

Transport for the North Board – Item 4

Subject: Transport for the North Membership, Appointments to Transport for the North Board and Committees, and Amendments to the Transport for the North Constitution

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Sponsor: Sasha Wayne, Head of Legal Services

Meeting Date: Thursday 6 December 2018

1. Executive Summary:

1.1 This report invites the Board to note the revised Combined Authority arrangements in the North East, confirm several appointments to the Transport for the North Board and Committees that arise from these revised arrangements, give consideration to membership of the Audit and Governance Committee and address further vacancies that have arisen.

1.2 A number of issues within this report relating to the Combined Authorities in the North East and to the membership of the Audit and Governance Committee will require amendment to Transport for the North's Constitution and recommendations are presented for the consideration of the Board.

2. Recommendation:

2.1 The Board note the making of the Newcastle Upon Tyne, North Tyneside and Northumberland Combined Authority (Establishment and Functions) Order 2018 ('the Order'), the renaming of the existing Durham, Gateshead, Newcastle Upon Tyne, North Tyneside, Northumberland, South of Tyne and Sunderland Combined Authority (the North East Combined Authority (NECA)) to that of the Durham, Gateshead, South of Tyne and Sunderland Combined Authority (retaining the 'NECA' designation), and the creation of the Newcastle Upon Tyne, North Tyneside and Northumberland Combined Authority (the 'North of Tyne Combined Authority' (NTCA)).

2.2 The Board note and confirm the status of membership of NECA and NTCA as Constituent Authorities of Transport for the North as provided for within the Order.

2.3 The Board agree to a variation in the membership of the Audit and Governance Committee to permit a total of five members to be appointed from the membership of the Board.

- 2.4 The Board confirms the amendments to the Transport for the North Constitution arising from changes to Transport for the North's Constituent Authorities and the composition of the Audit and Governance Committee as shown at Appendix 1 to this report, including changes to the Voting Matrix.
- 2.5 The Board co-opts Mr Peter Kennan, the representative of the Sheffield City Region LEP as a Co-opted Member of the Transport for the North Board.
- 2.6 The Board agrees or otherwise confirms the following appointments -

Transport for the North Board

Appointing Body (position)	Retiring Member	Nominee
NECA (member)	Cllr Nick Forbes (not a member of the 'revised' NECA)	
NTCA (member)		Cllr Nick Forbes
NTCA (substitute member)		Cllr Peter Jackson
West Yorkshire Combined Authority (WYCA) (substitute member)	Cllr Wakefield	Cllr Susan Hinchcliffe
Hull (substitute member)	Cllr Mike Thompson	Cllr Gary Wareing
Sheffield Local Enterprise Partnership (co-optee)	Martin McKervey	Peter Kennan

Scrutiny Committee

Appointing Body	Retiring Member	Nominee
North East Combined Authority (NECA) (member)	Cllr Bruce Pickard (not a member of the revised NECA)	
NTCA		Councillor Carl Johnson
NTCA (substitute member)		Councillor Bruce Pickard
North Yorkshire (substitute member)		Cllr Paul Haslam
York (substitute member)		Cllr Peter Dew
Greater Manchester Combined Authority		Cllr Rachel Skillen

Rail North Committee

Appointing Body	Retiring Member	Nominee
NECA (member)	Cllr Nick Forbes	

NECA (substitute member)		
Tyneside Regional Group (member)		
Tyneside Regional Group (substitute member)		
WYCA (substitute member)		Cllr Susan Hinchcliffe
Tees Valley (substitute member)		Cllr Stephen Harker

Audit and Governance Committee – further appointments

	Nominee
Board representative	Cllr Keith Little (Cumbria)
Board representative	Cllr Liam Robinson (Liverpool City Region)
Board representative	Cllr Mark Winnington (Staffordshire)

- 2.7 The Board agree or otherwise confirm any appointments to casual vacancies arising as presented at paragraph 3.9 to this report.

3. Issues:

3.1 Changes to Combined Authority Arrangements in the North East - Board and Committee Appointments and Constitutional Amendments

There have been ongoing considerations among north-east local authorities concerning the future Combined Authority arrangements in the North East. The Newcastle Upon Tyne, North Tyneside and Northumberland Combined Authority (Establishment and Functions) Order 2018 came into force on 2 November 2018 and, so far as Transport for the North is concerned, had the principal effects of

- a) Changing the statutory name of the Durham, Gateshead, Newcastle Upon Tyne, North Tyneside, Northumberland, South Tyneside and Sunderland Combined Authority (known as the North East Combined Authority or 'NECA') to the Durham, Gateshead, South Tyneside and Sunderland Combined Authority (continuing to be known as NECA);
- b) establishing a new Combined Authority, the Newcastle Upon Tyne, North Tyneside and Northumberland Combined Authority (to be known as the North of Tyne Combined Authority or 'NTCA'), as a Constituent Authority of Transport for the North;
- c) increasing the number of Constituent Authorities to 20.

- 3.2 The principal procedural implications for Transport for the North Board and Committees of this new arrangement are:

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- a) The statutory membership of the Board increases to 20 members which will require recalculation of the voting matrix for both general matters (based on population) and rail franchise matters (based on rail passenger miles);
- b) The membership of the Scrutiny Committee increases to 20 members.
- 3.3 The population-based matrix has been reviewed and recalculated based on population figures from June 2016 (as required by the Transport for the North Regulations); this has determined the number of votes for each of the two north eastern Combined Authorities, and also identified that Lancashire County Council is now entitled to one additional vote.
- 3.4 The rail franchise weighed votes allocated to NECA have been assigned to the NECA and NCTA based on the original data underlying the original allocation. This has awarded 51 votes to NCTA and 14 votes to NECA.
- 3.5 The Rail North Committee is comprised of representatives of Regional Groups and where Authorities have a relatively low number of votes they have been combined into groups with their neighbours so that no group has less than 32 weighted votes. Since NECA now has 14 votes it is not considered appropriate for NECA to be represented separately on the Rail North Committee and it is proposed that the two Authorities together form a Regional Group for the North East (Tyneside) with one representative who will be entitled to cast the combined votes of the two Authorities.
- 3.6 Nominations for appointments to the Board and Committees have been invited from the new Combined Authorities and are shown at Paragraph 2.6 above. Consequential amendments required to the Transport for the North Constitution are shown at Appendix 1 to the report and the Board is asked at paragraph 2.4 above to confirm these matters. These Constitutional amendments are required to be made at this time on the basis of new legislation and/or the recommendations in this report. As such they sit outside the ongoing review of Transport for the North's Constitution.
- 3.7 **Audit and Governance Committee – Membership and Constitutional Amendments**

Members of the Board will be aware of issues encountered in achieving a quorum for meetings of the Audit and Governance Committee, a key component of Transport for the North's corporate governance arrangements. The issue of quoracy has been discussed with Independent Members of the Committee who requested that an option to address quoracy be brought to this meeting of the Board in advance of the Constitutional review exercise that is to be reported to the Board in February 2019.

3.8 The Monitoring Officer has received expressions of interest from three further Members/substitute Members of the Board indicating willingness to serve on the Committee (paragraph 2.6 refers). It is proposed that the membership of the Audit and Governance Committee be increased to allow all these Members to serve on the Committee. This would increase the appointed membership of the Audit and Governance Committee to five Board members which will in turn require an amendment to the Constitution as detailed in Appendix 1 to this report and recommended at paragraph 2.4 above.

3.9 **Other Appointments**

a) Transport for the North Board – Sheffield Local Enterprise Partnership have nominated Peter Kennan in place of their retiring member Martin McKelvey and consent to the co-option has been requested from all Members.

b) Scrutiny Committee – Several authorities have forwarded nominations in relation to vacant positions on the Committee and these are shown at paragraph 2.6 above.

3.10 **Vacancies**

There are a number of vacancies on Transport for the North's Boards and Committees and nominations have been further sought from the appointing or nominating bodies. Nominations to these positions may be made at the Meeting.

4. Options Considered:

4.1 No alternate options have been considered. Appointments to the Transport for the North Board and Committees are necessary for the effective conduct of Transport for the North business. As the governing document of Transport for the North, it is essential that the Constitution reflects accurately the governance arrangements of Transport for the North.

5. Appendices:

5.1 Appendix 1 – Proposed amendments to Transport for the North Constitution.

List of Background Documents

No background papers were referred to in the preparation of this report.

Required Considerations

Equalities:

Age		No
Disability		No
Gender Reassignment		No
Pregnancy and Maternity		No
Race		No
Religion or Belief		No
Sex		No
Sexual Orientation		No

Consideration	Comment	Responsible Officer	Director
Equalities	A full Impact assessment has not been carried out because this report relates to procedural matters considered not to have equality issues.	Mark Hardman	Dawn Madin

Environment and Sustainability

	No
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Consideration	Comment	Responsible Officer	Director
Sustainability / Environment	A full impact assessment has not been carried out because this report relates to procedural matters only.	Mark Hardman	Dawn Madin

Legal

Yes	
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Consideration	Comment	Responsible Officer	Director
Legal	The legal implications have been considered and are included in the report.	Mark Hardman	Dawn Madin

Finance

	No
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Consideration	Comment	Responsible Officer	Director
Finance	Financial implications have been considered and are included in the report.	Mark Hardman	Dawn Madin

Resource

	No
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Consideration	Comment	Responsible Officer	Director
Resource	Transport for the North HR Team has confirmed there are no resource implications.	Mark Hardman	Dawn Madin

Risk

	No
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Consideration	Comment	Responsible Officer	Director
Risk	A risk assessment has been carried out and the key risks are included in the report.	Mark Hardman	Dawn Madin

Consultation

	No
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Consideration	Comment	Responsible Officer	Director
Consultation	A consultation has not been carried out because of the nature of the procedural matters concerned.	Mark Hardman	Dawn Madin



Item 4, APPENDIX 1

Proposed Amendments to Transport for the North Constitution.

Clause	Current Provision	Proposed Provision	Commentary
1.4	"The Constituent Authorities" mean the local transport authorities who proposed the creation of Transport for the North namely:	"The Constituent Authorities" mean the local transport authorities in the North, namely:	The establishment of a new authority means it is no longer appropriate to maintain the current form of words.
	The list of Constituent Authorities includes the previous form of the North East Combined Authority.	Include reference to the North East Combined Authority and the North of Tyne Combined Authority in the list of Constituent Authorities.	The new text will comprise the statutory name of each Combined Authority and reference their adopted 'business' names.
3.1 11.2.1	Various references to 19 Constituent Authorities	Amend to 20 Constituent Authorities	
22.1.1	With reference to the Audit and Governance Committee, "Membership comprises four members of Transport for the North (not the Chair, or Vice Chair) appointed by Transport for the North"	"Membership comprises five members of Transport for the North (not the Chair, or Vice Chair) appointed by Transport for the North"	



24.3	<p>Re. Rail North Committee – Member Groups</p> <table border="1" data-bbox="331 344 882 456"> <tr> <td data-bbox="331 344 607 456"> <ul style="list-style-type: none"> North East Combined Authority </td> <td data-bbox="607 344 882 456">1 member</td> </tr> </table>	<ul style="list-style-type: none"> North East Combined Authority 	1 member	<ul style="list-style-type: none"> North East Combined Authority North of Tyne Combined Authority 	1 member	The two Combined Authorities will form a 'Member Group' for the purposes of membership of the Rail North Committee as they cover the same area and mileage as the former Combined Authority.
<ul style="list-style-type: none"> North East Combined Authority 	1 member					
App 1	The Sub-National Transport Body (Transport for the North) Regulations 2018.	Include an addendum note noting the amendment made by the Newcastle Upon Tyne, North Tyneside and Northumberland Combined Authority (Establishment and Functions) Regulations 2018.		The amendment relates to membership/Constituent Authorities of Transport for the North.		
App 2	The Voting Matrix	The revised Appendix/Voting Matrix is attached.				
App 3	Financial Contributions: proportion of the Rail North Supplemental Payment where received to be paid to Transport for the North "North East Combined Authority 10%"	"North East Combined Authority/North of Tyne Combined Authority 10%"		It is assumed that the Rail North Supplemental Payment will remain the same in total across the two Combined Authorities. Any change in this assumption will be included within the Constitutional Review report in February 2019.		
App 9	Governance Framework, referencing membership of the Audit and Governance Committee "4 members of Transport for the North Members' Board"	"5 members of Transport for the North Members' Board"				

Item 4, Appendix 2 – THE VOTING MATRIX (Amended 2018)

Constituent Authorities	Population 2015	Population 2017	200,000 Or part	RN Votes
Greater Manchester CA	2,756,162	2,798,799	14	223
West Yorkshire CA	2,281,718	2,307,035	12	209
North East CA ('new' form)	1,957,152	1,152,885	6	14
North of Tyne CA		819,345	5	51
Liverpool CR CA	1,524,558	1,544,420	8	59
Sheffield CR CA	1,374,655	1,393,445	7	78
Lancashire CC	1,191,691	1,201,855	7	55
Tees Valley CA	667,469	672,497	4	33
North Yorkshire CC	602,277	611,633	4	32
Cumbria CC	497,996	498,375	3	40
Cheshire East	375,392	378,846	2	21
East Riding of Yorkshire	336,685	338,061	2	9
Cheshire W. and Chester	333,917	337,986	2	11
Hull City	258,995	260,673	2	13
Warrington	207,695	209,704	2	12
City of York	206,856	208,163	2	54
North Lincolnshire	169,820	171,294	1	4

NE Lincolnshire	159,570	159,826	1	6
Blackburn with Darwen	146,846	148,772	1	6
Blackpool	139,578	139,870	1	15
Total Votes			86	

Rail North Authorities				
Staffordshire	(862,562)			1
Nottinghamshire	(805,848)			3
Derbyshire	(782,365)			14
Lincolnshire	(736,665)			7
Nottingham	(318,901)			15
Stoke-on-Trent	(251,648)			8
Total Votes			86	993

A resolution which requires a vote would need 44 votes to be carried. A matter requiring a super-majority would need 64 votes and 11 constituent authorities voting in favour. "Rail North matters" would be determined on the basis of the Rail North voting metrics.

Notes

- 1) Column 1 authorities are CAs/LTAs on their existing boundaries.
- 2) Column 2 population figures are ONS 2015 mid-year estimates based on current CA/LTA boundaries.
- 3) Column 3 population figures are ONS mid-year 2017.
- 4) Column 4 awards one vote to each CA/LTA for each 200,000 or part thereof of resident population.
- 5) Column 5 shows the number of votes each CA/LTA has as a member of RNL, based on one vote for each 0.1% of passenger miles on the Northern/TPE franchises relating to their area.