
Meeting: Transport for the North Board
Subject: Governance Report
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Sponsor: Martin Tugwell, Chief Executive
Meeting Date: Thursday 22 June 2023

1. Purpose of the Report:

- 1.1 To enable Board to make the necessary appointments and approve its Calendar of Meetings at this its Annual Meeting.
- 1.2 To consider the allocation of weighted votes between the two new unitary authorities which have replaced Cumbria County Council.
- 1.3 To delegate authority to General Purposes Committee to appoint recommended candidates to the Independent Member vacancies on the Audit and Governance Committee.

2. Recommendations:

- 2.1
 - 2.1.1. That having already elected its Chair and Vice Chairs, the Board notes and approves the membership of the Board and of Committees for the forthcoming year as set out in Appendix 1
 - 2.1.2. That the Calendar of Meetings set out in Appendix 2 be approved (noting that these may be subject to change where necessary after consultation with the relevant Committee Chairs)
 - 2.1.3. That the 3 weighted votes formerly allocated to Cumbria County Council on Transport for the North Board and General Purposes Committee be reallocated as 1 to Cumberland Council and 2 to Westmorland and Furness Council, and that the 40 weighted votes formerly allocated to Cumbria County Council on Rail North Committee be reallocated as 13 votes to Cumberland Council and 27 to Westmorland and Furness Council
 - 2.1.4 That Board delegates authority to General Purposes Committee to make the required appointments to Independent Member vacancies on Audit and Governance Committee.

3. Main Issues:

Membership of Board and Committees and Calendar of Meetings

- 3.1 Board is invited to note and approve the nominations for membership to its Board and Committees as set out in Appendix 1, and the Calendar of Meetings set out at Appendix 2. Where nominations are still to be received, these will be added upon receipt.

Weighted voting for Cumberland Council and Westmorland and Furness Council

- 3.2 From 1 April 2023, Cumbria County Council and the District Councils in the county of Cumbria have been replaced by two new Unitary Authorities, Cumberland Council and Westmorland and Furness Council, who are each now constituent authorities of Transport for the North. The Constitution currently allocates, from a total of 88, 3 weighted votes to Cumbria on Transport for the North Board and General Purposes Committee, and from a total of 993, 40 weighted votes on Rail

North Committee. These votes therefore need to be allocated between the new authorities.

- 3.3 The Sub-national Transport Body (Transport for the North) Regulations 2018 which established Transport for the North make provisions in relation to a weighted voting system. The Constitution at paragraph 6.1 states that Transport for the North will endeavour to reach decisions by consensus but where a formal vote is required, "voting will be on the basis of a weighted vote in which the number of votes to be cast by a member appointed by a Constituent Authority is determined by dividing the total resident population of the area of that Constituent Authority at the relevant date by 200,000 and if the resulting number is not a whole number rounding it up to the nearest whole number. The relevant date is the 30 June in the Financial Year which began 2 years before the Financial Year in which the vote takes place (the current weighted votes are as set out in the Voting Matrix at Appendix 2)." This voting allocation was also applied to the General Purposes Committee when it was set up.
- 3.4 Paragraphs 6.4 and 23.71 provide that "in relation to Rail Franchise Matters decisions shall be taken on the basis of a weighted vote. The number of votes cast by a Member or Co-opted Member shall be determined by multiplying the percentage of passenger miles on the Northern and TransPennine Express franchises that are in the area of the Member's appointing Authority by ten, and if the result is not a whole number, rounding up to the next whole number."
- 3.5 Applying these principles, Cumbria's 3 votes on the Board and General Purposes Committee fall to be reallocated as 1 to Cumberland Council and 2 to Westmorland and Furness. On Rail Franchise Matters at Rail North Committee, out of a total of 993 votes available to all the Constituent Authorities at Rail North Committee, Cumbria County Council was allocated 40 votes. Applying the formula to the two new authorities, Cumberland Council is entitled to 13 of those votes, and Westmorland and Furness Council is entitled to 27.
- 3.6 From 1 April 2023, although North Yorkshire Council, a unitary authority, has replaced the former North Yorkshire County Council and the district councils within its area, this does not lead to any changes in membership or voting for Transport for the North.

Appointment of Independent Members to vacancies on Audit and Governance Committee

- 3.7 Of the four Independent Members seats on Audit and Governance Committee, two are currently vacant, and a recruitment process is in progress. As with previous recruitments, national advertisements have been placed to seek candidates on the basis of relevant skills, and a significant response has been generated. Officers led by the Finance Director and Head of Legal will undertake a sifting process, and, with the Independent Chair of Audit and Governance Committee as an observer, will undertake interviews to recommend candidates for appointment. Owing to the timing of the process and the significant response, it has not been possible to progress to bringing forward to this meeting recommended candidates for approval. As there are two scheduled meetings of Audit and Governance Committee before the next Board meeting on 27 September 2023 it is recommended that Board delegates authority to General Purposes Committee to make the required appointments.

4. Corporate Considerations

Financial Implications

- 4.1 There are no financial implications.

Resource Implications

4.2 The resource implications are as set out in the report above.

Legal Implications

4.3 Legal implications are included within the report. Scrutiny Committee has not been consulted on the content of this report as all decisions are for Board to make.

Risk Management and Key Issues

4.4 There are no specific risk implication arising from this report.

Environmental Implications

4.5 None.

Equality and Diversity

4.6 The recruitment process welcomes applications from all persons with the necessary skills and experience.

Consultations

4.7 None.

5. Background Papers

5.1 None.

6. Appendices

6.1 Appendix 1 – Membership of Boards and Committees.
Appendix 2 – Calendar of Meetings.