

ACTIVE LANCASHIRE LIMITED (“the Company”)

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS / TRUSTEES

Held in person in the Conference Room, 1st Floor: Global Renewables - Enterprise Business Park, Sustainability Way, Leyland, PR26 6TB on 22nd October 2025, 1.00pm-4.00pm.

Present:

Brian Cookson	Chair, Active Lancashire	BC
OBE		
Dr Amanda Thornton	Director / Trustee (<i>joined via teams</i>)	AT
Danielle Roberts	Director/ Trustee	DR
Kathryn Moffitt	Director / Trustee (<i>joined via Teams</i>)	KMo
Roger Davies	Director /Trustee	RD
Joanna Robinson	Director /Trustee	JR
Nigel Murray	Director / Trustee	NM
Zee Jogi	Director / Trustee	ZJ
Donna Rawding	LCC County Council Member	DRa
Georgina Roby	LCC County Council Member	GR

In attendance:

Adrian Leather	Chief Executive, Active Lancashire	AL
Stuart Oliver	Director of Finance, Active Lancashire	SO
Paul Blythin	Director of Health and Skills, Active Lancashire	PB
Beth Kay	Operations Manager (People and Skills), Active Lancashire	BK
Amanda Forrest	Training and Development Manager, Active Lancashire	AF
Lisa Edwards	CEO, HR Partner	LE
Richard Brown	BwD Council as an observer on behalf of TaAF	RB

Apologies:

Alex Downard	LCC County Council Member	AD
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1 Chair Welcome and outline of the session

- 1.1 The Chair welcomed all attendees and outlined the structure of the meeting, noting that the first part would consist of informal presentations before moving into formal Board business.

2 Place Partnership Input

- 2.1 Lisa Edwards delivered a detailed briefing on statutory trustee responsibilities for safeguarding. She explained her professional background and long-standing involvement with Active Lancashire, emphasising that safeguarding is both a legal and moral duty for trustees.

Lisa stressed the importance of setting the tone from the top and ensuring robust oversight of safeguarding processes. She highlighted the need for visibility, escalation routes, and proportionate, lawful decision-making. A new threshold policy has been introduced, excluding individuals with

sexual offences from undertaking paid and voluntary roles in line with funder requirements. Lisa confirmed that staff with community facing roles and all volunteers undergo DBS checks, with enhanced checks where appropriate, and that further training for volunteer managers is planned. She also advised that trustee safeguarding training should be scheduled and that safeguarding policies will be reviewed annually, with updates reported through the Nominations and Remuneration Committee who are the lead on behalf of the Board for Safeguarding reporting. External assurance will be provided through an NSPCC review for child safeguarding and a separate review for adult safeguarding. The Board noted the progress made and agreed that the safeguarding action plan and updated threshold policy should be reviewed and ratified by the Nominations and Remuneration Committee on behalf of the Board

2.2 Beth Kay and Amanda Forrest then presented an update on the Active Lancashire Learning Zone.

They explained that the Learning Zone was launched in June 2024 as an online training hub, initially focused on workplace health qualifications. Following organisational restructuring and reduced capacity, the approach has evolved from a purely commercial model to a developmental one embedded within place-based work.

Examples of successful initiatives were shared; including digital skills training and a multi skills activator programme rolled out across Lancashire family hubs in partnership with LCC. The presenters also described work with Madrassa leaders to embed movement activities in culturally appropriate ways, and highlighted future opportunities such as skills bootcamps for cardiac rehabilitation, collaboration with the NHS Leadership Academy, and the forthcoming Lancashire Skills Plan.

While the Learning Zone has achieved most of its income target for the year, capacity constraints and reliance on key staff were noted as risks. The Board discussed the importance of resilience and succession planning, and queried whether some elements of the Learning Zone's remit such as broader digital skills training, aligned fully with Active Lancashire's core purpose. It was agreed that the Learning Zone should continue to embed leadership and skills development across programmes, explore external delivery partnerships to ensure scalability, and refresh its website to better showcase impact stories.

The Board acknowledged the significant progress made in both safeguarding and workforce development, while recognising the need for ongoing strategic review to prioritise core activities given resource pressures.

Part Two: Formal Board

3 Apologies for absence

- 3.1 The Chair reconvened the meeting following a short break and welcomed all attendees to the formal session. Apologies for absence were noted from Alex Downard.
- 3.2 There were no declarations of interest recorded in relation to the agenda items.
- 3.3 The Board formally ratified the nominations of new members, confirming the appointments of Nigel Murray and Donna Rawding as independent trustees and the Lancashire County Council nominees, Georgina Roby and Alex Downard. It was noted that these appointments had been approved by Lancashire County Council and were now ratified by the Board.

4 Minutes of the Previous Meetings

4.1 The minutes of the previous meeting held on 31 July 2025 were reviewed. Board members raised concerns about clarity in some sections, particularly safeguarding references, and agreed that future minutes should be circulated promptly after meetings for early review. The safeguarding section will be checked before publication to ensure accuracy. Subject to these amendments, the minutes were approved and it was agreed they would be recirculated, following the amendments.

4.2 Minutes of the Business Development Committee 7th October 2025

This TOR was due to be reviewed but it was not included in the as it required further development and consideration by the Committee.

It was agreed that this item would be carried forward to the next meeting. Amanda Thornton provided a verbal update on the first meeting of the Business Development Committee, explaining its purpose to support horizon scanning and income generation. The group will focus on a dual approach: pursuing large-scale collaborative bids while also identifying smaller, opportunistic income streams. The Board endorsed this direction and noted the importance of flexibility and clear escalation routes for emerging opportunities.

4.3 Matters arising

Matters arising were noted as either complete or covered within the current agenda.

5 CEO report

Adrian Leather presented the Chief Executive's report, highlighting the strategic context as Active Lancashire enters the third quarter of year five of its ten-year strategy. He noted the significant changes within Sport England, including leadership transition and national scrutiny, and emphasised the importance of demonstrating impact ahead of the 2027 review.

Adrian reported that the organisation had been unsuccessful in securing funding through the Connect to Work programme, which would have provided £8 million over five years. He explained that while disappointing, this outcome avoids a major deviation from Active Lancashire's core strategy and allows continued focus on system leadership and place-based working. Lessons learned from the bid process were shared, including the need for specialist bid-writing support and alignment with national frameworks. Adrian confirmed that relationships with commissioners remain positive and future opportunities will be explored.

Adrian formally noted the departure of Sarah Bennett, who has led business development for the organisation. The Board expressed its sincere thanks to Sarah for her excellent work and significant contribution to Active Lancashire's growth and partnerships. It was agreed that this appreciation should be recorded in the minutes. Adrian confirmed that the business development function will now be absorbed within the existing team, with Darren Wright taking the lead role supported by Emma Colledge, and oversight provided by the Finance team to ensure compliance and performance monitoring.

Adrian also confirmed that actions regarding the safeguarding policy position have been completed and there is no reported residual risk. The Board welcomed this assurance and noted the importance of maintaining robust safeguarding governance. The report further highlighted progress on environmental commitments and the publication of Sport England's new environment strategy. Adrian called for a Board member to lead on sustainability and active environments; Nigel Murray expressed interest in exploring this role, subject to capacity, and will discuss further with Adrian.

6 TaAF and Active Lancashire opportunities for alignment: Report (Working draft)

Richard Brown provided an update on Together an Active Future (TaAF) and opportunities for alignment with Active Lancashire. He outlined recommendations from a recent strategic review, including shared planning, joint leadership development, and collaborative governance. The Board welcomed the progress made in strengthening relationships between the two organisations and noted the potential for joint work on system leadership and place-based delivery.

The Board was reminded that TaAF and other Place Partnerships are funded until March 2028, with residual activity and learning expected to transfer to Active Lancashire. It was agreed that pace and proactive planning are essential to ensure a smooth transition and joined-up provision.

Richard confirmed that actions to implement the review recommendations are already in progress.

The Board noted that Richard will formally join Active Lancashire in six months and requested a further update on progress at the next meeting.

7 Implementation Plan progress update

Adrian reported that there are no specific risks associated with the current implementation plan. He confirmed strong progress both locally and nationally across several key areas, including work with schools, health engagement, and environmental initiatives. The Board noted this positive update and agreed that continued monitoring and reporting will be essential to maintain momentum.

8 Finance Update

Stuart Oliver presented the finance update, confirming that the organisation is performing well overall and is expected to achieve a modest surplus for the year. However, income remains below target, primarily due to delays in partnership funding and challenges in meeting business development targets. Stuart explained that savings on staffing and the absorption of costs into funded projects have helped mitigate the shortfall. He highlighted ongoing risks, including static core funding against rising employment costs and the need for continued compliance with the UK Code of Governance. The Board noted the position and endorsed close monitoring through the Audit and Finance Committee.

Following the finance update, the Board held a confidential discussion on pension arrangements. Staff members left the room due to conflicts of interest. Adrian Leather and Stuart Oliver had provided comprehensive background on the Local Government Pension Scheme (LGPS) and recent changes to indemnity arrangements. Historically, Lancashire County Council provided a guarantor letter to mitigate deficits under FRS 17, but this has now been replaced by a letter of surety, which legal advice from Mills & Reeve confirms is not enforceable. This creates a theoretical long-term risk for the organisation if the scheme were to close and/or Active Lancashire exit the scheme and final salary exit liabilities became payable.

Stuart had reported that the LGPS is currently performing strongly, with 134% funding and an actuarial valuation in progress. Employer contribution rates are expected to reduce significantly, from an average of 17.1% to around 10.8%, which may ease affordability concerns but actual results will differ for individual employers. However, risks remain regarding pension strain costs on redundancy for staff over 55 and the potential liability claims for existing members if the organisation exits the scheme. The Board noted that new staff are enrolled in a defined contribution scheme with agreed employer contributions of 8%, and employee contributions starting at 2% minimum.

The Board expressed concern about personal liability for trustees and requested assurance regarding Directors' and Officers' insurance cover. It was agreed that no decision will be made until further due diligence is completed. A working group comprising Joanna Robinson (Lead), Donna Rawding, and Nigel Murray will work with Adrian Leather and Stuart Oliver to review legal advice, assess risks, and explore mitigation options. The group will report back with recommendations at the next Board meeting in January 2026.

9 **LGR / Devolution Stakeholder Consultation proposal**

Adrian Leather provided an update on local government reorganisation and devolution, emphasising the critical importance of positioning physical activity within emerging governance structures.

He outlined the potential impact of LGR on Active Lancashire's future role and funding, noting that Lancashire County Council may transition into a combined authority model with possible mayoral leadership and new unitary arrangements.

Adrian confirmed that Active Lancashire is actively engaging with elected members, MPs, and senior officers to ensure that sport and physical activity are recognised as key contributors to health, economic development, and community resilience.

The Board supported the proposal to undertake a stakeholder consultation exercise to gather feedback from local authorities and partners on the role of physical activity within the new governance framework. Adrian will develop a draft specification for the consultation and circulate it for Board input before launch. Members agreed to advocate for Active Lancashire's position within their networks and requested an "elevator pitch" summary to assist with consistent messaging.

10 **Board Reflection / Any other business**

None discussed due to time constraints.

Actions for the next meeting

Place Partnership Input

Circulate updated safeguarding plan and threshold policy for review and ratification at the next Board meeting. (AL, LE)

Schedule safeguarding training for all Board members. (AL)

Refresh Learning Zone website and share impact stories. (BK, AF)

Explore external delivery partnerships to ensure scalability. (BK)

TaAF and Active Lancashire opportunities for alignment

Provide progress update on TaAF alignment actions at the next meeting. (RB)

RB to report back in 6 months' time; April's Board meeting. (Board, RB)

CEO Report

Develop draft specification for LGR stakeholder consultation and circulate for Board input. (AL)

Prepare "elevator pitch" summary for Board advocacy on LGR and physical activity. (AL)

Schedule strategic review of organisational priorities and capacity. (AL, Board)

Confirm Board champion for sustainability and active environments. (AL, NM)

Finance Update

Pension working group to review Mills & Reeve legal advice and report back to January's Board meeting with recommendations. (JR, DRa, BK, AL, SO)

Annual Review of Terms of Reference

Complete annual review of Board and Committee Terms of Reference. (AL, Board)

Date of next meeting

The next Board meeting will take place 29th January 2026, Conference Room, 1st Floor: Global Renewables - Enterprise Business Park, Sustainability Way, Way, Leyland, PR26 6TB, 1.00-4.00pm.

Signed by the Chair of the Board:

Date:

DRAFT