

TERMS OF REFERENCE FOR THE ACTIVE DERBYSHIRE PANEL

These Terms of Reference were initially approved by the Board of Directors on 30 October 2017 under the powers contained in Articles 24.1 and 30 of the Articles of Association dated 20 July 2017. Panel composition was revised by the Board on 25 November 2019.

1. Definitions

Throughout these Terms of Reference:

- "independent" has the meaning defined in the October 2016 Code for Sports Governance¹ and any amended or subsequent versions of the Code.
- "resident" is defined as meaning resident in the relevant county by reason of domicile, business or employment.
- "Local Authority Funding Partner" is defined as meaning a borough, city, county and/or district local authority, from within the county of Derbyshire, which contributes to a **collective** sum of over £40,000 each year by way of funding for the activities of the charity under the terms of a Funding Partner Agreement.

2. Panel Status

The Active Derbyshire Panel:

- is established by the Board of Directors as a committee of the charity
- has relevant authority delegated by the Board for the Panel to carry out its functions
- is required to observe the requirements of the Articles of Association of the charity in discharging the Panel's duties

¹ The current October 2016 definition in the Code for Sports Governance is:

"Independent - a person is independent if they are free from any close connection to the organisation and if, from the perspective of an objective outsider, they would be viewed as independent. A person may still be deemed to be 'independent' even if they are a member of the organisation and/or play the sport.

Examples of a 'close connection' include:

- (A) *they are or have within the last four years been actively involved in the organisation's affairs, e.g. as a representative of a specific interest group within the organisation such as a sporting discipline, a region or a home country;*
- (B) *they are or have within the last four years been an employee of the organisation; or*
- (C) *they have close family ties with any of the organisation's directors or senior employees."*

3. Panel Composition

The Active Derbyshire Panel is composed of the following eight positions:

- 1 resident Board Director from Derbyshire as the Panel Chair
- 1 Local Authority Funding Partner Board Director from Derbyshire
- 1 Panel Member who is a councillor or officer from a Local Authority Funding Partner in Derbyshire
- 5 resident Panel Members from Derbyshire

All panel members are independent except for the two from Local Authority funding partners.

The quorum for a meeting of the Panel is at least three Panel Members, of which:

- at least one must be a Board Director
- at least one must be from a Local Authority funding partner

4. Panel Responsibilities

The Active Derbyshire Panel oversees the activities carried out by the charity's delivery staff team in Derbyshire, including:

- reviewing, and making recommendations to the Board of Directors on:
 - delivery strategies
 - business plans
 - operational plans
 - annual budgets
- monitoring progress, against the criteria agreed by the Board of Directors, of:
 - operational plans
 - annual budgets
- providing regular progress reports on these matters to the Board of Directors

The Active Derbyshire Panel meets at least four times a year to conduct business.

5. Recruitment of Panel Members who are not Board Directors

One Panel Member is openly recruited by the Board of Directors from the councillors and/or officers of the Local Authority Funding Partners in Derbyshire.

Five resident Panel Members are openly recruited by the Board of Directors from within Derbyshire.

These Panel Members are recruited on a skills and experience basis, to bring knowledge and expertise in one or more of the following fields:

- education and young people
- health
- physical activity and sport
- local government
- voluntary/community sector
- commerce/private sector
- systems change/leadership
- advocacy and networking
- behaviour change
- community development
- workforce development
- charity governance
- finance
- legal
- safeguarding

Terms of Office for Panel Members who are not Board Directors

A Panel Member may, if so appointed by the Board of Directors, serve up to a maximum of three terms of three years each.

A Panel Member who has served the maximum number of terms will only be eligible for re-appointment after at least four years has elapsed.