

Minutes of a meeting of the East Midlands Freeport Board

Held on 26 February 2025 at 12.30pm

At North West Leicester District Council, Stenson House, London Road, Coalville LE67 3FN.

PRESENT

Nora Senior – Independent Chair

Landowners/Developers

David Bee – Uniper

Steve Griffiths – East Midlands Airport (EMA)

Chris Lewis – Maritime Transport

Andrew Pilsworth - SEGRO

Peter Ralston – Goodman

Frank Robotham – Maritime Transport (Via Microsoft Teams)

Julie Rossiter – Etwall Land Limited (ELL)

Local Authorities

Councillor Robert Ashman – Leicestershire County Council (LCC)

Joe Battye - Derbyshire County Council (DCC)

Councillor Abby Brennan – Rushcliffe Borough Council (RBC)

Councillor Keith Girling – Nottinghamshire County Council (NCC) (Via Microsoft Teams)

Derek Higon – Nottinghamshire County Council (Via Microsoft Teams)

Adam Hill – Rushcliffe Borough Council

Dr Justin Ives – South Derbyshire District Council (SDDC) (Via Microsoft Team)

Councillor Tony King – Derbyshire County Council (DCC)

Councillor Keith Merrie - North West Leicestershire District Council (NWLDC)

Councillor Stephen Taylor – South Derbyshire District Council

Allison Thomas – North West Leicestershire District Council

Accountable Body Officers

Lauren Haslam – Director of Law and Governance

John Sinnott – Chief Executive (Via Microsoft Teams)

Executive Delivery Team

Jonathan Bretherton – Strategic Commercial Adviser

Dan Cooper – Head of Communications and Marketing

Lauren Dunn – Executive Support Assistant

Naomi Kwasa – Governance and Committees Lead

Paul Miller – Head of Operations and Programmes

Tom Newman-Taylor – Chief Executive Officer

Jonathan Rawcliffe – Inward Investment Lead (for Item 11).

Also in Attendance

Richard Hiscoke – Bevan Brittan for Item 3: East Midlands Freeport Ltd. Governance (Via Microsoft Teams)

Jason Longhurst – Prologis for Item 14: Introduction to Prologis

MHCLG Official (Via Microsoft Teams)

1.	<p><u>Apologies for Absence</u></p> <p>The Chair opened the meeting and welcomed Adam Hill as the new Chief Executive of Rushcliffe Borough Council.</p> <p>Apologies were received from Phil Canning, who was represented by David Bee, Mr Breckon who was represented by Mr Ashman and Councillor Neil Clarke who was represented by Councillor Abby Brennan.</p> <p>Apologies were also received from Richard Grice, East Midlands Combined County Authority (EMCCA) and the MHCLG Official.</p>
2.	<p><u>Declarations of Interest.</u></p> <p>The Chair invited members who wished to do so to declare an interest in respect of items on the agenda. No declarations were made.</p>
3.	<p><u>East Midlands Freeport Limited Governance</u></p> <p>The Head of Operations and Programmes introduced the report which detailed the steps required during the meeting to formally establish governance structures for East Midlands Freeport Ltd. He directed the Board to the table set out in the report which highlighted the most up to date position regarding signing and returning of governance documents. He noted that there were some points that were in train but not yet concluded and therefore recommended that some decisions would need to be approved subject to the final completion and return of various documentation.</p> <p>The Chair then handed over to Lauren Haslam (LH), as sole current Member and one of two de jure Directors of East Midlands Freeport Ltd, to guide the Board through procedures.</p> <p>There being no dissent from prospective directors of the Board, the Chair and LH as current Directors APPROVED the Articles of Association.</p> <p>There being no dissent from prospective directors of the Board, the Chair and LH as current Directors APPROVED the Written Resolution to adopt the East Midlands Freeport Ltd. Articles of Association.</p> <p>The meeting briefly adjourned whilst the Written Resolution was signed by LH.</p> <p>It was then;</p> <p>RESOLVED that Member Application forms for East Midlands Freeport Ltd. be APPROVED for Leicestershire County Council, Derbyshire County Council, North West</p>

Leicestershire District Council, Rushcliffe Borough Council, South Derbyshire District Council, Uniper UK Limited, Maritime Transport Limited, Goodman EMIP (UK) Limited, Etwall Land Limited, SEGRO Properties Limited, and East Midlands International Airport Limited.

It was AGREED that a Member Application Form for Nottinghamshire County Council would be APPROVED subject to it being received by Wednesday 5th March 2025.

The Members' Agreement had been entered into on behalf of East Midlands Freeport Ltd. by Nora Senior on 20 February 2025, consistent with delegated authority granted by the Board on 12 December 2024. This was NOTED by LH on behalf of current Directors.

The Members' Agreement had been signed by all of the Prospective Members of East Midlands Freeport Ltd. This was NOTED by LH on behalf of current Directors.

On behalf of the current directors LH noted that Prospective Members have nominated the individuals named in Schedule 3 of the Members' Agreement to become directors of the company and they had consented to act as directors. It was therefore;

RESOLVED that;

- The appointment of the individuals listed in Schedule 3 of the Members' Agreement to become Directors be APPROVED to take effect as noted.

The Chair confirmed that LH's resignation as a Member will take effect once the statutory record is updated to appoint the twelve Members and a Director once Members' nominated Directors have been appointed formally, alongside the independent Chair. Once these processes were complete LH would no longer be required to fulfil those roles as Member / Director. The prospective Directors NOTED this.

The first recommendation of Part B was to;

- **Instruct** that the statutory records of East Midlands Freeport Ltd. are written up to reflect the changes to members, directors and persons with significant control and to make relevant filings at Companies House.

This was APPROVED by the prospective Board of Directors.

The second recommendation was to;

- **Approve** initialling of manuscript changes (summarised in Appendix 4) on the final version of the Members' Agreement and to date the Members' Agreement.

This was APPROVED by the prospective Board of Directors, subject to relevant confirmations. Once complete, the Delivery Team would circulate the final version with Member representatives and Directors.

The third recommendation as detailed was AGREED by prospective Directors.

The fourth recommendation was to;

	<ul style="list-style-type: none"> - Note that directors' and officers' insurance is already in place for East Midlands Freeport Ltd. Details of the policy are available on request. <p>This was NOTED by prospective Directors.</p> <p>The Chair noted that the Executive Delivery Team (EDT) have the policy documents and can share these with Members and Directors. The Head of Operations and Programmes AGREED to share these documents with the whole Board.</p>
4.	<p><u>Ratification of Board Decisions Since Incorporation.</u></p> <p>The Chair introduced the report.</p> <p>Following the discussion the prospective Directors:</p> <ul style="list-style-type: none"> • NOTED the content of the report and confirmed it was correct. • AGREED that briefing meetings would be held with Directors/Officers to provide background information on decisions made. • AGREED that this document be recirculated to Members for approval as a Written Resolution once the Members' Agreement has been dated and completed.
5.	<p><u>Minutes.</u></p> <p>The minutes of the Meeting held on 24 January 2025 were CONFIRMED as a correct record.</p>
6.	<p><u>Action Log.</u></p> <p>The Board NOTED that actions from its previous meeting(s) had been completed, overtaken or were on the agenda and NOTED the list of outstanding and completed actions since the last meeting.</p> <p>EMF CEO highlighted that the date for presenting the Skills Plan had been postponed due to the priority of other pieces of work and that the updated Procurement Policy was in draft and would be brought to a future Board meeting. He noted that the Board were due an update on J24, and a paper would be presented to the Board in March for substantial discussion. He highlighted that occupiers would be hearing from the Freeport and NWLDC were soon to initiate the process for applying for Business Rates Relief.</p> <p>In regard to the action for private sector partners to consider a letter to Government on the policy review and security around Freeports, EMF CEO noted that the EDT would engage with private sector partners on messaging.</p>
7.	<p><u>Chair's Update.</u></p> <p>The Chair provided an update to the Board. She noted that the 2025/26 Business Plan focus will be on unlocking the tax sites and where EMF can add most value, including leveraging RBR. The Public Sector Directors Group would be discussing this at their</p>

	<p>meeting after the Board, as well as seed capital decisions which would be shared with the Board in due course. The Retained Business Rate Strategy and Business Plan will be discussed in full at the March meeting of the Board.</p> <p>She highlighted that she and the EMF CEO had met with the Mayor and the Chief Executive of EMCCA who confirmed they are keen to work in close alignment across Freeport sites.</p> <p>She noted that the pre-election period begins at the end of March, prior to the next Board meeting. Following legal advice from local authority partners, she noted that the Freeport can continue its business as usual but that any publicity will take this into account and the EDT will ensure elected members aren't impacted. The EDT will continue to promote the Freeport without drawing attention to any specific Council or Member, in line with pre-election period guidance. Public Sector partners CONFIRMED they were content with that approach.</p>
8.	<p><u>Chief Executive's Update.</u></p> <p>The CEO directed the Board to the written update provided in the agenda pack. He noted that there was nothing further to report on MHCLG's policy review but that the EDT were keeping close to it. He noted a number of positive meetings held with various Trade Unions and suggested it would be sensible to arrange a follow up meeting bringing in partners in areas of mutual interest including skills and workforce planning – ACTION.</p> <p>In regard to J24, a Director noted that the Freeport has the opportunity to work with all partners to produce robust traffic modelling across the whole area. Another Director noted that the discussions around J24 were generating questions in the area at parish level and that it would be useful for Councillors to be provided with further information to enable them to answer these questions – ACTION.</p> <p>The Chair noted that there are certain things which are blockers for all sites and partners need to collectively look at solutions and come together as a whole. She noted this will be discussed further in the item on the Business Plan, including the role the Freeport needs to take. Member feedback indicated support for EMF to lead and co-ordinate this activity to ensure prioritisation of delivery working with all partners.</p>
9.	<p><u>Update from EMCCA</u></p> <p>Apologies had been received from EMCCA and therefore no verbal update was provided.</p>
10.	<p><u>Business Planning Principles</u></p> <p>EMF CEO introduced the report which asked the Board to provide feedback on the emerging principles for EMF's 2025-26 Business Plan, which will form the basis of a fully costed Business Plan, submitted to Board for approval in March.</p> <p>A request was made that Board papers are circulated earlier to allow adequate reading time for Board Members to consider</p>

	<p>Following the discussion the CEO noted the comments that had been made, and that more needed to be said on what EMF expects from partner organisations. He highlighted that a detailed paper on J24 will be presented to the Board in March.</p> <p>The Board NOTED the report.</p> <p>The meeting was adjourned at 2.03pm for a short break.</p>
11.	<p><u>Comms and Inward Investment Update</u></p> <p>The meeting restarted at 2.16pm.</p> <p>The Inward Investment Lead provided an update to the Board.</p> <p>He confirmed that the updated version of the redacted enquiry log would be circulated to the Board.</p> <p>The Head of Communications and Marketing then provided an update to the Board on communications.</p> <p>The Head of Communications and Marketing noted that the Communications and Public Affairs Plans will be presented to the Communications Advisory Group and then the Board in April.</p> <p>The Board NOTED the updates provided.</p>
12.	<p><u>East Midlands Intermodal Park (EMIP) Update</u></p> <p>The Strategic Commercial Adviser introduced himself and his team to the Board and provided an update on EMIP. He noted that there is a regular project board focussing on EMIP, which includes representatives from EMF, Goodman, Etwall, Toyota and DCC.</p> <p>The Board NOTED the update provided.</p>
13.	<p><u>Subcommittee Arrangements</u></p> <p>The Head of Operations and Programmes introduced the report which presented the Board with the approvals required to stand up the Subcommittees as per the recommendations of the Board Effectiveness Review. The Board had the opportunity to ask questions regarding the Subcommittees. During this part of the discussion:</p> <ul style="list-style-type: none"> • it was confirmed that seed capital projects will be monitored by the Delivery Committee; • the Audit, Risk and Compliance Subcommittee would focus on company law and oversight of governance and security issues. <p>The Board noted that it was important that these Subcommittees are properly set up, chaired and with good attendance from partners. It was commented that the success of the Subcommittees would be highly scrutinised by the Board. DCC noted that they would be providing further comment on the Subcommittee Terms of Reference to the EDT to</p>

	<p>ensure proper challenge is captured. EMF CEO reflected that previous Subcommittees had been ineffective due to the lack of consistent attendance from senior individuals as representatives from partner organisations and therefore he requested commitment to these on the part of members.</p> <p>The Chair noted that Chairs and members of the Subcommittees will be confirmed shortly.</p> <p>Following the discussion the Board RESOLVED to;</p> <ul style="list-style-type: none"> a) Approve the Terms of Reference for EMF Subcommittees, attached at Appendices 1-5 subject to small variations to be shared with the EDT as noted above. b) Agree the Subcommittees will be activated and meetings convened as soon as practicably possible to commence from April 2025. c) Agree for the EMF Chair to approach Directors and alternates to act as subcommittee chairs, and as members of the ARC Subcommittee. d) Provide representatives for Delivery and Operational Subcommittees.
14.	<p><u>Introduction to Prologis</u></p> <p>The Chair invited Jason Longhurst (JL), UK Head of Sustainable Investment and Partnerships at Prologis into the room. He introduced himself to the Board and gave a brief presentation on the work of Prologis. The Chair noted that the Board welcomes Prologis' partnership with MAG and the opportunity it presents to bring the site forward, and she invited JL to speak to their plans for bringing forward their portion of EMG2. She NOTED a further discussion on Prologis' potential role within EMF structures would be presented to a future Board meeting.</p>
15.	<p><u>Any Other Business</u></p> <p>There was none.</p> <p>The meeting ended at 3:39pm.</p>
	<p><u>Date of Next Meeting</u></p> <p>The next Ordinary meeting of the Board is scheduled to take place on 28 March 2025 at 11am at a venue to be confirmed.</p>