

Private and Confidential

Lancashire Sport Partnership Limited Board

Minutes of the Board meeting held on Friday 24th November 2017 at 9.30am at the Lancashire Sport Partnership Offices, Farington House, Lancashire Business Park, Leyland PR26 6TW

Present

Ms L Lloyd (Chair)	(ML)	Dr A Ibbetson	(AI)
Ms J Bell	(CP)	Mr D Edmundson	(DE)
Superintendent A Barrow	(AB)	Mr G Bean	(GB)
Mr C Standish	(CS)	Prof Heather Tierney Moore	(HTM)

In Attendance

Mr A Leather (Chief Executive Lancashire Sport)	(AL)
Mr S Oliver (Company Secretary and Finance Manager)	(SO)

In Partial Attendance

Ms L Holt (Lancashire Sport)	(LH)
Mr S Turner (Freshfields)	(ST)
Mr A Hoskins (Freshfields)	(AH)

1. Welcome

All attendees were welcomed to the meeting by the Chair

2. Introductions, apologies for absence, declarations of conflicts of Interest

Apologies for absence were noted from Dr S Karunanithi, Ms C Platt, Ms M Still.

There were no declarations of conflicts of interests.

3. Minutes and Matters Arising from the Board meeting held on 21 July 2017.

The Minutes from the Board meeting on 21 July 2017 were reviewed and accepted as a true and fair record of the meeting held.

Any matters arising were included in the agenda item reports.

Resolved: The minutes of the Board meeting held on 21 July 2017 were approved as an accurate record of the meeting.

4. Marketing Communications Plan & Re-Brand

The Marketing Communications Plan & Re-Brand item on the agenda was brought forward on the agenda.

Liz Holt, the Lancashire Sport Marketing Officer attended this part of the meeting along with Simon Turner and Andrew Hoskins from Freshfields PR who are working with the team on the Re-Brand.

The name change to Active Lancashire had previously been agreed and Mr Leather informed that the name change would need to be formally approved by the Company owner Lancashire County Council with 1st April being the targeted deadline for the change of name.

Dr Ibbetson asked for clarity on the consultation that had taken place regarding the name change and re-brand and felt that wider consultation across the wider partnership network was required.

Freshfields presented three rebranding options related to the name change and the key messages aligned to the new brand. A proposed Vision and Mission were also presented.

It was emphasised that the brand and logo needed to represent the DNA of the organisation, needed to be remembered, needed to be practical in terms of digital priority.

The three options were discussed in detail, noting the photography that told the story and the various fonts used as well as the tag line of Health, Wellbeing, Sport.

An option was preferred with minor changes and these were communicated to Freshfields and Ms Holt. In particular the order of the words in the tag line were to be re-ordered to Sport, Health, Wellbeing

The proposed Vision and Mission were also discussed at length and it was felt that they were too wordy with too much emphasis on the Wealth theme rather than Health and Wellbeing. It was discussed that there should perhaps be just a Purpose statement rather than a Vision and Mission and the statement should be aspirational, concise and not over complicated and measurable.

The Marketing Strategy was discussed further and concern expressed that the language used was a bit too much customer focussed and if needed to focus on the strategic leadership and partnership.

Resolved: The Board approved the Active Lancashire Re-Branding with Ms Liz Holt to issue the final version including the suggested amendments to the Board Members.

Action: Mr Leather to seek formal approval of the name change to Active Lancashire from Lancashire County Council.

Resolved: The formal date of changing the name of the organisation to Active Lancashire was agreed as 1st April 2018.

Action: Mr Leather to make minor changes to the wording of the Vision/Mission and MarComms Strategy to reflect the discussion and issue to Board Members

Ms Liz Holt, Mr Turner and Mr Hoskins left the meeting

5. Minutes and Matters Arising from the Audit & Finance Committee Meeting held on 17 October 2017

Mr Dave Edmundson, Chair of the Audit & Finance Committee presented the minutes of the Audit & Finance Committee held on 17 October 2017.

It was noted that it was a very productive meeting that included a detailed look at the amended Business Controls Manual that detailed the procurement process for the European funded project.

It was also noted that the Risk Register was being re-formatted and the full Risk Register would be reviewed in more detail at the next Audit and Finance Committee in January with high level and increasing risks brought to the Board meetings.

Resolved: The Minutes and Resolutions from the Audit & Finance Committee meeting were noted and approved

6. Minutes & Matters Arising from the HR & Remuneration Committee Meeting held on 17 November 2017

Ms Julie Bell, Chair of the HR & Remuneration Committee presented the minutes of the meeting held on 17 November 2017.

It was noted that the meeting had included a report on progress with the Data Management Policy and Action Plan. An updated Safeguarding Policy had also been presented along with several updated policies for inclusion in the Employees Handbook.

It was noted that a Workforce Skills and Capacity review was taking place and would be presented to the next HR & Remuneration Committee Meeting

Resolved: The Minutes and Resolutions from the HR & Remuneration Committee meeting were noted and approved

7. Board Governance Plan and Actions

The Board were reminded that Sport England had adopted the UK Code of Governance for Sport and expected all funded organisations to work through an action plan to progress to full compliance.

The Chair presented the report that had been issued with the agenda that detailed the progress made with the Lancashire Sport action Plan.

Mr Oliver reported that specific **changes to the Articles of Association** were needed to provide clarity on LCC's powers to appoint Directors and the size and make-up of the Board of Directors. These changes had discussed with LCC Legal Services and formal approval was now awaited from the Company owner.

Action: The Board to be informed when formal approval is received from LCC and the proposed amended Articles circulated to the Board

Mr Leather presented a **draft succession plan** for the Senior Leadership team highlighting the acute and medium term plan for each role. Mr Leather continued that this succession plan needed to be expanded to include the Board.

Discussion evolved on the succession plan with concern that the succession plan presented felt more like a Business Continuity plan. Mr Leather responded that the Quarter 3 skills and capacity review being undertaken would help identify development needs but the plan in current format met the Sport England compliance requirements.

It was noted that there were important roles that were currently performed on a part time basis and discussion took place regarding these roles. The Board felt that there was an increasing need for leadership and governance skills and resource to deliver the strategy and Sport England Primary role and whilst important to recognise individual's wishes it was important that the Business need be recognised and met. It was stated that the Governance Committees had an important role to play in balancing the development and flexibility of the staff with Business needs.

Action: The full succession plan including development to be presented to the HR & Remuneration Committee following the Staff Skills and Capacity review

The **Equality & Diversity Commitment Statement and Action Plan** had been issued with the reports and agenda and Mr Leather presented to the Board. It was noted that there needed to be some wording changes with references to project and programme changed to organisation. Mr Leather was also asked to clarify some of the targets e.g audit all delivery locations to ensure they were realistic and achievable.

Action: Mr Leather to amend the Equality & Diversity Commitment Statement and Action Plan as advised

Mr Leather discussed the **strategy for engaging with stakeholders** that was part of the Marketing and Communications strategy. It was felt important to include the full picture and when finalised it should be circulated to Board Members.

Action: Mr Leather to circulate the Strategy for Engaging with Stakeholders to Board Members.

The Chair discussed the action for the **Board to undertake a self assessment review of its effectiveness**. Discussion evolved with members identifying a number of factors to be considered including engagement at Board meetings, use of time, what are the objectives and is the Board meeting them.

It was concluded that a Board away day would be useful to look at this review and self-assessment of the Board's effectiveness as well as other matters, perhaps facilitated by an external facilitator. A questionnaire was also proposed.

Action: An Away Day to be attended by Board Members would be arranged to review Board effectiveness and Business Development opportunities.

Mr Oliver explained that an **external evaluation of the Board and Governance** was required as part of the compliance with the UK Code of Governance and quotes had been sought. Discussion concluded that any external evaluation should focus on improving rather than just an audit.

Mr Oliver reported that an **annual review of the organisations risk management and controls** was required as part of the compliance requirements of the UK Code of Governance. The Audit & Finance Committee were looking at the Risk Register and its format and how those risks should be managed and measured.

Resolved: The Board noted the progress with the action plan toward full compliance with the UK Code of Governance for Sport

Ms Julie Bell and Superintendent Andrea Barrow left the meeting.

It was noted that with Ms Julie Bell leaving there were no LCC Directors in attendance therefore the meeting was inquorate so any decisions would need to be ratified.

8. Lancashire Sport Business Development, Future Opportunities

Mr Leather presented the report issued with the agenda. It highlighted the various strategic opportunities within various sectors including health & Wellbeing and Economic Development and the strategy to imbed physical activity and sport into strategic thinking and new models of delivery to encourage transformational change.

It was felt important that alliances were developed and positioning the voluntary sector to help lead some of this change with physical activity embedded in any offer.

It was discussed by the Board with caution expressed to ensure that the organisation developed the capacity for leadership and influence of the sector rather than delivery.

The Board felt that this deserved a much more in depth discussion than time allowed at this Board meeting and therefore should be included in a Board Member Development away day.

Mr Geoff Bean and Professor Heather Tierney Moore left the meeting at this point.

9. Finance, Performance and Governance

Risk Profile – The Risk Register was noted and it was also noted that a new Risk Register was being developed and would be reviewed by the Audit & Finance Committee.

Operational Team Activity Update – The report issued with the agenda was noted.

More Positive Together (ESIF Project) Update – The report issued with the agenda was noted. Dr Ibbetson has attended the last project steering group meeting on behalf of the Board and felt that there was currently a good confidence in the project. It was noted that a change control would be submitted to the DWP to recognise the re-profile due to the late start of the project and to ensure that the claims were within the 15% tolerance limit. It was also noted that a diversity, equality and sustainability audit would be undertaken.

Mr Chris Standish left the meeting at this point.

Finance Update Report

Mr Oliver presented the Finance update report as issued with the agenda. It was noted that there were still a couple of Local Authority Districts who had not agreed to their annual contribution and Mr Leather was arranging to meet with them.

Mr Oliver highlighted the funding updates and particularly that all latest submissions to Sport England had been approved. Also highlighted was the Bettercare Development funding of £115,000.

Mr Oliver highlighted the ESIF funding update and the assumptions used and the risks of cash flow and clawback identified. Mr Oliver continued by reporting on the successful Project Inception Visit by DWP and referred to the visit summary report issued as an appendix to the Finance report.

The Business Controls Manual had been reviewed at the last Audit & Finance Committee meeting and the Committee had recommended approval by the Board of the amendments.

Resolved: the Board noted the Finance Statements

Resolved: the Board noted the updates to Project Funding

Resolved: the Board noted the Summary of the More Positive Together Project Inception Visit by the DWP.

Resolved: the Board approved the amendments to the Business Controls Manual as recommended by the Audit and Finance Committee (To be ratified by LCC Board Member)

10. Any Other Business

There was no other Business.

The next Board meeting is on Friday 9th February 2018 at the Lancashire Sport Partnership offices.

(This may be amended to be incorporated into the Away Day)

Action List

- July 2017 The Board and Chief Executive to progress the Action Plan to progress to full compliance with the UK Code of Governance
- April 2017 Mr Leather to continue discussions with Sport England regarding future funding that could be used for match towards the ESIF project and report to the Audit & Finance Committee
- Nov 2017 Mr Leather to seek formal approval of the name change to Active Lancashire from Lancashire County Council.
- Nov 2017 Mr Leather to make minor changes to the wording of the Vision/Mission and MarComms Strategy to reflect the discussion and issue to Board Members
- Nov 2017 The Board to be informed when formal approval of the Article amendments is received from LCC and the proposed amended Articles circulated to the Board
- Nov 2017 The full succession plan including development of staff to be presented to the HR & Remuneration Committee following the Staff Skills and Capacity review
- Nov 2017 Mr Leather to amend the Equality & Diversity Commitment Statement and Action Plan as advised
- Nov 2017 Mr Leather to circulate the Strategy for Engaging with Stakeholders to Board Members.
- Nov 2017 An Away Day to be attended by Board Members would be arranged to look at Business Development opportunities and review of the Board effectiveness.

Approved: _____ **Signature**

_____ **Name**

_____ **Date**