
Meeting: General Purposes Committee Consultation Call
Subject: Audit & Governance Committee Membership
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Sponsor: Martin Tugwell, Chief Executive
Meeting Date: Wednesday 30 October 2024

1. Purpose of the Report:

- 1.1 To enable the General Purposes Committee ("GPC") to consider and make arrangements in respect of how the role of substitute members for Audit and Governance Committee ("A & G Committee") might operate, which would ensure alignment with arrangements for other committees and make recommendations to the Transport for the North ("TfN") Board ("the Board") accordingly.
- 1.2 To enable the GPC to consider and make recommendations as to the appointment of such members for the remainder of the municipal year.

2. Recommendations:

- 2.1 That GPC recommends to the TfN Board that
- (i) substitute members for the A & G Committee be permitted
 - (ii) the arrangements to appoint such members for the remainder of the municipal year be approved
 - (iii) the Constitution be amended accordingly.

3. Main Issues:

- 3.1 On 16 September 2024, the Board approved the recommendation for GPC to consider and make recommendations in respect of how the role of substitute members for the A & G Committee might operate, and to consider and make recommendations as to the appointment of such members for the remainder of the municipal year.
- 3.2 Under the Constitution, provision is made for Constituent Authorities to nominate substitute elected members who may attend meetings in the absence of the nominated member.
- 3.3 The one exception to this arrangement is the A & G Committee. Membership of this Committee is comprised of 4 non-elected Independent Members (appointed by Board on the basis of relevant skills following an interview process) and 6 Elected Members appointed by Board from across TfN's Constituent Authorities, including those authorities which are part of the Constituent Authorities within Combined Authorities. The Constitution also stipulates that an Elected Member cannot be appointed to the A & G Committee if they are a TfN Scrutiny Committee member.
- 3.4 In accordance with our established ways of working, following the May elections the TfN executive sought Elected Member nominations from Constituent Authorities for vacant elected member seats. Only 2 nominees had been Members of the Committee in the preceding municipal year, and they have been reappointed for the forthcoming year to provide continuity.

- 3.5 A further 9 nominees were received for the remaining 4 vacant seats on the Committee. In making the appointment recommendations to TfN Board, the TfN executive considered the importance of seeking a geographically diverse representation on the Committee.
- 3.6 The level of interest in the work of the A & G 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 the future.
- 3.7 There is currently no provision within the TfN Constitution for substitute members to be appointed to the A & G Committee: this has been a reflection of the fact that members of the Committee are appointed for their skills and interest, rather than as a requirement on each Constituent Authority to nominate a representative. Also, until the Board agreed to extend the Authorities from which Audit & Governance members could be selected, it was originally confined to a more restricted pool of elected members.
- 3.8 TfN could choose to retain the existing provision of no substitutes and make no change. However, this would potentially miss an opportunity to engage interested Elected Members by allowing them to attend and contribute to meetings where main members are unavailable and would also potentially perpetuate the recent issues where some meetings have been inquorate due to unavailability of enough Elected Members. Officers therefore recommend that GPC recommends to the Board that substitute members be permitted for A & G Committee and that the Constitution be amended accordingly.
- 3.9 It is recommended that each of the 6 Elected Members on A & G Committee each will have a substitute and in future be comprised Members or substitute Members of the Board (not the Chair, or Vice Chair) or Elected Members of authorities which comprise the Constituent Authorities (other than TfN Scrutiny Members). The substitute members would be those in any particular yearly cycle who have been nominated as potential members, but not been appointed due to an excess of numbers over available seats. Officers would seek to ensure that Substitute Members are from different geographical locations within the TfN boundary.
- 3.10 If the Board is minded to accept such a recommendation, it is necessary to consider how main Members would approach nominating a substitute if they were unavailable for a particular meeting. TfN is not subject to political balance rules, so there is no restriction for that reason, although of course given the nature of the work of A & G Committee, political issues should not be relevant to Members' choices of a potential substitute. It is suggested that main Members, having been provided with a list of Substitute Members, be invited to appoint their substitute adopting a rota system, based on alphabetical order of last names, moving to the next substitute on the list. As stated above, Officers would seek to ensure that Substitute Members are from different geographical locations within the TfN boundary.

4. Corporate Considerations:

Financial Implications

- 4.1 There are no finance implications to TfN as a result of this report.

Resource Implications

- 4.2 There are no direct resourcing implications to TfN as a result of this report.

Legal Implications

- 4.3 Any legal implications are set out in the body of this report.

Risk Management and Key Issues

4.4 The are no direct risk implications as a result of this report.

Environmental Implications

4.5 There are no environmental implications associated with this report.

Equality and Diversity

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

Consultations

4.7 General Purposes Committee is being consulted on potential changes to the Constitution by virtue of this report. No further consultation is required.

5. Background Papers:

5.1 None.

6. Appendices:

6.1 None.

Glossary of terms, abbreviations and acronyms used

a) A & G	Committee Audit and Governance Committee
b) Board	Transport for the North Board
c) GPC	General Purposes Committee
d) TfN	Transport for the North