



Annual Governance Statement May 2023

Introduction

1. Energise Me is a Charitable Incorporated Organisation (CIO), charity number 1165592, registered with the Charity Commission. Energise Me is part of the Active Partnership Network, representing Hampshire and the IOW within the network of 43 organisations across England aiming to promote active lifestyles.
2. Energise Me has a volunteer board of (up to 10) trustees who help govern the CIO and ensure that we meet all relevant codes of governance. The primary codes of governance the CIO is bound by are 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.
3. The following documentation is available on the Energise Me website:
 - a. The current We Can Be Active strategy running from 2022-27 '[We Can Be Active Strategy for Hampshire and Isle of Wight - Energise Me](#)'.
 - b. The Diversity and Inclusion Action '[Introducing our Diversity and Inclusion Action Plan - Energise Me](#)'.
4. Annual accounts for Energise Me can be found on the Charity Commission website '[Accounts and annual returns, ENERGISE ME - 1165592, Register of Charities - The Charity Commission](#)'.

Board of Trustees

5. The main board of up to 10 Trustees meets 6 times per annum including holding an AGM in October of each year and determines the strategic direction, provides oversight and accountability, and reviews investment opportunities of the CIO.
 - a. More details of our trustees and their biographies can be found on our website '[Energise Me Trustees - Our Trustees - Energise Me](#)'.
 - b. We do not set specific diversity targets for our board, but we are committed to ensuring the board represent the population we serve.
 - c. More details of the diversity of our employees and Trustees can be found on our website '[Introducing our Diversity and Inclusion Action Plan - Energise Me](#)'.
6. In addition, there is a separate Finance and Audit Committee with its own Terms of Reference, covering financial performance, risk evaluation, reserves policy and investment and governance.
7. The Finance and Audit Committee meets 3 times per annum in February, May, and September, and is chaired by one of the Trustees who is a qualified accountant. Due to trustee vacancies plus a gap in appointment of the Finance and Administration Manager, the board temporarily conducted the business of the finance and audit committee in the full board meetings in

2022/23. With the appointment of a replacement Finance Manager, the Finance and Audit Committee resumed its meetings in March 2023.

8. Where appropriate, working groups are created from a subset of Trustees, to provide additional support. During 2022/23, a working group was created to evaluate the Energise Me investment in The Agency. The findings of this working group were reported back to the main board in March 23.
9. There are no individuals with significant or undue influence within the organisation or the board.
10. Board members are formally asked to declare any conflict/potential conflict of interest upon assuming their board role and opportunities to update this are formally tabled at every board meeting. There are currently no conflicts identified.
11. All board appointments are recruited through openly advertised opportunities. There is a recruitment pack and application form. We welcome applications at any point from potential trustees. We track 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).
12. We do not have a formal nominations committee. Our Trustee Recruitment Policy states that 'every appointed Trustee must be appointed for a term of three years by a resolution passed at a properly convened meeting of the charity trustees'.
13. In 2022/23 there were 3 new trustees, bringing experience in education, local government and sport and exercise science. 1 trustee resigned in 2022/23. On appointment, new trustees have a full induction to familiarise themselves with the CIO and its strategy.
14. We have a Trustee Skills Matrix which is reviewed at least annually, to ensure that the board collectively has the relevant skills and experience to effectively govern the CIO.
15. We do not have an annual appraisal of each Trustee. Nor an evaluation of our committees. If ever there was a concern about an individual Trustee (in terms of behaviour, attendance etc) this would be dealt with by the Chair and CEO.

Governance & Audit

16. A schedule of policies is maintained, ensuring each policy is reviewed by the board in the appropriate timeframe.
17. The Finance and Audit Committee review the organisation Risk Register at least bi-annually. Any concerns are reported to and discussed subsequently at the full board.
18. We aim to be compliant to the UK Code of Sports Governance at Tier 3 level. We are currently working towards compliance, with full compliance expected by December 2023. Areas that we are working on to achieve compliance are:
 - a. Succession planning documentation – to be approved by the Trustees in May 23
 - b. Data recovery planning – to be approved by the Trustees in May 23

- c. ESG (Environmental Social Governance) – policy to be drafted and approved by the Trustees by Dec 23.
19. In the first instance the annual audit process and audit report are scrutinised by the Finance & Audit 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.
 20. There were no issues relating to finances, financial management or financial control raised by the auditors (Azets) for the financial year 2021/22. For the financial year 2021/22, the Annual Accounts were drafted by our Azets for the first time, which improved the accounts process and quality. Our accounts were signed off in December 2022 with a clean audit opinion.
 21. Azets were reappointed for the 2022/23 audit at the AGM. This will be the 5th year, after which a tender process will be run. A recommendation will be made to the Finance and Audit Committee, before being presented to the full board in November 2023.
 22. Azets also provide Energise Me with payroll services, through a different department. We have assurances from Azets that there are internal procedures mitigating against conflicts of interest.