

Report to CABINET

Appointments to Cabinet Sub-Committees and Joint Committee

Portfolio Holder:

Councillor Arooj Shah, Leader of the Council

Officer Contact: Elizabeth Drogan, Head of Democratic Services

21st June 2021

Reason for Decision

To seek appointments from the Cabinet to:

1. The Failsworth Trust Cabinet Sub-Committee
2. The Local Investment Fund Cabinet Sub-Committee
3. The Commisising Partnership Board
4. The Shareholder Cabinet Sub-Committee

Recommendations

That the Cabinet appoint Members of the Cabinet to the Cabinet Sub-Committees, with full delegated powers as per the Terms of Reference as detailed within the appendances to the report.

Appointments to Cabinet Sub-Committees and Joint Committee

1 Background

Failsworth Trust Cabinet Sub -Committee

- 1.1 The Failsworth Trust Committee is a sub-committee of the Cabinet which deals with the land in Failsworth which is held by the Council on charitable trust.
- 1.2 The Council holds the freehold title in trust for the subject site shown edged red on the plan at Appendix 2.
- 1.3 The charitable trust extends to two areas – the formal Lower Memorial Park area which measures circa 9.4 acres and acquired by the Council in 1922 and the naturalised area to the North of the Lancaster Club which measures circa 11.75 acres and acquired by the Council in 1924.
- 1.4 The formal Lower Memorial Park was registered by the Charity Commission on 19 January 2011 (1139908) and the area to the North of the Lancaster Club was registered with the Charity Commission on 24 June 2010 (1136597). The purpose of both charitable trusts is to provide a recreational ground. The Cabinet previously established a sub-committee of three to consider issues relating to the trust. Given the new composition of the Cabinet, new members of the sub-committee are requested to be appointed. Terms of reference are attached at Appendix 1.

Local Investment Fund Cabinet Sub-Committee

- 1.5 In May 2019 the Council resolved that a Local Improvement Fund (LIF) should be established. The LIF is a £500k fund that all elected members and District Teams can access through a bidding process. The terms of Reference are attached at Appendix 2.
- 1.6 Cabinet previously established a sub-committee of three to oversee the LIF application process and approve successful grant applications and 3 appointments to the sub-committee are requested.

Commissioning Partnership Board

- 1.7 In June 2018 Cabinet agreed to establish a Joint Committee of Oldham Council and Oldham Clinical Commissioning Group (Commissioning Partnership Board) under Regulation 10 (2) of the NHS Bodies and Local Authorities Partnership Arrangements Regulations 2000, to undertake Executive functions within the Boards Terms of Reference.
- 1.8 Cabinet agreed to delegate authority to the Joint Committee to undertake joint commissioning functions that were Executive functions to a Commissioning Partnership Board within the procedures set out in the terms of reference, as detailed at Appendix 3 supporting the section 75 agreement(s) that would enable a scaling up of the integration of health and care commissioning in Oldham. It is requested that the Leader, Statutory Deputy Leader, Cabinet Member for Health and Social Care and Cabinet Member for Children and Young People area appointed to the Joint Committee.

Shareholder Cabinet Sub-Committee

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- 1.9 In October 2018 the Cabinet established a Shareholder Cabinet Sub-Committee to have responsibility for exercising “shareholder control”, with regard to wholly owned Council companies. The Shareholder Committee safeguards the Council’s interest as shareholder, and take decisions in matters that require the approval of the Council as owner of the company. Decisions in relation to the day to day operation o. f the company are taken by the directors of the company. The Terms of Reference are attached at appendix 4. It is requested that 4 appointments are made to the Shareholder Cabinet Sub-Committee.

2 **Current Position**

- 2.1 Membership in 2020/21 of the Failsworth Trust Sub-Committee was:-
- The Council Leader
 - The Deputy Leader (Statutory)
 - The Cabinet Member for Housing
- 2.3 Membership in 2020/21 of the Local Investment Fund Cabinet Sub Committee was:
- The Council Leader
 - The Deputy Leader (Statutory)
 - Cabinet Member for Finance and Low Carbon
- 2.4 Membership of the Commisioing Partnership Board in 2020/21 was:
- The Council Leader
 - The Deputy Leader (Statutory)
 - Cabinet Member for Health and Social Care
 - Cabinet Member for Children and Young People
- 2.5 Membership in 2020/21 of the Shareholder Cabinet Sub- Committee was:
- The Council Leader
 - The Deputy Leader (Statutory)
 - Cabinet Member for Finance and Low Carbon
 - Cabinet Member for Neighbourhoods (now Statutory Deputy)

3 **Options/Alternatives**

- 3.1 Option 1 – appoint new members to the Sub-Committees/JointCommittee, with full delegated powers.

Option 2 – do nothing. The Cabinet could make decisions in relation to the Local Investment Fund, Lower Memorial Park and the S.75 agreement/budgets/Shareholder.

4 **Preferred Option**

- 4.1 Option 1 – appoint new members to the Sub-Committees, with full delegated powers.

5 **Consultation**

5.1	n/a
6	Financial Implications
6.1	n/a
7	Legal Services Comments
7.1	These are contained within the body of the report.
8.	Co-operative Agenda
8.1	Appointing new members will enable the Council to meet its duties in relation to the charitable trusts most efficiently.
9	Human Resources Comments
9.1	n/a
10	Risk Assessments
10.1	n/a
11	IT Implications
11.1	n/a
12	Property Implications
12.1	n/a
13	Procurement Implications
13.1	n/a
14	Environmental and Health & Safety Implications
14.1	n/a
15	Equality, community cohesion and crime implications
15.1	None
16	Equality Impact Assessment Completed?
16.1	No
17	Key Decision
17.1	No
18	Key Decision Reference
18.1	n/a
19	Background Papers

19.1 None

20 **Appendices**

- 20.1 Appendix 1 – Failsworth Trust Sub-Committee Terms of Reference
Appendix 2 – LIF Cabinet Sub-Committee Terms of Reference
Appendix 3 – Commisising Partnership Board
Appendix 4 – Shareholder Cabinet Sub-Committee
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Terms of Reference

- 4.1 The Failsworth Trust Committee (“the Trust”) will at all times act in the best interests of the Trust and in accordance with the provisions of the Charities Act 1993 and other applicable statutes and legal principles relating to the management of land which is held for charitable purposes.
- 4.2 The Trust will use all reasonable endeavours to further the object of the Trust which is that the land to the north of the Lancaster Club (comprising 11 ¾ acres of land acquired by the former Failsworth Urban District Council on 4 January 1924 from Constance Mary Solly Flood) be used for the purposes of a recreation ground.
- 4.3 The Committee will comprise 3 Members of the Council’s Cabinet, appointed by the Cabinet. The Chair will be appointed by the Committee from among their number at their first meeting.
- 4.4 Meetings will normally be held in a location which is accessible and acceptable to all members. Where possible the accommodation will be provided by Oldham Borough Council.
- 4.5 Meetings will be held quarterly provided that the Chair is of the opinion there is sufficient business to consider.
- 4.6 Any items for the agenda should be sent to the Chair four weeks before the meeting.
- 4.7 An agenda and other relevant papers will be dispatched to all members at least five working days before the meeting, by Oldham Borough Council’s Head of Constitutional Services.
- 4.8 Meetings will be administered by the Head of Constitutional Services.
- 4.9 All meetings will be minuted by the Head of Constitutional Services and the minutes sent to all members within ten working days of the meeting.
- 4.10 Any members of the Failsworth Trust Committee must declare at the beginning of the meeting, or at any other appropriate stage, whether they are affected by a conflict of interest or conflict of duties in relation to any item on the agenda. If they have a personal interest, they must not speak or vote on the item. If a potential conflict of interest or duty arises from any matter, a member shall consider whether to withdraw. However, provided that the all members agree and the member acts in the best interests of the Trust and after receiving independent advice or recommendations, a member is permitted to consider and vote on the matter.
- 4.11 Any proposal for alteration of the arrangements of the meetings of the Failsworth Trust Committee shall be considered by the Failsworth Trust Committee. Any such proposal should be subject to one month’s notice, and the proposed alteration sent with the Agenda to all members.
- 4.12 **Voting Procedures and Quorum** - Each of the Trust Committee members shall have one vote, each vote carries equal weight and decisions of the Failsworth Trust Committee shall
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be made on a majority vote. A meeting of the Failsworth Trust Committee will only be considered quorate if at least two voting members are present. In the event of a tied vote the Chair shall have the casting vote.

- 4.13 The Failsworth Trust Committee has legal capacity to make and implement decisions in its own right without the need for ratification by the Council.
- 4.14 Decisions of the Failsworth Trust Committee will be binding both on the said Committee and on Oldham Borough Council.
- 4.15 **Administration and Support** - The Head of Constitutional Services for Oldham Borough Council will service the Failsworth Trust Committee. Meetings of the Failsworth Trust Committee will be convened by and attended by the Head of Constitutional Services, or such other officer as the Head of Constitutional Services so appoints, and other officers of Oldham Borough Council may be required to attend as and when required.

Terms of Reference

1. Name of Group

The Sub-Committee shall be called The Local Improvement Fund Committee.

2. Purpose of the Group

The purpose of the Sub-Committee of Cabinet is to allocate funding from the Local Improvement Fund to projects across the borough which promote and pursue the aims and objectives of the individual District Priorities.

The Sub-Committee is a constituted meeting of the Council is subject to the Council's procedure rules, Cabinet procedure rules and the access to information procedure rules, as set out in the Council's Constitution, unless stated otherwise in these terms of reference.

3. Duties and Powers

The Council has committed to resource a £500k Local Improvement Fund to provide funding for projects that meet local need as identified in the District Priorities. Members of the Sub-Committee will be required to declare interests, as set out in the Council's Members Code of Conduct.

Written Public Questions may be submitted to, and asked at, the Sub-Committee meeting but all matters must be within the remit of the terms of reference of the Sub-Committee (see section 2).

4. Reporting Arrangements

The Minutes of the Sub-Committee will be submitted to the Cabinet.

5. Membership

The Sub-Committee of Cabinet will comprise of 3 Members of the Council's Cabinet, appointed by Cabinet.:

- Leader of the Council
- Deputy Leader of the Council
- Cabinet Member for Finance and Low Carbon

6. Voting Procedures and Quorum

Each of the Sub-Committee Members shall have one vote.

In the case of equality of votes, the Chair shall have the casting vote. The quorum of the Sub-Committee is three Cabinet Members.

7. Frequency of Meetings

Meetings will take place as and when required, but not less than once a year.

All meetings will take place in Oldham Civic Centre, unless specifically pre-arranged at an alternative venue.

Agendas will be circulated to Members five clear working days before a meeting, by Constitutional Services at Oldham Council.

8. Support

The meetings will be administered and serviced by Constitutional Services. The Strategic Director for Reform and Director of Finance or their nominated representatives, will attend all meetings.

9. Review

These terms of reference will be reviewed annually at the first meeting of the Cabinet in the municipal year.

Commissioning Partnership Board

The Commissioning Partnership Board shall:

- a. Take responsibility for the management of partnership arrangements in accordance with such section 75 agreement or agreements that the Oldham Clinical Commissioning Group (CCG) and the Council may from time to time agree, including monitoring the arrangements and receiving reports and information on the operation of the arrangements;
- b. Together with the Commissioning Committee provide assurance to the Governing Body, CCG members and other relevant parties on delivery of statutory functions and responsibilities exercisable by the CCG.

The Commissioning Partnership Board will:

- a. Support the Health and Wellbeing Board to set the high-level commissioning strategy and health and wellbeing outcomes for the Borough in order to meet assessed population, community and individual need within the financial resources of the pooled funds over which the Commissioning Partnership Board has control.
- b. Make commissioning recommendations for the financial resources not controlled by the Commissioning Partnership Board.
- c. Support the dissolving of traditional boundaries between commissioning and provision of services in Oldham to improve outcomes for Oldham population against the agreed Oldham Cares Outcomes Framework.
- d. Have responsibility for all matters relating to the pooled funds as may be set out in a Section 75 agreement.
- e. Develop, implement and monitor those elements of the Alliance contract for the Oldham Integrated Care Organisation that relate to the provision of services that are subject to the integrated commissioning arrangements.
- f. Make recommendations regarding the other elements of the Alliance contract for the Oldham Integrated Care Organisation (ICO).
- g. Recommend the high level parameters for the Strategic Commissioning Function.
- h. Recommend the high level parameters for the Primary Care and Community and Social Care Clusters within the ICO.
- i. Recommend that appropriate contracting mechanisms are in place within the ICO Alliance and outside of ICO arrangements e.g. specialist hospital services.
- j. Maintain a strategic overview and assurance role on behalf of the Health and Wellbeing Board to ensure implementation and delivery of the agreed high level strategies and outcomes set jointly between Oldham CCG and Oldham Council.
- k. Monitor and review high level outcomes and performance data to ensure that the ICO is achieving the goals established by commissioners for the transformation of health and social care services against the Oldham Cares Outcomes Framework.

8. Objectives

The objectives of the Commissioning Partnership Board are;

- a. To govern the arrangements for integrated commissioning in the Oldham borough providing assurance to NHS Oldham CCG and Oldham MBC that their statutory and mandatory responsibilities and strategic objectives are being met and that their combined resources are being utilised to best effect.
 - b. To provide assurance to Oldham Health and Wellbeing Board, NHS Oldham CCG and Oldham MBC for the achievement of the agreed outcomes, commissioning strategies and plans within the available financial envelope.
 - c. To prepare an annual integrated commissioning strategy, setting out specific goals and outcomes for commissioning in the Borough and the intentions of the whole system to transform health and social care delivery in order to reflect best practice and value for money.
 - d. Within the integrated commissioning strategy, describe how the outcomes and objectives set out in the Section 75 Agreement and the high level strategic goals and outcomes of NHS Oldham CCG and Oldham MBC will be achieved.
 - e. To commit resource at high level within the pooled fund(s) to achieve the objectives of the integrated commissioning strategy through the Oldham Cares system structure.
 - f. To develop a joint financial plan to underpin the overall commissioning strategy and providing direction in relation to investments and savings to be made jointly by the Council and CCG.
 - g. To oversee the implementation of the integrated commissioning strategy.
 - h. To set the high level quality standards for, and monitor and review the outcomes and performance for commissioned services within the s.75 agreement, identifying areas of good practice and taking action where outcomes and performance fall short of requirements.
 - i. To ensure that the prescribed functions of Oldham Council and Oldham NHS CCG are properly and effectively discharged through the pooled funds and the strategic commissioning arrangements as appropriate.
 - j. To ensure the engagement of stakeholder groups - including users, patients, carers, providers and community organisations - in the commissioning cycle and the co-design of commissioned services and the formulation of strategy as appropriate.
 - k. To provide assurance to the Health and Wellbeing Board, CCG Governing Body, Oldham Council Cabinet and the Council's Overview and Scrutiny Committees of the quality and safety of commissioned services within the Section 75 agreement, of the proper and effective use of resources in the pooled fund and of the achievement of agreed strategy and outcomes.
 - l. To conduct all business in accordance with the provisions of the Section 75 Agreement including the standards on partnership behaviours and the code of conduct on conflicts of interest.
 - m. To be fully aware of the Greater Manchester integrated commissioning arrangements as they develop in the context of the Greater Manchester Devolution Agreement and ensure full alignment between the arrangements in the Oldham borough, the North East sector, and the city region.
 - n. To identify, record, mitigate and manage all risks associated with strategic integrated commissioning, including the maintenance of a risk register which will be included on the risk registers of both NHS Oldham CCG and Oldham MBC.
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- o. To review regular high-level performance and financial monitoring reports relating to strategic integrated commissioning and the pooled fund and ensure, if required, appropriate action is taken to ensure annual delivery of expected performance targets and approved schemes within permitted budget for the financial year.
 - p. To promote improvement and innovation and demonstrate leadership in pursuing the objectives and upholding the principles underpinning the ways of working in the newly established partnership.
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Oldham Council Unity Partnership Shareholder Committee

Terms of Reference

Overview

1. The Council has established the Unity Partnership as a wholly owned company The Council is the sole shareholder in the company. Shareholding is an executive function.
2. Under the Executive arrangements operated by the Council, executive power is vested in the Leader of the Council. The Leader of the Council therefore has the authority to determine how the Council is to be represented in its role as the shareholder of its companies.
3. The Leader of the Council has delegated responsibility for the shareholder function, in relation to the Companies, to the members of the Cabinet.
4. The members of the Cabinet will therefore form a Shareholder Sub-Committee to carry out this responsibility.
5. The Shareholder Committee will obtain advice from Council officers as required.
6. Responsibility for the day to day operation and management of the Companies (including the responsibility for internal processes and staffing matters) vests in that Company's Board of Directors, who must ensure that the Company's business is conducted in accordance with the terms of the Company's Shareholders' Agreement and its Articles of Association.

Terms of Reference of the Shareholder Committee

The Shareholder Sub-Committee will:

1. Safeguard the Council's investment in the Company and ensure the Company complies with the Council's corporate objectives and maximise outcomes in line with Council policy.
2. Approve the Shareholder's Agreement, where applicable.
3. Receive, review and comment on the annual report and financial accounts of the Council Company and agree how these are to be published and circulated.
4. Appoint (at least annually) and remove Company Directors and ensure directors operate in accordance with the Council Companies' objectives.
5. Agree the employment of any non-executive or external Directors and the basis on which these directors will be remunerated.
6. Appoint the Company auditors.
7. Determine the distribution of any surplus or the issue of any dividends from the Council Company, in accordance with the Shareholder's Agreement, and exercise any other strategic functions flowing from the Council's ownership of shares.
8. Approve any frameworks within which the Council interfaces with the Council Company (e.g. a code of conduct for how Council officers interact with the Company).
9. Exercise any reserved powers set out in the Company's Shareholder Agreement or Articles of Association.
10. Refer any conflicts arising between the Council Company and other Council-owned companies to the Cabinet for resolution.
11. Grant an indemnity to all Members and Officers acting as Directors on the company Board.

Meetings of the Shareholder Committee

1. Meetings will be operated in accordance with the Local Authorities (Executive Arrangements) (Meetings and Access to Information) (England) Regulations 2012, requiring that:
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- Agendas are published 5 clear working days in advance of meetings. Private meetings are notified 28 days in advance. Otherwise urgency
 - rules will apply, requiring the agreement of the Chair of Scrutiny. Key decisions will be notified 28 days in advance. Otherwise urgency rules will apply, requiring that the Chair of Scrutiny is informed (or if less than 5 clear days in advance, agrees).
 - Members of Council will be able to attend public and private parts of meetings.
 - Members of the public will be able to attend the public part of meetings.
 - Meetings will be scheduled at annually.
2. Extraordinary meetings can be called at any time by the Leader of the Council or the Board of Directors. The quorum is 3 and must include either the Leader of the Council or Deputy Leader.
 3. Substitutions will not be allowed.
 4. Meetings will be chaired by the Leader of the Council or in their absence, the Deputy Leader.
 5. Meetings will also be attended by the Company Directors, the Company Secretary and the Shareholder Committee advisors.
 6. At each meeting the Chair will approve the minutes of the previous meeting.
 7. The Shareholder Committee will take decisions in respect of the Council's total holdings in the Company.
 8. Decisions will be taken by consensus of those present unless any member of the Shareholder Group requires a vote, in which case a majority decision will be taken with each member present having a single vote. In the event of a tied vote the Chair will have a casting vote.

Voting Procedures and Quorum

1. Each member of the Shareholder Committee shall have one vote, each vote carries equal weight and decisions of the Shareholder Committee shall be made on a majority vote. In the event of a tied vote the Chair shall have the casting vote.
2. The Shareholder Committee has legal capacity to make and implement decisions in its own right without the need for ratification by the Cabinet.
3. Decisions of the Shareholder Committee will be binding both on the said Committee and on Oldham Borough Council.

Relationship to the Performance and Value for Money Select Committee (Overview and Scrutiny Committee)

1. The Council's Performance and Value for Money Select Committee(PVFM) retains its scrutiny function in relation to the Shareholder Committee.
2. The Committee will be able to call the Shareholder Sub-Committee and its advisors to account for the progress and performance of the Company in accordance with a scrutiny protocol.

NOTE: Company Directors act in a way that is legally independent from the Council, in order to promote the best interests of the company
