



**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

JAMES PALMER
CAMBRIDGESHIRE &
PETERBOROUGH MAYOR

CAM SPV

**INDEPENDENT CHAIR AND BOARD MEMBERS
APPOINTMENT**



Cambridgeshire Autonomous Metro (CAM)

The Cambridgeshire and Peterborough Combined Authority (CPCA) is the Transport Authority responsible for transport planning and public transport. It brings together the councils of the area and is led by the elected mayor.

The vision is for an expansive metro-style network that seamlessly connects regional settlements, major city fringe employment sites and key satellite growth areas across the region with key railway stations and Cambridge city centre, helping to nurture and sustain long-term regional economic growth. CAM is currently expected to use a technologically advanced, sustainable, highly flexible trackless electric vehicle.

The CAM network will comprise both tunnelled and surface elements and will be delivered over the next decade:

- The City Tunnel Section, which is the subject of this consultation, will include new underground tunnels and stations under the city of Cambridge, with planned major interchange hubs at the city centre and at Cambridge railway station;
- Four regional routes will connect St Neots, Alconbury, Mildenhall and Haverhill with the city of Cambridge and, through the central tunnelled section, with each other.

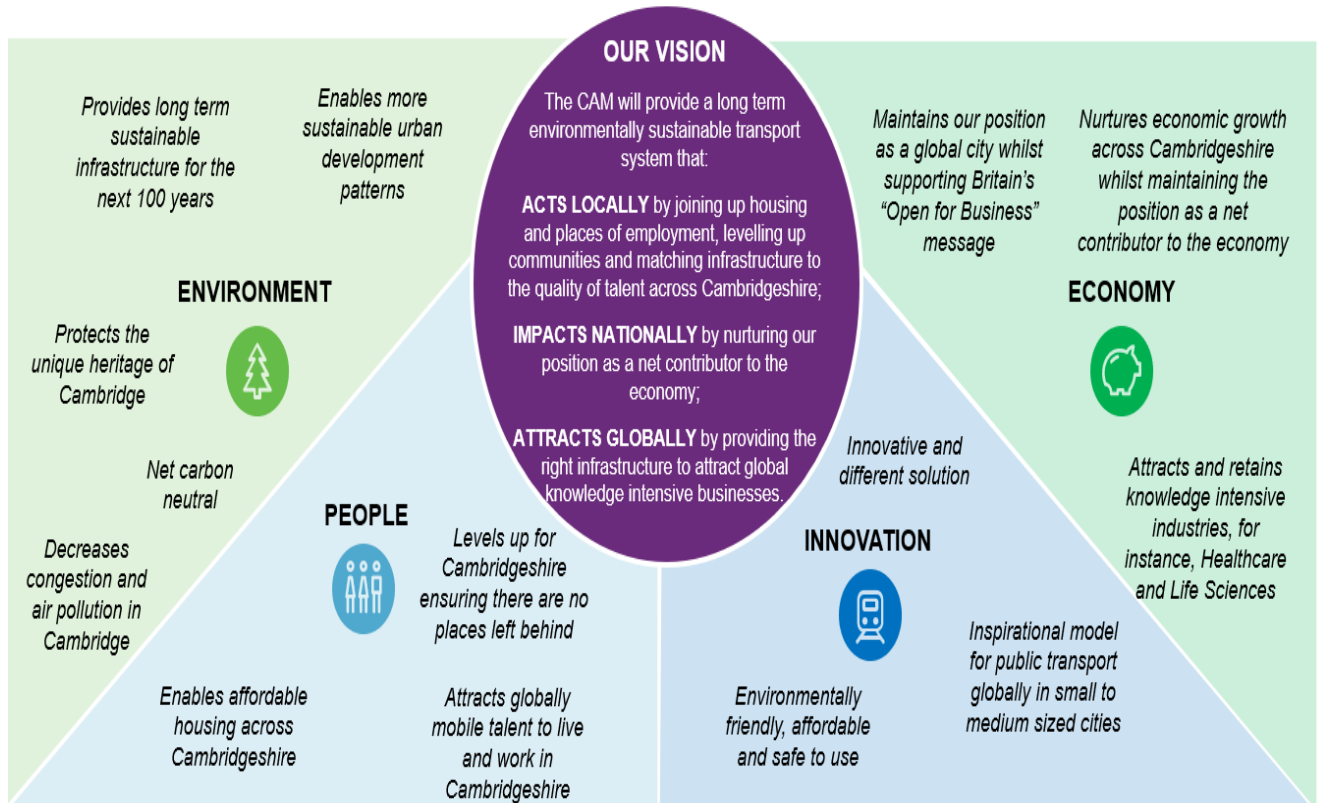
Development of the Special Purpose Vehicle (SPV)

Based on the recommendations of the Delivery Sub-Group, the CPCA CEO commissioned Deloitte to provide an initial organisational design and governance structure to prepare for the establishment of an SPV to be responsible for delivering the CAM and apply for funding should this direction be agreed. A visioning exercise was undertaken to clearly articulate the purpose of the SPV, agreeing that, fundamentally:

The CAM will provide a long term environmentally sustainable transport system that:

- *Acts Locally by joining up housing and places of employment, levelling up communities and matching infrastructure to the quality of talent across Cambridgeshire.*
- *Impacts Nationally by nurturing our position as a net contributor to the economy.*
- *Attracts Globally by providing the right infrastructure to attract global knowledge intensive businesses.*

This vision statement and goals, shown overleaf on page 4, forms the basis of the SPV design, determining its key accountabilities and the focus of the SPV governance structures.





SPV Board

The SPV Board would have no political representation, and include an independent Chair, six independent Non-Executive Directors (NEDs) and the following SPV Executive Directors (EDs): CEO, Strategy and Sponsorship Director, Delivery Director, Engineering Director, and, the Chief Finance Officer. The independent Chair will be appointed by the CPCA based on relevant skills and experiences.

As the SPV will initially be wholly owned by the CPCA, there will be one shareholder representative director from the CPCA officer group, and the Mayor as an observer (to prevent conflicts of interest). As an observer there will be no expectation of taking part in, or commenting on, discussions unless specifically invited to by the SPV Chair.

All members of the SPV Board will be appointed based on the skills and experiences deemed necessary to drive the strategic vision of the CAM programme.

CAM Partnership Board

The CAM Partnership Board will remain as a forum for information sharing and engagement by the SPV in line with its stakeholder engagement strategy. It is not part of the decision-making structures. A programme of bi-yearly meetings and regular update newsletters would keep members informed. Membership of this group would likely include members of the current CAM Partnership Board and other interested stakeholders. It is anticipated that members of this group will include those local organisations with transport powers and authorities.

SPV Board Committees

The SPV Board Committee structure is aligned to the CAM vision and strategic priorities (Environmental; People; Innovative; and Economic). This follows leading practice and aligns the governance with the goals of the SPV, enabling the Board and its committees to be focused on strategic delivery and the associated risks.

The proposal is to have four Board Committees: Audit, Risk and Health & Safety; Economic and People; Innovation Delivery; and Remuneration and Nominations. These are assurance-based committees with Non-Executive Director chair and membership, supported by key Executive Directors.

This overall approach creates a clear assurance and escalation framework in place, with the Board having overall responsibility for the SPV and is tasked with ensuring that there is assurance on controls and the effective delivery of the CAM project. The Board Committees will seek assurance on strategic goals, strategic risks and overall performance.



RECRUITMENT PROCESS:

Independent Chair, and Directors - Assignment and Objective

- Initial briefing – Project team timeline and fixed key dates agreed
- Finalise role briefs, role descriptions, specifications
- Role announcements and advertising
- The selection and interview panel will comprise the Mayor (or the Deputy Mayor), the CPCA Chief Executives, a consultant representative of Deloitte MCS LTD, and a member of the Combined Authority Board [NB: the appointment of the Chair will precede the appointment of the Directors in order to benefit from the involvement of the Chair in those appointments]

Independent Chair

Candidate searches and selection

- CPCA to agree interview panel with authority to recruit granted by the CA Board
- Public advertisement & research to identify candidates
- Screening process to produce long list
- Report long list results to Kim Sawyer and John Hill for selection of short list

Interview

- Schedule/ Co- ordinate interviews with candidates
- Conduct interviews (as described in the following table)

Appointment

- Due diligence checks to be carried out by CPCA HR
- Notify preferred candidate
- Appointment of Independent Chair at September meeting CA Board
- Candidates sent Code of Conduct & Register of Interest form
- Formalisation of Appointment of Independent Chair by CAM SPV (week following the CA Board)
- Formal appointment letter issued
- Induction pack, interests, and code of conduct declaration



Independent Chair, and SPV Board Members - Assignment and Objective	
PROPOSED TIMELINE	TIMIING
<ul style="list-style-type: none"> Initial briefing – Project team timeline and fixed key dates agreed Finalise role briefs, role descriptions, specifications Role announcements and advertising <p>[NB: the appointment of the Chair will precede the appointment of the Directors in order to benefit from the involvement of the Chair in those appointments]</p>	<p>Weeks 1-2</p> <p>Week commencing 27th July - 7th August</p>
Candidate Search & Selection	
<ul style="list-style-type: none"> CPCA to agree interview panel with authority to recruit granted by the CA Board Public advertisement & research to identify candidates Screening process to produce long list Report long list results to Kim Sawyer and John Hill for selection of short list 	<p>Weeks 3-5</p> <p>Week Commencing 10th – 28th August</p>
Interview	
<ul style="list-style-type: none"> Schedule/ Co- ordinate interviews with candidates Conduct interviews (as described in the following table) 	<p>Week 6</p> <p>Week Commencing 31st Aug – 4th September</p>
Appointment	
<ul style="list-style-type: none"> Due diligence checks to be carried out by CPCA HR Notify preferred candidate Appointment of Independent Chair at September meeting CA Board Candidates sent Code of Conduct & Register of Interest form Formalisation of Appointment of Independent Chair by CAM SPV (week following the CA Board) Formal appointment letter issued Induction pack, interests, and code of conduct declaration 	<p>Week 7- 8</p> <p>Week Commencing 7th – TBC at September CA/SPV Board</p>

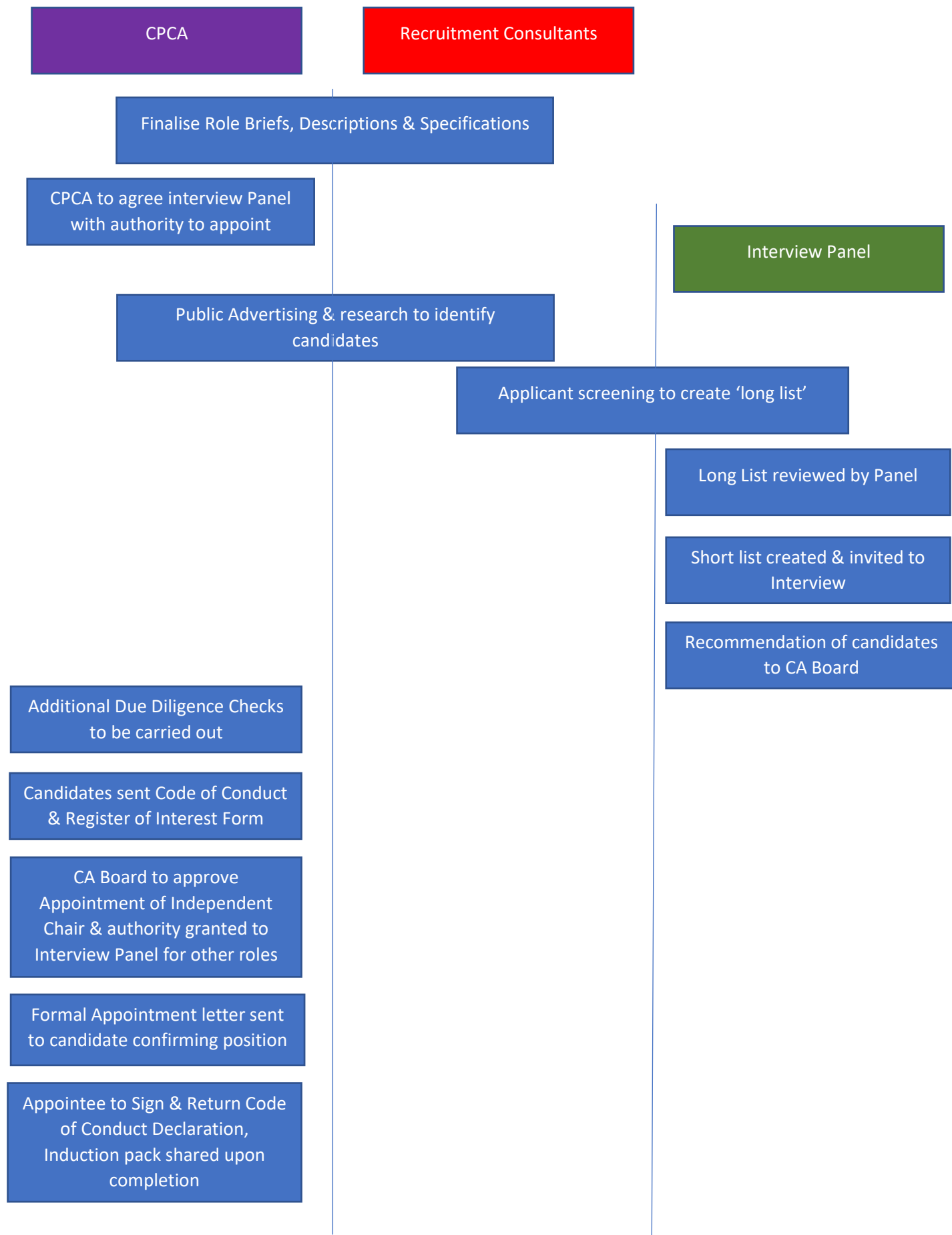


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SPV Board Members

- SPV Board members will be recruited after the independent chair appointment confirmation to allow Chair involvement in the board recruitment process.





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