

Report to CABINET

Appointments to Cabinet Sub-Committees and Joint Committee

Portfolio Holder:

Cllr Arooj Shah, Leader of the Council

Officer Contact: Peter Thompson, Constitutional Services

15th July 2024

Reason for Decision

To seek appointments from the Cabinet to:

1. The Local Investment Fund Cabinet Sub-Committee
2. The Shareholder Cabinet Sub-Committee
3. Oldham Integrated Care Partnership

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 appendices to the report.

Appointments to Cabinet Sub-Committees and Joint Committee

1 Background

Local Investment Fund Cabinet Sub-Committee

1.1 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 1.

1.2 Cabinet previously established a sub-committee of three members to oversee the LIF application process and approve successful grant applications and accordingly three appointments to the sub-committee are requested.

Shareholder Cabinet Sub-Committee

1.3 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 of the company are taken by the directors of the company. The Terms of Reference are attached at Appendix 2. It is requested that 4 appointments are made to the Shareholder Cabinet Sub-Committee.

Oldham Integrated Care Partnership

1.4 In March 2024 the Cabinet agreed to disband the Commissioning Partnership Board, which had been a Joint Committee of Oldham Council and NHS Greater Manchester Integrated Care Board (GM ICB) for the s75 Agreement and moved the business of the s75 into Oldham Integrated Care Partnership Committee (formerly named Oldham Integrated Care Partnership Locality Board). Oldham Integrated Care Partnership Committee is a sub-group of Greater Manchester (GM) ICB and is established to operate with specific delegations. Membership of the Committee includes representatives from Oldham Council and GM ICB, as well as wider partner organisations, including commissioned health providers, the VCFSE sector and Healthwatch Oldham. The changes were designed to ensure there is robust stewardship and decision-making in relation to the aligned/pooled budget under the s75 Agreement by Oldham Council and NHS GM ICB, but in addition, would allow for discussions to take place with wider health and care partners.

1.5 Cabinet agreed to establish a Joint Committee of Oldham Council and Oldham Clinical Commissioning Group (Oldham Integrated Care 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.

- 1.6 Cabinet agreed to delegate authority to the Joint Committee to undertake joint commissioning functions that were Executive functions to a Oldham Integrated Care 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, Cabinet Member for Adults, Health and Wellbeing, Cabinet Member for Children and Young People and the Cabinet Member for Don't Trash Oldham be appointed to the Joint Committee.

2 **Current Position**

- 2.1 Membership of the Sub-Committee is referred to in the Terms of Reference.

3 **Options/Alternatives**

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

Option 2 – do nothing. The Cabinet could make decisions in relation to the Local Investment Fund 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 Implications**

- 7.1 These are contained within the body of the report.

8 **Equality Impact - including implications for Children and Young People**

- 8.1 Not applicable.

9 **Key Decision**

- 9.1 No
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10 **Key Decision Reference**

10.1 n/a

11 **Background Papers**

11.1 None.

12 **Appendices**

12.1 Appendix 1 – LIF Cabinet Sub-Committee Terms of Reference
Appendix 2– Shareholder Cabinet Sub-Committee
Appendix 3– Oldham Integrated Care Partnership

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 three Members of the Council's Cabinet, appointed by Cabinet.:

- Leader of the Council
- Statutory Deputy Leader of the Council
- Cabinet Member for Value for Money and Sustainability

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.

Oldham Council Shareholder Committee

Terms of Reference

Overview

1. The Council has established MioCare and Northern Roots as a wholly owned company. The Council is the sole shareholder in the companies. 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 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.
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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:
 - 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 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 Statutory Deputy Leader.
3. Substitutions will not be allowed.
4. The Council shall appoint 4 members of the Cabinet – the Leader of the Council, the Statutory Deputy Leader, the Cabinet Member for Value for Money and Sustainability and the Cabinet Member for Don't Trash Oldham.
5. Meetings will be chaired by the Leader of the Council or in their absence, the Statutory Deputy Leader.
6. Meetings will also be attended by the Company Directors, the Company Secretary and the Shareholder Committee advisors.
7. At each meeting the Chair will approve the minutes of the previous meeting.
8. The Shareholder Committee will take decisions in respect of the Council's total holdings in the Company.
9. Decisions will be taken those present, with 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 Governance Strategy and Resources Scrutiny Board

1. The Council's Governance Strategy and Resources Scrutiny Board 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.
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