

Private and Confidential

Lancashire Sport Partnership Limited Board

Minutes of the meeting held on Friday 21st July 2017 at 9.30am at Lancashire Sport Partnership Offices, Farington House, Lancashire Business Park, Leyland PR26 6TW

Present

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

In Attendance

Mr A Leather (Chief Executive Lancashire Sport)	(AL)
Mr S Oliver (Company Secretary and Finance Manager)	(SO)
Ms J Blomeley (Sport England)	(JB)

In Partial Attendance

Ms L Holt (Lancashire Sport)	(LH)
Mr P Blythin (Lancashire Sport)	(PB)
Ms C Ross (Lancashire Sport)	(CR)

1. Welcome

All attendees were welcomed to the meeting by the Chair

It was declared at the start of the meeting that in the absence of the three LCC Directors, who had all given apologies the meeting was inquorate. However it had been agreed with LCC that the meeting should continue and any decisions ratified by the LCC Directors by write round after the meeting.

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

All Board members introduced themselves.

Apologies for absence were noted from Dr S Karunanithi, Ms C Platt, Ms J Bell.

It was reported that since the last meeting Mr Graham Whalley had stepped down from the Board due to personal circumstances. Thanks to Mr Whalley were recorded for his contribution to the Lancashire Sport Board over a number of years.

Mr Bean declared a potential conflict with regards item 9 Lancashire Better Care Fund Big Potential proposal through his involvement with the MIND organisation.

Resolved The Board agreed that it would not be necessary for Mr Bean to leave the meeting for this item.

3. Minutes and Matters Arising from the Board meeting held on 28 April 2017.

The Minutes from the Board meeting on 28 April 2017 were reviewed with one amendment under section 4 where the Audit and Finance Committee had mistakenly been reported as the Audit & Remuneration Committee.

Any matters arising were included in the agenda item reports.

Resolved: The minutes of the Board meeting held on 28 April 2017 were approved as an accurate record of the meeting.

4. Minutes and Matters Arising from the Audit & Finance Committee held on 30 June 2017

Mr Edmundson, Chair of the Audit & Finance Committee presented the minutes of the Audit & Finance Committee held on 30 June 2017. It was agreed that it was a productive meeting that included a detailed review of the Audited accounts for the 2016/17 finance year and the Auditors report presented by Ms Tracey Johnson the Audit Partner from the Audit Company Moore & Smalley. The meeting also included discussion and consideration of future initiatives such as the Big Potential fund to support the Better Care proposal and the extended workforce proposal from Sport England.

5. Chairs Verbal Update

Ms Lesley Lloyd (Chair) reported that since her appointment she had introduced herself to all Board members and thanked all for their time.

Ms Lloyd continued that she had met with the Chief Executive Mr Leather and also other members of the team on a number of occasions. Additionally Ms Lloyd had held a telephone discussion with Lancashire Mind and with the Chair of Active Cumbria about potential future collaborations.

Office accommodation was an issue for the team that Ms Lloyd noted. Mr Leather reported that South Ribble Borough Council who had offered office space had now a preferred alternative option of renting all of their available space to the DWP.

Ms Lloyd had requested that for the next Board meeting Mr Leather report to the Board all of the projects that the team were working on and particularly those bigger picture potential projects.

Action: Mr Leather to present to the Board a summary of the projects being worked on by the team

6. Sport England Primary Role and Options

Reports had been issued with the agenda.

Primary Role

The first report presented by Mr Leather included the letter from Sport England dated 21 June that detailed the commitment and direction of travel for County Sport Partnerships and the contracted primary role and the 4 components of that role. This was discussed at the Audit & Finance Committee on the 30 June.

Mr Leather highlighted that proposed outcome measures from Sport England were to be received on 31 July. Transitional funding to cover the period October 17 to March 18 was approved but based on a robust review process and updated action plan on how CSPs are changing to meet the new primary role specification. Funding from April 2018- 2021 would be based on a submitted plan that needs to respond to the specification. This will be reviewed by the Sport England Investment Committee in December 2017. The Primary Role funding is based on the current agreed formula based on population with Lancashire Sport funding expected to be maintained at £344,640. It was noted that this funding had been at the same level for an extended period. It was recognised that the Sport England award could be reduced if the application received is considered not fit for purpose.

Mr Leather emphasised that the primary role was recognising the local need through locally funded and commissioned work and helping deliver the Sport England strategy 'Towards an Active Nation'. It was noted that the letter from Sport England indicates that Sport England will work with CSPs to develop and implement the Primary role in practice and support changes to deliver it effectively.

The Board discussed the Primary Role requirements and agreed that the measures when received needed to be included into the strategy which Mr Leather reported was hoped to be launched in October along with the rebrand and other associated strategies..

Mr Leather reported that the Primary role included Sport England funded programmes which currently confirmed included Satellite Clubs, School Games and Primary School Premium but no replacement for the Sportivate Programme and the Coach Development Manager programme was under review.

Resolved: The Board supported the introduction of the Sport England Primary purpose model to continue receiving the Core Funding

Resolved: The Board supported the development of plans (working with Sport England colleagues) for the strategy and rebrand launch.

Extended Workforce Role

Mr Leather explained that Sport England were piloting an extended workforce role in some CSPs to test a new way of working to support the delivery of the 'Towards an Active Nation' strategy. Applications are to be submitted by 31 July 2017. Serious consideration was held at the Audit & Finance Committee meeting on the 30 June with a view that

whilst supportive of the idea Lancashire Sport would like to apply on the 2nd phase.

However, Mr Leather reported that since the Audit & Finance Committee meeting there had been an approach by Active Cumbria regarding submitting a joint bid with a primarily health focussed skills set to develop the CCGs relationship and positioning physical activity in the Health arena across the Lancashire and Cumbria health footprint. The Chair had followed this up with a discussion with the Chair of Active Cumbria to facilitate the relationship necessary to launch a joint bid and also a discussion with Lancashire MIND about closer collaboration. Mr Leather continued that if successful Active Cumbria would employ the joint post and carry the employment risks.

The Board discussed in detail and noted that the proposal also sat well with the timings of the Well North Programme

Resolved: The Board support and approved the joint extended workforce application proposal, led by Active Cumbria.

Governance: A code for Sport Governance Compliance

The Board were reminded that Sport England had issued a code of Governance that all organisations requiring funding were expected to be compliant with.

The report issued with the agenda explained the background and reported that a fact finding check by Sport England had raised concern about the relationship with LCC and subsequently the primacy of the Lancashire Sport Board and a letter from Mike Diaper had been received asking for more information regarding the relationship and role of LCC in practice.

Mr Leather had drafted a response to the Sport England query and this had been issued with the agenda for review and approval by the Board.

The Board discussed the primacy role and relationship with LCC and agreed that in practice LCC did not interfere with the strategy setting and the role of the Board and that the Board were the primary decision making body for the Lancashire Sport Partnership. Mr Leather reported that this conclusion had also been reached from the 2013 external review of Governance commissioned by Sport England. The Board agreed that LCC were a support to the organisation and provided that indemnity particularly around the pension scheme.

Mr Oliver reported that the wording of the Articles stated that LCC could appoint Directors to the Board had no stated limit so could be perceived by an independent review that LCC could appoint all 12 Directors to the Board. It was also noted that the fact that a meeting was not quorate without an LCC Director being present may also be perceived as the Board not being the primary decision making body.

The Board agreed that LCC were a silent partner who did not interfere in decision making of the organisation.

Ms Blomeley emphasised the importance of compliance with the Governance code.

A number of other recommendations were included in the fact finding report to ensure full compliance and an action plan had to be submitted that showed the Board were working toward a full compliance position.

The Board discussed and noted these recommendations and the action plan that had been drawn up. The Board commented on the draft response to the Sport England letter and it was agreed that Mr Leather would respond to the letter by the deadline.

Resolved: The Board noted the Governance fact check findings and recommendations.

Resolved: The Board agreed in compliance to the Code of Governance to formally adopt a target of 30% of each gender for Board membership

Resolved: The Board agreed to appoint Mr D Edmundson as the Senior Independent Board member

Resolved: The Board approved the draft response from Lancashire Sport Partnership to address the concern regarding the primacy of the Board and the relationship with LCC

Resolved: The Board approved the Action plan to move toward full compliance of the requirements of 'A Code for Governance in Sport' - the updated Action Plan is attached

7. Strategy Launch & Rebrand Options

Ms Liz Holt, Events & Marketing Manager from Lancashire Sport attended the meeting for this item on the agenda

Ms Holt presented the power point presentation on the strategy launch and rebrand of the organisation as issued with the agenda.

The direction of travel for Lancashire Sport and the future role of CSPs as presented by the Chief Executive of Sport England Jennie Price was emphasised and Ms Holt highlighted the changes to the brand and logo over the last 17 years since Lancashire Sport was formed. Ms Holt explained the process of the team and Board voting.

It was noted that a high number of CSPs still had the word Sport in their name but an increasing number included the word Active. The team poll results for a new name which the Board had also had the chance to be part of showed 'Active Lancashire Foundation' having the most votes followed by the existing name 'Lancashire Sport Partnership' and then 'Active Lancashire'. The strapline poll results indicated that 'Active Lives, Living Well' was a clear favourite.

The Board agreed that the name and strapline needed to reflect that balance of activity and sport but felt that perhaps more consultation and review of the name might be required with partners and particularly

those partners who are less engaging. That greater reach may create a greater understanding.

It was noted that the proposed launch was in October 2017

Action: Mr Leather to consult further on the name change

8. More Positive Together (ESIF) Steering Group Minutes

Ms Carol Ross, Service Development Manager from Lancashire Sport attended the meeting for this item on the agenda.

The minutes of the More Positive Together (MPT) steering group meeting had been circulated with the agenda.

It was noted that Dr Adrian Ibbetson and Superintendent Andrea Barrow represented the Board on the steering Group and Dr Ibbetson had attended this first meeting. It was intended that the group would meet monthly initially and then quarterly until the end of the project.

The Minutes of the Steering Group were discussed by the Board and reported that the Steering Group was about setting terms of reference and overseeing the performance of the project as well as developing potential next steps. The Group was a large group but noted that there were multiple representatives from organisations / cluster groups at this first meeting and it was noted that there was a lot of expertise round the table on the Steering Group.

It was viewed as a very positive first meeting of the Steering Group and was already looking to create sustainability and establish links with Active Inclusion Programmes and Health and Economic Development..

Mr Standish reported that as a Partner in the More Positive Together Project as well as a Director he felt that Lancashire Sports approach to the programme was very positive and helpful to partners in dealing with the bureaucratic processes required by European funding.

Mr Standish was thanked by the Chair for delivering a lunch time learning session to the Lancashire Sport team on Place Based working and other Board members were encouraged to do something similar.

The discussion evolved and the suggestion was that the steering group may in time take the role of a development group to evaluate future options.

Resolved: The Board noted the ESIF More Positive Together Project Steering Group Minutes

9. Lancashire Better Care Fund Big Potential proposal

Mr Paul Blythin, Relationship Manager from Lancashire Sport attended the meeting for this item on the agenda.

The report had been issued with the agenda and was taken as read and it was noted that the Big Potential grant bid had been discussed in detail at the Audit & Finance Committee meeting.

Mr Blythin summarised the Better Care Fund proposal and it was reported that Lancashire Sport had been the voluntary sector lead on the Lancashire Better Care Fund steering group for nearly two years. It was explained that over that time a cross sector proposal with a group of partners called the Active Ageing Alliance had been developed to remodel Better Care provision to provide community based intervention and this was receiving considerable support from partners and the Health community.

Mr Leather explained the Big Potential grant that had been applied for to get the organisation business ready and develop that business case for submissions to the Better Care Fund Commissioners.

There was concern expressed on the balance of the Big Potential grant benefiting the LSP compared to that for the Consultants (who also had to be from the approved list and on what seemed to be a very high set rate).

The Board added that it was important to keep within the remit for Lancashire Sport and the outcomes and measure needed to be clear. Professor Tierney Moore also highlighted that there was the risk that rapidly increasing user need within the system may supercede our ability to negotiate a position with BCF for prevention and alternative delivery models.

Resolved: The Board agreed to support the Big Potential fund grant application for this preparatory work and if successful Mr Leather to report back to the Board on the findings and recommended next steps.

Professor Heather Tierney Moore left the meeting.

10. Finance, Performance and Governance,

Operational Report

Mr Blythin presented the operational review report that had been distributed with the agenda.

The Lancashire School Games event which again had been a great success was highlighted. The development of the digital partnership with Flexi (formerly Fettle) was also discussed and a digital offer had been submitted to the Sport England Core Market fund as well as support for Flexi with Work Place challenge.

Mr Blythin reported that Satellite Clubs funding was now approved until March 2019 and it had been confirmed that Primary School Premium funding was to be doubled but the formula for how that would be apportioned had not been communicated yet.

A small project was evolving with the Youth Sports Trust to develop a Wheelchair Sport training programme for Lancashire schools and then recently purchased wheelchairs would be available for schools and School Games Officers to run wheelchair sports events. Dr Ibbetson offered more wheelchairs if the need arose.

Resolved: The Board noted the Operational Report

Mr Blythin left the meeting

Proposed Transition Plan Measures

Action: Mr Leather to issue the proposed transition plan measures to Board Members by email

Risk Profile

Mr Leather talked through the major risks to the organisation from the risk register

Office accommodation was highlighted. Mr Leather was looking at alternative space now that South Ribble Borough Council are pursuing a lease with the DWP.

The compliance with the Sport England 'A code for Governance code' was highlighted as an amber risk but it was recognised that the response and action plan for Sport England had been agreed.

The ESIF funding reporting requirements and clawback risks will be a constant feature on the risk register but the steering group and monitoring staff are now in place to provide that oversight.

Resolved: The Board noted the risk profile.

Finance: The Trustees' Report & Accounts for the 2016/17 Financial Year and Audit Findings Report

Mr Oliver presented the report & accounts and audit findings. It was noted that the report and findings had been discussed in detail at the Audit & Finance Committee meeting with the Audit Partner in attendance and had recommended approval of the Report & Accounts.

Mr Oliver summarised the Accounts and highlighted the key points including that there were no audit adjustments or misstatements reported by the Audit. Also highlighted was the pension accounting annual valuation and the corresponding indemnity from LCC.

Resolved: The Board noted the Audit Findings Report

Resolved: The Board approved the Report and Accounts and the Letter of Representation

Resolved: The Board noted the FRS17 Accounting Pension Valuation and the corresponding indemnity from LCC

Finance: Revised Financial Budget and Business Plan

Mr Oliver presented a revised Budget and Business Plan explaining that with the approval of the ESIF funding but on shorter time-scales it had been necessary to ask ESIF Partners to reprofile their budgets and

that had a knock on impact to the Lancashire Sport Budget.

It was noted that the revised Business Plan had been reviewed and discussed in detail at the Audit & Finance Committee who recommended approval.

Mr Oliver reminded the Board of the major assumptions used in developing the financial Business plan and highlighted that the Core Sport England funding still had to be fully confirmed from April 2018.

Mr Oliver highlighted the proposed match for the ESIF funding and the gap that had still to be confirmed either from Sport England or alternative funding streams .

It was reported that the surplus generated were dependent on the ESIF funding drawdown and would be utilised to refresh office equipment and accommodation and pump prime future initiatives and not increase existing salaries or staffing without HR Committee approval.

Resolved: The Board approved the revised Business Plan as recommended by the Audit and Finance Committee

Finance: Finance Update

Mr Oliver presented a Finance update report to inform the Board of current performance for the 3 months to 30 June 2017.

The report had been issued with the agenda so was taken as read and Mr Oliver reported that the actual financial performance was currently within Budget and there were no known issues that would adversely impact performance throughout the rest of this financial year.

Mr Oliver reported that the Pension Scheme Auto Enrolment process had been completed and the declaration of compliance received.

It was requested that the Board approve that Ms Lesley Lloyd as Chair be added to the Bank Mandate to replace Mike Leaf who has been removed from the mandate.

Resolved: The Board noted the Finance update and statements

Resolved: The Board noted the Project Funding information

Resolved: The Board noted the Pension Scheme Auto Enrolment Compliance

Resolved: The Board approved the Bank Mandate update to add Lesley Lloyd

11. Sub-Committee Membership

The Chair reported that following Mike Leaf and Jimmy Khan stepping down from the Board there were gaps on the HR & Remuneration Committee in order for it to be able to function. Mr C Standish and Superintendent A Barrow volunteered. Ms J Bell, Mr D Edmundson and Professor H Tierney Moore are on the Committee already,

Resolved: The Board appointed Mr Standish and Superintendent Barrow to the HR & Remuneration Committee along with Lesley Lloyd in her role as Chair

It was noted that Dr A Ibbetson and Superintendent A Barrow are on the ESIF Steering Group and it was noted that Mr D Edmundson, Ms C Platt, Dr S Karunanithi, Dr A Ibbetson and Mr G Bean are on the Audit & Finance Committee.

12. Any Other Business

Mr C Standish reported that he was Chairing a Lancashire Housing Association Partnership, an informal group to try and share good practice and partnership working and was keen to get Adrian and Superintendent Barrow involved.

The next Board meeting is on Friday 24th November 2017 at the Lancashire Sport Partnership offices

Action List

- July 2017 Mr Leather to present to the Board a summary of all the projects being worked on by the team
- July 2017 Mr Leather to respond by the set deadline to the Sport England letter regarding the primacy of the Board and relationship with LCC
- July 2017 The Board and Chief Executive to progress the Action Plan to progress to full compliance with the UK Code of Governance – see Action Plan attached
- July 2017 Mr Leather to consult further on the organisation name change
- July 2017 Mr Leather to issue the proposed transition plan measures to Board members by email
- 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

Approved: _____ **Signature**

_____ **Name**

_____ **Date**

Summary of Actions To Achieve Full Compliance of the ‘A Code of Sport Governance’

Action	Timescale	Responsibility	Completed or Comments
<i>Respond to the letter from Sport England that raising concerns about the Primacy of the Board and relationship with LCC</i>	July 28	Chief Executive following approval of letter by Board	July 25 th following comments from the Board and additional comments and approval by the Chair and the Chair of the Audit & Finance Committee
<i>Respond with the Action Plan to the Sport England findings assessment using the template provided</i>	July 28	Chief Executive and Company Secretary	Completed template submitted on July 25 th
<i>Update Articles to reflect that LCC as guarantor can appoint no more than a 1/3 of Directors</i>	March 18	Chief Executive and Company Secretary with approval from the Board, LCC, Companies House and Charity Commission	
<i>Convert the Directors recruitment pack into a Board of Directors handbook highlighting legal duties and code of conduct</i>	Sept 2017	Chief Executive and Company Secretary	
<i>Devise and agree a succession plan for Board and Senior Executives</i>	Dec 2017	Board and Chief Executive	Template received from HR Partners
<i>Update Articles to state that the size of the Board shall not exceed 12 persons unless agreed with Sport England</i>	March 2018	Chief Executive and Company Secretary with approval from the Board, LCC, Companies House and Charity Commission	
<i>Update Articles to reflect the term of office that a Director may serve as a Board member as reflected in the Board pack</i>	March 2018	Chief Executive and Company Secretary with approval from the Board, LCC, Companies House and Charity Commission	

		Commission	
The CEO job description to be added to the Board pack/handbook	Sept 2017	Chief Executive	
Appoint a Non-Executive Director to be the Senior Independent Director (in effect Vice Chair)	Dec 2017	Board	Appointed 21 July 2017
Formal adoption of a target of at least 30% of each gender for Board membership and to demonstrably take all appropriate actions to achieve and maintain this target	Sept 2017	Board	Agreed at the Board on 21 July 2017 but needs building into commitment statement and articles
Develop a strong and public commitment statement from the Board and publish as a standalone document on the website or clearly identifiable within the general diversity policy to demonstrate progress toward achieving gender parity and greater diversity generally (includes BAME, disability, LGBT etc) specifically regarding the Board but also employees and partnerships.	Dec 17	Board	
The organisation should identify appropriate and proportionate actions to support and/or maintain the diversity targets	Dec 17	Board and Chief Executive	
The Board shall ensure that the organisation prepares and publishes on its website information (approved by the Board) about its work to foster all aspects of diversity within its leadership and decision making including an annual update on progress toward its actions	Dec 17	Board and Chief Executive	
All Directors to provide a statement of good character (once a standard has been sourced)	Sept 17	Board and Chief Executive	
Ensure All Directors have received a Directors pack outlining their responsibilities. We believe this has already	Sept 17	Chief Executive and Company Secretary	

<i>happened but need to evidence.</i>			
<i>The Annual Accounts to be published on the website</i>	<i>Sept 17</i>	<i>Company Secretary</i>	<i>Completed July 2017</i>
<i>Minutes of all Board meetings and Committee meetings to be published on the website</i>	<i>Sept 17</i>	<i>Company Secretary</i>	
<i>Board member Bios be published on the website</i>	<i>Sept 17</i>	<i>Board and Chief Executive</i>	
<i>Committee members to be published on Website</i>	<i>Sept 17</i>	<i>Company Secretary</i>	<i>Completed July 2017</i>
<i>Develop a strategy for engaging with stakeholders which the Board shall contribute to and review annually</i>	<i>Dec 17</i>	<i>Chief Executive</i>	
<i>The Board, led by the Chair to undertake and maintain in writing a record of an annual evaluation of its own skills and performance and that of Committees and of individual Directors</i>	<i>March 18</i>	<i>Board</i>	
<i>To appoint an external evaluation of the Board at least every 4 years</i>	<i>March 18</i>	<i>Chief Executive and Company Secretary</i>	
<i>The Board to conduct an annual review of the organisations risk management and internal control systems to ensure that they provide reasonable assurance</i>	<i>Dec 17</i>	<i>Board</i>	
<i>The nominations committee role needs to be considered. The code of governance states that it should be chaired by the Chair and be a majority of independent non-exec Directors. Our current HR & Remunerations Committee doesn't fit to this criteria</i>	<i>Dec 17</i>	<i>Board</i>	