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## How We Are Governed

Exercise Move Dance UK (EMD UK) started out as The Exercise Movement and Dance Partnership (EMDP). EMDP was constituted in 2006 when after consultation and support from Sport England, the three founding organisations; the Medau Society, Fitness League and the Keep Fit Association; came together to form an umbrella body for exercise, movement and dance. Supported by Sport England, the organisation grew into a unique national governing body operating across the sport, physical activity and arts sectors. In 2015, following a further consultation process, EMDP had its remit extended, became the national governing body for group exercise and in 2016 rebranded as EMD UK.

EMD UK now represents the interests of group exercise participants, teachers and organisations in the sector by improving opportunities, standards and awareness of the activity across the nation.

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## Our Board of Directors

Our board of directors has collective responsibility for everything that we do, including the legal responsibility to ensure that EMD UK is controlled and properly managed.

In discharging their collective responsibilities our trustees:

- Exercise their powers in accordance with our Directors Code of Conduct, other legal requirements and the principles of good governance
- Act in the best interests of EMD UK and our work
- Ensure that EMD UK is and will remain solvent and that there is proper financial management
- Approve our strategic plans, budgets and reserves policies and monitor and evaluate our progress against those planned objectives and financial targets.

The board delegates responsibility for operational management to the chief executive, who leads a senior management team – the executive board. The executive board develops most of the organisation's plans, policies and processes, and is responsible for their implementation, following the board's advice and approval.

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## Board Composition

Our board currently comprises 11 directors who bring a wide range of skills and experience. 8 of these are independent directors and three are currently from our nominating organisations; The Fitness league, The Keep Fit Association and The Medau Society. Directors usually serve an initial term of four years which can be extended by a further term of four years. All of our directors give their time on a voluntary basis and, other than out-of-pocket expenses, they receive no remuneration or any other benefits. Our trustees are recruited through a variety of means, including open advertising.

We place particular emphasis on ensuring that we have the appropriate balance of skills and experience that we need so will use more targeted recruitment searches where necessary and keep under review the balance of directors with regard to gender and diversity. There are currently six female directors (including the Chair) and five male directors. Our nominations committee recommend prospective directors for approval to the full board, and they are then elected formally by the board.

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## Board meetings

Our board meets four times a year; we also hold an annual board away-day, which enables directors and the EMD UK employees to build relationships through working together on key issues.

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## Board Committees

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### The Finance and Audit Committee (FAAC)

FAAC meet on a quarterly basis usually a month before the main board convenes. The main responsibilities of FAAC are to:

- Support the chief executive and the operational management team in financial and audit matters.
- Under delegated board authority, to approve actions of the chief executive outside their normal authority limits.
- Make and/or review financial proposals requiring board approval.
- Oversee internal controls ensuring that systems are robust, effective and fit-for-purpose

### The Nominations Committee

The Nominations committee meet as required ahead of the main board convening. Their main responsibilities are:

- Giving full consideration to succession planning for directors and other senior executives in the course of its work
- Keeping under review the leadership needs of the organisation, both executive and non-executive.
- Being responsible for identifying and nominating for the approval of the board, candidates to fill board vacancies as and when they arise

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### The Senior Management Team

The board delegates responsibility for operational management to the chief executive, who leads the senior management team. The senior management team develop most of the organisation's plans, policies and processes, and are responsible for their implementation, following the board's advice and approval.

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## Risks

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### Risk environment

EMD UK works in a medium-risk environment. That said, due to the popular nature of group exercise we inevitably work with organisations and instructors who provide services to children and vulnerable adults and therefore we need to ensure we have high standards of safeguarding in place.

EMD UK is, in part, funded by Sport England. It is therefore important to continue to develop financial sustainability so that we can continue to support the sector should that funding ever reduce.

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### Measuring, monitoring and reporting risk

The board of trustees review the identified risks to EMD UK at each board meeting and reference each board agenda item to the corresponding risk in the register.

The risk register is a comprehensive document that scores risks by considering the inherent likelihood of the risk occurring and the inherent impact of the risk to EMD UK. The current controls are then mapped to the inherent risk to help calculate the residual likelihood and

## Governance Statement

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impact of the risk. Additional control measures are then planned to reduce the residual risk to an acceptable level.