to comply with SASSOT’s code of governance policies and strategy
Duty of Care	Board members are expected to act reasonably and prudently in all matters relating to SASSOT and its long-term interest.
Duty to promote openness and debate	Board members are expected to enable an environment that encourages transparency and where debate is encouraged. When those opinions may differ, they will be respected.
Duty to protect the organisation	Board members have a duty to protect all the resources belonging to SASSOT by ensuring effective management systems are in place e.g. financial controls, risk assessments etc. Board members have a duty to protect the organisations reputation and intellectual property.

Duty to act in the best interests of the public	As SASSOT is financed through public money Board members have a responsibility to act in the best interests of the public as a whole. They have a responsibility to avoid conflicts of interest especially when they involve financial transactions.
Duty to abide by SASSOT's Code of Conduct	Board members will ensure that they abide by SASSOT's Code of Conduct to ensure that the highest personal standards are observed at all times.
Personal Interests	No Board member shall participate in discussions, or vote in response of a matter in which they have a material interest.
Personal Liability	Although any legal proceedings initiated by a third party are likely to be brought against the Partnership, in exceptional cases civil, or in certain cases, criminal, proceedings may be brought against a Chair or other individual board member. For example, a board member may be personally liable if he or she makes a fraudulent or negligent statement, which results in loss to a third party. Board members who misuse information gained by virtue of their position may be liable for breach of confidence under common law or may commit a criminal offence under insider dealing legislation.  However, the Government has indicated that individual board members who have acted honestly, reasonably, in good faith and without negligence will not have to meet, out of their own personal resources, any personal civil liability, which is incurred in execution or purported execution of their board functions. The Partnership indemnifies its board members against legal proceedings brought against them personally in execution of their board duties, provided they have acted in accordance with this paragraph.

### *Board Meetings*

The Board will make all the strategic decisions of SASSOT in line with SASSOT's agreed Strategy and Business Plan. Decisions can only be taken if a meeting is quorate. To be quorate, 50% of named Board members must be in attendance at the meeting. (This can include taking part in the meeting via video link, skype etc. As long as the Board member is able to fully take part in the meeting then they will be counted as being in attendance). Each Board member has one vote and wherever possible decisions should be reached by consensus. If this is not possible then a majority vote will decide the issue. In the event of a tied vote the Chair of the meeting will have the casting vote.

The Board will meet a minimum of 4 times per year and a record of all decisions will be Maintained. Additional Board meetings may be required when circumstances dictate.

Board members are expected to attend 75% of formal Board meetings during a calendar Year, failure to do so may result in the Board member being asked to step down.

Agenda items will be submitted to the Chair at least 14 working days before the meeting.

The agenda and supporting items will be circulated to the Board 7 days in advance of the meeting.

Exceptional items will only be accepted at the meeting with the agreement of the Chair.

Standing agenda items will be:-

Declaration of Interests

Financial Report

Business Plan progress report

Risk Register

Actions and decisions taken by the Chair, other delegated Board member or any sub group.

The Board will maintain a proper record of their meetings and decisions, normally in the form of minutes and associated papers which will be published on the SASSOT website.

### *Sub groups*

The Board may establish sub groups as required and delegate authority, responsibility and tasks, as appropriate. Any sub group established shall have clear terms of reference specifying the responsibilities and any powers delegated to the subgroup which shall be agreed by the Board. Any subgroup established shall maintain a proper record of meetings and decisions.

The sub groups will include an Audit Committee and a Nomination Committee (Governance Group) for which there will be formal terms of reference which have been agreed by the Board.

### *Staffing*

The staff are directly managed on a day to day basis by the Strategic Leads. Staffing levels are dictated by resources available and are reviewed on a regular basis. Minor amendments to the staffing structure are implemented and managed by the Strategic Leads. Substantial changes to core staffing must be approved by the Board.

The Board may engage and manage staff in exceptional circumstances (subject to relevant regulations of the host agency as the employing body)

The Board will delegate responsibility to the Strategic Leads to manage the day to day implementation of the Strategy and Delivery Plan.

Decisions taken by the Chair or any other delegated Board member or sub group, that have not been subject to the Board's approval, will be reported at the next Board meeting.

The Chair and Senior Independent Director will undertake Personal Development Reviews with the Strategic Leads but will not get involved in the day to day management of the SASSOT staff team unless requested to do so by the Strategic Leads.

Board members are available to provide support and expertise should the need arise in the form of the Champion roles.

### *Finance*

SASSOT currently receives funding from the partners listed above. In addition to these SASSOT will seek funding from other potential funders, generate income and sponsorship, contribute funding to, and enter into contract with organisations in furtherance of its Strategic Vision.

The Board will agree a long term financial forecast for SASSOT of 4 years, progress against which will be scrutinised on a quarterly basis by the Board. The Board will ensure that the host (Stafford Borough Council) provides sufficiently senior representation at Board meetings for decisions to be made on resource issues without reference back to the host organisation.

SASSOT will maintain an accurate and up to date record of all funding partners together and ensure ALL partners have signed partnership agreements.

SASSOT will operate within the Conditions of Grant attached to the award monies from Sport England and other funders, and within the parameters of the Partnership agreements signed by local funding partners.

SASSOT will produce and publish annual audited accounts.

SASSOT will retain sufficient reserves to cover known liabilities.

#### *Review of Constitution*

The Board will review the Constitution as a result of the development and implementation of a new Strategy in early 2018, and thereafter on an annual basis. Any proposed alterations to the Constitution will be considered and approved by the Board.

#### *Dissolution*

If core funding from Sport England ceases, the Board shall immediately convene a meeting to discuss and vote on the options available and, if necessary, dissolution. If, at the Board meeting, the resolution is carried by two thirds or more of the Board members present at the meeting, subject to the meeting being quorate, the Board shall thereupon, or at such date as shall have been specified in the resolution, proceed to realise the SASSOT's assets and discharge all of its debts and liabilities, subject to formal agreement from Sport England and in line with the terms and conditions of grant.

After discharging all debts, liabilities and re-paying claw back relating to Sport England funding, any remaining assets shall be paid or distributed amongst the remaining funding partners in place at the time of dissolution. This will be on a pro-rata basis, calculated according to their overall contribution to SASSOT in the last 12 months. Wherever possible the assets should continue to be used in furtherance of SASSOT's vision.

#### **Authorisation**

Adopted at a meeting held on \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

(Signature and Name of Chair of SASSOT)

Date: \_\_\_\_\_

Witnessed:

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Occupation: \_\_\_\_\_  
(Signature and Details of Witness)

Date: \_\_\_\_\_

***The term sport is used to mean all forms of sport, physical education and active recreation***

