
Meeting: Transport for the North Board
Subject: Governance Report
Author: Julie Openshaw, Head of Legal
Sponsor: Martin Tugwell, Chief Executive
Meeting Date: Monday 16 September 2024

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. In addition, we are seeking Board agreement to make provision for reserve members for Audit & Governance Committee, which would ensure alignment with arrangements for other committees.

2. Recommendations:

- 2.1 2.1.1 The Board notes and approves the membership of the Board and of Committees for the remainder of the forthcoming municipal 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 General Purposes Committee be asked to consider and make recommendations in respect of how the role of substitute members for the Audit and Governance Committee might operate, and to consider and make recommendations as to the appointment of such members for the remainder of the municipal year.

3. *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.

4. *Membership of Audit & Governance Committee*

- 4.1 Under the Constitution provision is made for constituent authorities to nominate substitute members who may attend meetings in the absence of the nominated member.
- 4.2 The one exception to this arrangement is the Audit and Governance Committee. Membership of this Committee comprises a combination of non-elected members (appointed by the Board on the recommendation of the General Purposes Committee) and up to 6 elected members drawn from across TfN's constituent authorities.
- 4.3 In accordance with our established ways of working, following the May elections the TfN executive sought nominations from constituent authorities. Two nominees were members of the Committee in the preceding municipal year, and it is therefore recommended that they be reappointed for the forthcoming year to provide continuity.
- 4.4 A further 9 nominees were received for the remaining 4 seats on the Committee. In making the recommendations to this Board, the TfN executive has considered

the importance of seeking a geographically diverse representation on the Committee. And accordingly, the Board is invited to confirm the nominees as set out in Appendix 1.

- 4.5 The level of interest in the work of the Audit and Governance Committee is particularly pleasing given the key role it plays as part of the TfN governance. Accordingly, the TfN executive has considered whether there are opportunities to enable those nominees not appointed to be involved in some way moving forward.
- 4.6 There is currently no provision within the TfN constitution for substitute members to be appointed to the Audit and Governance Committee: a reflection of the fact that members of the Committee are appointed for their skills and interest, rather than as a requirement on a constituent authority to nominate a representative.
- 4.7 It is therefore recommended that the Board ask the General Purposes Committee to look at this issue at its scheduled meeting in October, with a remit to consider and make recommendations in respect of how the role of substitute members for the Audit and Governance Committee might operate, and to consider and make recommendations as to the appointment of such members for the remainder of the municipal year.

5. Corporate Considerations

Financial Implications

- 5.1 There are no financial implications.

Resource Implications

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

Legal Implications

- 5.3 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

- 5.4 There are no specific risk implications arising from this report.

Environmental Implications

- 5.5 None.

Equality and Diversity

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

Consultations

- 5.7 None.

6. Background Papers

- 6.1 None.

7. Appendices

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