

## **Annual Governance Statement: Exercise Movement Dance UK (EMD UK)**

### **Introduction**

EMD UK is the national governing body for group exercise. It is subject to the Code for Sports Governance (the “Code”) and is committed to the principles of good governance.

The Annual Governance Statement provides EMD UK's stakeholders, members, supporters, and sponsors with an annual report on the governance performance of the organisation.

This Statement is made in accordance with the Code for the period from April 2023 to March 2024 (the “Reporting Period”).

### **Vision, Mission, and Values**

Vision: Healthier communities through group exercise.

Mission: To support group exercise instructors to be the best they can be.

EMD UK is guided by and embraces the following values:

#### **We support**

We support the workforce using insight to develop resources needed by instructors to help instructors self-develop and increase their professional opportunities. We use our resources, expertise, and influence to guide instructors individually and as a collective.

#### **We collaborate**

Through impactful collaboration EMD UK will work to increase the organisations contribution to the sector. EMD UK will lead the sector by listening and evolving with its delivery partners and stakeholders. EMD UK recognise that by collaborating cohesively they will contribute more to the health of the nation than on their own. EMD UK will cultivate a team mindset in which they will succeed together to support and lead the group exercise workforce.

#### **We are inclusive**

Group exercise is for everyone. We strive to continually lead with our values and beliefs that enable all instructors to develop their potential, bring their full self to the workplace, and engage in a group exercise world of inclusion.

#### **We act with integrity**

EMD UK acknowledge that they have a purpose greater than serving itself. EMD UK serve at the greater good of the sector bringing together all for the purpose of group exercise. EMD UK will act with the utmost integrity and work in an honest and ethical manner. EMD UK will work to create a sustainable economic and social environment through group exercise. EMD UK will be accountable to all its stakeholders.

## We are ambitious

Our ambitions are simple to achieve. It will take hard work to get where EMD UK want to be in the future. EMD UK believe we will obtain true goals and ambitions for the sector as long as we stay focused and ready to learn and develop

## Governance Structure

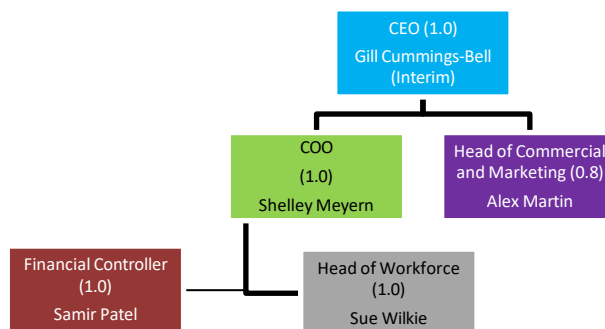
The Organisation is a not-for-profit company limited by guarantee. Its governing documents, consisting of a memorandum and articles of association are published on its website ([link to EMD UK Articles of Association](#)).

## Governance Framework

The organisation is committed to the Code for Sports Governance and the principles of continuous improvement. In keeping with this approach and informed by the latest revision to the Code (published in December 2021 and amended February 2023), the senior team maintain a working document detailing actions and ambitions to strengthen the governance of the organisation. As such the Board remains fully committed to retain compliance to the Code and to be guided by best practice.

## CEO/Executive Team

Gill Cummings-Bell BA (Hon's). M.Sc. PGCE. MBA. (appointed January 2023) as CEO is responsible for the operational implementation of the strategic, systemic and governance goals and manages the executive and senior leadership team. She is supported by a COO Shelley Meyern and guided by strategic goals focusing on leading and supporting the sector, all stakeholders, members, and strategic partners together with the EMD UK senior leadership team.



Throughout the entire Reporting Period the sector was challenged by a cost-of-living crisis. In this regard, the entire staff team must be commended for the support and guidance offered to the sector as working practices for employers, operators and group exercise instructors were significantly impacted. The team retained focus upon the strategic, Sport England systemic and governance goals by developing resources to support the sector through this crisis and actively leading the sector through collaboration, knowledge sharing, governance, and support. The organisation increased its sector reputation by actively collaborating with sector leaders, employers, operators, and instructors to understand and meet their increasing needs. EMD UK's membership grew substantially during the period as instructors benefited from the support the staff and organisation gave the sector. The operational team surpassed key performance targets both as an organisation and in relation to the Sport England grant and projects. This was a commendable achievement.

During the year a revised content and commercial strategy was approved by the Board in March 2023 together with a People Plan, Equality Diversity and Inclusion (E D & I) strategy and a Diversity Inclusion Action Plan (DIAP). These strategies and action plans offer greater clarity of purpose for EMD UK in its role as the governing body for group exercise.

## Board

### Role

The Board is collectively responsible for the long-term success of EMD UK and is exclusively vested with the power to lead the organisation. The Chair is responsible for the leadership of the Board. The Board is the ultimate decision-making body and exercises all of the powers of the organisation other than those specifically allocated to other persons under either legislation or the Articles of Association. It is responsible for setting the strategy of EMD UK and providing oversight of executive action but maintains a clear division between its management and oversight role and the executive's operational role.

The board is voluntary with the exception of the Chair, Samantha Cullum who receives an Honorarium payment. During the period Samantha Cullum was paid an Honorarium of £4,000.

### Meetings and Key Decisions

The Board meets a minimum of 4 times a year and also on an ad hoc basis where required. The table below sets out the meetings held in the Reporting Period and summarises the key decisions taken.

Date	Key Decisions
23rd June 2023 Board Meeting	<ul style="list-style-type: none"> <li>• The Board welcomed Stuart Armstrong Sport England's Strategic Lead for Workforce Transformation, to the meeting to present an overview of Sport England's 'Uniting a Movement' Strategy</li> <li>• It was agreed that the CEO would meet the CEO of CIMSPA to discuss joint communications on membership.</li> <li>• The CEO reported a successful launch of the new instructor support resource centre.</li> <li>• The COO presented a welfare and safeguarding update and report that EMD UK has successfully met the Child Protection in Sport Unit (CPSU) standards.</li> <li>• The Board unanimously approved the role description of the Welfare and Safety lead from the Board of directors.</li> <li>• FAAC chair presented the draft 2022/2023 financial results.</li> <li>• The Board approved the 2023/2024 budget and commercial strategy.</li> <li>• The Board approved delegated authority levels as recommended by FAAC</li> </ul>
21 <sup>st</sup> September 2023 Board Meeting	<ul style="list-style-type: none"> <li>• The Board members all undertook cyber training as agreed by the Board at a previous meeting.</li> <li>• Board heard reports from the CEO and COO which included reports on the first FITGROUP of industry leaders meeting and the first Voice of Group Exercise forum meeting as collaboration and consultation across the sector.</li> <li>• Board approved a list of policies to be ratified by the board.</li> <li>• Risk register approved and updated.</li> <li>• Results of staff survey approved by Board.</li> </ul>

	<ul style="list-style-type: none"> <li>• The Board report strategic goal membership targets achieved a quarter ahead of expectation.</li> <li>• The Board reported The Statement of Continued Compliance and Factcheck Questionnaire for the Code for Sports Governance was submitted to Sport England, and a response had been received outlining the next steps. Some areas had been identified where the organisation was not compliant, but these were not considered to be significant, and appropriate steps would be taken to ensure compliance.</li> <li>• The Chair proposed that all committees review their terms of reference to bring back to the board for approval at the next meeting.</li> </ul>
1 <sup>st</sup> December 2023 Board Meeting	<ul style="list-style-type: none"> <li>• SMT strategy presented to Board with KPI's for the year. The Board agreed EMD UK already had a clear vision and strategic goals in place. As such, it was felt that the goals would remain the same, but SMT should review and update some of the KPI's and detail behind the strategy, with the update to then be circulated to the Board to review the direction of travel and overall targets, particularly relating to commercial revenue.</li> <li>• The board approved a reprofiling of the staffing budget to include two new staff roles to include a membership officer and compliance officer to meet the needs of the growing membership.</li> <li>• The Board noted the upward trend in membership confirming EMD UK's sector position as governing body.</li> <li>• The Board confirmed the launch of the Scope of Practice statements to allow instructors to meet compliance more easily on the coaching registration scheme</li> </ul>
21 <sup>st</sup> March 2023 Board Meeting	<ul style="list-style-type: none"> <li>• Board meeting to be held to review annual results and year three 2024-2025 budgets</li> </ul>

## Composition

There are 8 Non-Executive Director Board members in the roles of Chair, Senior Independent Director, 6 Independent Directors. In addition, the Chief Executive Officer and Chief Operating Officer have an ex-officio position on the Board. All appointments to the Board are made (bar the CEO and COO) on merit in line with the skills required by the Board. During the period Julie Evans and Barbara Rose reached the end of their second term (8 years in total) and therefore resigned from the board. Julie's input, engagement and financial expertise has made an important contribution over her tenure. Barbara Rose contributed sector insight throughout her tenure and remains the Chair of the Medau Society. No replacement was made within the Reporting Period although the Nominations Committee started the process of recruiting two new NEDs. The recruitment process will be an open invitation for Independent Directors.

The following persons served as Board members during the Reporting Period:

Position	Name	Term end date
EMD UK Chair	Samantha Cullum	01/04/2027
Senior Independent Director	Simon Campbell	03/03/2025
Independent Director	Pete Fullard	03/03/2025
Independent Director	Salah Mirza	03/03/2025
Independent Director	Paul Szumilewicz	03/03/2025
Independent Director	Lynette Eaborn	31/05/2026
Independent Director	Born Barikor	01/08/2026
Independent Director	Sarah Durnford	01/08/2026
CEO (ex officio)	Gill Cummings-Bell	n/a
COO (ex officio)	Shelley Meyern	n/a

### Board Evaluation

The Board operates an annual appraisal and every four years engages a full independent audit. The next independent audit is scheduled for 2024.

### Committees reporting to the Board.

The Board has established the following Committees, which report directly to the Board. Each Committee has clear Terms of Reference which identify its responsibilities and any powers delegated to it by the Board. Those serving on the committees during the Reporting Period are listed below.

#### Finance and Audit Committee

Composition: Members (notionally six) are appointed by the board; the Chair will be an independent board member.

Salah Mirza FAAC Chair (EMD UK Independent Director), Mo Watson (KFA Board Member); Samantha Cullum (EMD UK Chair and Independent Director), Jane Ross (Independent Committee Member), Gill Cummings-Bell (EMD UK CEO), Shelley Meyern (EMD UK COO) and Samir Patel (EMD UK Financial Controller).

Role: To support the Chief Executive Officer and the operational management team in financial and audit matters

Delegated Power: Under delegated Board authority to approve actions of the CEO outside the normal authority limits and to make and/or review financial proposals requiring Board approval.

Meetings are held within 4 weeks prior to board meetings.

#### Nominations Committee

Composition: Lynette Eaborn Nominations Committee Chair (EMD UK Independent Director), Born Barikor (EMD UK Independent Director), Paul Szumilewicz (EMD Independent Director), Samantha Cullum (EMD UK Chair).

Role: The Committee leads the process for Board appointments and EMD UK CEO

Delegated Powers: Lead process for Board and CEO appointments on behalf of Board. The nominations committee recommends candidates for the Board to approve prior to appointments being made.

Meetings are held a minimum of twice per year and additionally as required.

## **Strategy**

The Board sets the strategy of the organisation. The current strategy is published on the EMD UK website.

The Board continually monitors progress against the strategy and the Board papers and reports align to the respective Business Improvement Goals.

## **Risk Management**

The organisation has agreed a Risk Management Policy and Risk Appetite Statement to ensure that effective processes are in place to track and report on existing and emerging risks which could affect the Organisation's ability to meet its Strategic Objectives and/or cause damage to the organisation or its stakeholders. The objective is to support better decision making and management of risk through a comprehensive understanding of risks and their likely impact.

The executive team review the risk register each quarter and report all changes actions and mitigations as a standing item on the FAAC and board agenda. This approach is reviewed and approved by the board annually. The approach will be reviewed and approved by the Board on 21st March 2024. Whilst the Risk Register remains a standing item on the Board agenda and the full register is included within the papers, a traffic light system defines the priority risks of concern with mitigations and actions. This allows the Board more time to focus, review and debate the priority issues that could potentially impact the organisation.

## **Equality, Diversity, and Inclusion (EDI)**

EMD UK is fully committed to the principles of equality of opportunity and to creating a diverse environment. We work with our stakeholders to enable EMD UK to be an accessible and inclusive employer and group exercise facilitator to provide opportunities for all.

Our target is to maintain a position where no gender definition exceeds 70% of the Board. Prior to the resignation of Julie Evans and Barbara Rose the board retained this ambition with 50% of the Board identified as male and 50% as female. We also have the target of achieving national average representation (14%) from ethnically diverse communities on the Board, during the same period this representation stands at 20%.

Women are well represented in the staff and senior management team, at 90% and 67% respectively. Representation from ethnically diverse communities within the staff is 9%, which is slightly below the representation in the office catchment area.

EMD UK is committed to increasing the diversity of staff, board and members, participants and group exercise teachers and will carry out initiatives to encourage more women, people with disabilities and people from ethnically diverse communities to become more actively involved in all aspects of EMD UK's activities. EMD UK's commitments are set out in the ED & I strategy, DIAP and People Plan approved by the board during this reporting period.

### **Safeguarding**

EMD UK wants to ensure that adults and children are protected during group exercise activities. EMD UK has developed a range of Safeguarding policies so that all involved know what processes and procedures to follow and who they can contact for help if they have any safeguarding concerns.

The policies can be found at <https://emduk.org/safeguarding>. There were no reported issues of safeguarding during the Reporting Period. All related policies have been reviewed and approved and the safeguarding standard continues to be met.

### **Complaints / whistleblowing policy**

EMD UK is committed to the highest standards of care whilst engaging with customers, members, stakeholders, peers, and colleagues. The organisation is committed to the highest standards of openness, integrity, and accountability.

EMD UK welcomes feedback in order to constantly improve its products and services, therefore, feedback and complaints are viewed as a continuous means to improve quality and performance. EMD UK complaints procedure can be found at <https://emduk.org/about/governance/>

EMD UK support an environment where people feel free to raise their concerns with the knowledge that all concerns will be taken seriously. The company will not tolerate harassment or victimisation and will act to protect anyone who has raised a concern in good faith. EMD UK's whistleblowing policy can be found within the adult safeguarding document (<https://emduk.org/safeguarding>).

Approved by the Board on 21<sup>st</sup> of March 2024 and signed by the Chair on behalf of the Board.

*S Cullum*

Samantha Cullum

Chair EMD UK