



**ACTIVE LANCASHIRE LIMITED (“the Company”)
MINUTES OF A MEETING OF THE BOARD
HELD AT LANCASHIRE FOOTBALL ASSOCIATION OFFICES AND VIA VIDEOCONFERENCE AT
1:30 PM ON 22nd NOVEMBER 2022**

Present:	Mr Brian Cookson	Director/Trustee (Chair)	BC
	Mr David Clarke	Director/Trustee	DC
	Mr Ken Masser	Director/Trustee	KM
	Mr Roger Davies	Director/Trustee	RD
	Cllr Michael Green	Director/Trustee	MG
	Ms Robin Richardson	Director/Trustee	RR
	Ms Lynne Horner	Director/Trustee	LH
	Ms Zuleika Chikh	Director/Trustee	ZC
	Cllr Rob Bailey	Director/Trustee	RB
	Ms Sherry Kothari	Director/Trustee (via Teams)	SK
In attendance:	Mr Adrian Leather	Active Lancashire Chief Executive	AL
	Ms Carol Ross	Director of Operations, Active Lancashire	CR
	Mr Paul Blythin	Operations Manager - Health, Active Lancashire	PB
	Mr Fred Attwater	Programme Manager Personalised Care, Lancashire and South Cumbria ICS	FA
	Mrs Tolulope Aluko	Company Secretary, Bridgehouse	TA
	Ms Claire Lovick	Company Secretaries (minute taking) Executive Assistant, Active Lancashire	CL

No.	Action
1. Board Chair Welcome and Outline of the Session	
1.1	The Chair welcomed the Director/Trustees and all in attendance physically and via Microsoft Teams.
2. Quorum & Apologies for Absence	
2.1	The Chair confirmed that a quorum was present and opened the meeting. Apologies were received from Stuart Oliver, Amanda Parker, Peter Buckley, and Justine Blomeley.
3. Declarations of Conflict of Interest	
3.1	There were no new conflicts of interest declared in respect of items discussed at the meeting.

No.		Action
4.	Minutes of the Previous Meeting	
4.1	It was proposed that the minutes of the Board meeting held on 22 nd September 2022 were a complete and accurate record.	
5.	Actions List and Matters Arising	
5.1	Item 8.7: AL thanked the working group that attended the Board Development session on October 21 st .	
5.2	Item 10.5: The Board was informed that the MS Teams channel proposed to be used by Board members had been set up and was operational. The channel was set up to allow confidential discussions on papers and information sharing. Board members that required additional support were advised that a session would be set up and a call-out circulated to Board members.	AL
5.3	Item 13.4 and 13.6: AL explained that the Board members' skills and competency action and the age profiles for the Equal Opportunities Survey would be progressed in January 2023.	
5.4	Item 14.11 and 14.13: The Board was informed that the Conflict-of-Interest Register was up-to-date and would be monitored as part of a regular cycle and arrangements for the Board in January 2023.	
5.5	Item 17.2: The schedule of meetings was discussed with the Board and Committee members and would be finalised ahead of the next meeting. The Board asked for key development dates for the coming year to be published as soon as they were ready.	
5.6	Item 8.3: The VFM, suitability and sustainability action were covered in the Business Development Plan presented to the Board and included in the Board meeting pack.	
	PERFORMANCE	
6.	CEO Report - Questions from Board	
6.1	AL presented, and the paper was taken as read. The following points were discussed.	
6.2	The UK Shared Prosperity Fund ("UKSPF"): The Board was informed that the first year of the two-and-a-half-year programme would run till the end of the financial year and then rolled forward to two successive years to March 2025. AL explained that it appeared the fund would go ahead, and Local Authorities would be encouraged to make a "call for projects" with an application process, scoring and approval of projects through the democratic process.	
6.3	Business Health Matters: AL highlighted the work on the EMIS system. ICE CREATES was commissioned to help develop a secure database to collect the information and data gathered from BHM Health checks. The data collected would be coded and securely exported via the NHS system email to GP practices to be integrated into GP Patient records. The Board noted that the final development was due to be completed before Christmas 2022. AL flagged that Fred Attwater from Lancashire and South Cumbria ICS would join the meeting during discussions on the health aspects of the business development plan.	

No.	Action
6.4	SK asked whether there was further insight into the local authorities who had rejected support for the MPT and business health matters. AL explained that follow-up conversations were taking place with the local authorities, and there was some success in the discussions, but there were still some challenges to overcome. The DWP was committed to working with Active Lancashire to find alternative funding and solutions to some of the resource challenges being faced by the local authorities.
6.5	SK asked if Active Lancashire would be badged or acknowledged by the local authorities that decided to integrate or part integrate business health matters or take on parts of the programme, and if they did, would it count towards the organisation's targets. AL explained that although Active Lancashire would not likely feature in any of the branding or awareness, there was a likelihood that the organisation's intellectual property would be relied on. The local authorities would be involved in the networks and support structures.
6.6	Company Secretary Review: The Board was informed of further negotiations with Bridgehouse Company Secretary Services. It was agreed that the company secretary support would be brought in-house from February 2023. The Board was asked to support the proposal for the CEO to implement on behalf of the Board.
6.7	The Board noted the CEO report and supported the recommendation that the Company secretary support should be brought in-house from February 2023.
7.	Integrated Performance Report (IPR) - Questions from Board
7.1	CR presented, and the paper was taken as read. The following points were discussed.
7.2	Marketing and Brand: The Board was informed that the focus for Q3 and Q4 was to vary the projects that received PR coverage, noting the achievements already attained six months out of the 12-month plan. Although case study output had increased across all channels, the focus for Q3 and Q4 was on developing project and programme support.
7.3	People: CR flagged that mid-year appraisals had been completed, and SLT reviewed the feedback. The staff satisfaction survey showed evidence of improved levels of staff satisfaction. This would be reviewed internally in January ahead of the 2023 survey in Q4.
7.4	Sport England Funded Programmes and Work: The Board noted the work done by eight Madrassah Schools and Active Madrassah. There had been some challenges, but the work was progressing well.
7.5	Communities: MPT Steps was engaging well with unemployed and economically inactive individuals across Lancashire, and this was demonstrated by the project being ahead of profile for overall sign-ups. However, several key outcomes were performing below profile. The Board was informed that some options were being considered to address the issues.

No.	Action
7.6	DC asked about Active Cycles and the plans to ensure access to affordable reused bicycles. CR gave an overview of the progress made on getting the shop open and running. The Board noted that no contracts had been entered into, and there were no short, medium or long-term financial commitments from running the program.
7.7	The Board approved the Integrated Performance Report - Q2 2022-23.
8.	BHM Report
8.1	PB presented, and the paper was taken as read. The following points were discussed.
8.2	Business engagement was challenging with both the ESF and ISCF projects. Both projects were significantly behind profile in achieving performance outputs and outcomes. Over the last quarter, several measures were implemented to address the underperformance. The measures would form the priority for the business through to the end of January 2023.
8.3	The Board was informed that 16-week contracts were awarded to Air Marketing and Junior Beckett to support direct business engagement activity. Air Marketing, a lead generation organisation, based in Exeter, was experienced in working with large national organisations such as Funding Circle and Eon. Their responsibility covered making ‘cold’ contact with businesses to speak to key decision-makers and generate warm leads.
8.4	The contract was also awarded to Junior Beckett, a Lancashire-based independent sales consultant, who would take the ‘sales’ meetings generated by the work of Air Marketing to convert them into project sign-ups and sales. In addition, Junior would also carry out lead-generation activities during available times.
8.6	The Board noted that progress with Air Marketing and Junior Beckett had been positive, with an upturn in the number of leads coming through. It was agreed that the 16-week timeframe was enough to indicate whether the demand for services existed or not.
8.7	A project change request on ESF was submitted to the DWP in early October. The proposal would see the overall financial value of the project reduce from £8.6 million to approximately £6.8 million and significant reductions have been requested relating to the project outputs and results. The Board noted that the DWP had not provided any set timescales to respond to project change requests, but there was optimism that the proposal would be turned around quickly.
8.8	A project change request had also been submitted for the ISCF project related to the reallocation of funding within the partnership that would allow the delivery of two new work packages led by UCLan. There was a significant underspend with the leisure partners on the project due to the non-delivery of the number of health checks initially planned. It was noted that work had been completed on the details of the project change request and was currently being reviewed by UCLan’s tax specialist before submission to Innovate UK.

No.	Action
8.9	The Board received an update on realignment within the Business Health matters team. Several staff members had secured opportunities to progress their careers away from Active Lancashire. PB explained that the changes had posed a challenge to the organisation, but there was an opportunity to realign the delivery team and reduce project costs by making internal appointments.
8.10	PB flagged that the ISO 27001 and integration with EMIS patient record system projects were underway. ISO 27001 was the highest information security management standard, and achieving certification would place the organisation in a stronger position to secure commissions and contracts from the NHS. Integration with the EMIS system would allow data to be shared with the NHS patient record system. The Board noted that the work was due to be completed and ready for testing by mid-December 2022.
8.11	The Board acknowledged the success of marketing activity and noted that the profile and awareness of Business Health Matters had been raised with more direct business engagement. The highest levels of engagement came with direct messaging and content that could be perceived as unfavourable. This created a challenge for the ISCF project with Lancashire Mind as it could not support any materials that could be seen as stigmatising mental health. The organisation was working closely with Lancashire Mind to overcome this. Messaging related to RoI was needed to help reach a wider audience.
8.12	The Board noted the live dashboard presented on the sale of courses. The sales figures to date showed the improvement seen over a relatively short period. However, there was confidence that it would continue to improve with the work of Junior to convert leads generated by Air Marketing and the project delivery partners.
8.13	The Board discussed the worst case scenario on the two project streams from a risk perspective. AL explained that income projections on management fees had been built upon making training sessions available. There was no risk of clawback on the ICSF. With the ESF, there was a low risk of a pullback with the DWP, but there was room for dialogue if that occurred.
8.14	The Board thanked the team for all the work done and noted the BHM Report.

GOVERNANCE

9. Committee Minutes

- 9.1 It was proposed that the minutes of the Audit and Finance Committee meeting held on 14th November 2022 and the Human Resources, Remuneration and Nominations Committee meeting on 8th November 2022 were a complete and accurate record.
- 9.2 DC gave an overview of the matters discussed at the Audit and Finance Committee meeting and the discussions around the NJC Pay Scales. The Committee recommended that the scale be applied for this financial year, and further work was needed to understand the merits and drawbacks of staying or moving away from the scale.

No.		Action
9.3	The Committee agreed to receive the information as part of the next full meeting cycle at the start of the next calendar year so the organisation would have an agreed financial position at the beginning of the financial year. The full proposal would be prepared for the next Board meeting in February 2023.	
9.4	The Board discussed the recommendation and approved the ratification of the in-year payment as aligned with the NJC Scales noting the impact on this year's budget.	
9.5	RR gave an overview of the matters discussed at the Human Resources, Remuneration and Nominations Committee meeting. The Board was asked to note the main issue discussed regarding options to review staff terms and conditions. There was also a discussion about the NJC scales and the options to be pursued by the SLT. The Committee, for consideration, agreed upon several points before escalation to the Board.	
9.6	<p>It was resolved that:</p> <ul style="list-style-type: none"> the minutes of the Audit and Finance Committee meeting held on 18th July 2022 be approved as an accurate record of the meeting. the minutes of the Human Resources, Remuneration and Nominations Committee meeting held on 19th July 2022 be approved as an accurate record of the meeting 	
	<p>OPERATIONAL ACTIVITY</p> <p><i>Fred Attwater from Lancashire and South Cumbria Integrated Care Service (ICS) joined the meeting.</i></p>	
10.	Active Images Photo Bank	
10.1	The Board considered the Active Images Photo Bank presentation and noted that Active Images was an image bank created by Active Lancashire and Together an Active future. The Board understood that the asset library consisted of hundreds of photos of diverse residents of Lancashire being active outdoors.	
10.2	Apart from various Asian communities, the project also activated and engaged people with several disabilities. It was recognised by Sport England, ICS, OHID Active Partnerships, and local councils. Each participant was rewarded with £50 for their participation.	
10.3	A bespoke website was created, and all partners have access to download the images and find messages that organisations could use to promote movement and physical activity in Lancashire.	
10.4	The Board noted the request to promote the toolkit with professional and private networks. However, there was some concern about GDPR and the rules related to information storage. The Board enquired about the contracts signed and whether the organisation had rights to the images. It was agreed that the issues relating to how long the organisation could use the images, GDPR and intellectual property needed to be checked with the legal team.	Filip Krawczyk
10.5	The Board thanked Filip Krawczyk for the presentation.	

No.	Action
11. Business Development Plan	
11.1 AL presented the Business Development Plan 2022-2027. The Board also noted that Fred Attwater from the ICS joined the meeting to provide advice and support to the Board.	
11.2 The Board had a detailed discussion about the business development plan and noted the following points.	
11.3 The Plan identified the challenges around economic inactivity and its impact on health. The operating environment was also considered - the strengths, weaknesses, opportunities and threats. The Board heard from Fred Attwater about the Core20PLUS5 national NHS England approach to inform action to reduce healthcare inequalities at both national and system levels. The approach defined a target population - the 'Core20PLUS' - and identified '5' focus clinical areas that required accelerated improvement.	
11.3 An update on the UKSPF and Lancashire 2050 was provided. It was noted that there were strong indications that Multiply and Core allocations of UKSPF would be approved before Christmas but may not be signed off until the start of the new financial year.	
11.4 Active Lancashire had a strong portfolio of products and services, likely to be in demand in a challenging economy and emerging health ecosystem. Some of the issues had been discussed earlier in the meeting. The Board noted that there was limited scale regionally and nationally working with the Active Partnership national network.	
11.5 On EU Funding, LEPs would transition to Local Authority democratic control and become part of the devolved structures. EU programmes (ESIF and ERDF) were nationally underspent, but there were current discussions about whether an extension to VCFSE projects funded by EU programmes could be continued in light of UKSPF variable take up and an emerging recession position. Government pressures on national budgets made this an uncertain position.	
11.6 The Board discussed the options for consideration reflected in the 5-Year Business Development Plan, Business Plan and Implementation plan, given the operating environment. The Board reviewed options for sustaining and developing existing activity streams and for more commercially orientated trading activity. The current makeup of the business portfolio was discussed in detail.	
11.7 Commercial Projects were discussed, and the Board noted the number of commercial projects planned for scale and extension with the new Business Development appointment. There was scope to extend the portfolio and improve revenues alongside the contribution to the Charity in the form of projection into communities, volunteering opportunities, staff workspace etc.	
11.8 The challenges around opening hubs through COVID and the economic downturn, staffing, finance and start-up were discussed. The Board also considered options to develop commercial activities.	

No.		Action
11.9	The Board noted the importance of managing risk and heard from Fred Attwater on the activities of the ICS and the funding difficulties within the sector. The uncertain environment and plans for growth were acknowledged.	
11.10	The Board heard that the next step was to develop a business development plan with targets for income generation over the next five years. However, the Board agreed that a more extended session was needed to discuss the range of activities and the challenges facing the organisation, including risks around possible changes in government. The Board was mindful of its statutory obligations to the organisation and the decisions that the regulators required, like the Charities Commission.	
11.11	AL proposed that a working group of the Board could be constituted as a strategy group to work on the next iteration to guide the senior leadership team in developing the business development plan. The Board agreed.	
11.12	The Chair asked Board members to signify their interest in joining the group following an email call for volunteers from AL. AL requested volunteers to be in place to start work before Christmas 2022.	BC/AL
12.	Any Other Business	
12.1	The Active Lancashire Awards took place the previous week. The Board thanked the team for delivering a successful event.	
12.2	The Chair noted that the Board had not appointed a nominated Deputy/Vice Chair. The Chair asked Board members to consider the suitability of designating someone for the role. It was agreed that a call for nominations would be sent out.	BC/AL

Signed 

Date 1st February 2023

Chair of the Board