

**ESPO MANAGEMENT COMMITTEE – 26<sup>TH</sup> NOVEMBER 2018****REPORT OF THE CONSORTIUM SECRETARY****ESPO MEMBER MEETINGS - USE OF SKYPE****Purpose**

1. The purpose of this report is to seek the views of the Management Committee on suggested changes to ESPO member meetings taking into account recent discussions about greater use of technology to ease demands on members' time.

**Current Structure**

2. The current arrangements for member and officer meetings for ESPO are as follows:-

**Chief Officer Group**Role

To advise the Management Committee on business strategy, performance and key issues and to work with the Director of ESPO.

Membership

One chief officer from each member authority.

Meeting Frequency

Four meetings scheduled to feed into quarterly meetings of Management Committee.

**Finance and Audit Subcommittee**Role

- Develop better understanding of the financial planning process undertaken by ESPO.
- Support the financial planning process by reviewing the content and presentation of draft financial plans for the Management Committee.
- To contribute to the setting of financial performance targets and the monitoring of efficiencies.
- Receiving and reviewing reports on monitoring of budgets and performance and other financial management.
- Received and reviewing audit and governance reports.

Membership

One member nominated by each Authority. Quorum is a minimum of 3 members.

Meeting Frequency

Two meetings per year in February and May

**Management Committee**Role

Overall strategic responsibility for management oversight and direction of ESPO. Sole decision maker.

Membership/Quorum

Two nominated members of each member authority (at least 1 member needs to be present from 4 member authorities)

Meeting Frequency

4 meetings per year (February/June/September/December)

**Pressures on member and officer time**

3. Member attendance at meetings has been declining. The time pressures on members of the Management Committee are significant as many are portfolio holders at their respective authorities. The tables below show the declining attendance.

**Management Committee**

28 February 2018	4 (+5 online)
29 November 2017	7
20 September 2017	9
21 June 2017	11
28 February 2017	10

**Finance and Audit Subcommittee**

9 May 2018	2 (inquorate meeting)
7 February 2018	4
24 May 2017	Cancelled (elections)
7 Feb 2017	4

### **New technology**

4. The introduction of Skype within Leicestershire County Council and at other Councils offers the opportunity to consider how we can use this to reduce the pressure on member and officer time whilst at the same time ensuring that there is regular engagement with members and officers to ensure the proper governance of ESPO and now the new trading company.
5. Use of Skype (audio) has been tested with ESPO COG with reasonable success and issues with the system have now been ironed out. It was hoped to test Skype with a video facility at the next COG meeting on January 9<sup>th</sup> 2019.

### **Legal Issues**

6. Whilst the technology and systems can be put in place there is a complication concerning quorum and voting. The Local Government Act makes it clear that those taking part in a council meeting should be physically present in the place where the meeting is taking place. In 2016 the Government (DCLG as it was then) consulted on proposals to allow joint committees and combined authorities to hold formal meetings using video conferencing facilities. That consultation finished on 11<sup>th</sup> January 2017 but nothing further has been issued on this subject. So the current legal position is that only those physically present at the meeting count for the purposes of a quorum and can vote.
7. With regard to the Skype meetings if there are any issues which require a formal decision, one option to overcome the legal issues would be to put in place a protocol whereby following the meeting a letter would be sent to all members setting out the decision taken at the Skype meeting and asking if any member wished to object to the decision taken and to do so within a week. If an objection were to be received then a special meeting would be called unless it was possible to defer consideration to the next formal meeting. If no objection was received within the timescale the decision would be implemented by the Consortium Secretary using delegated powers. This protocol would need to be agreed by all constituent bodies and reflected in the Constitution and so could not be introduced immediately.

### **A possible way forward**

8. If the Management Committee were minded to explore the option of conducting some, not all, meetings via Skype the following suggestion is put forward.
  - 4 meetings of ESPO Management Committee (two as Skype Meetings)
  - Retain the Finance and Audit Subcommittee (two meetings – one as a Skype meeting).

- 4 meetings of Chief Officer Group (COG) – all but one as Skype Meeting.
- ESPO Trading - Board Meetings

Meetings of the Board to follow COG. Meetings of the Shareholder Group would follow the attended meetings of the Management Committee– (i.e. 2 per year –June and September). It should be noted that there is no restriction on holding Shareholder meetings via Skype.

***(Note that the restriction on quorum and voting are not an issue as the local government rules do not apply).***

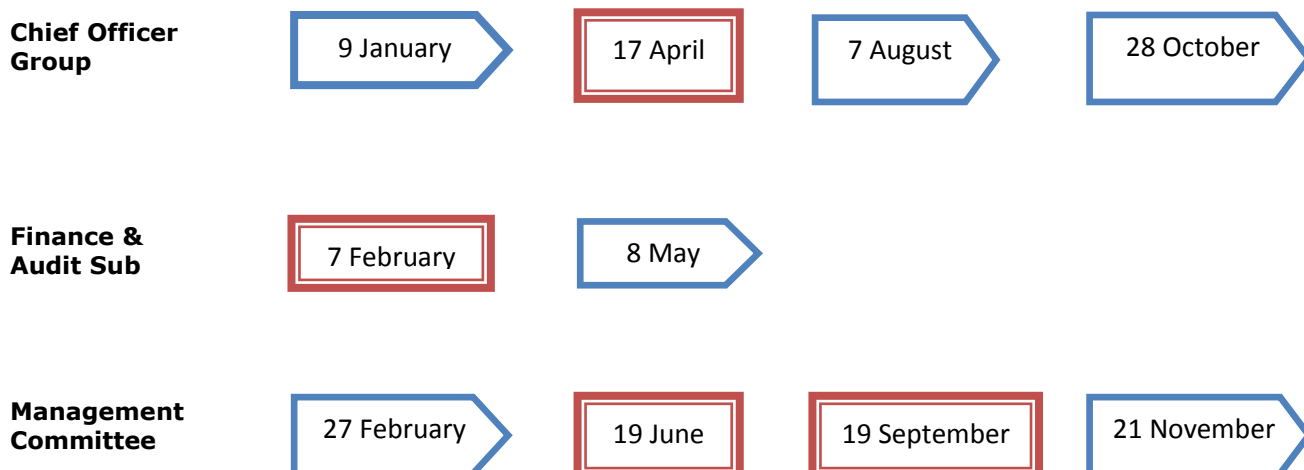
### **Rationale for Skype and attended meetings**

9. An analysis of the reports made to the Management Committee and the Finance and Audit Subcommittee has been undertaken. This analysis showed that the key dates when it could be necessary to convene **3 attended** meetings would be as follows, but could be reduced to **2 attended** meetings if the Finance and Audit Subcommittee in February (an attended meeting) presented recommendations on the MTFS which were then approved by the Management Committee under the 'no objection' protocol described above.

<b>Month</b>	<b>Issues for Decision</b>
FEBRUARY	MTFS; ESPO Business Strategy. <i>+ updates from the Director and the Trading company</i>
JUNE	AGM: Outturn Report; Internal and External Audit Reports; Audit Plan for the following year; Risk Management Report <i>+ updates from the Director and the Trading company</i>
SEPTEMBER	Statement of Accounts; Annual Governance Statement; External Audit of Accounts; <i>+ updates from the Director and the Trading company</i>

10. If it were considered that two attended meetings are all that is required two meetings would be convened as Skype only meetings. The first of those would be the February meeting and the second would be in November when the MTFS 6 month monitoring report would be presented. At both Skype meetings there would be updates from the Director and the Trading Company.

11. The diagram below shows a meetings programme for the COG and Management Committee using the dates proposed for 2019. The attended meetings are shown in the red rectangular boxes below.



### **Next Stage**

12. If members are minded to agree the proposals now outlined the first meeting which will be conducted via Skype will be the Management Committee on 27<sup>th</sup> February 2019. In anticipation of a favourable decision contact has been made with the Democratic Services Teams in each constituent authority to understand the current IT set up and whether the individual member or authority has the appropriate equipment to facilitate joining the meeting via Skype. The forthcoming COG meetings will be used to test the facilities.
13. Ahead of the meeting on 27<sup>th</sup> February an advisory note will be produced on a protocol for conducting Skype meeting and a detailed briefing for the Chairman. It will of course be necessary for the Chairman to be present in the meeting room together with ESPO officers, the Treasurer and the Secretariat.

### **Recommendation**

14. Members are asked to consider the suggested way forward. If agreed the proposals will be implemented for the 2019 meetings cycle and the necessary amendment will be made to the Constitution in line with the suggestion in paragraph 7 above and detailed in Appendix 1 to the report.

### **Officer to contact**

Mo Seedat

Email – [mo.seedat@leics.gov.uk](mailto:mo.seedat@leics.gov.uk)

Tel 0116 305 6037

**Standing Order 21 - Voting****Amendments shown in bold type**

- 21.1 Each Member or Substitute Member (as nominated by his/her Member Authority) present shall have one vote.
- 21.2 Voting shall, unless otherwise required by these Standing Orders or by statute, be by show of hands, or, at the discretion of the Chair, by voices and all decisions shall be decided by a majority of the Members present unless the Consortium Agreement or Constitution requires otherwise.
- 21.3 In the event of equality of votes the Chair may exercise a second or casting vote. There will be no restriction on how the Chair chooses to exercise a casting vote, however before exercising this, the Chair shall consider whether it is appropriate to defer the matter to the next meeting of the Management Committee.
- 21.4 If there are more than two people nominated for any position to be filled and there is no clear majority in favour of one person, the person with the least votes will be taken off the list and a new vote taken. The process will continue until there is a majority of votes for one person.
- 21.5 In taking the votes on any proposition, those Members only shall be entitled to vote who are present in the meeting room when the proposition is put from the Chair.
- 21.6 Where a meeting is held using Skype or via video conferencing the decision(s) taken at such shall be communicated to all members in writing to all members of the Committee/Subcommittee. If no objection is received to the decision(s) within 5 days of the decision(s) being communicated, the Consortium Secretary be authorised to exercise delegated powers to implement the decision(s).**
- 21.7 If any member of the Committee/Subcommittee objects to a decision(s) communicated under SO21.6 the Consortium Secretary shall not exercise delegated powers but shall, if necessary, convene an attended meeting of the Committee/Subcommittee to consider the matter.**