



**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

COMBINED AUTHORITY BOARD

Date: Wednesday, 31 July 2019

10:30 AM

Democratic Services
Dermot Pearson
Interim Monitoring Officer

The Incubator
Alconbury Weald
Cambridgeshire
PE28 4WX

**Council Chamber, Fenland Hall, County Rd, March PE15
8NQ
[Venue Address]**

AGENDA

Open to Public and Press

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Wednesday 25 September 2019: Kreis Viersen Room, Shire Hall,
Cambridge CB3 0AP

The Combined Authority Board comprises the following members:

Mayor James Palmer

Councillor Anna Bailey

Councillor Chris Boden

Councillor Graham Bull

Councillor Steve Count

Councillor Lewis Herbert

Councillor John Holdich

Councillor Bridget Smith

Commissioner Jason Ablewhite

Austen Adams

Jess Bawden

Councillor David Over

For more information about this meeting, including access arrangements and facilities for people with disabilities, please contact

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Public speaking on the agenda items above is encouraged. Speakers must register their wish to speak by making a request in writing to the Monitoring Officer (Dermot Pearson) no later than 12.00 noon three working days before the day of the meeting at dermot.pearson@cambridgeshirepeterborough-ca.gov.uk. The request must include the name, address and contact details of the person wishing to speak, together with the full text of the question to be asked.

For more information about this meeting, please contact Richenda Greenhill at Richenda.Greenhill@cambridgeshire.gov.uk or on 01223 699171.



CAMBRIDGESHIRE & PETERBOROUGH COMBINED AUTHORITY: MINUTES

Date: Wednesday 26 June 2019

Time: 10.30am – 1.40pm

Venue: Kreis Viersen Room, Shire Hall, Castle Street, Cambridge CB3 0AP

Present: J Palmer (Mayor)

Councillors A Bailey – East Cambridgeshire District Council, C Boden – Fenland District Council, G Bull – Huntingdonshire District Council (to 12.05pm), L Herbert – Cambridge City Council, R Hickford - Cambridgeshire County Council, J Holdich – Peterborough City Council and B Smith – South Cambridgeshire District Council

Professor A Neely – Vice Chair of the Business Board (to 12.50pm)

Co-opted J Bawden (Clinical Commissioning Group) (to 12.55pm) and Councillor D Over (Vice Chairman
Cambridgeshire and Peterborough Fire Authority)

370. ANNOUNCEMENTS, APOLOGIES AND DECLARATIONS OF INTEREST

Apologies were received from Councillor S Count, substituted by Councillor R Hickford, A Khalid (substituted by Professor A Neely) and J Ablewhite, Police and Crime Commissioner.

Professor Neely declared a non-pecuniary interest at Item 3.4: Local Industrial Strategy Update in relation to his involvement with Project Spring (minute 382 refers).

371. MINUTES – 29 MAY 2019

The minutes of the meeting on 29th May 2019 were agreed as a correct record and signed by the Mayor.

372. PETITIONS

No petitions were received.

373. PUBLIC QUESTIONS

No public questions were received. The Mayor stated that a number of comments had been received from the Overview and Scrutiny Committee and that these would be heard when the relevant agenda item was reached.

374. COMBINED AUTHORITY FORWARD PLAN

The Mayor stated that the Forward Plan was published on the Combined Authority website and updated regularly. It had been published most recently on 24 June 2019. He invited Councillor L Dupre, Chair of the Overview and Scrutiny Committee, to share the Committee's comments on this item.

Councillor Dupre commented that the Overview and Scrutiny Committee had expressed concern at the timing of the publication of the Forward Plan which meant that it had not been available for review when the Committee met on the morning of 24 June 2019. The Committee sought an assurance that in future it would be published in time to be considered by the Committee. The Mayor stated that this would be addressed.

Councillor Herbert asked for more information about the reports listed for the July Board meeting on the CAM Metro: July 2019 and Transport Funding. Ms Sawyer, Joint Chief Executive, stated that these related to funding decisions which might need to come forward to the Board for decision in July 2019. Greater clarity would be available during the course of the month as work progressed. Councillor Herbert asked that this should be shared with members of the Board and with the Overview and Scrutiny Committee.

The Forward Plan was noted.

375. APPOINTMENTS TO EXECUTIVE COMMITTEES

The Mayor stated that he had been advised of a number of changes to Committee appointments since the last meeting and that a revised Appendix 1 had been tabled setting these out. He invited Councillor Dupre, Chair of the Overview and Scrutiny Committee, to share the Committee's comments on this item.

Councillor Dupre noted that the Combined Authority was currently reviewing its Constitution and governance arrangements and that this might have an impact on the functions and membership of the committees. The Overview and Scrutiny Committee had asked to be provided with a comprehensive list of appointed senior officers at the Combined Authority. The Committee had also asked the reasons for the amendments to the allocations to Executive Committees for 2019/20 and whether the Board would ensure that frequent governance changes did not get in the way of the Authority achieving its strategic objectives, noting that governance changes would also affect how Overview & Scrutiny worked.

Ms Sawyer, Joint Chief Executive, confirmed that she would provide a list of appointed senior officers and stated that she would also be happy to take the Overview and Scrutiny Committee through the proposed changes to governance arrangements before these were presented to the Board for approval. Appointments to Committees were made by Council Leaders and could be amended by them at any time.

Councillors Bailey, Boden and Bull advised of further appointments relating to their respective Councils. These were:

- East Cambridgeshire District Council: Councillor A Bailey (substitute member of the Skills Committee);
- Fenland District Council: Councillor C Seaton (substitute member of the Transport and Infrastructure Committee);
- Huntingdonshire District Council: Councillor J Neish (substitute member of the Housing and Communities Committee).

On being proposed by the Mayor, seconded by Councillor Holdich, it was resolved by a majority to:

Note and agree the updates to the membership of the committees for 2019/20 or until such time as the revised governance arrangements are approved, as set out in the revised Appendix 1 which was tabled at the meeting and in accordance with further verbal updates from Board members.

376. BUDGET MONITOR UPDATE

The Mayor invited Councillor Dupre, Chair of the Overview and Scrutiny Committee, to share the Committee's comments on this item.

Councillor Dupre asked if the Committee could be provided with more clarity on schemes and associated funding and if the Finance team could provide a clear correspondence between lines in the budget and decisions by the Authority.

The Chief Finance Officer stated that revenue table at paragraph 2.2 set out the Grant Income for 2019/20. This included a number of funding streams including revenue gain share, Mayoral capacity funding, funding streams inherited from the Local Enterprise Partnership (LEP) and draw down from the Energy Hub. Around £800k additional income was expected to be generated from investments. The capital programme at Appendix 2 set out four types of activity: schemes over which the Combined Authority exercised direct control; schemes previously identified and costed; passported funds which allocate funds received from central Government; and growth funds which were funded through the transfer of balances from Cambridgeshire County Council. The original budget for 2019/20 had been agreed by the Board in January 2019. The carry forward of underspends from the previous financial year had subsequently been approved by the Board in May 2019.

Councillor Herbert asked for an update on the Kings Dyke scheme and whether it would be delivered on budget. The Mayor stated that the Combined Authority remained committed to delivering the Kings Dyke scheme in a timely manner. However, he had lost confidence in the delivery mechanism previously brought before the Board. He had held discussions with Cambridgeshire County Council and the Council was currently in discussion with contractors. Once those discussions had been completed the position would be reviewed. At this stage it was not certain that the £6m budget would remain unchanged, but a report would be brought to the Board when the position was clear. In the meantime, the Mayor continued to work closely with both the County Council and Fenland District Council.

Councillor Hickford commented that the County Council was hoping to be able to provide the Combined Authority with an options paper by the end of the week with the aim of meeting the following week for discussions.

Councillor Holdich welcomed the helpful clarification that the scheme would be going ahead and commented that the Board would want to be clear that the proposals were financially sound.

Councillor Boden commented that the benefit cost ratio for the Kings Dyke project was very high. He welcomed the assurances given by the Mayor and his clear statement of support. He also welcomed the speed with which the County Council would be providing the options paper given the pressing need for a timely resolution.

Councillor Smith commented that she judged that there continued to be a lack of clarity in relation to Capacity Funding and that she remained of the view that the Board should have sight of this expenditure. She asked the maximum amount of expenditure which the Chief Executives could authorise. Ms Sawyer, Joint Chief Executive, stated that the Capacity Fund had been created to allow flexibility around emerging issues. For example, it had been used recently to fund work on the impact of growth on public services in response to concerns expressed about this by the Board. It would not be used to fund work without reference to the full Board.

Councillor Herbert commented that the Combined Authority held significant reserves. He asked the size of the reserves held currently and why there was no report on the investment of those reserves. He commented that these reserves could perhaps be used to finance some affordable housing schemes rather than making use of the £100m Affordable Housing Scheme budget. The Chief Finance Officer stated that at the start of the 2019/20 financial year the Authority was holding approximately £125m in reserves. Investments were included as part of the Treasury Management reports which were submitted to the Audit and Governance Committee. The Combined Authority was currently being supported by Peterborough City Council's Treasury Management specialists, but was in the process of appointing its own specialists. Once appointed they would be tasked to look at ways of being more creative with the Authority's cash balances. Risk and liquidity would be key considerations and this would impact on the rates which could be achieved.

Councillor Bailey commented that she objected to the suggestion that money was being diverted from the £100m Affordable Housing scheme budget. The Devolution Deal had contained reference to the creation of a revolving fund for affordable housing projects as a way obtaining maximum benefit from the funds available and allowing them to outlast the original funding period.

Professor Neely commented that from the Business Board perspective he would find it helpful to have some macro-categorisation within the report to illustrate where funding was going, for example to transport, skills or housing projects.

The Mayor commented that Councillor Herbert was asking the Board to look at whether there were different ways for the Combined Authority to invest its reserves. He was happy for this to be done, but noted that much of the money contained within the reserve was already allocated to projects.

It was resolved to:

- a) Note the updated financial position of the Combined Authority for the year
- b) Note the status of the Statement of Account for 2018/19

377. £100M AFFORDABLE HOUSING PROGRAMME SCHEME APPROVALS: JUNE 2019: ALEXANDER HOUSE, ELY

The Mayor stated that there were three schemes for discussion on this occasion and that he proposed to consider each in turn. The proposals relating to Alexander House, Ely contained two exempt appendices and he asked whether any member of the Board wished to discuss these. No request was made.

The Mayor invited Councillor Dupre, Chair of the Overview and Scrutiny Committee, to share the Committee's comments on this item.

Councillor Dupre asked if the Board could confirm that the Combined Authority was authorised to, and in a position to give commercial loans. She further asked how the loan was being secured and how the interest rate compared to the market and whether a revised condition to increase the percentage of (16%) affordable housing units (to be provided from the total of 25 units) could be approved.

The Mayor stated that so far as he was aware, the answers to all of these questions were contained in the report. He asked officers to send a note highlighting where in the report each point was answered to enable Councillor Dupre to feed this back to the Overview and Scrutiny Committee.

The Board was invited to consider the provision of a commercial loan facility of £4.84m to Laragh House Developments Ltd for a scheme of 25 units based on the heads of terms detailed in the exempt Appendix 1. This would deliver four affordable units which the market was not obliged to provide. The loan would be secured against a charge on the land on which the property sat and it was due to be repaid by February 2021. A profit-share element had been negotiated which was projected to deliver around £350k which would be recycled into future projects through the revolving fund. Officers deemed the project to be relatively low risk.

Councillor Boden commented that the report did not make clear that the profit share would be used to fund additional affordable housing schemes through the revolving fund and that it was important that this was placed on the record. He offered his support to the proposals.

Councillor Smith expressed concern at the loss of employment opportunities from a site which was currently being used to provide office space. She understood that converting office space into housing was generally held in low regard and she judged it was inappropriate for the Combined Authority to put money into this project. She questioned how the Authority could be satisfied that the accommodation provided would be of sufficient quality and expressed concern about whether adequate outdoor play space would be available to families with children. In her view, this was primarily an investment when the Board's focus should be the provision of high quality affordable housing for people in greatest need.

Councillor Herbert commented that as a lecturer on planning he too had some concerns about the proposals and wanted to understand better the reasons behind this particular project and its inception. The building was located on a main road with windows overhanging the pavement and it was proposed to remove the existing parking provision. The City of Ely Council had recommended that the planning application be refused. If agreed, £35.5m of the £40m revolving fund for affordable housing provision would have been committed to projects in and around Ely. The Director for Housing and Development stated that Laragh Homes were aware of some of the other loans and grants made by the Combined Authority and had made an approach. They did not have

the necessary funding to deliver the project at speed and without support it might not happen at all. Should the Board support the proposals it would deliver affordable housing where none had previously been planned. A charge would be taken upon the land as security against the loan so it was commercially sensible. Most of the capital commitments within the £40m revolving fund had a quick cash flow turnaround meaning funds would regularly be released to support further projects across the county. At present the site housed a dilapidated office building with no long-term lettings. There was an outstanding planning consent, but it was understood that variations were being considered. If approved, the loan would be subject to obtaining the necessary planning consents.

Councillor Bailey commented that the site was located within her own Division and she knew it well. The proposals constituted a regeneration project. Part of the remit of the £40m revolving fund was to look at the conversion of office space to affordable housing where this was appropriate and there was a clear need for this type of affordable housing within the centre of Ely. She judged that the Board should encourage more schemes of this type which offered a quick turnaround with some profit which would be used to fund additional affordable housing schemes. The site was located close to two play parks and the riverside area and had a zebra crossing nearby. Building controls would ensure the quality of the provision.

Councillor Herbert commented that the scheme proposed that those purchasing the properties put up 80% of the cost with the remaining 20% as rent, so he did not consider the four units to be affordable housing. He was also concerned that they might be purchased as second homes. The Director of Housing and Development stated that the four units would be offered to local people.

Councillor Smith commented that she took no comfort from officers' assertion that without the Combined Authority's support the developer might not otherwise be able to proceed with the project and called for a recorded vote. The Mayor stated that there was no need for a recorded vote. It was common practice in cities to convert unwanted commercial space into housing and he could not understand how Councillor Herbert could have a different understanding of affordable housing from that within the central Government specification.

Councillor Boden commented that shared ownership did have a role to play in affordable housing provision and in his view should be a significant part of the Combined Authority's affordable housing programme. He disagreed with Councillor Smith's assertion that converting office space into accommodation was generally held in poor regard as it continued to be successfully deployed in many urban areas. However, given the make-up of Cambridgeshire he did not expect to see many schemes of this type brought forward. Given the reservations expressed on several occasions by Councillor Herbert in relation to the £40m revolving fund he suggested a report on the principle of the revolving fund might be added to a future agenda to allow the Board to discuss this again.

Councillor Holdich commented that he was on record as saying that he opposed the conversion of office space into accommodation in relation to experiences in Peterborough. However, he was reassured by Councillor Bailey's comments as the local Member that this was the right approach in this instance. On that basis he was content to support the proposals.

On being proposed by Councillor Bull, seconded by Councillor Bailey, it was resolved by a majority to:

- a) Approve the provision of a commercial loan facility of £4.84m to Laragh House Developments Ltd for a scheme of 25 units based on the heads of terms detailed in the exempt Appendix 1
- b) Authorise the Director of Housing and Development, in consultation with Legal Counsel and the Portfolio Holder for Investment and Finance, to conclude any necessary legal documentation to secure the loan, to include taking a charge upon the land.

378. £100M AFFORDABLE HOUSING PROGRAMME SCHEME APPROVALS: JUNE 2019: LUMINUS, HUNTINGDONSHIRE

The Mayor noted that the proposals relating to Luminus, Huntingdonshire contained two exempt appendices and he asked whether any member of the Board wished to discuss these. No request was made.

The Board was invited to commit grant funding of £618,800 from the £100m Affordable Housing programme to deliver fourteen new affordable homes for social rent at seven sites in Huntingdonshire. The proposed scheme by Luminus (now called Chorus) was ready to commence with an estimated completion date of autumn 2020. The proposals were endorsed by Huntingdonshire District Council.

Councillor Herbert asked how many homes would be demolished if the scheme proceeded and what the net increase in homes would be. Officers stated that they understood that only outbuildings would be demolished rather than any existing homes, but undertook to provide this figure outside of the meeting.

On being proposed by Councillor Bull, seconded by Councillor Hickford, it was resolved unanimously to:

Commit grant funding of £618,800 from the £100m Affordable Housing programme to deliver 14 new affordable homes for Social Rent at seven sites in Huntingdonshire.

379. MOD SITE ELY – APPLICATION FOR AFFORDABLE HOUSING

The Mayor stated that the rescission motion to the Special Council meeting at East Cambridgeshire District Council on 19 June 2019 had been successful. This meant that no further report to the Board was required regarding the Ministry of Defence site scheme in Ely. The Mayor stated that he deemed this to be an exceptional scheme and was glad that it would be progressing. If any similar opportunities existed elsewhere in Cambridgeshire he urged Board members to bring these forward for consideration.

The report was withdrawn.

380. £100M AFFORDABLE HOUSING PROGRAMME – PROPOSED ACQUISITION

The Mayor stated that due to the commercially sensitive nature of the proposal the public report was necessarily circumspect about the details of the proposed acquisition. Board members had though had sight of the full proposal contained in the two exempt appendices to the report. He asked whether any member of the Board wished to discuss these exempt appendices. No request was made.

The Board's approval was sought to the acquisition of a site in Cambridgeshire and Peterborough for the sum of £1.225m, based on the heads of terms detailed in exempt Appendix 1. The intention was to secure a new planning consent for a residential scheme of approximately 60 residential units. This should enable a policy compliant scheme with 30% affordable housing which equated to approximately 18 affordable housing units which would not otherwise have been provided.

Councillor Herbert asked at what stage the balance of funding would be requested, whether it was possible to share publicly what the cost per unit was expected to be and how much internal and external space would be available per unit. The Director of Housing and Development stated that a further report would be brought to the Board when planning consent was anticipated. The project could be delivered via the DevCo once this was established or through a joint venture. The development would comprise a mixture of one to four bedroom units and more detail was contained in the exempt appendices.

Councillor Smith commented that, if, approved, this would represent another employment site being given up to housing. She asked whether an assessment had been done on redeveloping the site for employment purposes rather than housing. The Director for Housing and Development stated that the current commercial use comprised mainly storage with four people employed across a four acre site. The availability of the site suggested that there was no appetite from the market for commercial development.

Councillor Holdich commented that the site was surrounded by residential developments so he saw no reason why planning permission for a housing development would not be granted. Many projects took a long time to come to fruition so speed of delivery was a key consideration. Councillor Bull concurred with this view.

On being proposed by Councillor Bull, seconded by Councillor Holdich, it was resolved by a majority to:

- a) Approve the acquisition of a site in Cambridgeshire and Peterborough for the sum of £1.225m, based on the heads of terms detailed in the exempt Appendix 1.
- b) Approve the expenditure of £332,335 in costs on the acquisition (including stamp duty) and to prepare, submit and secure a planning consent for a residential development scheme on the site.
- c) Authorise the Director of Housing and Development, in consultation with Legal Counsel and the Portfolio Holder for Investment and Finance, to conclude any necessary legal documentation to secure the acquisition and planning permission.

381. MAJOR ROAD NETWORK AND LARGE LOCAL MAJORS

The Board considered a report which set out the proposed projects for submission to the Major Road Investment programme and the Large Local Majors programme and how these related to the Combined Authority's strategic objectives.

Councillor Smith, seconded by Herbert, proposed that recommendation (a) be amended to read:

- a) Approve the projects to be submitted for the Major Road Networks (MRN) and Large Local Majors (LLM) investment programmes *and to include the A505*.

Councillor Herbert commented that he recognised the importance of improving the A10. However, he felt that the report did not contain an assessment of all of the options available to the Board. He asked what the process had been for assessing potential projects and why the three projects set out in paragraph 3.2 of the report had been selected. He further asked why the A47 had not been included and whether it was possible to put forward additional projects for consideration. The Interim Director of Transport stated that the three projects set out in paragraph 3.2 (A10 dualling, A10 junctions and A1139 Eastern Industries Access Phase 2) were included in the twelve priority projects contained in the Business Plan which had been agreed by the Board in January 2019.

Councillor Bailey commented that there had previously been criticism of the number of projects in which the Combined Authority was involved. As a result, a careful process of prioritisation had been carried out and twelve priority projects had been agreed by the Board. All Board members would have projects within their own areas which they wished to see progress, but to add these on an ad hoc basis defeated the object of the prioritisation process which had been carried out. Councillor Bailey emphasised that she was not decrying the need to improve the A505, but that she judged that the Board should focus on progressing the twelve priority projects which it had collectively agreed.

Councillor Smith commented that the condition of the A505 had implications for neighbouring councils and its improvement was consistent with the Combined Authority's objectives and the recommendations of the Cambridgeshire and Peterborough Independent Economic Review (CPIER) report. She judged that its inclusion in the projects submitted by the Combined Authority would resonate well with Government. At worst, the proposal would be rejected, but its inclusion would send a strong message to Government, local businesses and residents.

The Mayor stated that there was no suggestion that the A505 was not in need of investment. However, there were many roads across the Combined Authority area which needed investment. Councillors Smith and Herbert had both strongly advocated slimming down the number of projects on which the Board should focus its attention and the decision to focus on twelve priority projects had been unanimously endorsed by the Board. However, this did not mean that the Mayor and Board did not continue to support the need for improvements to the A505. The options study currently being conducted would give clear direction on how this was progressed in future, taking into account the CAM metro project.

Councillor Boden commented that it was important to adopt a common set of criteria against which projects could be assessed and not to be parochial. As the newly appointed Portfolio Holder for Spatial Planning he needed to take a wider view and in the long term he judged that the answer to the county's transport needs was many more public transport options. On that basis it was right to provide a significant public transport alternative to the A505 in the form of the CAM metro. The impact of the CAM metro should also be an important factor in the Board's consideration of all related transport projects.

Councillor Hickford commented that as a local Member for the A505 it was hard not to be parochial in his wish to see improvements. County council officers were already engaged in significant work on this and he was disappointed to learn that the Department for Transport had not set out when they would next invite submissions for MRN or LLM investment programmes for those projects not included in the current

round. He sought an assurance that the need for improvements to the A505 would be kept clearly in mind going forward if it was not included in the current submission round. The Mayor confirmed that this would be the case and reiterated that he was committed to improving the road network as part of the wider transport strategy, including key routes such as the A505 and A1307.

On being put to the vote, Councillor Smith's amendment was lost.

On being proposed by the Mayor, seconded by Councillor Bailey, it was resolved by a majority to:

- a) Approve the projects to be submitted for the Major Road Networks (MRN) and Large Local Majors (LLM) investment programmes
- b) Agree to aim to secure a local or third-party contribution of at least 15% of the scheme costs for each project if approved.
- c) Authorise the Director of Delivery and Strategy, in consultation with the Chair of the Transport and Infrastructure Committee, to finalise the MRN/LLM submission and liaise with the England's Economic Heartland partnership.

382. LOCAL INDUSTRIAL STRATEGY: UPDATE

Professor Neely declared a non-pecuniary interest in relation to his involvement with Project Spring. He took part in the debate and voted in favour of the proposal.

The Board was invited to note the final version of the Cambridgeshire and Peterborough Local Industrial Strategy (LIS) which had been agreed with Government and the final stages of national sign-off.

Councillor Smith commented that she had recently been appointed as the political lead for the OxCam Arc on environmental issues and that she believed it would be important to embed environmental issues within the LIS. To this end she proposed an amendment to the recommendations, seconded by Councillor Herbert, to include an additional resolution to:

- c) Give consideration to endorsing the 'doubling nature' vision in the Local Industrial Strategy and to a joint launch event with Natural Cambridgeshire.

Councillor Smith also outlined a number of detailed points which she would like to see incorporated into the delivery plan and undertook to provide officers with these in writing.

Professor Neely commented that the version of the LIS before the Board reflected the changes requested by the Department for Business, Energy and Industrial Strategy (BEIS) and that apart from factual corrections he judged that any further changes were unlikely to be accepted. However, Councillor Smith's observations could be picked up in the delivery plan. The Business Board had been requested to make explicit reference to the relative underfunding of public services within the region. BEIS had removed this reference from the draft, but discussion was continuing to get something of this reinstated into the final text. The delivery plan would also need to make clear the proposals which were consistent with the Cambridgeshire and Peterborough Independent Economic Review (CPIER) report. Publication was anticipated in the week commencing 15 July 2019.

Councillor Holdich commented that he felt that the reference to the underfunding of public services in Cambridgeshire was of such importance that it should be included in a covering letter or as an addendum to the report if it could not be included in the main body of the text. The county's capacity for further growth would be compromised without up-front funding of the public services need to support this.

Jessica Bawden endorsed this view, commenting that she judged the Board should fight as hard as it could to include the commentary on public service funding needs within the main body of the report. Local NHS Trusts were under significant financial pressure already and it was not possible to keep increasing the county's population without funding the public services needed to support it.

Councillor Boden commented that he welcomed the intent behind Councillor Smith's amendment and the environmental and societal gains which the 'doubling nature' vision offered. However, he judged that this should be the subject of a separate and considered discussion rather than being added to the LIS at this late stage.

Councillor Herbert commented that the LIS was a really welcome document and he wanted to give credit to the work which had gone into producing it. He was fully supportive of Councillor Holdich's suggestion of a covering letter or addendum to address the issue of public service funding if this could not be included in the main text as local authorities could not deliver growth without the funding required to deliver core public services. Councillor Herbert asked whether the fourteen recommendations contained in the CPIER report might also be included in the covering letter or addendum as this had also been an excellent piece of work.

Councillor Over commented that the Cambridgeshire Fire and Rescue Service had been deemed the second best in the country based on recent reports. However, funding issues meant that it was now looking at reducing the water carrying capacity of appliances, longer response times to incidents and increased response times for on-call fire fighters.

Councillor Bailey commented that in her capacity as the Chair of the County Council's Adults Committee she fully endorsed the inclusion of reference to the need for appropriate funding of public services and she judged it would be bizarre and remiss not to include it at least in a covering letter. If possible, she would want this to recognise the cumulative impact across the public services. Councillor Bailey asked that it should be recorded that the Board had endorsed the proposed covering letter regarding public service funding and that the Business Board would continue to press for this to be included in the main body of the LIS if possible.

Councillor Smith commented that she endorsed all of the concerns which her fellow Board members had voiced in relation to public service funding. In relation to her amendment, she had consciously phrased it in terms of the Board giving consideration to the 'doubling nature' vision to establish a conversation. Getting this right would make Cambridgeshire a better place for residents and business alike. Councillor Boden commented that he would welcome such a conversation. His concern was that attaching it to the LIS could derail the process for its final sign-off by BEIS.

The Mayor stated that he was not keen to include the reference to 'doubling nature' at this late stage without due consideration. However, he was supportive in principle of the vision and suggested that the Board might instead take a report at its next meeting which would form the basis for a well-informed debate. On the basis of this proposal Councillor Smith stated that she was content to withdraw her proposed amendment.

The Mayor thanked the Business Board and the Director of Business and Skills for producing an exceptional Local Industrial Strategy. He judged that this would put the Authority in a good position with Government which had also recognised it as a high quality piece of work.

On being proposed by Councillor Smith, seconded by Councillor Herbert, it was unanimously resolved to:

- a) Note the final version of Cambridgeshire and Peterborough Local Industrial Strategy as agreed with Government
- b) Note the final stages of nation sign-off for the Local Industrial Strategy in the Department of Business, Energy and Industrial Strategy (BEIS) template style prior to publication

BY RECOMMENDATION TO THE COMBINED AUTHORITY

383. QUALITY CHARTER FOR GROWTH

The Board considered a report from the Housing and Communities Committee which sought approval to adopt the Cambridgeshire Quality Charter for Growth principles to guide the Combined Authority's work in supporting new developments across Cambridgeshire and Peterborough, to adopt a strengthened set of principles on cohesion and to support the planned activity to secure implementation of a revised charter. It sought to encourage innovative design and quality of construction on large scale projects and reflected Recommendation 6 of the Cambridgeshire and Peterborough Independent Economic Review (CPIER) report: To undertake a review of the Quality Charter for Growth.

Councillor Boden commented that he strongly supported the Quality Charter which he saw as being about people and their place in development. The focus was on better design at minimal additional cost to create better, more sustainable and cohesive communities. He endorsed the recommendation that officers explore the introduction of a quality Charter Mark scheme that would apply to exemplary developments that advanced the principles of the Quality Charter.

Councillor Herbert commented that he was in agreement with the views expressed by Councillor Boden. In his view there was a particular need to focus on large scale developments and he emphasised partnership with District Councils.

Councillor Smith commented that it was important to ensure that the Quality Charter was fit for purpose. South Cambridgeshire District Council and Cambridge City Council officers would be happy to provide District Council input in support of this.

Councillor Bailey commented that she too was in total support of the recommendations and that officers at East Cambridgeshire District Council would also be happy to provide input. She asked that, if approved, the Board's support for the Charter should be drawn to the attention of local planning authorities. She welcomed the idea of the Charter Mark which would show planning authorities that an application. She hoped that this might encourage local planning authorities to take a more pro-active approach on replacing trees lost during development and to encourage planting in new developments.

On being proposed by Councillor Boden, seconded by Councillor Hickford, it was resolved unanimously to:

- a) Adopt the Quality Charter for Growth principles (including additions in Appendix 1 of the attached Committee report) to guide it's work on new developments across Cambridgeshire and Peterborough;
- b) Adopt a strengthened set of principles on cohesion (as set out in Appendix 2 of the attached Committee report)

384. MOTION FROM COUNCILLOR LEWIS HERBERT

The Mayor invited Councillor Herbert to speak to his Motion, which was seconded by Councillor Smith.

Councillor Herbert commented that he was aware that there was a lot of work going on in relation to the affordable housing programme. The Director of Housing and Development had given a presentation to the Overview and Scrutiny Committee on 24 June 2019 which had referenced the delivery of the 2000 affordable homes by contained in the Devolution Deal. However, achieving this by March 2022 remained a challenging target. Approval had been given for 777 homes to date, but the Combined Authority was not delivering these directly. In order to deliver 2000 homes on the timescale required he judged that the Combined Authority needed to aim to exceed this figure to allow for any programme delays. Councillor Herbert judged that there was a need to be clearer on the geographical need for affordable housing within the county. At present work had actually started on only around 140 homes representing just 7% of the 2000 homes required, which he considered was not good enough. The Board also had yet to see proposals for the £100k homes referenced by the Mayor. The time left to deliver the 2000 homes was decreasing and this was why he was requesting a report to clarify the trajectory against milestones.

Councillor Smith commented that her recollection was that the figure of 2000 affordable homes was the minimum which the Authority was looking to deliver, but with the ambition to deliver more than this if possible. The Motion was designed to enable Board members to fully understand the delivery programme and to satisfy themselves that the spread of investment was meeting identified need. As such she hoped that it would be viewed as constructive.

The Mayor stated that the commitment to affordable housing within the Devolution Deal was familiar to all Board members. He clarified that to date approval had been given for 814 new homes. The figure of 2000 affordable homes was not a ceiling and this was recognised by the £40m revolving fund which would be used to finance additional homes. Once the Authority had delivered the 2000 affordable homes referenced in the Devolution Deal he judged that there would be scope to go back to Government to seek more funds. The Combined Authority was also creating wealth to enable it to deliver more affordable homes. He judged that there was a need to provide freehold homes at affordable rates where the mortgage would cost less affordable rent properties in the same area. There were significant areas of need and deprivation within the county which needed to be addressed. The Mayor judged that the Director of Housing and Development and his team had done exceptional work to date and he expected to see significant fruition continuing between now and 2022. His intention was to create a rolling fund of housing investment which would continue across future Mayoral terms.

Councillor Bailey commented that the Authority could not rely on housing associations to deliver all of the homes required. She judged that a mixture of models was needed to meet the variety of need and experience across the county. She described the Community Land Trust model in East Cambridgeshire which was able to deliver homes

at less than social rental value where needed and commented that it was critical for young people to opportunities for affordable home ownership. Councillor Bailey noted that the Housing and Communities Committee received a quarterly report detailing spend by geographical area, but judged that allocating spend to specific geographical areas would constrain the Authority and could prevent it from acting quickly when opportunities in other areas arose.

Councillor Boden commented that given the imperative to deliver at least 2000 by 2022 he would not want to constrain delivery. Based on a geographical assessment of need for affordable housing Fenland would score highly, but it was important to avoid being parochial. He noted the difference in the definition of 'affordable' in different parts of the county and commented that he felt there was a need to be more innovative to deliver the homes that were needed.

Councillor Herbert commented that he had not stipulated that the programme should be split by district, but that he did want to be able to monitor the geographical spread of projects. If his Motion was unsuccessful he hoped that the Board would still take a report to look at this issue.

385. DATE OF NEXT MEETING

The Combined Authority will meet next on Wednesday 31 July 2019 at 10:30am in the Council Chamber, Fenland Hall, County Road, March, PE15 8NQ.

(Mayor)

CAMBRIDGESHIRE & PETERBOROUGH COMBINED AUTHORITY'S FORWARD PLAN OF EXECUTIVE DECISIONS

PUBLISHED 19 JULY 2019

FORWARD PLAN

KEY DECISIONS

In the period commencing 28 clear days after the date of publication of this Plan, the Cambridgeshire and Peterborough Combined Authority intends to take 'key decisions' where indicated in the table below. Key decisions means a decision of a decision maker, which in the view of the overview and scrutiny committee for a combined authority is likely—

- (i) to result in the combined authority or the mayor incurring significant expenditure, or the making of significant savings, having regard to the combined authority's budget for the service or function to which the decision relates; or
- (ii) to be significant in terms of its effects on persons living or working in an area comprising two or more wards or electoral divisions in the area of the combined authority.

This Plan should be seen as an outline of the proposed decisions for the forthcoming month. Any questions on specific issues included on the Plan should be included on the form which appears at the back of the Plan and submitted to the Monitoring Officer for the Combined Authority. For each decision a report will be available one week before the decision is taken.

NOTIFICATION OF NON-KEY DECISIONS

For complete transparency relating to the work of the Combined Authority, this Plan also includes an overview of non-key decisions to be taken by the Combined Authority.

You are entitled to view any documents listed on the Plan, or obtain extracts from any documents listed or subsequently submitted to the decision maker prior to the decision being made, subject to any restrictions on disclosure. There is no charge for viewing the documents, although charges may be made for photocopying or postage. Documents listed on the notice and relevant documents subsequently being submitted can be requested from Dermot Pearson, Interim Monitoring Officer for the Combined Authority at Dermot.Pearson@cambridgeshirepeterborough-ca.gov.uk

All decisions will be posted on the Combined Authority website and/ or the Cambridgeshire County Council website. If you wish to make comments or representations regarding the decisions outlined in this Plan, please submit them to the Interim Monitoring Officer for the Combined Authority using the form attached.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
Governance And Finance Items									
1.	Minutes of the meeting on 26 June 21019	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
2.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
3.	Changes to Membership	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Decision	To note and approve a change/s to Committee membership notified by constituent council/s.	Relevant internal and external stakeholders	Dermot Pearson, Interim Monitoring Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
3.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
4.	Business Board Allowances	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Decision	To consider recommendations relating to the Business Board allowance scheme from the Independent Remuneration Panel	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
Combined Authority Decisions									
5.	£100m Affordable Housing Programme: Scheme Approvals – July 2019 i. Werrington, Peterborough ii. Crowland Road, Peterborough iii. Drake Avenue, Peterborough [May include exempt appendices]	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Key Decision 2019/037	To consider and approve allocations to new schemes within the £100m Affordable House Programme Page 21 of 262	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
6.	Housing Development Company: Approval of Shareholder Agreement	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Key Decision 2019/041	To seek approval of the shareholder agreement.	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
7.	CAM Metro – July 2019 [May include exempt appendices]	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Key Decision 2019/044	Procurement, contracts and decisions.	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
8.	A428 Black Cat to Caxton Gibbet Consultation Response	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Decision	To report the consultation response to the Board.	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
9.	St Neots Masterplan: Phase 1 Delivery	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Key Decision 2019/059	To seek approval for funds to be allocated from the Non-Transport Feasibility Fund to meet the programme commitments as approved.	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
10.	A Vision for Nature	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Non-Key	To seek endorsement of the Vision for Nature.	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Councillor Chris Boden, Portfolio Holder for Spatial Planning	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
BY RECOMMENDATION TO THE COMBINED AUTHORITY									
Recommendations from the Business Board									
11.	For approval as Accountable Body: i. Growth Deal Project Proposals July 2019: Local Growth Fund Programme Update	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Key Decision 2019/038	To review the Local Growth Fund Programme Monitor and ratify the Business Board's proposals.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
12.	Review of Business Board Constitution	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Non-Key	To review and approve the changes recommended to the Business Board Constitution.	Relevant internal and external stakeholders	Dermot Pearson, Interim Monitoring Officer	Chair of Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
13.	Alconbury Enterprise Zone Memorandum of Understanding & Enterprise Zone Programme Governance	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Key Decision 2019/034	To seek approval of draft MOU agreement for Alconbury Enterprise Zone, which has been agreed in principle with Huntingdonshire District Council. To seek approval to re-establish quarterly EZ Steering Group meetings. This will sit under the Business Board.	Relevant internal and external stakeholders	John Hill, Director of Business & Skills	Chair of Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
Recommendations from the Skills Committee									
14.	University of Peterborough Transitional Funding	Cambridgeshire and Peterborough Combined Authority	31 July 2019	Decision	To request approval of transitional funding to reimburse University Centre Peterborough for the work they have undertaken on the University of Peterborough programme for the period of April-July 2019.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of the Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
Governance and Finance Items									
15.	Minutes of the meeting on 31 July 2019	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
16.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
17.	Review of Constitution (including review of Executive Committees)	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To agree any changes to the constitution following the annual review.	Relevant internal and external stakeholders	Dermot Pearson, Interim Monitoring Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
18.	Medium Term Financial Strategy and Business Plan Refresh	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To consider and approve the revised Medium Term Financial Plan, as originally approved by the Board in January 2019	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
19.	Quarterly Performance Monitoring Report	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To note quarterly performance reporting updates	Relevant internal and external stakeholders	Paul Raynes, Director of Strategy and Assurance	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
Combined Authority Decisions									
20.	£100m Affordable Housing Programme Scheme Approvals – September 2019 [May include exempt appendices]	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/048	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
21.	Wisbech Garden Village	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/060	To approve expenditure to provide outline business case for Wisbech garden village	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull, Portfolio Holder for Housing	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
22.	CAM Metro – September 2019	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/045	Procurement, contracts and decisions	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
23.	Soham Station Implementation Agreement for GRIP 4-8 [May contain exempt appendices]	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/054	To obtain approval from the Board for the Implementation Agreement for the delivery of Soham station for GRIP 4 – 8 and the funding drawdown to Page 24 of 262	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices to be published

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
					cover the projected costs of the project.				
24.	Transport Funding	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/050	Transport funding decisions.	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
25.	Non-Statutory Strategic Spatial Framework Phase 2: Public Consultation	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To approve a public consultation on the key issues of the Non-statutory Strategic Spatial Framework Phase 2.	Relevant internal and external stakeholders	Paul Raynes, Director of Delivery and Strategy	Councillor Chris Boden Portfolio Holder for Spatial Planning	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
BY RECOMMENDATION TO THE COMBINED AUTHORITY									
Recommendations from the Business Board									
26.	For approval as Accountable Body: i. Growth Deal Project Proposals September 2019 ii. Growth Programme Budget monitor	Cambridgeshire and Peterborough Combined Authority	25 September 2019	i. Key Decision 2019/049 ii. Decision	To review and approve the recommendations from the Business Board for individual project funding.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
27.	Outline Business Case for Inward Investment Service (Local Industrial Strategy Mobilisation) [May include exempt appendices]	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/056	To approve the Outline Business Case for Inward Investment Service to mobilise delivery of the Local Industrial Strategy.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of the Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
28.	Outline Business Case for Growth Service (Local Industrial Strategy Mobilisation) [May include exempt appendices]	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/057	To approve the Outline Business Case for Growth Service to mobilise delivery of the Local Industrial Strategy.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of the Business Board Councillor John Holdich Portfolio Holder for	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
								Economic Growth	
29.	Outline Business Case for Skills Talent Apprenticeships and Recruitment (STAR) Hub Service (Local Industrial Strategy Mobilisation)	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/058	To approve the Outline Business Case for Skills Talent Apprenticeships and Recruitment (STAR) Hub Service to mobilise delivery of the Local Industrial Strategy.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of the Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
30.	Greater South East Energy Hub Board	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To agree to the establishment of the Greater South East Energy Hub Board in line with the draft Terms of Reference (from May 2019 Business Board)	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of the Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
31.	Local Industrial Strategy: Delivery Plan	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Key Decision 2019/061	To approve the Delivery Plan to support mobilisation of the Local Industrial Strategy	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of the Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
32.	Assurance Framework	Cambridgeshire and Peterborough Combined Authority	25 September 2019	Decision	To approve any revisions to the Assurance Framework recommended by the Business Board following final checks against Government guidance.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Chair of the Business Board Councillor John Holdich Portfolio Holder for Economic Growth	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
Governance and Finance Items									
33.	Minutes of the meeting on 25 September 2019	Cambridgeshire and Peterborough Combined Authority	30 October 2019	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
34.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	30 October 2019	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
35.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	30 October 2019	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
Combined Authority Decisions									
36.	£100m Affordable Housing Programme Scheme Approvals – October 2019 [May include exempt appendices]	Cambridgeshire and Peterborough Combined Authority	30 October 2019	Key Decision 2019/051	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
BY RECOMMENDATION TO THE COMBINED AUTHORITY BOARD									
Recommendations from the Skills Committee									
37.	University of Peterborough Update Report	Cambridgeshire and Peterborough Combined Authority	30 October 2019	Decision	To provide an update report on the University of Peterborough project.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Councillor John Holdich Portfolio Holder for Skills	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
Governance and Finance Items									
38.	Minutes of the meeting on 31 October 2019	Cambridgeshire and Peterborough Combined Authority	27 November 2019	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
39.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	27 November 2019	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
40.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	27 November 2019	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
Combined Authority Decisions									
41.	£100m Affordable Housing Programme Scheme Approvals – November 2019	Cambridgeshire and Peterborough Combined Authority	27 November 2019	Key Decision 2019/052	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
BY RECOMMENDATION TO THE COMBINED AUTHORITY BOARD									
Recommendations from the Skills Committee									
42.	Adult Education Budget Commissioning Strategy 2020/21	Cambridgeshire and Peterborough Combined Authority	27 November 2019	Key Decision 2019/055	The Adult Education Budget Commissioning Strategy identifies how, why and when the CPCA will deliver adult education to the area, what it prioritises, and what it seeks grant and procured providers to deliver.	Relevant internal and external stakeholders	John T Hill, Director of Business & Skills	Councillor John Holdich Portfolio Holder for Skills	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
Governance and Finance Items									
43.	Minutes of the meeting on 27 November 2019	Cambridgeshire and Peterborough Combined Authority	18 December 2019	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
44.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	18 December 2019	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
45.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	18 December 2019	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
46.	Quarterly Performance Monitoring Report	Cambridgeshire and Peterborough Combined Authority	18 December 2019	Decision	To note quarterly performance reporting updates	Relevant internal and external stakeholders	Paul Raynes, Director of Strategy and Assurance	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
Combined Authority Decisions									
47.	£100m Affordable Housing Programme Scheme Approvals – December 2019	Cambridgeshire and Peterborough Combined Authority	18 December 2019	Key Decision 2019/053	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
Governance and Finance Items									
48.	Minutes of the meeting on 18 December 2019	Cambridgeshire and Peterborough Combined Authority	29 January 2020	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
49.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	29 January 2020	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
50.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	29 January 2020	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
Combined Authority Decisions									
51.	£100m Affordable Housing Programme Scheme Approvals – January 2020	Cambridgeshire and Peterborough Combined Authority	29 January 2020	Key Decision 2020/001	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
Governance and Finance Items									
52.	Minutes of the meeting on 29 January 2020	Cambridgeshire and Peterborough Combined Authority	26 February 2020	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
53.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	26 February 2020	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
54.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	26 February 2020	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
Combined Authority Decisions									
55.	£100m Affordable Housing Programme Scheme Approvals – February 2020	Cambridgeshire and Peterborough Combined Authority	26 February 2020	Key Decision 2020.002	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
Governance and Finance Items									
56.	Minutes of the meeting on 26 February 2020	Cambridgeshire and Peterborough Combined Authority	25 March 2020	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
57.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	25 March 2020	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
58.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	25 March 2020	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance,	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.
59.	Quarterly Performance Monitoring Report	Cambridgeshire and Peterborough Combined Authority	25 March 2020	Decision	To note quarterly performance reporting updates	Relevant internal and external stakeholders	Paul Raynes, Director of Strategy and Assurance	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
Combined Authority Decisions									
60.	£100m Affordable Housing Programme Scheme Approvals – March 2020	Cambridgeshire and Peterborough Combined Authority	25 March 2020	Key Decision 2020/003	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published
Governance and Finance Items									
61.	Minutes of the meeting on 25 March 2020	Cambridgeshire and Peterborough Combined Authority	29 April 2020	Decision	To agree the minutes of the previous meeting.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
62.	Forward Plan	Cambridgeshire and Peterborough Combined Authority	29 April 2020	Decision	To note the latest version of the forward plan.	Relevant internal and external stakeholders	Richenda Greenhill, Democratic Services Officer	Mayor James Palmer	It is not anticipated that there will be any documents other than the report and relevant appendices.
63.	Budget Monitor Update	Cambridgeshire and Peterborough Combined Authority	29 April 2020	Decision	To provide an update on the revenue and capital budgets for the year to date	Relevant internal and external stakeholders	Jon Alsop Section 73 Chief Finance Officer	Councillor Steve Count Portfolio Holder for Investment and Finance	It is not anticipated that there will be any documents other than the report and relevant appendices to be published.

DECISION REQUIRED		DECISION MAKER	DATE DECISION EXPECTED	KEY DECISION OR DECISION	PURPOSE OF REPORT	CONSULTATION	CONTACT DETAILS/ REPORT AUTHOR	LEAD MEMBER	DOCUMENTS RELEVANT TO THE DECISION SUBMITTED TO THE DECISION MAKER (INCLUDING EXEMPT APPENDICES)
64.	£100m Affordable Housing Programme Scheme Approvals – April 2020	Cambridgeshire and Peterborough Combined Authority	29 April 2020	Key Decision 2020/004	To consider and approve allocations to new schemes within the £100m Affordable House Programme	Relevant internal and external stakeholders	Roger Thompson, Director of Housing and Development	Councillor Graham Bull Portfolio Holder for Housing Chair of Housing and Communities Committee	It is not anticipated that there will be any documents other than the report and relevant appendices to be published

**SUBMIT YOUR COMMENTS OR QUERIES TO
CAMBRIDGESHIRE AND PETERBOROUGH COMBINED
AUTHORITY**

Please send your comments or query to: Dermot Pearson, at
Demot.Pearson@cambridgeshirepeterborough-ca.gov.uk

Your comment or query:

How can we contact you with a response?
(please include a telephone number, postal and/or e-mail address)

Name

Address

Tel:

Email:

Who would you like to respond?



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 1.6
31 JULY 2019	PUBLIC REPORT

EXECUTIVE COMMITTEES - CHANGE IN MEMBERSHIP

1.0 PURPOSE

- 1.1. To seek approval from the Cambridgeshire and Peterborough Combined Authority Board for changes in membership on the Transport and Infrastructure, Skills and Housing and Communities Committees.

<u>DECISION REQUIRED</u>	
Lead Member:	James Palmer, Mayor
Lead Officer:	Dermot Pearson, Interim Monitoring Officer
Forward Plan Ref: N/A	Key Decision: No
The Combined Authority Board is recommended to: a) Approve the change of lead member on the Transport and Infrastructure Committee for Fenland District Council from Councillor Chris Boden to Councillor Chris Seaton and the substitute member to Councillor Chris Boden. b) Approve the substitute member on the Housing and Communities Committee for	Voting arrangements Simple majority of all Members

<p>Fenland District Council from Councillor David Oliver to Councillor Sam Hoy.</p> <p>c) Approve the change of lead member on the Skills Committee for Huntingdonshire District Council from Councillor Graham Bull to Councillor Jon Neish.</p>	
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2.0 BACKGROUND

- 2.1. On 29 May 2019 the Combined Authority Board approved the membership of the Transport and Infrastructure, Skills and Housing and Communities Committees.
- 2.2. Since this date there have been a number of proposed changes to Committee membership detailed below:
 - i. At a meeting of Full Council at Fenland District Council on 18 July it was proposed that Councillor Chris Seaton, replace Councillor Chris Boden on the Transport and Infrastructure Committee, and that Councillor Chris Boden would remain on the Committee as a substitute member. It was also proposed that Councillor Sam Hoy would replace Councillor David Oliver as substitute on the Housing and Communities Committee.
 - ii. The lead member for Huntingdonshire District Council on the Skills Committee Councillor Graham Bull has requested that Councillor Jon Neish, also from Huntingdonshire District Council replace him on the Committee. It is proposed that the substitute member will remain as Councillor Ryan Fuller.

3.0 FINANCIAL IMPLICATIONS

- 3.1. There are no financial implications

4.0 LEGAL IMPLICATIONS

- 4.1 Chapter 8 (Transport and Infrastructure Committee), Chapter 9 (Skills Committee) and Chapter 10 (Housing and Communities Committee) include the following:

‘6.2. The Combined Authority Board shall appoint the committee and substitute members. Board members may nominate their substitute member on the Board or another member from a constituent council to be a member of the committee. The Board member shall also nominate a named substitute member. Nominations are subject to approval by the Board’.

5.0 SIGNIFICANT IMPLICATIONS

5.1. There are no additional implications in this report.

6.0 APPENDICES

6.1. Appendix 1 – Committee allocations table

<u>Source Documents</u>	<u>Location</u>
N/A	

Portfolio Holder Responsibilities and Committee Membership

Portfolio Holder Responsibilities

Portfolio Holder Responsibilities	Board Member
Mayor, Chair of the Combined Authority Portfolio Holder for Policy Portfolio Holder for Governance	James Palmer, Mayor
Portfolio Holder for Economic Growth	Cllr John Holdich, Deputy Mayor
Portfolio Holder for Spatial Planning Chair of Land Commission	Cllr Chris Boden
Portfolio Holder for Skills Chair of Skills Committee	Cllr John Holdich, Deputy Mayor
Portfolio Holder for Investment & Finance	Cllr Steve Count
Portfolio Holder for Housing Chair of Housing and Communities Committee	Cllr Graham Bull
Portfolio Holder for Transport Chair of Transport Committee	James Palmer, Mayor

Committee Allocation

Transport Committee (5 seats)

		Portfolio Holder Responsibilities/Member	Board Member	Substitute
1	Chair	Portfolio Holder for Transport	James Palmer, Mayor	Cllr Joshua Schumann
2	Member	Member for Cambridgeshire County Council	Cllr Ian Bates	Cllr Roger Hickford
3	Member	Member for Peterborough City Council	Cllr Peter Hiller	Cllr John Holdich
4	Member	Member for Cambridge City Council	Cllr Mike Sargeant	Cllr Aiden Van de Weyer
5	Member	Member for Fenland District Council	Cllr Chris Boden Chris Seaton	Cllr Chris Boden

Skills Committee (4 seats)

		Portfolio Holder Responsibilities/Member	Board Member	Substitute
1	Chair	Portfolio Holder for Skills	Cllr John Holdich	Cllr Lynne Ayres
2	Member	Member for Huntingdonshire District Council	Cllr Graham Bull Cllr Jon Neish	Cllr Ryan Fuller
3	Member	Member of East Cambridgeshire District Council	Cllr Lis Every	Vacancy
4	Member	Member for South Cambs District Council	Cllr Eileen Wilson	Cllr Aidan Van de Weyer

Housing and Communities Committee (4 seats)

		Portfolio Holder Responsibilities/Member	Board Member	Substitute
1	Chair	Portfolio Holder for Housing	Cllr Graham Bull	Cllr Anna Bailey
2	Member	Member for Huntingdonshire District Council	Cllr Ryan Fuller	Vacancy
3	Member	Member of Fenland District Council	Cllr Dee Laws	Cllr David Oliver Cllr Sam Hoy
4	Member	Member for South Cambs District Council	Cllr Bridget Smith	Cllr Richard Johnson

Notes

- (a) Portfolio Holder should also be Chair
- (b) Vice Chair to be agreed by committee as and when required
- (c) 3 seats to go to either Member for Cambridge City Council or South Cambs District Council



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 1.7
31 JULY 2019	PUBLIC REPORT

BUSINESS BOARD ALLOWANCES

1.0 PURPOSE

- 1.1. In November 2018, the Business Board agreed to convene an independent remuneration panel to consider an allowance scheme for Business Board members.
- 1.2. The Monitoring Officer contacted the Constituent Councils to source a suitable panel and found that East Cambridgeshire District Council had a constituted panel. The Monitoring Officer commissioned the independent remuneration panel to undertake the review.
- 1.3. The panel undertook its review from February to April 2019 and its report and its recommendations are attached (Appendix 1).
- 1.4. Accordingly, the independent remuneration panel recommended:
 - (a) A Co-Optee allowance of £1,500 per month (£18,000 p.a.) for an ordinary Private Sector Board Member, £1,750 per month (£21,000 p.a.) for the Vice-Chair and £2,000 (£24,000 p.a.) for the Chair, to include travelling expenses to Business Board meetings.
 - (b) That the allowances be backdated to the commencement of the Business Board in September 2018.
 - (c) That travel and other expenses continue to be paid in accordance with the Scheme approved by the CA Board, subject to the allowance paid to Business Board Members being regarded as including travel to Business Board Meetings and that travel expenses only should be paid for approved duties outside of attendance at Board meetings.
 - (d) That the indexation factor be set as the Consumer Price Index (CPI).
 - (e) That the Combined Authority circulate the expenses scheme to the Business Board Members, together with the relevant claim form for them to reclaim their expenses.
 - (f) That the Combined Authority review the issue of the large volumes of paperwork being received by Business Board Members to read for

meetings, often with very short timescales to do so, in the interests of retention of Business Board Members.

- (g) That consideration be given to amending the Business Board Constitution or the phasing of future appointments of Private Sector Business Board Members to ensure that the Board does not lose the majority of Members with valuable knowledge and expertise at the same time.

1.5. Following discussions between Officers and Members of the Business Board, the following alternative allowances have been suggested:

- (a) Chair - £24k p.a.
- (b) Vice-Chair - £18k p.a.
- (c) Other Private Sector board members (x10) - £5k p.a.

1.6. The Combined Authority Board is asked to decide if the Business Board should adopt a Member Allowance Scheme based on the recommendations made by the Independent Remuneration Panel.

<u>DECISION REQUIRED</u>	
Lead Member:	Councillor John Holdich Portfolio Holder for Economic Growth
Lead Officer:	John T Hill, Director for Business & Skills
Forward Plan Ref: n/a	Key Decision: No
<p>The Combined Authority Board is recommended to:</p> <ul style="list-style-type: none"> (a) Consider recommendations relating to the Business Board Scheme of Allowances from the Independent Remuneration Panel; (b) Decide if the Business Board should adopt a Member Allowance Scheme for the Business Board; (c) Approve the alternative levels of remuneration as set out under the proposed scheme within the Financial Implications section of this report; and (d) Approve the backdating of the Member Allowance Scheme to 24 September 2018. 	<p>Voting arrangements</p> <p>Simple majority of all Members</p>

2.0 BACKGROUND

- 2.1. At its meeting on 26 November 2018 the Business Board discussed the need to set an appropriate level of remuneration for private sector members based on requirements of the role:
 - (a) to attend board meetings;
 - (b) to help promote the aims of the Board in the wider sector; and
 - (c) to seek the views of the wider sector on growth and infrastructure proposals.
- 2.2. The Business Board agreed that an independent remuneration panel should be convened to consider the level of allowances payable to:
 - (a) the Chair.
 - (b) the Vice-Chair.
 - (c) Other private sector board members.
- 2.3. The Business Board agreed to an interim measure until a scheme is agreed to adopt an expenses scheme for private sector board members from July 2018. At its meeting on 28 November 2018 the Combined Authority Board ratified the Business Board proposal to adopt an expenses scheme for private sector board members to take effect from July 2018 and to pay an allowance of £2,000 per month to the Chair of the Business Board to effect from the date of appointment.
- 2.4. Government guidance stipulates that the Chair must be a private sector representative, and representatives of the Department for Business, Energy and Industrial Strategy (BEIS) have also required the Vice-Chair be appointed from the private sector. The independent remuneration panel considered the roles of the Chair/Vice-Chair as critical the Board's success, which require direct and pro-active leadership, and as such a substantially greater time commitment than that required from any other Board member.
- 2.5. The independent remuneration panel also considered the recently published report by *Ministry of Housing, Communities and Local Government - Strengthening Local Enterprise Partnerships (July 2018)* which sets out the Government's expectations of Local Enterprise Partnerships' roles and responsibilities (link to report is included below).

3.0 FINANCIAL IMPLICATIONS

- 3.1. Business Board Allowances - based on the outcome and recommendations of the independent remuneration panel review, it is proposed the Business Board adopt a scheme on the following levels of remuneration:
 - (a) Chair - £24k p.a.
 - (b) Vice-Chair - £18k p.a.
 - (c) Other Private Sector board members (x10) - £5k p.a.Total: £92k p.a.

- 3.2. Budgetary provision for the remuneration of the Business Board has not been made within the Medium Term Financial Plan. This represents a new pressure on the CPCA budget however it is envisioned that the cost of Business Board remuneration will be covered by CPCA share of retained Enterprise Zone business rates income which is not currently recognised in the MTFP as the final legal agreement is the subject of a paper being brought to this meeting.

4.0 LEGAL IMPLICATIONS

- 4.1. Local Enterprise Partnerships (LEPs) are required to make the expenditure and/or remuneration policy for Chairs and Board Members clear on their websites (ref P.24, para 80 of the National Local Growth Assurance Framework).
- 4.2. The Business Board Constitution states that “*Allowances or expenses shall be payable to any Business Board member, in accordance with a scheme approved from time to time by the Combined Authority*” (para 16.1 of the Business Board Constitution).

5.0 SIGNIFICANT IMPLICATIONS

- 5.1. There are no significant implications

6.0 APPENDICES

- 6.1. Appendix 1 – Independent Remuneration Panel Review: Business Board Member Allowance Scheme

<u>Source Documents</u>	<u>Location</u>
Ministry of Housing, Communities and Local Government - Strengthening Local Enterprise Partnerships (July 2018)	https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/728058/Strengthened_Local_Enterprise_Partnerships.pdf

**REPORT BY
CAMBRIDGESHIRE AND
PETERBOROUGH COMBINED
AUTHORITY
INDEPENDENT REMUNERATION PANEL**

An Independent Review of Allowances
April 2019

Introduction

- 1.1 This report presents the recommendations of the Independent Remuneration Panel to the Cambridgeshire and Peterborough Combined Authority Board for consideration and approval.
- 1.2 The Authority is required to make a scheme of allowances in accordance with the Local Authorities (Members' Allowances) (England) Regulation 2003. The process for making and reviewing such a scheme is regulated so that the public can have confidence in the independence, openness and accountability of the process involved. The process requires that the Authority must establish an independent remuneration panel, and before making or amending its scheme of allowances, it must have regard to the recommendations of the Panel.

The Panel

- 2.1 The decision to constitute an Independent Remuneration Panel was taken at the Combined Authority (CA) Board meeting on 28th November 2018 as follows:

The Interim Monitoring Officer stated that the Board was being invited to agree that an Independent Remuneration Panel be requested to review the Members' Allowances Scheme in relation to the Mayor's allowance, and to consider the payment of a standard allowance for any independent commissions set up by the Combined Authority. Following the Business Board meeting on 26 November 2018 the Combined Authority Board was further requested to ratify the Business Board's decisions on that date. These were to:

- a) *note the Interim Business Board agreed the principle of paying allowances to private sector members of the Business Board and that positions were advertised on this basis;*
- b) *agree that an independent remuneration panel should be convened to consider the level of allowances payable to:*
 - i. *the Chair;*
 - ii. *the Vice Chair;*
 - iii. *other private sector board members.*
- c) *agree that the Monitoring Officer be authorised to source a suitable panel to recommend an allowance scheme to the Business Board;*
- d) *agree as an interim measure until a scheme is agreed to:*
 - i. *adopt an expenses scheme for private sector board members to take effect from July 2018;*
 - ii. *confirm the Chair's allowance of £2,000 a month to take effect from the date of the appointment.*

It was resolved to:

- a) review the Members' Allowance Scheme (Mayor's Allowance);*
- b) consider the payment of allowances/expenses to those appointed to any independent commissions set up by the Combined Authority;*
- c) ratify the decisions of the Business Board reported orally at the meeting.*

- 2.2 The CA Monitoring Officer contacted the Constituent Councils to source a suitable Panel and found that East Cambridgeshire DC had a constituted Panel. The Panel comprised the following Lay members:

Richard Tyler (Chair of the Panel) – retired Chartered Accountant from Witchford who undertakes accountancy work for charity organisations locally. Other community work includes Bishop Laney's Charity, President of Rotary Club of Ely, Trustee of Ely Community Unit and Chairman of the Ely Fireworks Committee.

Richard Powell – retired teacher from Kings School, Ely. Resident of Haddenham. Played for, and was Chairman of, Sutton Cricket Club for many years. Sits on the Cambridgeshire Education Admissions Appeals Panel.

Margaret Clark - worked in the legal profession for many years (about 35) before retiring. Littleport resident and since retiring has been working with the Ely Social Car Scheme and Care Network. Library visitor and also sits on the Cambridgeshire Education Admissions Panel.

Stanley Curtis - Originally trained as an electronics engineer. Extensive experience in managing and developing both SMEs in the UK and large companies internationally in China, Malaysia and the USA. Currently owns a small Agri-Tech business based in Littleport. Chair of the Community Centre Trust in Ramsey where he lived before moving to Soham in 2016.

- 2.3 The Panel undertook their review from February to April 2019. They have now completed the review and have recommended that the Authority adopt a new scheme of allowances as set out in this report.

Terms of Reference for the Review

- 3.1 The terms of reference for the review followed the requirements of the Local Authorities (Members' Allowances) (England) Regulations 2003 and, in particular, the Cambridgeshire and Peterborough Combined Authority Order 2017. The Schedule to the latter containing the Constitution, sets out the following in relation to allowances payable in respect of the Combined Authority:

Remuneration

8. (1) *Save as provided for in sub-paragraph (2), no remuneration is to be payable by the Combined Authority to its members.*
- (2) *The Combined Authority may only pay an allowance to the Mayor if—*
- (a) *the Combined Authority has considered a report published by an independent remuneration panel established by one or more of the constituent councils under regulation 20 of the Local Authorities (Members' Allowances) (England) Regulations 2003(3) which contains recommendations for such an allowance; and*
- (b) *the allowance paid by the Combined Authority does not exceed the amount specified in the recommendation made by the independent remuneration panel.*
- 3.2 A previous IRP in 2017 had considered and made recommendations on the level of the Mayor's allowance and expenses which were approved by the CA Board and the current IRP had a copy of this report. At that time, it had been recommended that the scheme should be reviewed no later than 24 months after it was adopted and that a suitable indexation factor also should be considered. Therefore the remit of this IRP in relation to the review of the Mayor's allowance, was to consider whether the level set by the previous Panel was appropriate in the light of experience of the Mayor's role, responsibilities and workload two years on. The Budget, nature and complexity of these had expanded significantly since inception, arising from the transfer of the Local Enterprise Partnership (LEP) to the CA, which had led to the transfer of local growth funding of £27.4M and LEP staffing amounting to £1.2M. Furthermore in November 2018, the CA had secured Transforming Cities Funding from Central Government amounting to £74M over 4 years, then in January 2019 Greater South East Energy Hub funding of £1.3M over 2 years.

- 3.3 The IRP also were required to consider the principle, possible level and basis for the payment of allowances and expenses for the following Co-Optees:

Independent Commissions:

Chair;
Ordinary Commission Members.

Business Board:

Chair;
Vice Chair;
Ordinary Private Sector Board Members.

- 3.4 As the Business Board is independent to the Combined Authority, we were requested to separate our report into two sections: one relating to the allowances for the Mayor and Independent Commissions Members; and one to the allowances for the Private Sector Members (PSMs) of the Business Board.

SECTION B – PRIVATE SECTOR MEMBERS (PSMs) OF BUSINESS BOARD ALLOWANCES

Methodology/Evidence Considered

- 1.1 The Panel was provided with a comprehensive information pack containing the following:

Report from Director of Business & Skills containing:

- Business Board Constitution
- Board Member Job Description
- Board Member Expenses Scheme
- Odgers Berndston Report: Local Enterprise Partnerships – A Chair's Perspective
- Non-Executive Directors remuneration comparator reports from Ereveva, PWC, Deloitte.

- 1.2 The Panel produced a Questionnaire for the Business Board Members. 2 completed Questionnaires were received from Business Board Members.

- 1.3 The Panel also interviewed the following people, selected as a representative cross-section of Members and Officers, to obtain their viewpoints regarding the allowances:

Business Board

- Chair and Vice-Chair of Business Board
- Ordinary PSM of Board, Austen Adams
- Board Member and PFH for Economic Growth, Cllr Charles Roberts
- Dan Thorp, Assistant Director of Business & Skills

All three types of Allowances

- Deputy Mayor Cllr John Holdich
- Councillor Lewis Herbert
- Councillor Bridget Smith
- Chair of Scrutiny Committee, Cllr Lucy Nethsingha

- 1.4 After meeting on 6 separate occasions, including 3 sessions interviewing Members and Officers, the Panel now have completed their review. In formulating their recommendations, they have taken into consideration all of the information provided to them and gathered by them from the Questionnaires and interviews.

Conclusions and Recommendations

- 1.5 As a result, the following principles guided the deliberations and recommendations of the IRP:

1.5.1 Business Board Allowances

- The Business Board is independent of the Combined Authority. It is a private-public sector partnership, focusing on the key business sectors, to provide strategic leadership and to drive growth in the Cambridgeshire and Peterborough and wider Local Enterprise area. However, Cambridgeshire and Peterborough Combined Authority is the 'accountable body' for funding allocated to the Business Board, meaning it is the Combined Authority that is responsible to Government for complying with any conditions or requirements attached to such funding.
- Up to 8 Private Sector Members (PSM) may be appointed to the Business Board and the Chair and Vice-Chair will be Private Sector Members. One Member must be appointed specifically to represent the interests of the Small and Medium Sized Enterprises (SME) sector, one Member represent the Education sector and one Member be appointed as an international business representative. In addition to the above, Private Sector Members are expected to be industry leaders and active in the following sectors:
 - (a) Agri-food, drink and horticulture
 - (b) Advanced manufacturing and materials
 - (c) Life Sciences
 - (d) Digital
- At present, there are 7 Private Sector Members appointed covering the above sectors, although the Business Board is looking to appoint a female PSM and someone from the IT sector to improve the range and diversity of the Board. The original time commitment envisaged on recruitment was approx. 8 days per year for a PSM and 1-2 days per week for the Chair, although the PSMs have stated that their actual work commitment is considerably more than this. The term of office is 3 years and PSMs can only serve two terms.
- The factors to be taken into consideration for the Business Board allowances are very similar to those for the Commissions allowances. The Panel was conscious of the need to recruit senior and experienced experts in the key sectors/areas identified. They will be expected to deploy their expertise in providing powerful analysis of the issues, use highly-developed managerial and political judgement in making authoritative and implementable decisions, and to display strong interpersonal and networking skills in order to promote those decisions and the work of the Board.
- The level of remuneration should be commensurate with the significance of the task, the seniority and expertise of the members of the Board, and with the complex and demanding contribution they are each expected to make. It should also take into account the opportunity cost of the time of the Board Members – who are in demand from other roles - are giving to the Board, and the market rate for individuals with their skills and experience on similar Bodies.

- In this case, we had the previous experience and practices of the predecessor local LEP and other LEPs nationally as a comparators. The former LEP did not pay allowances to the ordinary Private Sector Members but paid the Chairman £24,000 per annum. A number of LEPs nationally also remunerate their Chairs at levels ranging from £13,000 to £60,000. Locally, both Royal Papworth and Cambridge University Hospitals NHS Trusts recently have advertised for Non-Executive Directors at £12,000 to £13,000 per year for 3 days per month commitment. The documents provided on private sector Non-Executive Directors remuneration showed wide variations in levels, but the vast majority were significantly higher than the levels detailed above.
- In the questionnaires and interviews, strong feelings were expressed both ways about whether allowances should be paid and the level of those allowances. The view also was expressed that there should be mechanisms for monitoring the effectiveness and performance of the Business Board.
- The Business Board has been operating since September 2018, and Private Sector Members were appointed on the clearly stated basis that they would be remunerated. An interim allowances and expenses scheme was approved by the CA Board in November 2018 (see paragraph 2.1 above), pending the outcome of the IRP review, to pay a Chair's allowance of £2,000 per month, but expenses only to ordinary Private Sector Board Members.
- Whilst, as in the case of the Commissions allowances, we advocated that there should be some 'pro bono' element for public/community service, we also recognised the need to attract the highest calibre leaders in key local sectors, who were in demand and therefore could command significant sums for their knowledge, experience, skills and expertise. In order to attract and retain such high calibre people, they will expect a reasonable level of remuneration for their time. Our evidence gathering revealed that some candidates approached had reluctantly declined to be considered, due to existing commitments and the limited capacity they had to undertake pro bono work.
- Balancing all of the above with the fact that this was Taxpayers money, we believed that an allowance of £1,500 per month for an ordinary Private Sector Board Member, £1,750 per month for the Vice-Chair and £2,000 for the Chair seemed reasonable. This should be backdated to the commencement of the Business Board in September 2018.
- There is an expenses scheme already in existence for Business Board Members and we believed that this was adequate. However, we would recommend that the allowance paid to Business Board Members should be regarded as including travel to Business Board meetings and that travel expenses only should be paid for 'approved duties' outside of attendance at Board meetings.
- As a result of our interviews, Board Members stated that they were not aware of any system to claim back their travelling, etc, expenses at the moment, even though an expenses scheme existed. Therefore, we suggest

that the Combined Authority needs to circulate the expenses scheme to the Business Board Members, together with the relevant claim form for them to reclaim their expenses.

- Board Members also commented that they were receiving large volumes of paperwork to read for meetings, often with very short timescales to do so. Whilst beyond our remit, we would suggest that this needs to be examined and addressed by the Combined Authority in the interests of retention of Business Board Members.
- We noted that Business Board Constitution stated that Private Sector Business Board Members were appointed for 3 years and could only serve two terms of office. Since all of the current Private Sector Members were appointed at the same time, this potentially means that they all could retire on the same date, leaving continuity issues. Again, whilst this is beyond our remit, we would suggest that consideration needs to be given to amending the Constitution or the phasing of future appointments to ensure that the Board does not lose the majority of Members with valuable knowledge and expertise at the same time.

Recommendations

Accordingly, the Panel Recommend:

- 1.5.2 A Co-Optee allowance of £1,500 per month for an ordinary Private Sector Board Member, £1,750 per month for the Vice-Chair and £2,000 for the Chair, to include travelling expenses to Business Board meetings.**
- 1.5.3 That the allowances be backdated to the commencement of the Business Board in September 2018.**
- 1.5.4 That travel and other expenses continue to be paid in accordance with the Scheme approved by the CA Board, subject to 5.3.2 above.**
- 1.5.5 That the indexation factor be set as the Consumer Price Index (CPI).**
- 1.5.6 That the Combined Authority circulate the expenses scheme to the Business Board Members, together with the relevant claim form for them to reclaim their expenses.**
- 1.5.7 That the Combined Authority review the issue of the large volumes of paperwork being received by Business Board Members to read for meetings, often with very short timescales to do so, in the interests of retention of Business Board Members.**
- 1.5.8 That consideration be given to amending the Business Board Constitution or the phasing of future appointments of Private Sector**

Business Board Members to ensure that the Board does not lose the majority of Members with valuable knowledge and expertise at the same time.



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 2.1
31 JULY 2019	PUBLIC REPORT

BUDGET MONITOR UPDATE

1.0 PURPOSE

- 1.1 This report provides an update of the 2019/20 forecast outturn position against the Board approved budget for the year.

<u>DECISION REQUIRED</u>	
Lead Member:	Councillor Steve Count, Portfolio for Investment and Finance
Lead Officer:	Jon Alsop, Head of Finance (Section 73 Officer)
Forward Plan Ref: Not applicable Key Decision: No	
The Combined Authority Board is recommended to: a) note the updated financial position of the Combined Authority for the year. b) note the status of the audit of the 2018/19 statement of accounts	Voting arrangements N/A

2.0 BACKGROUND

Budget 2019/20 Update

- 2.1. At its January 2019 meeting, the Board approved the Medium Term Financial Plan, including balanced revenue and capital budgets for 2019/20. The Board decision on the 27th May 2019 amended this budget by approving the carry forward of identified underspends from 2018/19 based on the provisional

outturn position for the Combined Authority for the year ended 31 March 2019.

- 2.2. This paper provides an update on the forecast outturn position for the year to 31 March 2020.

REVENUE BUDGET

- 2.3. A summary of the revenue budgetary position of the Authority is shown in the table below, a more detailed breakdown of forecast income and expenditure for the year is shown at **Appendix 1**.

2019/20 Revenue	Original Budget (June Board) £'000	Budget Adjustments £'000	Revised Budget £'000	Forecast Outturn £'000	Variance (Outturn - Orig Bud) £'000	Para ref:
Income						
Grant Income	(23,099.2)		(23,099.2)	(18,172.5)	4,926.7	2.9
Total Income	(23,099.2)	0.0	(23,099.2)	(18,172.5)	4,926.7	
Expenditure						
Mayor's Office	353.7		353.7	353.7	0.0	
Operational Budget:						
Combined Authority Staffing	5,045.2		5,045.2	5,045.2	0.0	
External Support Services	375.0		375.0	375.0	0.0	
Corporate Overheads	474.2		474.2	474.2	0.0	
Governance	67.0		67.0	67.0	0.0	
Election Provision	260.0		260.0	260.0	0.0	
Capacity Funding	125.0		125.0	125.0	0.0	
Financing Costs	(800.0)		(800.0)	(800.0)	0.0	
Workstream/Programme Budget:						
Non-transport Feasibility Studies	1,000.0	(235.0)	765.0	765.0	(235.0)	2.7
Transport Feasibility Studies	500.0		500.0	500.0	0.0	
Transport	4,173.5	276.7	4,450.2	4,450.2	276.7	2.8
Business and Skills	11,829.1	235.0	12,064.1	7,137.4	(4,691.7)	2.7 & 2.9
Economic Strategy	558.8		558.8	558.8	0.0	
Strategy and Performance	716.9		716.9	716.9	0.0	
Total Expenditure	24,678.4	276.7	24,955.1	20,028.4	(4,650.0)	
Total (Income) less Total Expenditure	1,579.2	276.7	1,855.9	1,855.9	276.7	

Overall Position

- 2.4. At its June meeting, the Board agreed a revenue budget for the year which would require a draw down from reserves of £1,579.2k. This included an approved carry forward of underspends from the previous financial year of £616.4k.
- 2.5. The revenue budget forecast has been updated to reflect changes in the expected income receivable from Central Government for the devolved adult education budget, and to allow for additional costs associated with the publication and consultation of the Local Transport Plan and to allow for revenue costs associated with the University of Peterborough project which had previously been budgeted for as capital.
- 2.6. The updated revenue forecast for the year requires a draw down from reserves of £1,855.9k, an increase of £276.7k over the original budget. The amount available for draw down from the General Reserve, according to the unaudited statement of accounts for 2018/19, is £11,185k.

Budget Adjustments

- 2.7. The virement of £235k from the non-transport feasibility budget to Business and Skills reflects the decision taken at the May Board to approve the recommendations of the Skills Committee to allocate funding in support of the University of Peterborough action plan.
- 2.8. The increase of £276.7k to Transport is to fund a more comprehensive engagement process for the draft Local Transport Plan consultation, as approved by the Board in May. This decision was made under delegated authority by the Chief Executive.

Forecast Variances

- 2.9. The £4.9m variance on grant income and Business and Skills expenditure reflects that only the element of the 2019/20 academic year Adult Education Budget which is applicable to the 2019/20 financial year has so far been received. The original assumption had been that the Combined Authority would receive the entire academic year allocation up-front. This change in income is matched by an equal and opposite reduction in the expenditure line. This is purely a change in how the income and expenditure is recorded and does not affect grant allocations or service provision.

It is intended that the 2019/20 budgets be updated to reflect this change in allocation as part of the mid-year Medium Term Financial plan (MTFP) refresh, which is due to be brought to the Board for review in September.

CAPITAL PROGRAMME

- 2.10. A detailed breakdown of forecast income and expenditure for the year is shown at **Appendix 2**.

Budget Adjustments

- 2.11. As mentioned in paragraph 2.7 the May CPCA Board approved an increase of £235k to the University of Peterborough project's revenue budget, this was matched by a reduction in its capital allocation.
- 2.12. The Cambridge City Housing Programme budget has been updated to reflect the expected profile of expenditure against the £70m affordable housing programme for Cambridge as presented to the Board in May.
- 2.13. The LTP Schemes with Peterborough City Council (PCC) and Cambridgeshire County Council (CCC) budget line has also been updated to reflect the allocation of Local Highways Maintenance Capital grants totalling £23,541,459 to Cambridgeshire County Council and Peterborough City Council in line with the Department for Transport formula.

Statement of Accounts 2018/19

- 2.14. Ernst and Young LLP (EY) have been auditing the CPCA's 2018/19 statement of accounts in accordance with their agreed audit plan. However, as was reported to the Audit and Governance Committee on the 19th July, due to capacity issues, EY are unlikely to be able to complete their audit by the publication deadline of 31st July 2019.
- 2.15. According to the Accounts and Audit Regulations 2015, where an audit of accounts has not been concluded before the date specified (31st July), an authority must publish a notice stating that it has not been able to publish the statement of accounts and its reasons for this.
- 2.16. The Audit and Governance Committee were advised that in the event of the audit not being completed by EY before 31st July, then we would publish "as soon as reasonably practicable" after the audit has been completed and after receipt of the audit report.
- 2.17. The Committee approved the version of the accounts presented to them, and provided delegated authority for the S73 Officer to make any minor changes to the accounts as required by the auditors, and for the S73 Officer and Audit Chair to sign the accounts before publication. If significant or material changes would be required as a result of the audit, then a post-audit revised version of the accounts would be brought back to the Committee for final approval/sign off.

3.0 FINANCIAL IMPLICATIONS

- 3.1. There are no other financial implications other than those included in the main body of the report.

4.0 LEGAL IMPLICATIONS

- 4.1. The Combined Authority is required to prepare a balanced budget in accordance with statutory requirements.

5.0 SIGNIFICANT IMPLICATIONS

- 5.1. There are no other significant implications.

6.0 APPENDICES

- 6.1 Appendix 1 - Detailed breakdown of the revenue forecast for the year to 31st March 2020.
- 6.2 Appendix 2 – Capital forecast for the year to 31st March 2020

<u>Source Documents</u>	<u>Location</u>
None	n/a

Appendix 1: CPCA Revenue 2019/20					
	Original Budget (June Board)	Budget Adjustments	Revised Budget	Forecast Outturn	Variance (Outturn - Orig Bud)
	£'000	£'000	£'000	£'000	£'000
Income					
Gain Share Revenue	(8,000.0)		(8,000.0)	(8,000.0)	0.0
Mayoral Capacity Fund	(1,000.0)		(1,000.0)	(1,000.0)	0.0
LEP Core Funding from BEIS	(500.0)		(500.0)	(500.0)	0.0
Energy Hub Contribution (Staff Costs)	(463.6)		(463.6)	(463.6)	0.0
Growth Hub - BEIS	(246.0)		(246.0)	(246.0)	0.0
EZ contribution to LEP activity	(250.0)		(250.0)	(250.0)	0.0
AEB Funding	(12,139.6)		(12,139.6)	(7,212.9)	4,926.7
Growth Fund Contribution	(500.0)		(500.0)	(500.0)	0.0
Total Income	(23,099.2)	0.0	(23,099.2)	(18,172.5)	(4,926.7)
Expenditure					
Mayor's Office					
Mayor's Allowance	85.0		85.0	85.0	0.0
Mayor's Office Expenses	25.0		25.0	25.0	0.0
Mayor's Office Accommodation	52.4		52.4	52.4	0.0
Mayor's Office Staff	191.3		191.3	191.3	0.0
Total Mayoral Costs	353.7	0.0	353.7	353.7	0.0
Combined Authority Staffing Costs					
Salaries					
Chief Executive	246.2		246.2	246.2	0.0
Business and Skills	1,746.3		1,746.3	1,746.3	0.0
Transport	574.2		574.2	574.2	0.0
Housing	393.5		393.5	393.5	0.0
Strategy & Planning	680.2		680.2	680.2	0.0
Corporate Services	1,204.8		1,204.8	1,204.8	0.0
Travel	100.0		100.0	100.0	0.0
Training, Conferences & Seminars	100.0		100.0	100.0	0.0
Total Combined Authority Staffing Costs	5,045.2	0.0	5,045.2	5,045.2	0.0
Externally Commissioned Support Services					
Payments to LAs for services	300.0		300.0	300.0	0.0
Procurement	25.0		25.0	25.0	0.0
ICT external support	50.0		50.0	50.0	0.0
Total Externally Commissioned Support Services	375.0	0.0	375.0	375.0	0.0
Corporate Overheads					
Accommodation Costs	339.2		339.2	339.2	0.0
ICT consumables	20.0		20.0	20.0	0.0
Insurance	25.0		25.0	25.0	0.0
Audit Costs	70.0		70.0	70.0	0.0
Office running costs	20.0		20.0	20.0	0.0
Recruitment costs	0.0		0.0	0.0	0.0
Total Corporate Overheads	474.2	0.0	474.2	474.2	0.0
Governance Costs					
Committee/Business Board Allowances	47.0		47.0	47.0	0.0
Meeting Costs	10.0		10.0	10.0	0.0
Miscellaneous	10.0		10.0	10.0	0.0
Total Governance Costs	67.0	0.0	67.0	67.0	0.0
Election Costs					
Election costs	260.0		260.0	260.0	0.0
Total Election Costs	260.0	0.0	260.0	260.0	0.0
Capacity Funding					
Capacity Funding	125.0		125.0	125.0	0.0
Total Capacity Funding	125.0	0.0	125.0	125.0	0.0
Financing Costs					
Interest Receivable on Investments	(800.0)		(800.0)	(800.0)	0.0
Total Financing Costs	(800.0)	0.0	(800.0)	(800.0)	0.0
Total Operational Expenditure	5,546.4	0.0	5,546.4	5,546.4	0.0

	<u>Original Budget (June Board)</u>	<u>Budget Adjustments</u>	<u>Revised Budget</u>	<u>Forecast Outturn</u>	<u>Variance (Outturn - Orig Bud)</u>
	£'000	£'000	£'000	£'000	£'000
Workstream Revenue Budgets					
<u>Non-Transport Feasibility Funding</u>					
Non-Transport Feasibility Funding	1,000.0	(235.0)	765.0	765.0	(235.0)
Total non-transport Feasibility Funding	1,000.0	(235.0)	765.0	765.0	(235.0)
<u>Transport</u>					
Feasibility Studies non-capital	500.0		500.0	500.0	0.0
CAM	1,127.0		1,127.0	1,127.0	0.0
A10 SOBC	500.0		500.0	500.0	0.0
Huntingdon 3rd River Crossing	396.5		396.5	396.5	0.0
Bus Review Implementation	1,000.0		1,000.0	1,000.0	0.0
Cambridge South - Interim Concept	100.0		100.0	100.0	0.0
Garden Villages	700.0		700.0	700.0	0.0
Local Transport Plan	100.0	276.7	376.7	376.7	276.7
Sustainable Travel	150.0		150.0	150.0	0.0
Schemes, Studies and Monitoring	100.0		100.0	100.0	0.0
Total Transport	4,673.5	276.7	4,950.2	4,950.2	276.7
<u>Business and Skills</u>					
Work Readiness Programme (Hamptons)	110.0		110.0	110.0	0.0
Skills Brokerage	250.0		250.0	250.0	0.0
Reclaimed Skills Funding	(250.0)		(250.0)	(250.0)	0.0
University of Peterborough	0.0	235.0	235.0	235.0	235.0
Skills Strategy Programme Delivery	150.0		150.0	150.0	0.0
AEB Devolution Programme	11,506.1		11,506.1	6,579.4	(4,926.7)
Growth Company Development	63.0		63.0	63.0	0.0
Total Business and Skills	11,829.1	235.0	12,064.1	7,137.4	4,926.7
<u>Economic Strategy</u>					
Growth Hub	69.9		69.9	69.9	0.0
Development of a Market Towns Strategy	200.0		200.0	200.0	0.0
St Neots Masterplan	18.9		18.9	18.9	0.0
Trade and Investment Programme	50.0		50.0	50.0	0.0
Industrial Strategy Programme Delivery	200.0		200.0	200.0	0.0
Independent Economic Commission	20.0		20.0	20.0	0.0
Total Economic Strategy	558.8	0.0	558.8	558.8	0.0
<u>Strategy and Performance</u>					
Monitoring and Evaluation Framework	170.9		170.9	170.9	0.0
Public Service Reform	100.0		100.0	100.0	0.0
Communications	50.0		50.0	50.0	0.0
Website Development	29.5		29.5	29.5	0.0
Non-Statutory Spatial Framework (Phase 2)	261.5		261.5	261.5	0.0
Cambridgeshire and Peterborough Land Commission	105.0		105.0	105.0	0.0
Total Strategy and Performance	716.9	0.0	716.9	716.9	0.0
Total Workstream expenditure	18,778.3	276.7	19,055.0	14,128.3	4,650.0
Total Revenue Expenditure	24,678.4	276.7	24,955.1	20,028.4	4,650.0
<u>Net Revenue Position</u>	1,579.2	276.7	1,855.9	1,855.9	(276.7)

Appendix 2: CPCA Capital Programme - 2019/20					
Direct Control	Original Budget (June Board) £m	Budget Adjustments £m	Revised Budget £m	Forecast Outturn £m	Variance (Outturn - Orig Bud) £m
Kings Dyke CPCA Contribution	4.60		4.60	4.60	0.00
Cambridge South Station	0.75		0.75	0.75	0.00
Peterborough University - Business case	1.75	(0.24)	1.52	1.52	(0.24)
Soham Station GRIP 3	0.95		0.95	0.95	0.00
St Neots River Northern Crossing cycle bridge	3.00		3.00	3.00	0.00
Wisbech Garden Town	1.75		1.75	1.75	0.00
Wisbech Rail	1.48		1.48	1.48	0.00
Wisbech Access Study	0.30		0.30	0.30	0.00
Digital Connectivity Infrastructure	2.15		2.15	2.15	0.00
A47 Dualling	0.41		0.41	0.41	0.00
Total Committed Direct Control Expenditure	17.14	(0.24)	16.91	16.91	(0.24)
Schemes Previously Identified and Costed					
Ely Rail Capacity next stage	1.00		1.00	1.00	0.00
Market Town pump priming	1.00		1.00	1.00	0.00
Coldhams Lane roundabout improvements	0.53		0.53	0.53	0.00
Eastern Industries Access - Phase 1	0.43		0.43	0.43	0.00
Eastern Industries Access - Phase 2	0.10		0.10	0.10	0.00
March junction improvements	1.08		1.08	1.08	0.00
Regeneration of Fenland Railway Stations	2.98		2.98	2.98	0.00
A10 Foxton Level Crossing	2.00		2.00	2.00	0.00
A1260 Nene Parkway Junction 15	0.38		0.38	0.38	0.00
A1260 Nene Parkway Junction 32-3	0.32		0.32	0.32	0.00
A141 Capacity enhancements	1.27		1.27	1.27	0.00
A16 Norwood Dualling	0.05		0.05	0.05	0.00
A142 Capacity Study	0.15		0.15	0.15	0.00
A14 Junctions Improvement feasibility study	0.15		0.15	0.15	0.00
A505 Corridor	1.38		1.38	1.38	0.00
A605 Oundle Rd Widening - Alwalton-Lynch Wood	0.51		0.51	0.51	0.00
Schemes Previously Identified and Costed Total	13.33	0.00	13.33	13.33	0.00
Passported					
	Original Budget (June Board) £m	Budget Adjustments £m	Revised Budget £m	Forecast Outturn £m	Variance (Outturn - Orig Bud) £m
Cambridge City Housing Programme	23.42	(2.81)	20.61	20.61	(2.81)
East Cambs - Housing Loan Provision	6.50		6.50	6.50	0.00
Housing Infrastructure Programme	26.95		26.95	26.95	0.00
Highway Maintenance Capital Passported Schemes	23.08	0.42	23.50	23.50	0.42
Housing Investment Fund	23.00		23.00	23.00	0.00
National Productivity Investment Fund	5.05		5.05	5.05	0.00
Passported/Ringfenced Total	108.00	(2.39)	105.61	105.61	(2.39)
Growth Funds					
King's Dyke Crossing (Growth Fund)	0.78		0.78	0.78	0.00
A428 Cambourne to Cambridge	4.00		4.00	4.00	0.00
Ely Rail Improvements	2.32		2.32	2.32	0.00
In Collusion	0.02		0.02	0.02	0.00
Wisbech Access Strategy - Delivery Phase	4.72		4.72	4.72	0.00
Agri-tech	3.69		3.69	3.69	0.00
Soham Station Feasibility	1.00		1.00	1.00	0.00
Haverhill Innovation Centre	0.65		0.65	0.65	0.00
Small Grants Programme	0.10		0.10	0.10	0.00
Whittlesea and Manea Railway Stations	0.03		0.03	0.03	0.00
iMET Phase 3	0.30		0.30	0.30	0.00
M11 Junction 8	1.00		1.00	1.00	0.00
Lancaster Way Phase 2	0.86		0.86	0.86	0.00
Growth Funds Total	19.47	0.00	19.47	19.47	0.00
Total	157.94	(2.63)	155.31	155.31	(2.63)



**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 3.1.1
31 JULY 2019	PUBLIC REPORT <i>This report has an appendix which is exempt from publication as it contains information relating to the financial or business affairs of any particular person (including the authority holding that information) under paragraph 3 of Part 1 of Schedule 12A of the Local Government Act as amended.</i>

£100m AFFORDABLE HOUSING PROGRAMME: SCHEME APPROVALS JULY 2019: WERRINGTON, PETERBOROUGH

1.0 PURPOSE

- 1.1. As part of the Devolution Deal, the Combined Authority successfully secured £100 million from Government to deliver 2,000 affordable homes across Cambridgeshire and Peterborough.
- 1.2. This report provides the Board with one scheme for approval of grant funding in the context of the overall investment pipeline for the Combined Authority's £100m programme.
- 1.3. A grant of £3,845,600 is sought from the CPCA's Affordable Housing Programme for 88 new homes for affordable rent at a brownfield site in Werrington, Peterborough, to be delivered by the Funding Affordable Homes Housing Association (FAHHA). A business case for this proposal is attached as exempt Appendix 1.

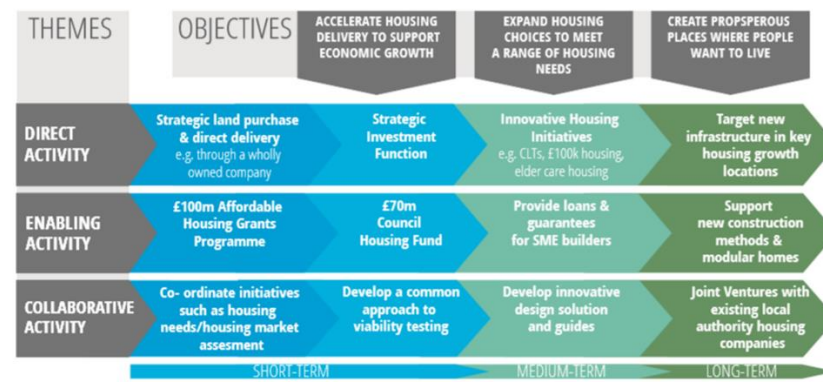
<u>DECISION REQUIRED</u>	
Lead Member:	Cllr Graham Bull, Portfolio Holder Housing
Lead Officer:	Roger Thompson, Director of Housing and Development
Forward Plan Ref: 2019/037	Key Decision: Yes
<p>The Combined Authority Board is recommended to:</p> <p>(a) Commit grant funding of £3,845,600 from the £100m Affordable Housing Programme to deliver 88 new affordable homes at a site in Werrington, Peterborough.</p>	<p>Voting arrangements</p> <p>Simple majority of all Members</p>

2.0 BACKGROUND

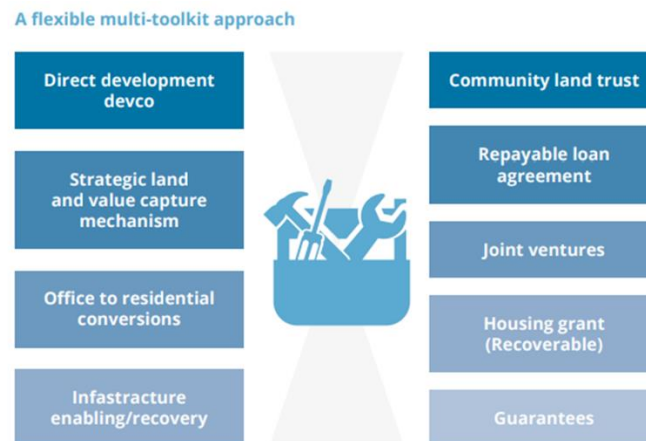
- 2.1. The Mayor and the Combined Authority are committed to accelerating affordable housing delivery to meet local and UK need and support economic growth in the region.

Combined Authority Housing Programme

- 2.2. In 2017, the Combined Authority successfully negotiated £170 million from Government for delivery of an ambitious housing programme providing 2,500 new affordable homes by March 2022.
- 2.3. Within this programme, £100 million is available to be used across the Combined Authority area to deliver 2,000 affordable homes and £70 million is available to Cambridge City Council to deliver 500 new council homes.
- 2.4. The Housing and Development Team at the Combined Authority is working with officers in all partner local authorities (via the Cambridgeshire and Peterborough Housing Board) to identify new schemes to come forward for support from the Affordable Housing Programme. The Team is also building relationships with landowners, developers and housing providers to seek opportunities to influence, enable and accelerate delivery of new affordable housing across the Combined Authority area.
- 2.5. The Combined Authority Housing Strategy was approved by the Board in September 2018 and included three core objectives as illustrated in the figure below:



2.6. The Housing Strategy also approved a flexible, multi-toolkit approach as the most effective way of accelerating affordable housing delivery. The use of grant as a tool to help unlock sites and deliver additional affordable housing is one of these tools:



3.0 PROPOSED SCHEME FOR APPROVAL – WERRINGTON, PETERBOROUGH

3.1. The site is brownfield, it comprises a demolished office building and redundant public realm and is currently unallocated in terms of future development use.



- 3.2. As the images below show, the retail units on the site are hoarded up; the hoarding on the office site is compromised and third parties are able to gain access. The site has ongoing maintenance and social challenges.



- 3.3. The Funding Affordable Homes Housing Association (FAHHA) is proposing to develop the site to deliver a high quality scheme of 88 new homes for affordable rent in an area of housing need.
- 3.4. The site is currently unallocated. FAHHA have engaged in detailed dialogue with Peterborough City Council (Planning, Highways and Housing) over the past 10 months to develop a scheme that is policy compliant.
- 3.5. A full planning application will be submitted in August 2019 with a decision hoped for in November 2019.

3.6. It is proposed that the scheme will comprise the following affordable homes:

# Units	Type	Tenure
41	1 bed 2 person flats (50sqm)	Affordable Rent
30	2 bed 3 person flats (61sqm)	Affordable Rent
17	2 bed 4 person flats (72sqm)	Affordable Rent

3.7. Following discussions with Peterborough City Council, the scheme has also been designed to provide a mixed housing offer which is responsive to the Local Authority's housing needs and which will create a balanced and sustainable community. It is proposed that 22 of the total homes will be available under a local lettings plan; the details of this plan are to be agreed between Peterborough City Council and FAHHA (for example: the plan might include 25% of the homes being available to people of highest need and 25% to existing housing association tenants currently in under-occupied properties, which would enable those larger properties to also be released):

# Units	Type	Tenure
16	1 bed 2 person flats (50sqm)	Affordable Rent
6	2 bed 3 person flats (61sqm)	Affordable Rent

3.8. The affordable rent levels will be set at the LHA rent cap within Peterborough City Council.

3.9. The draft floorplans for the scheme are provided below. Note: these are not yet final.



Current Portfolio

Project Name	Close Date	Deal Category	Deal Description	Investment	Lease Type	Units	Lease Length
Luton YMCA	Oct 2015	Specialist	Young Homeless	£7.3m	Full repairing and insuring	78	30 Years
Harwich	Dec 2015	Specialist	Extra Care & Learning Disabilities	£9.3m	Full repairing and insuring	70	35 Years
Walton	Dec 2015	Specialist	Extra Care	£8.2m	Full repairing and insuring	60	35 Years
Independent Living	Oct 2016	Specialist	Care in the Community	£24.4m	Full repairing and insuring	103	25 Years
Northampton	Jun 2017	Specialist	Extra Care	£15.6m	Full repairing and insuring	80	20(+10) Years
Island Point	Dec 2017	General Needs	Social/Affordable Rent & Shared Ownership	£29.7m	Management lease	173	20 Years
Landmark Pinnacle	Dec 2017	General Needs	Shared Ownership	£12.1m	Management lease	35	20 Years
Total				£106.6m		599	

3.15. The FAHHA is one of the subsidiaries within the Funding Affordable Homes group. FAHHA is a Registered Provider of affordable housing which are supported with public subsidy or delivered under S106 agreements. Due diligence is ongoing, FAHHA has provided its Annual Accounts (year ending 30 June 2018). A condition of the grant will be that we have evidence that FAHHA have access to the balance of the funding required to complete this development.

3.16. FAH have just reached an agreement with Cording to bring in new investment to help them to deliver their affordable housing ambitions and development pipeline. The Funding Affordable Homes Management team is now part of Cording Real Estate Management.

3.17. FAHHA has provided due diligence information in support of their application for grant support, including financial assumptions which have been reviewed by the Combined Authority Housing and Development Team and Finance Team.

Additionality / Case for Combined Authority funding

3.18. The scheme FAHHA is proposing to deliver offers the following additionality:

- The site is currently unallocated in terms of future development use; it comprises a demolished office building and redundant public realm and has existing maintenance and social challenges;
- The scheme will deliver 88 new homes for affordable rent in an area of housing need. The 88 homes will all be available for affordable rent set at the LHA rent cap within Peterborough City Council;
- The scheme will provide housing that is responsive to local housing needs;
- The scheme has received a positive pre-planning application response and FAHHA is working closely with Peterborough City Council to ensure the scheme meets requirements;
- It is proposed that the scheme will be delivered by July 2021;

3.19. Both Peterborough City Council and the Combined Authority have been in dialogue with FAHHA to ensure that the scheme meets the policy requirements and the ambitions to accelerate delivery of affordable housing. The scheme represents reasonable value, the grant of £3,845,600 enables delivery of 88 affordable homes by summer 2021 at an average grant rate of £43,700 per unit.

- 3.20. Peterborough City Council, Housing and Strategic Planning Manager has confirmed the additionality provided by the scheme and support for the application:

“The provision of the proposed wholly affordable scheme comprising 38 one bedroomed flats and 50 two bedroomed flats, all for affordable rented tenure, would provide a much needed boost to the supply of homes required to meet the growing and pressing need for permanent rented homes for households currently in temporary accommodation and other households on the housing register. There are 395 households and 479 children currently in temporary accommodation awaiting rehousing, and a total of 3371 households on the Peterborough housing register. Seventy per cent of these applicants require one and two bedroom dwellings and therefore the proposed property mix for this scheme will contribute to meeting this significant identified local need.

The site itself forms part of the Opportunity Area at Werrington District Centre identified in the new Local Plan which indicates that up to 100 dwellings could be delivered as part of the Opportunity area regeneration. Therefore this proposed scheme is compatible with the indicative residential capacity for the Werrington Centre and its location close to existing amenities and a bus route makes it a suitable location for affordable housing.”

Proposed Conditions of Grant Approval

- 1.1. It is proposed that the grant of £3,845,600 for 88 units at Werrington, Peterborough be approved subject to the following conditions:
- (a) Pre-contract
 - Provision of a formal valuation confirming the existing site value of £1.45m
 - Confirmation of the development programme for the scheme, with a back-stop start on site of no later than Q1 2020/21.
 - Confirmation of the availability of the balance of funding to FAHHA in order to complete this scheme.
 - (b) Post contract but pre draw-down of grant
 - Achievement of full planning / reserved matters and S106
 - Confirmation of the local lettings plan being agreed between FAHHA and Peterborough City Council
 - Evidence of site ownership
 - Evidence of start on site.

2.0 FINANCIAL IMPLICATIONS

- 2.1. This application is supported by due diligence information which has been reviewed by The Combined Authority Housing and Finance teams. A Business Case is attached as exempt Appendix 1 to this paper which includes a summary of scheme financials.

- 2.2. Supporting this application will approve £3,845,600 grant from the Affordable Housing Programme, subject to satisfactory completion of due diligence work. The impact of this on the overall position of the £100 million Affordable Housing Programme is shown below:

	# Schemes Approved to date	# Units Funded	CPCA Funding Committed £
Affordable Housing Grants	13	757	7,357,452
Loan & Toolbox Investments	4	56	37,007,335
TOTALS	17	813	44,364,787
Proposed Scheme: Affordable Housing Grant			
Werrington, Peterborough Affordable Housing Grant	1	88	3,845,600
Affordable Housing Grants TOTAL	14	845	11,203,052
Affordable Housing Grants: AVERAGE GRANT PER UNIT			13,258
Loan & Toolbox Investments TOTAL	4	56	37,007,335
TOTALS IF SCHEME IS APPROVED	18	901	48,210,387

3.0 LEGAL IMPLICATIONS

- 3.1. The Combined Authority has authority under section 1 Localism Act 2011 to exercise a general power of competence. The Combined Authority can exercise this power by virtue of the Cambridgeshire and Peterborough Combined Authority Order 2017. This power permits the Combined Authority to make grants to providers in order to deliver the terms of the devolution deal signed with Government.

4.0 SIGNIFICANT IMPLICATIONS

- 4.1. There are no significant implications to consider in this paper.

5.0 EXEMPT APPENDIX

- 5.1. This paper is supported by the following appendix which is exempt from publication as it contains information relating to the financial or business affairs of any particular person (including the authority holding that information) under paragraph 3 of Part 1 of Schedule 12A of the Local Government Act.

(a) Exempt Appendix 1 – Business Case

<u>Source Documents</u>	<u>Location</u>
List background papers: CA Board report September 2018	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/913/Committee/63/Default.aspx

<p>Housing and Communities Committee July 2019 - £100m Housing and Communities Committee Affordable Housing Programme Update</p>	<p>https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/879/Committee/65/Default.aspx</p>
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**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 3.1.2
31 JULY 2019	PUBLIC REPORT <i>This report has an appendix which is exempt from publication as it contains information relating to the financial or business affairs of any particular person (including the authority holding that information) under paragraph 3 of Part 1 of Schedule 12A of the Local Government Act as amended.</i>

£100m AFFORDABLE HOUSING PROGRAMME: SCHEME APPROVALS – CROWLAND ROAD, EYE GREEN, PETERBOROUGH

1.0 PURPOSE

- 1.1. As part of the Devolution Deal, the Combined Authority successfully secured £100 million from Government to deliver 2,000 affordable homes across Cambridgeshire and Peterborough.
- 1.2. This report provides the Board with one scheme for approval of grant funding in the context of the overall investment pipeline for the Combined Authority's £100m programme.
- 1.3. A grant of £875,000 is sought from the CPCA's Affordable Housing Programme for 25 new homes for affordable rent on land at Crowland Road, Eye Green, Peterborough to be delivered by Medesham Homes LLP. A business case for this proposal is attached as exempt Appendix 1.

<u>DECISION REQUIRED</u>	
Lead Member:	Cllr Graham Bull, Portfolio Holder Housing
Lead Officer:	Roger Thompson, Director of Housing and Development
Forward Plan Ref: 2019/037	Key Decision: Yes
<p>The Combined Authority Board is recommended to:</p> <p>(a) Commit grant funding of £875,000 from the £100m Affordable Housing Programme to deliver 25 new affordable homes at a site in Crowland Road, Eye Green, Peterborough.</p>	<p>Voting arrangements</p> <p>Simple majority of all Members</p>

2.0 BACKGROUND

- 2.1. The Mayor and the Combined Authority are committed to accelerating affordable housing delivery to meet local and UK need and support economic growth in the region.

Combined Authority Housing Programme

- 2.2. In 2017, the Combined Authority successfully negotiated £170 million from Government for delivery of an ambitious housing programme providing 2,500 new affordable homes by March 2022.
- 2.3. Within this programme, £100 million is available to be used across the Combined Authority area to deliver 2,000 affordable homes and £70 million is available to Cambridge City Council to deliver 500 new council homes.
- 2.4. The Housing and Development Team at the Combined Authority is working with officers in all partner local authorities (via the Cambridgeshire and Peterborough Housing Board) to identify new schemes to come forward for support from the Affordable Housing Programme. The Team is also building relationships with landowners, developers and housing providers to seek opportunities to influence, enable and accelerate delivery of new affordable housing across the Combined Authority area.
- 2.5. The Combined Authority Housing Strategy was approved by the Board in September 2018 and included three core objectives as illustrated in the figure below:

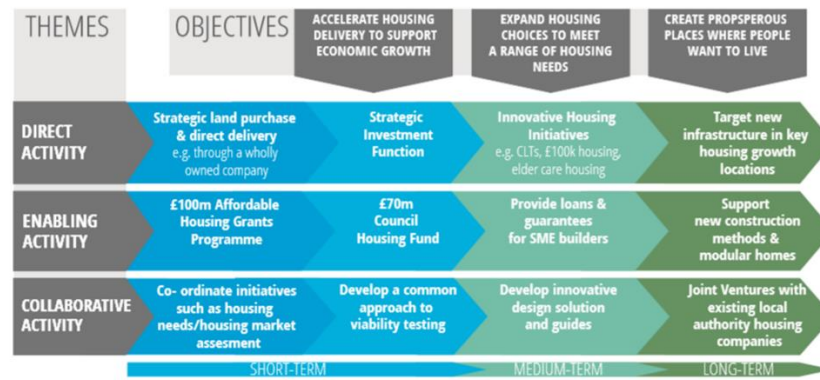


Fig 3: CPCA Housing themes and objectives/ Source: 31ten/ Inner Circle Consulting

2.6. The Housing Strategy also approved a flexible, multi-toolkit approach as the most effective way of accelerating affordable housing delivery. The use of grant as a tool to help unlock sites and deliver additional affordable housing is one of these tools:

A flexible multi-toolkit approach



3.0 PROPOSED SCHEME FOR APPROVAL – CROWLAND ROAD, EYE GREEN, PETERBOROUGH

3.1. The site is which is approximately 4 miles east of Peterborough City Centre on the east side of Crowland Road within Eye Green which is accessed from the A47 to the south. The development site extends to 1.12 hectares (2.77 acres):





3.2. The site has full planning permission (Feb 2019) for 35 homes in total including a S106 for 10 affordable homes:

Dwelling type	Tenure	# Units
2 and 3 bed houses for market sale	Market sale	25
2 and 3 bed houses for shared ownership sale)	Shared ownership sale	5
2 and 3 bed houses	Affordable rent	5
TOTAL		35

3.3. Medesham Homes LLP is proposing that the 25 homes for market sale are converted to 25 homes for affordable rent. The affordable rent levels will be set at the LHA rent cap within Peterborough City Council.

3.4. Work has already begun on site for the ten S106 affordable homes as illustrated in the images below.





- 3.5. The accommodation schedule of the proposed development of the 25 homes is summarised in the table below:

Dwelling type	# Units
2 bed houses (63.73 sqm)	12
3 bed houses (78.97 sqm)	5
3 bed houses (83.89 sqm)	2
3 ned houses (93.93* sqm)	1
3 bed houses (94.58* sqm)	5
TOTAL	25

* Larger Houses designed to Lifetime Homes standards as required by Planning.

- 3.6. Medesham Homes LLP has applied to the Combined Authority for £875,000 grant to deliver 25 new affordable homes. This represents an average grant per unit of £35,000:

Scheme	# Units	Total Scheme Costs	CPCA Grant requested	Start on Site	Completion
Crowland Road, Eye Green, Peterborough	25	£4,806,000	£875,000	July 2019	July 2020

Additionality / Case for Combined Authority funding

3.7. The proposed scheme offers the following additionality:

- The scheme will deliver 25 new homes for affordable rent in an area of housing need. The 25 homes will all be available for affordable rent set at the LHA rent cap within Peterborough City Council;
- Peterborough City Council has a growing need for permanent rented homes for households currently in temporary accommodation and other households on the housing register. There are 395 households and 479 children currently in temporary accommodation awaiting rehousing, and a total of 3371 households on the Peterborough housing register;
- The scheme will provide housing that is responsive to local housing needs;
- The scheme has full planning permission; the proposal converts 25 market sale homes to homes for affordable rent;
- Work has already started on site on the 10 units subject to the original S106 agreement; it is proposed that the scheme will be delivered by July 2020;
- The scheme's design and build contract is with Countryside Properties who will engage existing local supply chains to deliver the project.

3.8. Peterborough City Council, Housing and Strategic Planning Manager has confirmed the additionality provided by the scheme and support for the application. It will boost the supply of rented tenure homes in Peterborough; there is a pressing need for rented tenure homes in Peterborough arising from the high number of households in temporary accommodation awaiting rehousing, as well as other households with an identified housing need seeking assistance through the housing register. There are 395 households and 479 children currently in temporary accommodation awaiting rehousing, and a total of 3371 households on the Peterborough housing register.

"This scheme of 35 dwellings was originally granted permission as a market led scheme that would have delivered Peterborough's policy compliant 30% affordable housing provision comprising 10 affordable homes with a tenure mix of 70% rented tenure and 30% shared ownership tenure units. Medesham's proposal to deliver the site as 100% affordable homes which will all be provided as affordable rented tenure, means that the contribution that this scheme can make to assisting with the housing pressures we are trying to tackle, is greatly enhanced. The additionality to be gained from converting the market unit component of this scheme is further strengthened by the proposal to deliver all the additional 25 units for affordable rent."

Proposed Conditions of Grant Approval

3.19. It is proposed that the grant of £875,000 for 25 units at Crowland Road, Eye Green, Peterborough be approved subject to the following conditions:

- (a) Pre-contract
 - Confirmation of the development programme for the scheme, with a back-stop start on site of no later than September 2019
- (b) Post contract but pre draw-down of grant
 - Evidence of start on site of additional 25 units.

4.0 FINANCIAL IMPLICATIONS

4.1. This application is supported by due diligence information which has been reviewed by The Combined Authority Housing and Finance teams. A Business Case is attached as exempt Appendix 1 to this paper which includes a summary of scheme financials.

4.2. Supporting this application will approve £875,000 grant from the Affordable Housing Programme, subject to satisfactory completion of due diligence work. The impact of this on the overall position of the £100 million Affordable Housing Programme is shown below:

	# Schemes Approved to date	# Units Funded	CPCA Funding Committed £
Affordable Housing Grants	13	757	7,357,452
Loan & Toolbox Investments	4	56	37,007,335
TOTALS	17	813	44,364,787
Proposed Schemes: Affordable Housing Grants			
Werrington, Peterborough Affordable Housing Grant (CPCA Board 31 July 2019: Agenda Item 3.1(a))	1	88	3,845,600
Crowland Road, Eye Green, Peterborough (CPCA Board 31 July 2019: Agenda Item 3.1 (b))	1	25	875,000
Affordable Housing Grants TOTAL	15	870	12,078,052
Affordable Housing Grants: AVERAGE GRANT PER UNIT			13,883
Loan & Toolbox Investments TOTAL	4	56	37,007,335
TOTALS IF SCHEMES APPROVED	19	926	49,085,387

5.0 LEGAL IMPLICATIONS

5.1. The Combined Authority has authority under section 1 Localism Act 2011 to exercise a general power of competence. The Combined Authority can exercise this power by virtue of the Cambridgeshire and Peterborough Combined

Authority Order 2017. This power permits the Combined Authority to make grants to providers in order to deliver the terms of the devolution deal signed with Government.

6.0 SIGNIFICANT IMPLICATIONS

6.1. There are no significant implications to consider in this paper.

7.0 EXEMPT APPENDIX

7.1. This paper is supported by the following appendix which is exempt from publication as it contains information relating to the financial or business affairs of any particular person (including the authority holding that information) under paragraph 3 of Part 1 of Schedule 12A of the Local Government Act.

(a) Exempt Appendix 1 – Business Case

<u>Source Documents</u>	<u>Location</u>
List background papers: CA Board report September 2018	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/913/Committee/63/Default.aspx
Housing and Communities Committee July 2019 - £100m Housing and Communities Committee Affordable Housing Programme Update	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/879/Committee/65/Default.aspx



**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 3.1.3
31 JULY 2019	PUBLIC REPORT <i>This report has an appendix which is exempt from publication as it contains information relating to the financial or business affairs of any particular person (including the authority holding that information) under paragraph 3 of Part 1 of Schedule 12A of the Local Government Act as amended.</i>

£100m AFFORDABLE HOUSING PROGRAMME: SCHEME APPROVALS – DRAKE AVENUE, PETERBOROUGH

1.0 PURPOSE

- 1.1. As part of the Devolution Deal, the Combined Authority successfully secured £100 million from Government to deliver 2,000 affordable homes across Cambridgeshire and Peterborough.
- 1.2. This report provides the Board with one scheme for approval of grant funding in the context of the overall investment pipeline for the Combined Authority's £100m programme.
- 1.3. A grant of £1,430,154 is sought from the CPCA's Affordable Housing Programme for 33 new homes for affordable rent on land at Drake Avenue, Peterborough to be delivered by Cross Keys Homes. A business case for this proposal is attached as exempt Appendix 1.

<u>DECISION REQUIRED</u>	
Lead Member:	Cllr Graham Bull, Portfolio Holder Housing
Lead Officer:	Roger Thompson, Director of Housing and Development
Forward Plan Ref: 2019/037	Key Decision: Yes
<p>The Combined Authority Board is recommended to:</p> <p>(a) Commit grant funding of £1,430,154 from the £100m Affordable Housing Programme to deliver 33 new affordable homes at a site in Drake Avenue, Peterborough.</p>	<p>Voting arrangements</p> <p>Simple majority of all Members</p>

2.0 BACKGROUND

- 2.1. The Mayor and the Combined Authority are committed to accelerating affordable housing delivery to meet local and UK need and support economic growth in the region.

Combined Authority Housing Programme

- 2.2. In 2017, the Combined Authority successfully negotiated £170 million from Government for delivery of an ambitious housing programme providing 2,500 new affordable homes by March 2022.
- 2.3. Within this programme, £100 million is available to be used across the Combined Authority area to deliver 2,000 affordable homes and £70 million is available to Cambridge City Council to deliver 500 new council homes.
- 2.4. The Housing and Development Team at the Combined Authority is working with officers in all partner local authorities (via the Cambridgeshire and Peterborough Housing Board) to identify new schemes to come forward for support from the Affordable Housing Programme. The Team is also building relationships with landowners, developers and housing providers to seek opportunities to influence, enable and accelerate delivery of new affordable housing across the Combined Authority area.
- 2.5. The Combined Authority Housing Strategy was approved by the Board in September 2018 and included three core objectives as illustrated in the figure below:



Fig 3: CPCA Housing themes and objectives/ Source: 31ten/ Inner Circle Consulting

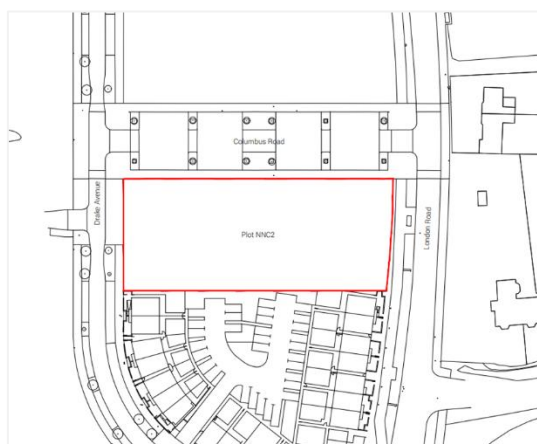
- 2.6. The Housing Strategy also approved a flexible, multi-toolkit approach as the most effective way of accelerating affordable housing delivery. The use of grant as a tool to help unlock sites and deliver additional affordable housing is one of these tools:

A flexible multi-toolkit approach



3.0 PROPOSED SCHEME FOR APPROVAL – CROWLAND ROAD, EYE GREEN, PETERBOROUGH

- 3.1. The site is a brownfield site located on land to the west of London Road, which runs directly through the New Fletton and Old Fletton suburbs of Peterborough. The site extends to approximately 0.2 hectares (0.6 acres) as outlined in the plan extract below:





3.2. The site currently has planning permission for 15 family homes with no affordable housing obligation. Cross Keys Homes is proposing to acquire the

site and that the 15 homes for market sale are converted to 33 homes for affordable rent, subject to planning approval. The affordable rent levels will be capped at the Local Housing Allowance level (Choice Based Lettings Model, Peterborough City Council). The accommodation schedule is summarised in the table below:

Dwelling type	Tenure	# Units
2 bed, 3-person apartment (61 sqm)	Affordable rent	33
TOTAL		33

3.3. A pre-application has been submitted. Cross Keys Homes have engaged in dialogue with Peterborough City Council to ensure that the scheme is policy compliant and a local lettings policy is in place.

3.4. The development programme milestones are summarised in the table below:

	Date
Acquisition	July 2019
Submit Planning	August 2019
Planning Approval	December 2019
Start on Site	May 2020
Completion	August 2021

3.5. Cross Keys Homes has applied to the Combined Authority for £1,430,154 grant to deliver 33 new affordable homes. This represents an average grant per unit of £43,338:

Scheme	# Units	Total Scheme Costs	CPCA Grant requested	Start on Site	Completion
Drake Ave, Peterborough	33	£ 4,496,162	£1,430,154	May 2020	August 2021

Additionality / Case for Combined Authority funding

3.6. The proposed scheme offers the following additionality:

- The scheme will deliver 33 new homes for affordable rent in an area of housing need. The 33 homes will all be available for affordable rent in accordance with a local lettings policy agreed with Peterborough City Council;
- Peterborough City Council has a growing need for permanent rented homes for households currently in temporary accommodation and other households on the housing register. There are 395 households and 479 children currently in temporary accommodation awaiting rehousing, and a total of 3371 households on the Peterborough housing register. There is an approximate need for over 1,200 2-bedroom homes in Peterborough.
- The scheme will provide housing that is responsive to local housing needs;
- The proposal converts 15 market sale homes to 33 homes for affordable rent;
- The scheme will be delivered by August 2021;

- The applicant advises that the scheme's design and build contract is with a local Lincolnshire-based contractor who will engage local supply chains to deliver the project.

3.7. Peterborough City Council, Housing and Strategic Planning Manager has confirmed the additionality provided by the scheme and support for the application. Peterborough City Council, Housing and Strategic Planning Manager has confirmed the additionality provided by the scheme and support for the application. It will boost the supply of rented tenure homes in Peterborough; there is a pressing need for rented tenure homes in Peterborough arising from the high number of households in temporary accommodation awaiting rehousing, as well as other households with an identified housing need seeking assistance through the housing register. There are 395 households and 479 children currently in temporary accommodation awaiting rehousing, and a total of 3371 households on the Peterborough housing register.

"The original permission for this scheme was to deliver 15 market homes with no affordable component. Cross Keys Homes proposal to deliver the site as 33 two bedroomed apartments which will all be provided as affordable rented tenure, means that this scheme will not only deliver affordable housing that would otherwise not have been provided, but it will also focus on providing rented homes and therefore assist with tackling our most immediate housing pressures. The property size in most demand to meet housing demand from applicants on the housing register is two-bedroom dwellings which further increases the additionality to be gained from supporting this scheme."

Proposed Conditions of Grant Approval

3.19. It is proposed that the grant of £1,430,154 for 33 units at Drake Avenue, Peterborough be approved subject to the following conditions:

(a) Pre-contract

- Confirmation of the development programme for the scheme, with a back-stop start on site of no later than Q1 2020/21
- Confirmation of the local lettings plan being agreed between Cross Keys Homes and Peterborough City Council

(b) Post contract but pre draw-down of grant

- Achievement of full planning
- Evidence of start on site.

4.0 FINANCIAL IMPLICATIONS

4.1. This application is supported by due diligence information which has been reviewed by The Combined Authority Housing and Finance teams. A Business Case is attached as exempt Appendix 1 to this paper which includes a summary of scheme financials.

4.2. Supporting this application will approve £1,430,154 grant from the Affordable Housing Programme, subject to satisfactory completion of due diligence work.

The impact of this on the overall position of the £100 million Affordable Housing Programme is shown below:

	# Schemes Approved to date	# Units Funded	CPCA Funding Committed £
Affordable Housing Grants	13	757	7,357,452
Loan & Toolbox Investments	4	56	37,007,335
TOTALS	17	813	44,364,787
Proposed Schemes: Affordable Housing Grants			
Werrington, Peterborough Affordable Housing Grant (CPCA Board 31 July 2019: Agenda Item 3.1(a))	1	88	3,845,600
Crowland Road, Eye Green, Peterborough (CPCA Board 31 July 2019: Agenda Item 3.1 (b))	1	25	875,000
Drake Avenue, Peterborough (CPCA Board 31 July 2019: Agenda Item 3.1 ©)	1	33	1,430,154
Affordable Housing Grants TOTAL	16	903	13,508,206
Affordable Housing Grants: AVERAGE GRANT PER UNIT			14,959
Loan & Toolbox Investments TOTAL	4	56	37,007,335
TOTALS IF SCHEMES APPROVED	20	959	50,515,541

5.0 LEGAL IMPLICATIONS

- 5.1. The Combined Authority has authority under section 1 Localism Act 2011 to exercise a general power of competence. The Combined Authority can exercise this power by virtue of the Cambridgeshire and Peterborough Combined Authority Order 2017. This power permits the Combined Authority to make grants to providers in order to deliver the terms of the devolution deal signed with Government.

6.0 SIGNIFICANT IMPLICATIONS

- 6.1. There are no significant implications to consider in this paper.

7.0 EXEMPT APPENDIX

- 7.1. This paper is supported by the following appendix which is exempt from publication as it contains information relating to the financial or business affairs of any particular person (including the authority holding that information) under paragraph 3 of Part 1 of Schedule 12A of the Local Government Act.

- (a) Exempt Appendix 1 – Business Case

<u>Source Documents</u>	<u>Location</u>
List background papers: CA Board report September 2018	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/913/Committee/63/Default.aspx
Housing and Communities Committee July 2019 - £100m Housing and Communities Committee Affordable Housing Programme Update	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/879/Committee/65/Default.aspx



**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 3.2
31st July 2019	PUBLIC REPORT

HOUSING DEVELOPMENT COMPANY: APPROVAL OF SHAREHOLDER AGREEMENT

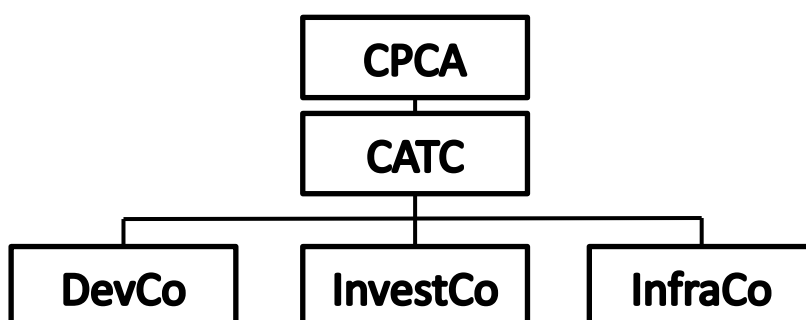
1.0 PURPOSE

- 1.1. On 27 March 2019 (Agenda Item 4.1) the Combined Authority Board approved the establishment of a Combined Authority Trading Company.
- 1.2. At paragraph 4.14 of the report considered by the Combined Authority Board on 27 March 2019, there was a commitment for the Board to approve the final Shareholder Agreement.
- 1.3. The Shareholder Agreement and Articles of Association have now been drafted and are in an agreed final form.
- 1.4. Members are recommended to approve the Shareholder Agreement, Articles of Association and the composition of the Board of Directors for Angle Holdings Limited and Angle Developments Limited.

<u>DECISION REQUIRED</u>	
Lead Member:	Councillor Graham Bull Portfolio Holder for Housing
Lead Officer:	Roger Thompson, Director of Housing and Development
Forward Plan Ref: 2019/041	Key Decision: Yes
<p>The Combined Authority Board is recommended to:</p> <ul style="list-style-type: none"> (a) Approve the Shareholder Agreement as detailed in Appendix 1; (b) Approve Angle Holding Limited Articles of Association as detailed in Appendix 2; (c) Approve Angle Developments Limited Articles of Association as detailed in Appendix 3; (d) Approve the composition of Angle Holdings Limited Board of Directors as set out in paragraph [para 2.6]; (e) Approve the composition of Angle Development Limited Board of Directors as set out in paragraph [para 2.8]. <p>Furthermore, in order to implement a)-c), authorise and approve:</p> <ul style="list-style-type: none"> (f) The Chief Executive and the senior legal officer to complete the necessary legal documentation to implement the above; and (g) The Monitoring Officer to amend the Constitution, as necessary, to implement the above. 	<p>Voting arrangements</p> <p>Simple majority of all Members</p>

2.0 BACKGROUND

- 2.1. On 27 March 2019 (Agenda Item 4.1) the Combined Authority Board approved the establishment of a Combined Authority Trading Company.
- 2.2. The approval was for the establishment of a company limited by shares with the CPCA as the sole shareholder. It was further agreed that the structure would be a holding company with a DevCo subsidiary. Please note there is potential for other subsidiaries to be established, however, these will require further CPCA Board consent at the relevant time.



- 2.3. The chosen name for what has been previously referred to as CATC is Angle Holdings Limited (Angle Holdings) and the chosen name for what has been previously referred to as DevCo is Angle Developments Limited (Angle Developments).
- 2.4. The Angle Holdings Board of Directors will be responsible for the strategic direction and success of the company. The Board will be required to manage the company and must be mindful of commercial and market forces. At all times they must act in the best interest of Angle Holdings for the benefit of the CPCA as the sole shareholder.
- 2.5. On 27 March 2019, the CPCA Board approved the Angle Holdings Board composition which comprised: the Mayor and one of the Deputy Mayors of the CPCA, the Managing Director and Corporate Services Director of the CATC; both positions will be held by the Chief Executive and Corporate Services Director of the CPCA and an Independent Chairman (to be recruited).
- 2.6. Subsequent to this approval there has been a change in the staffing structure of the Combined Authority. To reflect these changes it is proposed that the Angle Holdings Board composition will comprise the Mayor and Deputy Mayor (Statutory) of the CPCA, the Chief Executive (Kim Sawyer) and the Monitoring Officer of the CPCA. The Company Secretary role will be fulfilled by the Monitoring Officer.
- 2.7. The recruitment of the Independent Chairman is now underway. The successful candidate will be formally appointed by the CPCA Board at a future meeting.

- 2.8. On 27 March 2019, the CPCA Board approved the Angle Developments Board composition which comprised; the Independent Chairman (to be recruited), the Chief Executive and the Housing Director. There are no proposed changes to this composition. It is anticipated that the Independent Chairman that will be appointed to Angle Holdings will fulfil the role of the Independent Chairman to Angle Developments.
- 2.9. Angle Holdings Articles of Association are provided at Appendix 2 for CPCA Board approval.
- 2.10. Angle Developments Articles of Association are provided at Appendix 3 for CPCA Board approval.
- 2.11. The relationship between the CPCA and Angle Holdings will be governed by a Shareholder Agreement. This draft agreement is provided at Appendix 1.
- 2.12. The primary purpose of the shareholder agreement is to regulate the relationship between the CPCA and its subsidiaries. Ordinarily, other than where legislation and/or articles reserve decisions for shareholders, the Board of Directors of a company is its main decision-making body, and is free to act as it thinks is in the best interest of that company.
- 2.13. In this context, a shareholder agreement between the CPCA and Angle Holdings and Angle Developments (which would then be applied to each subsidiary through a deed of adherence) must be agreed. This would consider that each business's Board of Directors is responsible for running the relevant company. The agreement will provide the CPCA with a number of reserved rights.
- 2.14. The table below provides the roles and responsibilities of the CPCA, Angle Holdings and Angle Developments.

CPCA	Angle Holdings	Angle Developments
<p>Matters reserved for CPCA decision.</p> <p>This is not an exhaustive list (available at Schedule 1 of the Shareholder Agreement).</p> <ul style="list-style-type: none"> - Approval of the annual business plan - Amendments to Articles of Association - Limit on external borrowing - Payment of dividends - Company structure - Matters relating to cessation 	<p>Annual Business Plan</p> <p>To be produced for approval by the CPCA Board</p> <p>Quarterly Update</p> <p>To be produced for noting by the CPCA Board. Information to include:</p> <p>Financial Performance and Risk Management Plan</p>	<p>Annual Business Plan</p> <p>To be produced for approval by Angle Holdings</p> <p>Quarterly Update</p> <p>To be produced for noting by Angle Holdings. Information to include:</p> <p>Financial Performance and Risk Management Plan</p>

<ul style="list-style-type: none"> - Appointment/removal of Directors - Remuneration of any Director - Remuneration of any employee exceeding £100,000 - Establishing or amending profit-sharing, share option, bonus or other incentives of any nature for Directors and employees 		
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3.0 FINANCIAL IMPLICATIONS

3.1. None arising from this report. The financial implications were considered at the establishment phase on 27 March 2019 (Agenda Item 4.1).

4.0 LEGAL IMPLICATIONS

4.1 The relevant legal implications are set out in the body of the report.

5.0 GOVERNANCE AND CONTROL

5.1. As set out in paragraph 2 of this report

6.0 EQUALITIES AND HEALTH AND SAFETY IMPLICATIONS

6.1. Any equalities or health and safety implications will be addressed as they arise in the implementation of the strategy.

7.0 APPENDICES

- 7.1. Appendix 1 - Shareholder Agreement
- 7.2. Appendix 2 - Angle Holdings Limited Articles of Association
- 7.3. Appendix 3 - Angle Developments Limited Articles of Association

<u>Source Documents</u>	<u>Location</u>
Combined Authority Board March 2019	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/917/Committee/63/Default.aspx



dated [] 2019

Cambridge & Peterborough Combined Authority

and

[Holdco]

and

[Devco]

Shareholder Agreement

in respect of [Holdco] Limited [and its subsidiaries]

Trowers & Hamlins LLP
3 Bunhill Row
London
EC1Y 8YZ

t +44 (0)20 7423 8000

f +44 (0)20 7423 8001

www.trowers.com

Shareholder Agreement

dated

2019

Parties

- (1) **Cambridge & Peterborough Combined Authority** of The Incubator 2, First Floor, Alconbury Weald Enterprise Campus, Alconbury Weald, Huntingdon, PE28 4WX (the **Combined Authority**).
- (2) **[Holdco]** (company no []) whose registered office is at [] (the **Holdco**);
- (3) **[Devco]** (company no []) whose registered office is at [] (the **Devco** and a **Subsidiary**),

Introduction

- (A) The Combined Authority has established the Holdco to be the holding company for various operational subsidiary companies established to deliver and support the activities of the Combined Authority.
- (B) The Combined Authority is the sole shareholder of the Holdco. The Holdco is the sole shareholder of the Devco.
- (C) Further Subsidiaries may execute a Deed of Adherence and Accession and become Parties to this Agreement from time to time.
- (D) The Combined Authority and Group Members are entering into this Agreement to ensure that the Combined Authority has effective arrangements for controlling and monitoring the operation of the Group Members.

Agreed Terms

1 Definitions and Interpretation

1.1 In this Agreement:

Articles means the respective articles of association adopted by the Group Members from time to time;

Board means the board of directors of the Group Members;

Business means the business of the Group Members as set out in clause 2;

Business Day means a day (other than a Saturday or Sunday) on which the banks in the City of London are open for retail business;

Business Plan means the plan for delivery of the Business for each Subsidiary (as context requires) as adopted, updated or amended in accordance with clauses 2.3 and 2.4;

Combined Authority Consent means consent of the Combined Authority in accordance with clause 3.7;

Combined Authority Consent Matters means those matters listed in Schedule 1;

Councils means Cambridge City Council, Cambridgeshire County Council, East Cambridgeshire District Council, Fenland District Council, Huntingdonshire District Council, Peterborough City Council or South Cambridgeshire District Council and any successor body to any of these;

Deed of Adherence and Accession means the deed of adherence and accession in substantially the same form as set out in Schedule;

Director means as context requires, a director of the Holdco or any Subsidiary;

Dwelling means any dwelling owned by the Devco from time to time;

Environmental Information Regulations means the Environmental Information Regulations 2004;

Finance Documents means any development facility agreement to be entered into by a Group Member on or about the date of this Agreement, any loan note instrument to be entered into by a Group Member on or about the date of this Agreement, and any other funding and security documentation which is entered into by a Group Member relating to the provision of funding for the Business of the relevant Group Member;

Financial Year means a financial accounting period ending on 31 March;

FOIA means the Freedom of Information Act 2000;

Group means the Holdco and its Subsidiaries;

Group Member means a member of the Group from time to time. **Group Members** shall be construed accordingly;

Information has the meaning given to it under section 84 of the FOIA;

[Remuneration and Expenses Policy means a policy adopted by a Group Member (following receipt of Combined Authority Consent) and amended from time to time in relation to the remuneration (including salary, bonus, the provision of benefits-in-kind, reimbursement of expenses or otherwise) of directors, employees (if any), officers and consultants of the respective Group Members;]

Request for Information has the meaning set out in the FOIA or any apparent request for information made under the FOIA or the Environment Information Regulations;

Shareholder means, as context requires, any holder of any Share(s) from time to time, being the Combined Authority or Holdco at the date of this Agreement;

Shares means the ordinary shares of £1 each in the issued share capital of Holdco or the Subsidiaries;

Subsidiary means the Devco and any other corporate body which is wholly owned by Holdco and accedes to this Agreement as a Subsidiary by entering into a Deed of Adherence and Accession; and

United Kingdom means the geographical area of the United Kingdom of Great Britain and Northern Ireland as at the date of this Agreement.

1.2 A reference to a statutory provision includes a reference to:

- 1.2.1 a statutory amendment, consolidation or re-enactment (whether before or after the date of this Agreement);
- 1.2.2 statutory instruments or subordinate legislation (as defined in section 21(1) of the Interpretation Act 1978) or orders made under the statutory provision (whether made before or after the date of this Agreement); and
- 1.2.3 statutory provisions of which the statutory provision is an amendment, consolidation or re-enactment.

1.3 Reference to:

- 1.3.1 a person includes a legal or natural person, partnership, trust, company, government or local authority department or other body (whether corporate or unincorporate),
- 1.3.2 a statutory or regulatory body shall include its successors and any substituted body,
- 1.3.3 an individual includes, where appropriate, his personal representatives,
- 1.3.4 the singular includes the plural and vice versa, and
- 1.3.5 one gender includes all genders.

1.4 Unless otherwise stated, a reference to a clause or schedule is a reference to a clause or schedule to this Agreement and a reference to this Agreement includes its schedules.

1.5 Clause headings in this Agreement are for ease of reference only and do not affect its construction.

1.6 In construing this Agreement the so-called ejusdem generis rule does not apply and accordingly the interpretation of general words shall not be restricted by words indicating a particular class or particular examples.

1.7 For the purposes of this Agreement **Party** means a party to this Agreement and reference to **Parties** shall be to all or more than one of them as applicable.

1.8 Where a provision of this Agreement imposes an obligation, cost or liability on the Parties, that obligation, cost or liability shall be construed as being against those Parties jointly and severally, and where a provision of this Agreement gives a claim, benefit or right to the Parties, that claim, benefit or right attaches to those Parties jointly.

- 1.9 Where a consent and/or permission is required under this Agreement from one Party to the other that consent and/or permission shall not be unreasonably withheld or delayed.
- 2 **Business**
- 2.1 The Business of the Holdco shall be to operate as a holding company for the Subsidiaries from time to time together with any activities reasonably incidental thereto.
- 2.2 The Business of the Subsidiaries shall be as set out in their respective Business Plans.
- 2.3 Each Subsidiary shall;
- 2.3.1 submit its first Business Plan for the approval of the Holdco prior to or as reasonably close to its incorporation as is possible;
- 2.3.2 carry on and conduct its business and affairs in accordance with the approved Business Plan and in a proper and business like manner; and
- 2.3.3 use all reasonable endeavours to obtain and, if necessary, maintain in full force and effect all licences (including statutory licences), consents and authorities necessary to own and operate its assets and to carry on its business properly and effectively and in accordance with the approved Business Plan.
- 2.4 Each Subsidiary shall send a revised version of the then current Business Plan to the [Holdco] not less than once per calendar year and invite the [Holdco] to provide comments on the proposed Business Plan or to provide [Holdco] Consent. The [Holdco] will respond to the Subsidiary on the proposed Business Plan as soon as reasonably practicable (and in any event within three months) following receipt. Subject to the receipt of [Holdco] Consent before the end of each accounting period, the Holdco Board shall (in accordance with this Agreement) consider and, if appropriate, adopt an updated and revised Business Plan. No adoption, variation or replacement of any Business Plan shall take effect unless such adoption, variation or replacement has received Holdco Consent.
- 2.5 Each Business Plan shall be substantially in the format of the first Business Plan (unless otherwise stipulated by the Combined Authority).
- 2.6 Notwithstanding any other provision of this clause 2, following the requisite approval by the Board of a new proposed Business Plan or an amended or updated and revised Business Plan, such draft Business Plan shall become, or such amended or updated Business Plan shall become, the Business Plan for the relevant accounting periods. For any period when a proposed Business Plan has not been approved and adopted by the Board as stipulated in clause 2.4 and otherwise in accordance with this Agreement the relevant existing Business Plan shall continue to be the Business Plan of the Subsidiary.
- 2.7 [Upon any Combined Authority's request, the Subsidiaries will provide copies of the Policies to the Combined Authority].
- 2.8 The Group Members shall not acquire any property or otherwise trade outside of the Combined Authority's administrative area without Combined Authority Consent.

3 Conduct of the Affairs of the Group Members

- 3.1 Meetings of the Board for each Group Member shall be held no less than four times in every year and at not longer than three monthly intervals.
- 3.2 With the exception of those matters requiring Combined Authority Consent pursuant to clause 3.7, the management of each Group Member shall be vested in the respective Directors.
- 3.3 Without prejudice to the generality of the foregoing, the respective Boards will determine the general policies of the Group Members and the manner in which their respective Business is to be carried out, subject to the:
- 3.3.1 Business Plan (if applicable);
 - 3.3.2 those matters requiring Combined Authority Consent pursuant to clause 3.7; and
 - 3.3.3 any other express provisions of this Agreement.
- 3.4 In particular, the Directors shall exercise all voting rights and other powers of control available to them in relation to the Group Members so as to procure (in so far as they are able in the exercise of such rights and powers) that, at all times during the term of this Agreement, the Group Members shall:
- 3.4.1 carry on and conduct their business and affairs in a proper and efficient manner, for its own benefit and in accordance with both the respective Business Plans and good business practices, and
 - 3.4.2 transact all business on arm's length terms.
- 3.5 Group Members shall not carry out any activity which would render the holding of Shares by any Shareholder unlawful provided that where a proposed change of law would render such shareholding unlawful, such Shareholder will use its reasonable endeavours to take such steps as are necessary to allow it to continue lawfully to hold its Shares.
- 3.6 If a Group Member requires any approval, consent or licence for the carrying on of its Business in the manner in which it is from time to time carried on or proposed to be carried on, the Group Member will obtain and maintain the same in full force and effect.
- 3.7 Each Group Member shall ensure that none of the Combined Authority Consent Matters shall be carried out without the prior consent in writing of the Combined Authority.
- 3.8 Each Group Member shall permit any Director to discuss the affairs, finances and accounts of that Group Member with any designated officers and executives of the Combined Authority at any time. All books, records, accounts and documents relating to the business and the affairs of each Group Member shall be open to the inspection of any such person, who shall be entitled to make any copies thereof as he deems appropriate to keep the (relevant) Combined Authority properly informed about the business and affairs of the Group Member or to protect its interests as Shareholder. Any information secured as a consequence of such discussions and examinations shall be kept confidential by the

requesting Combined Authority and its designated officers and executives in accordance with the terms of clause 3.

3.9 Each Group Member agrees with the Combined Authority that it will:

3.9.1 maintain effective and appropriate control systems in relation to the financial, accounting and record-keeping functions of the Group Member; and

3.9.2 otherwise keep the Combined Authority informed of the progress of its business and affairs and in particular, will procure that the Combined Authority is given such information and such access to the officers, employees and premises of the Group Member as it may reasonably require.

3.10 [A Group member shall not breach nor cause the Combined Authority to be in breach of the Local Authorities (Companies) Order 1995 on the same terms as if the Local Authorities (Companies) Order 1995 applied to the Combined Authority.]

3.11 In the event that the Combined Authority has reasonable cause to believe that any Group Member is failing to meet (or is not in the Shareholder's reasonable opinion likely to meet) the required standards for regulatory compliance, governance or financial management, it may require and direct that Group Member to employ the appropriate administrative and professional services which may include (without limitation) services directly from the Combined Authority or the Constituent Councils, and in respect services from the Combined Authority / the Councils, these services shall be provided to that Group Member on a cost only basis.

3.12 Each Group Member recognises that the provision of support services (such as secretarial services, procurement, finance and human resources, business support and legal services) from a common supplier to the Group on a common basis has economic and other advantages, and accordingly wherever practical and /or appropriate shall put in place necessary arrangements to achieve this.

4 Monitoring and Reporting

4.1 Each Group Member shall (so far as practicable and subject always to meeting any obligations under company law) align its accounting practices with the Combined Authority.

4.2 [Each Group Member shall, within 10 Business Days of a written request by the Combined Authority to do so provide the Combined Authority with some or all of the following information:

4.2.1 Quarterly financial reports including management accounts, profit and loss, balance sheet, cash flow and forecast;

4.2.2 unaudited accounts within one month of the end of the Financial Year;

4.2.3 annual audited accounts three months after the end of that Financial Year;

4.2.4 copies of Board meeting minutes;

- 4.2.5 explanations and data (in the format specified by the Combined Authority) needed for its own accounting purposes and to enable production of group accounts.
 - 4.2.6 relating to the Holdco and/or the Subsidiaries' performance against key performance indicators; and
 - 4.2.7 any other information reasonably required by the Combined Authority.]
- 4.3 Each Group Member must maintain complete and accurate accounting and other financial records giving a true and fair view of the business and the state of affairs of the Group Member.
- 4.4 The Combined Authority and its authorised representative(s) shall have the right, on giving to the Group Members reasonable notice, and during normal business hours, to inspect the accounts, books and all financial and all other records of the Group Member.
- 4.5 The accounting reference date for each Group Member shall be aligned with the Combined Authority's accounting reference date [(currently 31 of March in each year)].
- 5 Subsidiaries Acceding to this Agreement**
- 5.1 Each Subsidiary of the Holdco (save for the Devco) will enter into a Deed of Adherence and Accession and shall have all the rights and obligations as if it were an original party to this Agreement.
- 5.2 Each party to this Agreement appoints [Holdco] to be its attorney and on its behalf and in its name to execute as a deed and deliver each Deed of Adherence and Accession and agrees to ratify and confirm all such deeds which [Holdco] shall properly execute in the exercise of such powers. All expenses, costs, claims and liabilities incurred by [Holdco] in the exercise of the powers conferred by the previous sentence shall be borne by it.
- 6 Covenants**
- Each Group Member covenants to the Combined Authority in accordance with the terms of Schedule 2.
- 7 Termination**
- 7.1 This Agreement shall terminate upon the written agreement of the Parties in accordance with the terms agreed.
- 7.2 This Agreement shall terminate in respect of one or more Group Members if:
 - 7.2.1 a resolution is passed by the Combined Authority or the creditors of the Group Member, or any order made by a court or other competent body or person instituting a process that shall lead to the Group member being wound up and its assets being distributed among the creditors, the Combined Authority or other contributors;
 - 7.2.2 the Group Member ceases to carry on its business; or
 - 7.2.3 the Group Member is convicted of a criminal offence; or

7.2.4 the Combined Authority gives not less than 90 days written notice to the Group Member of the date on which all or part of this Agreement will terminate,

but shall cease and determine in respect of a Combined Authority (without prejudice to that Combined Authority's accrued rights, obligations or liabilities) upon the Combined Authority ceasing to hold Shares (directly or indirectly) in a given Group Member.

8 **Confidentiality**

8.1 Each Party undertakes that it shall not at any time disclose to any person any confidential information concerning the business, affairs, customers, clients or suppliers of the other Party or of any member of the Group to which the other Party belongs, except as permitted by clause 8.2.

8.2 Any Party may disclose another Party's confidential information:

8.2.1 to its employees, officers, representatives or advisers who need to know such information for the purposes of carrying out the Party's obligations under this Agreement. Either Party shall ensure that its employees, officers, representatives or advisers to whom it discloses the other Party's confidential information comply with this clause 8; or

8.2.2 as may be required by law, court order or any governmental or regulatory authority.

8.3 Each Party acknowledges that the other Parties that they are subject to the requirements of the FOIA and the Environmental Information Regulations, and shall facilitate the other Parties' compliance with their Information disclosure requirements pursuant to and in the manner provided for in clauses 8.4 and 8.7.

8.4 If any Party (the **Recipient**) receives a Request for Information in relation to Information that another Party or multiples Parties is holding and which the Recipient does not hold itself, the Recipient shall refer to the other relevant Party or Parties such Request for Information as soon as practicable and in any event within five Business Days of receiving a Request for Information, and the other Party or Parties shall:

8.4.1 provide the Recipient with a copy of all such Information in the form that the Recipient requires as soon as practicable and in any event within ten Business Days (or such other period as the Recipient acting reasonably may specify) of the Recipient's request; and

8.4.2 provide all necessary assistance as reasonably requested by the Recipient to enable the Recipient to respond to a Request for Information within the time for compliance set out in Section 10 of the FOIA or Regulation 5 of the Environmental Information Regulations.

8.5 Following notification under clause 8.4, and up until such time as the other Party or Parties have provided the Recipient with all the Information specified in clause 8.4, the other Party or Parties may make representations to the Recipient as to whether or not or on what basis Information requested should be disclosed, and whether further information should reasonably be provided in order to identify and locate the information requested, provided always that the Recipient shall be responsible for determining, at its absolute discretion:

- 8.5.1 whether Information is exempt from disclosure under the FOIA and the Environmental Information Regulations;
- 8.5.2 whether Information is to be disclosed in response to a Request for Information; and
- 8.5.3 in no event shall the other Party or Parties respond directly to a Request for Information unless the Request for Information is addressed to it.
- 8.6 The Parties acknowledge that (notwithstanding the provisions of clause 8.1) the Recipient may, acting in accordance with the Cabinet Office Code of Practice on Freedom of Information issued in July 2018 under part I of the Freedom of Information Act 2000, be obliged under the FOIA or the Environmental Information Regulations to disclose Information concerning the other Party or Parties:
- 8.6.1 in certain circumstances without consulting with the other Party or Parties; or
- 8.6.2 following consultation with the other Party or Parties and having taken their views into account.
- 8.7 Each Party shall transfer to the other Party any Request for Information which it receives but is addressed to the other Party as soon as practicable and in any event within three Business Days of receiving it.
- 8.8 The Parties acknowledge that any lists provided which list or outline Confidential Information are of indicative value only and that a Recipient may nevertheless be obliged to disclose Confidential Information in accordance with clause 8.6.
- 9 **No Partnership**
- Nothing in this Agreement gives rise to a partnership between the Parties or constitutes one Party the agent of another.
- 10 **Contracts (Rights of Third Parties) Act 1999**
- 10.1 Unless the right of enforcement is expressly granted, it is not intended that a third party, other than a lawful successor in title or a lawful assignee, should have the right to enforce a provision of this Agreement pursuant to the Contracts (Rights of Third Parties) Act 1999.
- 10.2 The Parties may rescind or vary this Agreement without the consent of a third party to whom an express right to enforce any of its terms has been provided.
- 11 **Costs of this Agreement**
- Each Party shall pay its own costs in connection with the negotiation, preparation, execution and performance of this Agreement.
- 12 **Waiver**
- 12.1 The rights of each of the Parties in respect of a breach of this Agreement shall not be affected by completing, by rescinding, or failing to rescind, this Agreement, or by failing to exercise, or delaying in exercising, a right or remedy, or by anything else, except a specific authorised written waiver or release. A single or partial exercise of a right or remedy

provided by this Agreement or by law does not prevent its further exercise or the exercise of another right or remedy.

12.2 Waiver of a breach of a term of this Agreement, or of a default under it, does not constitute a waiver of another breach or default nor affect the other terms of this Agreement.

12.3 The rights and remedies provided in this Agreement are cumulative and not exclusive of any other rights or remedies.

13 **Variation**

A purported variation of this Agreement is not effective unless in writing and signed by or on behalf of each of the Parties.

14 **Invalidity**

If a provision of this Agreement is held to be illegal or unenforceable, in whole or in part, under an enactment or rule of law, it shall to that extent be deemed not to form part of this Agreement and the enforceability of the remainder of this Agreement shall not be affected. The Parties agree to negotiate in good faith to agree the terms of a mutually satisfactory provision to be substituted for the provision found to be illegal or unenforceable.

15 **Entire Agreement**

15.1 This Agreement (together with any documents entered into under it or at the same time as it) supersedes all prior understandings and agreements between the Parties (whether written or oral) relating to its subject matter and contains the entire agreement between the Parties relating to its subject matter.

15.2 Each Party acknowledges that it does not enter into this Agreement on the basis of, and does not rely on, warranties or representations made, or agreed to, by any person (whether a party to this Agreement or not).

15.3 Each Party waives its rights against the other Party in respect of warranties and representations (whether written or oral) not expressly set out or referred to in this Agreement.

15.4 Nothing in this clause 15 limits or excludes liability for fraud.

16 **Status of this Agreement**

In the event of any ambiguity or discrepancy between the provisions of this Agreement and the Articles, then it is the intention of the Combined Authority that the provisions of the Articles of the respective Group Members shall prevail. Accordingly, the Combined Authority shall take all available steps and do all practicable acts and things as may be necessary or desirable, including, without limitation, exercising all voting and other rights and powers of control available to it in relation to the Group Members, so as to give effect to the provisions of this Agreement[. and shall further if necessary procure (insofar as it is able to do so by the exercise of those rights and powers) any required amendment to the Articles].

17 **Consents**

17.1 Consents, notices, approvals or agreements to be given by the Combined Authority under this Agreement shall be given in writing.

17.2 Where this Agreement provides that a matter is subject to the consent, approval or Agreement of any Group Member then (except as expressly provided otherwise), it shall be in the absolute discretion of the Group Member concerned as to whether (and if so, on what terms and conditions) the consent, approval or agreement is made.

18 **Communications**

18.1 Any notice or other communication under or in connection with this Agreement shall be in writing and shall be delivered personally or sent by first-class post (and by air mail if overseas) or by facsimile or by email as follows:

18.1.1 if to the Combined Authority, to:

Address: The Incubator 2, First Floor, Alconbury Weald Enterprise Campus,
Alconbury Weald, Huntingdon, PE28 4WX

18.2 In the absence of evidence of earlier receipt, any notice or other communication shall be deemed to have been duly given:

18.2.1 if delivered personally, when left at the address referred to in clause 18.1;

18.2.2 if sent by mail, other than airmail, two Business Days after posting it;

18.2.3 if sent by email, when sent provided there has been no communication by the recipient to the senders that the email has not been received,

18.2.4 provided always that a notice given in accordance with the above but received on a day which is not a Business Day or after business hours on a Business Day will only be deemed to be given on the next Business Day.

18.3 The original of any notice or other communication by fax shall be forwarded to the recipient(s) but the non-arrival of that original shall not affect the validity of the notice or other communication by fax.

19 **Counterparts**

19.1 This Agreement may be executed in a number of counterparts and by the Parties on different counterparts, but shall not be effective until each Party has executed at least one counterpart.

19.2 Each counterpart, when executed, shall be an original, but all the counterparts together constitute the same document.

20 **Governing Law and Jurisdiction**

20.1 This Agreement and the rights and obligations of the Parties shall be governed by and construed in accordance with the laws of England.

20.2 The Parties irrevocably submit to the exclusive jurisdiction of the courts of England in respect of any dispute or claim arising out of or in connection with this Agreement or any of the documents to be executed pursuant to this Agreement or their subject matter or formation (including non-contractual disputes or claims).

Schedule 1

Part A (Corporate Matters)

Combined Authority Consent Matters

DN: we highlight below where the Combined Authority Consent Matters are those expressly requested by the CPCA, or where we have included additional matters for your review.

No Group Member shall, unless it has Combined Authority Consent:

- 1 vary in any respect its Articles of association or the rights attaching to any of its shares; or
- 2 permit the registration (upon subscription or transfer) of any person as a member other than the Combined Authority in accordance with the terms of this Agreement and/or any permitted transferees; or
- 3 increase the amount of its issued share capital except as provided in this Agreement, grant any option or other interest (in the form of convertible securities or in any other form) over or in its share capital, redeem or purchase any of its own shares or effect any other reorganisation of its share capital; or
- 4 issue any loan capital or enter into any commitment with any person with respect to the issue of any loan capital; or
- 5 make any borrowing other than under the Finance Documents; or
- 6 apply for the listing or trading of any shares or debt securities on any stock exchange or market; or
- 7 pass any resolution for its winding up or present any petition for its administration (unless it has become insolvent); or
- 8 engage in any business other than as contemplated by the Business Plan (as applicable) or set out in its objects (or as is incidental thereto) or defray any monies other than in good faith for the purposes of or in connection with the carrying on of such business; or
- 9 form any subsidiary or acquire shares in any other company or participate in any partnership or joint venture (incorporated or not); or
- 10 close down any business operation, or dispose of or dilute its interest in any of its Subsidiaries for the time being, or dispose of any material asset unless in each case such closure or disposal is expressly contemplated by the Business Plan (as applicable); or
- 11 declare or pay any dividend;
- 12 amalgamate or merge with any other company or business undertaking; or
- 13 alter its name or registered office; or
- 14 enter into any transaction or arrangement of any nature whatsoever (including, for the avoidance of doubt, a service contract) with any of its directors or any person who is

connected (within the meaning of sections 1122 and 1123 of the Corporation Tax Act 2010) to any of its directors whether or not any other person shall be party to such transaction or arrangement; or

- 15 enter into any arrangement, contract or transaction outside the normal course of its business or otherwise than on arm's length terms; or
- 16 create or permit to be created any mortgage, charge, encumbrance or other security interest whatsoever on any material asset or its business in whole or in part or any of its shares other than:
 - 16.1 pursuant to the Finance Documents;
 - 16.2 liens arising in the ordinary course of business; or
 - 16.3 any charge arising by the operation or purported operation of title retention clauses and in the ordinary course of business; or
- 17 adopt or amend its Business Plan (as applicable); or
- 18 change either:
 - 18.1 its statutory auditors; or
 - 18.2 its Financial Year end; or
- 19 make or permit to be made any material change in the accounting policies and principles adopted in the preparation of its accounts except as may be required to ensure compliance with relevant accounting standards under the CA 2006 or any other generally accepted accounting principles in the United Kingdom; or
- 20 make any loan (otherwise than by way of deposit with a bank or other institution the normal business of which includes the acceptance of deposits) or grant any credit (other than in the normal course of trading) or give any guarantee (other than in the normal course of trading) or indemnity (other than in the normal course of trading); or
- 21 give any guarantee, suretyship or indemnity to secure the liability of any person or assume the obligations of any person outside the scope of its Business Plan (as applicable); or
- 22 factor or assign any of its book debts; or
- 23 establish or amend any profit-sharing, share option, bonus or other incentive scheme of any nature for directors, officers or employees; or
- 24 establish or amend any pension scheme or grant any pension rights to any director, officer, employee, former director, officer or employee, or any member of any such person's family; or
- 25 appoint or dismiss any Director, or enter into any service contract terms of appointment or other agreement with a Director; or
- 26 agree to remunerate (by payment of salary, bonus, the provision of benefits-in-kind or otherwise) or to increase the remuneration of any Director; or

- 27 agree to remunerate (by payment of salary, bonus, the provision of benefits-in-kind or otherwise) or to increase the remuneration of employee, officer or consultant where the annual aggregate amount of such remuneration (by payment of salary, bonus, the provision of benefits-in-kind or otherwise) would exceed £100,000;
- 28 institute, settle or compromise any material legal proceedings (other than debt recovery proceedings in the ordinary course of business or where the Value of such claim is reasonably believed to be less than [£10,000]) instituted or threatened against it or submit to arbitration or alternative dispute resolution any dispute if the effect of this is that its solvency may be imperilled, or it may require additional funding in order to undertake its Business Plan (as applicable); or
- [DN: to confirm value of claims able to be settled without CPCA consent]**
- 29 make any agreement with any revenue or tax authorities or make any claim, disclaimer, election or consent for tax purposes if the effect of this is that its solvency may be imperilled, or it may require additional funding in order to undertake its Business Plan (as applicable).

Schedule 1

Form of Deed of Adherence and Accession

Deed of Accession

dated [] 20[]

By [] a company incorporated in England and Wales (registered number []) whose registered office is at [] (the **New Subsidiary**) in favour of the persons whose names and addresses are set out in the Schedule to this Deed (the **Continuing Parties**).

Introduction

- (A) This Deed is supplemental to a Shareholder Agreement dated 20[] between *[insert details]* (the **Shareholder Agreement**) and to *[insert details of any subsequent Deeds of Adherence and Accession or any Deed of Amendment]*.
- (B) Provision is made in the Shareholder Agreement for the New Subsidiary to accede as a party thereto as a further Subsidiary and it has agreed to do so.

Agreed terms

- 1 The New Subsidiary confirms that it has been given a copy of the Shareholders' Agreement and covenants with the Continuing Parties to observe, perform and be bound by every provision of the Shareholder Agreement in the capacity of a Subsidiary with effect from the date of this Deed.
- 2 Unless the context requires otherwise, words and expressions defined in the Shareholder Agreement shall have the same meanings when used in this Deed of Adherence and Accession.
- 3 This Deed of Adherence and Accession shall be governed by and construed in accordance with English law.

This Deed of Adherence and Accession has been executed as a deed and is delivered and takes effect on the date stated at the beginning of it.

Schedule

[Insert names and addresses of Continuing Parties]

This Deed has been executed as a deed and delivered on the date stated at the beginning of this Deed.

In witness whereof the parties have executed this Agreement as a deed.

The **Common Seal** of)
Cambridge & Peterborough Combined Authority)
was hereunto)
affixed in the presence of:)

.....
Authorised Signatory

executed as a deed by)

[Holdco] Limited)

)

acting by:)

a director in the presence of:

.....

Director

Witness signature

Name

Address

executed as a deed by)

[Devco] Limited)

)

acting by:)

a director in the presence of:

Director

Witness signature

Name

Address



**Articles of association
of [Holdco] Limited**

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3 Bunhill Row
London
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trowers & hamlin

Company number: []

Private company limited by shares

Articles of association

of

[Holdco] Limited

1 **Model articles not to apply**

The model articles of association for private companies limited by shares contained in Schedule 1 to the Companies (Model Articles) Regulations 2008, as amended prior to the date of adoption of these Articles shall not apply to the company. References to **the articles** shall be to the following articles of association as amended from time.

2 **Defined terms**

In the articles, unless the context requires otherwise:

bankruptcy includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;

board means the board of directors of the company from time to time;

chair has the meaning given in article 14;

chair of the meeting has the meaning given in article 0;

Companies Acts means the Companies Acts (as defined in section 2 of the Companies Act 2006), in so far as they apply to the company;

Combined Authority means the Cambridge & Peterborough Combined Authority or any successor body thereto;

Constituent Councils means Cambridge City Council, Cambridgeshire County Council, East Cambridgeshire District Council, Fenland District Council, Huntingdonshire District Council, Peterborough City Council or South Cambridgeshire District Council and any successor body to any of these;

director means a director of the company, and includes any person occupying the position of director, by whatever name called;

distribution recipient has the meaning given in article 37;

document includes, unless otherwise specified, any document sent or supplied in electronic form;

electronic form has the meaning given in section 1168 of the Companies Act 2006;

fully paid in relation to a share, means that the nominal value and any premium to be paid to the company in respect of that share have been paid to the company;

hard copy form has the meaning given in section 1168 of the Companies Act 2006;

holder in relation to shares means the person whose name is entered in the register of members as the holder of the shares;

instrument means a document in hard copy form;

ordinary resolution has the meaning given in section 282 of the Companies Act 2006;

paid means paid or credited as paid;

Parent means the Combined Authority;

participate, in relation to a directors' meeting, has the meaning given in article 12;

proxy notice has the meaning given in article 53;

shareholder means a person who is the holder of a share;

shares means shares in the company;

special resolution has the meaning given in section 283 of the Companies Act 2006;

subsidiary has the meaning given in section 1159 of the Companies Act 2006;

transmittee means a person entitled to a share by reason of the death or bankruptcy of a shareholder or otherwise by operation of law; and

writing means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise.

Unless the context otherwise requires, other words or expressions contained in these articles bear the same meaning as in the Companies Act 2006 as in force on the date when these articles become binding on the company.

3 **Liability of members**

The liability of the members is limited to the amount, if any, unpaid on the shares held by them.

4 **Objects clause**

The company's objects are to act and operate as a holding company for company's established by the Combined Authority and to undertake any activities reasonably incidental thereto.

5 **Directors' general authority**

Subject to the articles, the directors are responsible for the management of the company's business, for which purpose they may exercise all the powers of the company.

6 **Shareholders' reserve power**

6.1 The shareholders may, by special resolution, direct the directors to take, or refrain from taking, specified action.

6.2 No such special resolution invalidates anything which the directors have done before the passing of the resolution.

7 **Directors may delegate**

7.1 Subject to the articles, the directors may delegate any of the powers which are conferred on them under the articles:

7.1.1 to such person or committee;

7.1.2 by such means (including by power of attorney);

7.1.3 to such an extent;

7.1.4 in relation to such matters or territories; and

7.1.5 on such terms and conditions;

as they think fit.

7.2 If the directors so specify, any such delegation may authorise further delegation of the directors' powers by any person to whom they are delegated.

7.3 The directors may revoke any delegation in whole or part, or alter its terms and conditions.

8 **Committees**

8.1 Committees to which the directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the articles which govern the taking of decisions by directors.

8.2 The directors may make rules of procedure for all or any committees, which prevail over rules derived from the articles if they are not consistent with them.

9 **Directors to take decisions collectively**

9.1 The general rule about decision-making by directors is that any decision of the directors must be either a majority decision at a meeting or a decision taken in accordance with article 10.

9.2 If:

9.2.1 the company only has one director; and

9.2.2 no provision of the articles requires it to have more than one director,

the general rule does not apply, and the director may take decisions without regard to any of the provisions of the articles relating to directors' decision-making.

10 **Unanimous decisions**

10.1 A decision of the directors is taken in accordance with this article when all eligible directors indicate to each other by any means that they share a common view on a matter.

10.2 Such a decision may take the form of a resolution in writing, which may consist of several copies each signed by one or more eligible directors or to which the eligible directors have otherwise indicated agreement in writing.

10.3 References in this article to eligible directors are to directors who would have been entitled to vote on the matter had it been proposed as a resolution at a directors' meeting.

10.4 A decision may not be taken in accordance with this article if the eligible directors would not have formed a quorum at such a meeting.

11 **Calling a directors' meeting**

11.1 Any director may call a directors' meeting by giving notice of the meeting to the directors or by authorising the company secretary (if any) to give such notice.

11.2 Notice of any directors' meeting must indicate:

11.2.1 its proposed date and time;

11.2.2 where it is to take place; and

11.2.3 if it is anticipated that directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.

11.3 Notice of a directors' meeting must be given to each director, but need not be in writing.

11.4 Notice of a directors' meeting need not be given to directors who waive their entitlement to notice of that meeting. A director may waive the requirement that notice of a meeting of the directors or of a committee of the directors be given to him at any time before or after the date on which the meeting is held by notifying the company to that effect. Where a director gives such notice after the meeting has been held, that does not affect the validity of the meeting, or of any business conducted at it.

12 **Participation in directors' meetings**

12.1 Subject to the articles, directors participate in a directors' meeting, or part of a directors' meeting, when:

12.1.1 the meeting has been called and takes place in accordance with the articles, and

- 12.1.2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- 12.2 In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other.
- 12.3 If all the directors participating in a meeting are not in the same place, the meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the chair of the meeting is.
- 13 Quorum for directors' meetings**
- 13.1 At a directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- 13.2 The quorum for the transaction of business of the directors shall be 3 and one of the directors must be either the Mayor or Deputy Mayor of the Combined Authority.
- 13.3 If the total number of directors for the time being is less than the quorum required, the directors must not take any decision other than a decision to request that the Parent appoints such number of further directors as are required to make up the board under article 21.
- 14 Chairing of directors' meetings**
- 14.1 The board shall appoint a director to chair the directors' meetings.
- 14.2 The person so appointed for the time being is known as the chair.
- 14.3 The Parent may require the directors to terminate the chair's appointment at any time upon giving written notice to the company.
- 14.4 If the chair is not participating in a directors' meeting within ten minutes of the time at which it was to start, the participating directors must appoint one of themselves to chair it.
- 15 Casting vote**
- 15.1 If the numbers of votes for and against a proposal are equal, the chair or other director chairing the meeting has a casting vote.
- 15.2 But this does not apply if, in accordance with the articles, the chair or other director is not to be counted as participating in the decision-making process for quorum or voting purposes.
- 16 Conflicts of interest**
- 16.1 If a proposed decision of the directors is concerned with an actual or proposed transaction or arrangement with the company in which a director is interested, then provided that the director has disclosed his interest in such actual or proposed transaction or arrangement with the company in accordance with the Companies Acts or the provisions of these articles, he may nevertheless be counted as participating in the decision-making process for quorum and voting purposes in respect of any such matter in which the director is in any way interested, and shall not, save as otherwise agreed, be accountable to the

company for any benefit which he derives under or in consequence of any such transaction or arrangement.

16.2 For the purposes of this article, references to proposed decisions and decision-making processes include any directors' meeting or part of a directors' meeting.

16.3 Subject to article 16.4, if a question arises at a meeting of directors or of a committee of directors as to the right of a director to participate in the meeting (or part of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting, be referred to the chair whose ruling in relation to any director other than the chair is to be final and conclusive.

16.4 If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chair, the question is to be decided by a decision of the directors at that meeting, for which purpose the chair is not to be counted as participating in the meeting (or that part of the meeting) for voting or quorum purposes.

17 **Authorisation of directors' conflicts of interest**

17.1 For the purposes of section 175 of the Companies Act 2006, as amended, consolidated or re-enacted from time to time (the **2006 Act**), the directors shall have the power to authorise any relationship, situation or other matter which would or might otherwise constitute or give rise to a breach by a director of the duty to avoid conflicts of interest set out in that section of the 2006 Act (a **Conflict Situation**). Any reference in these articles to a conflict of interest includes a conflict of interest and duty and a conflict of duties.

17.2 For the purposes of sections 175 and 180(4) of the 2006 Act and for all other purposes, it is acknowledged that a director may be or become subject to a Conflict Situation or Conflict Situations as a result of his also being or having been (or being party to an agreement or arrangement or understanding or circumstances under which he may become) an employee, director, trustee, member, partner, officer or representative of, or a consultant to, or a direct or indirect investor in and/or otherwise involved with or interested in, any of the Combined Authority [and/or any of the Constituent Councils], the company, its subsidiaries, any of its holding companies or any subsidiary of any of its holding companies (as such terms are defined in section 1159 of the 2006 Act) or any of its shareholders.

17.3 No director shall be in breach of the duty to avoid conflicts of interest in section 175 of the Act as a result of, and no authorisation is required in respect of, any Conflict Situation envisaged by article 17.2 having arisen or existing in relation to him.

17.4 Authorisation of a matter under this article 17 shall be effective only if:

17.4.1 the matter in question shall have been proposed in writing for consideration by the directors, or in such other manner as the directors may determine;

17.4.2 any requirement as to the quorum at the meeting of the directors at which the matter is considered is met without counting the director in question and any other interested director (together, the **interested directors**); and

17.4.3 the matter was agreed to without the interested directors voting or would have been agreed to if the votes of the interested directors had not been counted.

- 17.5 Unless otherwise determined by the directors (excluding the interested directors), any authorisation of a matter under this article 17 shall extend to any actual or potential conflict of interest which may reasonably be expected to arise out of the matter so authorised.
- 17.6 Any authorisation of a matter under this article 17 shall be on such terms and/or conditions as the directors (excluding the interested directors) may determine, whether at the time such authorisation is given or subsequently and may be varied or terminated by the directors (excluding the interested directors) at any time. Such terms or conditions may include (without limitation) terms and conditions as to the duration, renewal and/or revocation of the authorisation, and/or the exclusion of the interested directors from all information and discussion of the matter in question. A director shall comply with any obligations imposed on him by the directors (excluding the interested directors) pursuant to any such authorisation.
- 17.7 If a director receives or has received any information otherwise than by virtue of his position as a director of the company and in respect of which he owes a duty of confidentiality to another person, the director is under no obligation to:
- 17.7.1 disclose any such information to the company, the directors or any other director or employee of the company; or
- 17.7.2 use or apply any such information in connection with the performance of his duties as a director;
- provided that to the extent that such duty of confidentiality arises out of a situation or relationship which would or might otherwise constitute or give rise to a breach by the director of the duty to avoid conflicts of interest set out in section 175 of the 2006 Act, this article 17.7 shall apply only if such situation or relationship has been authorised by the directors under this article 17.
- 17.8 A director shall not, save as otherwise agreed by him, be accountable to the company for any benefit which he (or a person connected with him) derives from any matter authorised by the directors under this article and any contract, transaction or arrangement relating thereto shall not be liable to be avoided on the grounds of any such benefit.
- 18 **Records of decisions to be kept**
- The directors must ensure that the company keeps a record, in writing, for at least 10 years from the date of the decision recorded, of every unanimous or majority decision taken by the directors.
- 19 **Directors' discretion to make further rules**
- Subject to the articles, the directors may make any rule which they think fit about how they take decisions, and about how such rules are to be recorded or communicated to directors.
- 20 **The board**
- Unless otherwise determined by ordinary resolution, the number of directors is not subject to any maximum and the minimum number is 5.

21 **Appointment and Removal of Directors**

21.1 Notwithstanding any other provision of these articles, the Parent may at any time and from time to time:

21.1.1 appoint any person to be a director (provided that any such appointment does not cause the number of directors to exceed a number fixed by or in accordance with these articles as the maximum number of directors); or

21.1.2 remove any director from office.

21.2 Every such appointment or removal shall be effected by notice in writing to the company and shall take effect immediately (or on such later date, if any, specified in the notice). Any such notice of appointment or removal may consist of several documents in similar form, each signed by or on behalf of one or more holders.

21.3 In any case where, as a result of bankruptcy, the company has no shareholders and no directors, the trustee in bankruptcy or other transmittee(s) of the last shareholder to have a bankruptcy order made against him has the right, by notice in writing, to appoint a natural person (including himself) who is willing to act and is permitted to do so to be a director.

22 **Termination of director's appointment**

A person shall be ineligible for appointment to the board and if already appointed ceases to be a director as soon as:

22.1 that person ceases to be a director by virtue of any provision of the Companies Act 2006 or is prohibited from being a director by law;

22.2 that person has for more than six consecutive months been absent without permission of the directors from meetings of directors held during that period and the directors resolve that person's office be vacated;

22.3 a bankruptcy order is made against that person;

22.4 a composition is made with that person's creditors generally in satisfaction of that person's debts;

22.5 a registered medical practitioner who is treating that person gives a written opinion to the company stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months;

22.6 notification is received by the company from the director that the director is resigning from office, and such resignation has taken effect in accordance with its terms;

22.7 that person is an employee of any shareholder in the company and ceases to be employed as such for any reason;

22.8 that person is removed by the Parent by a notice in writing to the company; and

22.9 that person is or becomes a person disqualified from elected membership of a local authority.

23 **Directors' remuneration**

Directors may undertake any services for the company that the directors decide **provided that** no sum shall be paid to a director who is an elected member of the Parent or any of the Constituent Councils.

24 **Directors' expenses**

The company may pay any reasonable expenses which the directors properly incur in connection with their attendance at:

24.1 meetings of directors or committees of directors;

24.2 general meetings; or

24.3 separate meetings of the holders of any class of shares or of debentures of the company,

or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the company **provided that** no sum shall be paid to a director who is an elected member of the Combined Authority or the Constituent Councils.

Company secretary

The directors may appoint a company secretary for such term, at such remuneration and upon such conditions as they think fit. Any company secretary may be removed or replaced by the directors.

25 **Nil- or partly-paid shares permitted**

If the company at any time has nil or partly-paid shares in issue, articles 52 to 62 (inclusive) of the model articles of association for public companies contained in Schedule 3 to the Companies (Model Articles) Regulations 2008, as amended prior to the date of adoption of these articles, shall apply to the company and form part of these articles as if the text of such provisions was set out in full in these articles.

26 **Allotment of shares**

26.1 Save as authorised from time to time by an ordinary resolution of the shareholders, the directors shall not exercise any power to allot shares or to grant rights to subscribe for, or to convert any security into, any shares in the company.

26.2 Sections 561 and 562 of the Companies Act 2006 shall not apply to any allotment of equity securities (as defined in section 560 of the Companies Act 2006) by the company.

27 **Powers to issue different classes of share**

27.1 Subject to the articles, but without prejudice to the rights attached to any existing share, the company may issue shares with such rights or restrictions as may be determined by ordinary resolution.

27.2 The company may issue shares which are to be redeemed, or are liable to be redeemed at the option of the company or the holder, and the directors may determine the terms, conditions and manner of redemption of any such shares.

28 **Company not bound by less than absolute interests**

Except as required by law, no person is to be recognised by the company as holding any share upon any trust, and except as otherwise required by law or the articles, the company is not in any way to be bound by or recognise any interest in a share other than the holder's absolute ownership of it and all the rights attaching to it.

29 **Share certificates**

29.1 The company must issue each shareholder, free of charge, with one or more certificates in respect of the shares which that shareholder holds.

29.2 Every certificate must specify:

29.2.1 in respect of how many shares, of what class, it is issued;

29.2.2 the nominal value of those shares;

29.2.3 the amount paid up on the shares to which it relates; and

29.2.4 any distinguishing numbers assigned to them.

29.3 No certificate may be issued in respect of shares of more than one class.

29.4 If more than one person holds a share, only one certificate may be issued in respect of it.

29.5 Certificates must:

29.5.1 have affixed to them the company's common seal, or

29.5.2 be otherwise executed in accordance with the Companies Acts.

30 **Replacement share certificates**

30.1 If a certificate issued in respect of a shareholder's shares is:

30.1.1 damaged or defaced; or

30.1.2 said to be lost, stolen or destroyed,

that shareholder is entitled to be issued with a replacement certificate in respect of the same shares.

30.2 A shareholder exercising the right to be issued with such a replacement certificate:

30.2.1 may at the same time exercise the right to be issued with a single certificate or separate certificates;

30.2.2 must return the certificate which is to be replaced to the company if it is damaged or defaced; and

30.2.3 must comply with such conditions as to evidence, indemnity and the payment of a reasonable fee as the directors decide.

31 **Share transfers**

- 31.1 Shares may be transferred by means of an instrument of transfer in any usual form or any other form approved by the directors, which is executed by or on behalf of the transferor.
- 31.2 The instrument of transfer of any share taken on formation of the company by a subscriber to the company's memorandum of association need not be executed by or on behalf of the transferee even where the share is not fully paid.
- 31.3 No fee may be charged for registering any instrument of transfer or other document relating to or affecting the title to any share.
- 31.4 The company may retain any instrument of transfer which is registered.
- 31.5 The transferor remains the holder of a share until the transferee's name is entered in the register of members as holder of it.
- 31.6 The directors may refuse to register the transfer of a share, and if they do so, the instrument of transfer must be returned to the transferee with the notice of refusal unless they suspect that the proposed transfer may be fraudulent.

32 **Transmission of shares**

- 32.1 If title to a share passes to a transmittee, the company may only recognise the transmittee as having any title to that share.
- 32.2 A transmittee who produces such evidence of entitlement to shares as the directors may properly require:
 - 32.2.1 may, subject to the articles, choose either to become the holder of those shares or to have them transferred to another person; and
 - 32.2.2 subject to the articles, and pending any transfer of the shares to another person, has the same rights as the holder had.
- 32.3 But transmittees do not have the right to attend or vote at a general meeting, or agree to a proposed written resolution, in respect of shares to which they are entitled, by reason of the holder's death or bankruptcy or otherwise, unless they become the holders of those shares.

33 **Exercise of transmittees' rights**

- 33.1 Transmittees who wish to become the holders of shares to which they have become entitled must notify the company in writing of that wish.
- 33.2 If the transmittee wishes to have a share transferred to another person, the transmittee must execute an instrument of transfer in respect of it.
- 33.3 Any transfer made or executed under this article is to be treated as if it were made or executed by the person from whom the transmittee has derived rights in respect of the share, and as if the event which gave rise to the transmission had not occurred.

34 **Transmittees bound by prior notices**

If a notice is given to a shareholder in respect of shares and a transmittee is entitled to those shares, the transmittee is bound by the notice if it was given to the shareholder before the transmittee's name has been entered in the register of members.

35 Procedure for declaring dividends

- 35.1 The company may by ordinary resolution declare dividends, and the directors may decide to pay interim dividends.
- 35.2 A dividend must not be declared unless the directors have made a recommendation as to its amount. Such a dividend must not exceed the amount recommended by the directors.
- 35.3 No dividend may be declared or paid unless it is in accordance with shareholders' respective rights.
- 35.4 Unless the shareholders' resolution to declare or directors' decision to pay a dividend, or the terms on which shares are issued, specify otherwise, it must be paid by reference to each shareholder's holding of shares on the date of the resolution or decision to declare or pay it.
- 35.5 If the company's share capital is divided into different classes, no interim dividend may be paid on shares carrying deferred or non-preferred rights if, at the time of payment, any preferential dividend is in arrears.
- 35.6 The directors may pay at intervals any dividend payable at a fixed rate if it appears to them that the profits available for distribution justify the payment.
- 35.7 If the directors act in good faith, they do not incur any liability to the holders of shares conferring preferred rights for any loss they may suffer by the lawful payment of an interim dividend on shares with deferred or non-preferred rights.

36 Calculation of dividends

Except as otherwise provided by these articles or the rights attached to shares, all dividends must be:

- 36.1 declared and paid according to the amounts paid up on the shares on which the dividend is paid; and
- 36.2 apportioned and paid proportionately to the amounts paid up on the shares during any portion or portions of the period in respect of which the dividend is paid.
- 36.3 If any share is issued on terms providing that it ranks for dividend as from a particular date, that share ranks for dividend accordingly. For the purposes of calculating dividends, no account is to be taken of any amount which has been paid up on a share in advance of the due date for payment of that amount.

37 Payment of dividends and other distributions

- 37.1 Where a dividend or other sum which is a distribution is payable in respect of a share, it must be paid by one or more of the following means:

- 37.1.1 transfer to a bank or building society account specified by the distribution recipient either in writing or as the directors may otherwise decide;
 - 37.1.2 sending a cheque made payable to the distribution recipient by post to the distribution recipient at the distribution recipient's registered address (if the distribution recipient is a holder of the share), or (in any other case) to an address specified by the distribution recipient either in writing or as the directors may otherwise decide;
 - 37.1.3 sending a cheque made payable to such person by post to such person at such address as the distribution recipient has specified either in writing or as the directors may otherwise decide; or
 - 37.1.4 any other means of payment as the directors agree with the distribution recipient either in writing or by such other means as the directors decide.
- 37.2 In these articles, the **distribution recipient** means, in respect of a share in respect of which a dividend or other sum is payable:
- 37.2.1 the holder of the share; or
 - 37.2.2 if the share has two or more joint holders, whichever of them is named first in the register of members; or
 - 37.2.3 if the holder is no longer entitled to the share by reason of death or bankruptcy, or otherwise by operation of law, the transmittee.
- 38 **No interest on distributions**
- The company may not pay interest on any dividend or other sum payable in respect of a share unless otherwise provided by:
- 38.1 the terms on which the share was issued, or
 - 38.2 the provisions of another agreement between the holder of that share and the company.
- 39 **Unclaimed distributions**
- 39.1 All dividends or other sums which are:
- 39.1.1 payable in respect of shares; and
 - 39.1.2 unclaimed after having been declared or become payable,
- may be invested or otherwise made use of by the directors for the benefit of the company until claimed.
- 39.2 The payment of any such dividend or other sum into a separate account does not make the company a trustee in respect of it.
- 39.3 If:

39.3.1 twelve years have passed from the date on which a dividend or other sum became due for payment; and

39.3.2 the distribution recipient has not claimed it,

the distribution recipient is no longer entitled to that dividend or other sum and it ceases to remain owing by the company.

40 **Non-cash distributions**

40.1 Subject to the terms of issue of the share in question, the company may, by ordinary resolution on the recommendation of the directors, decide to pay all or part of a dividend or other distribution payable in respect of a share by transferring non-cash assets of equivalent value (including, without limitation, shares or other securities in any company).

40.2 For the purposes of paying a non-cash distribution, the directors may make whatever arrangements they think fit, including, where any difficulty arises regarding the distribution:

40.2.1 fixing the value of any assets;

40.2.2 paying cash to any distribution recipient on the basis of that value in order to adjust the rights of recipients; and

40.2.3 vesting any assets in trustees.

41 **Waiver of distributions**

Distribution recipients may waive their entitlement to a dividend or other distribution payable in respect of a share by giving the company notice in writing to that effect, but if:

41.1 the share has more than one holder; or

41.2 more than one person is entitled to the share, whether by reason of the death or bankruptcy of one or more joint holders, or otherwise,

the notice is not effective unless it is expressed to be given, and signed, by all the holders or persons otherwise entitled to the share.

42 **Authority to capitalise and appropriation of capitalised sums**

42.1 Subject to the articles, the directors may, if they are so authorised by an ordinary resolution:

42.1.1 decide to capitalise any profits of the company (whether or not they are available for distribution) which are not required for paying a preferential dividend, or any sum standing to the credit of the company's share premium account or capital redemption reserve; and

42.1.2 appropriate any sum which they so decide to capitalise (a **capitalised sum**) to the persons who would have been entitled to it if it were distributed by way of dividend (the **persons entitled**) and in the same proportions.

42.2 Capitalised sums must be applied:

- 42.2.1 on behalf of the persons entitled; and
- 42.2.2 in the same proportions as a dividend would have been distributed to them.
- 42.3 Any capitalised sum may be applied in paying up new shares of a nominal amount equal to the capitalised sum which are then allotted credited as fully paid to the persons entitled or as they may direct.
- 42.4 A capitalised sum which was appropriated from profits available for distribution may be applied in or towards:
 - 42.4.1 paying up new debentures of the company which are then allotted credited as fully paid to the persons entitled or as they may direct;
 - 42.4.2 paying up any amounts unpaid on existing shares held by the persons entitled.
- 42.5 Subject to the articles the directors may:
 - 42.5.1 apply capitalised sums in accordance with paragraphs 42.3 and 42.4 partly in one way and partly in another;
 - 42.5.2 make such arrangements as they think fit to deal with shares or debentures becoming distributable in fractions under this article (including the issuing of fractional certificates or the making of cash payments); and
 - 42.5.3 authorise any person to enter into an agreement with the company on behalf of all the persons entitled which is binding on them in respect of the allotment of shares and debentures to them under this article.
- 43 **Attendance and speaking at general meetings**
 - 43.1 A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.
 - 43.2 A person is able to exercise the right to vote at a general meeting when:
 - 43.2.1 that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and
 - 43.2.2 that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.
 - 43.3 The directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.
 - 43.4 In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other.
 - 43.5 Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them.

44 **Quorum for general meetings**

No business other than the appointment of the chair of the meeting is to be transacted at a general meeting if the persons attending it do not constitute a quorum.

Chairing general meetings

44.1 If the directors have appointed a chair, the chair shall chair general meetings if present and willing to do so.

44.2 If the directors have not appointed a chair, or if the chair is unwilling to chair the meeting or is not present within ten minutes of the time at which a meeting was due to start:

44.2.1 the directors present; or

44.2.2 (if no directors are present), the meeting,

must appoint a director or shareholder to chair the meeting, and the appointment of the chair of the meeting must be the first business of the meeting.

44.3 The person chairing a meeting in accordance with this article is referred to as **the chair of the meeting**.

45 **Attendance and speaking by directors and non-shareholders**

45.1 Directors may attend and speak at general meetings, whether or not they are shareholders.

45.2 The chair of the meeting may permit other persons who are not:

45.2.1 shareholders of the company; or

45.2.2 otherwise entitled to exercise the rights of shareholders in relation to general meetings,

to attend and speak at a general meeting.

46 **Adjournment**

46.1 If the persons attending a general meeting within half an hour of the time at which the meeting was due to start do not constitute a quorum, or if during a meeting a quorum ceases to be present, the chair of the meeting must adjourn it.

46.2 The chair of the meeting may adjourn a general meeting at which a quorum is present if:

46.2.1 the meeting consents to an adjournment; or

46.2.2 it appears to the chair of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner.

46.3 The chair of the meeting must adjourn a general meeting if directed to do so by the meeting.

- 46.4 When adjourning a general meeting, the chair of the meeting must:
- 46.4.1 either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the directors; and
 - 46.4.2 have regard to any directions as to the time and place of any adjournment which have been given by the meeting.
- 46.5 If a general meeting is adjourned, then notice of the time and place to which it is adjourned shall be given:
- 46.5.1 to the same persons to whom notice of the company's general meetings is required to be given; and
 - 46.5.2 containing the same information which such notice is required to contain.
- 46.6 No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.
- 47 **Voting: general**
- A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the articles.
- 48 **Errors and disputes**
- 48.1 No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid.
- 48.2 Any such objection must be referred to the chair of the meeting, whose decision is final.
- 49 **Poll votes**
- 49.1 A poll on a resolution may be demanded:
- 49.1.1 in advance of the general meeting where it is to be put to the vote, or
 - 49.1.2 at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared.
- 49.2 A poll may be demanded by:
- 49.2.1 the chair of the meeting;
 - 49.2.2 the directors;
 - 49.2.3 any member (present in person or by proxy) having the right to attend and vote at the meeting or by a duly authorised representative of a corporation.
 - 49.2.4 A demand for a poll may, before the poll is taken, be withdrawn. A demand so withdrawn shall not invalidate the result of a vote on a show of hands declared before the demand was made.

49.3 Polls must be taken immediately and in such manner as the chair of the meeting directs.

50 **Content of proxy notices**

50.1 Proxies may only validly be appointed by a notice in writing (a **proxy notice**) which:

50.1.1 states the name and address of the shareholder appointing the proxy;

50.1.2 identifies the person appointed to be that shareholder's proxy and the general meeting in relation to which that person is appointed;

50.1.3 is signed by or on behalf of the shareholder appointing the proxy, or is authenticated in such manner as the directors may determine; and

50.1.4 is delivered to the company in accordance with the articles and any instructions contained in the notice of the general meeting to which they relate.

50.2 The company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.

50.3 Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.

50.4 Unless a proxy notice indicates otherwise, it must be treated as:

50.4.1 allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and

50.4.2 appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

51 **Delivery of proxy notices**

51.1 A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the company by or on behalf of that person.

51.2 An appointment under a proxy notice may be revoked by delivering to the company a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given.

51.3 A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.

51.4 If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor's behalf.

52 **Proxies and corporate representatives**

The failure of any proxy or corporate representative to vote in accordance with any instructions given by the member by whom such proxy or corporate representative is

appointed shall not invalidate the result of any vote in which the proxy or corporate representative has participated and the company and the directors shall be under no duty to enquire as to the instructions given to any such proxy or corporate representative.

53 Amendments to resolutions

53.1 An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if:

53.1.1 notice of the proposed amendment is given to the company in writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chair of the meeting may determine); and

53.1.2 the proposed amendment does not, in the reasonable opinion of the chair of the meeting, materially alter the scope of the resolution.

53.2 A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if:

53.2.1 the chair of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed; and

53.2.2 the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution.

53.3 If the chair of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chair's error does not invalidate the vote on that resolution.

54 Written resolutions and decisions of the Parent

54.1 A proposed written resolution of the members of the company (or of a class of members) shall lapse if it is not passed before the end of the period of six months beginning with the circulation date of such resolution (as defined in section 290 of the Companies Act 2006).

54.2 If the Parent makes a decision which is required to be taken in a general meeting or by means of a written resolution, that decision shall be valid and effectual as if agreed by the company in general meeting. Any decision taken by the Parent pursuant to this Article 57 shall be recorded in writing and delivered by the Parent to the company for entry in the company's minute book.

55 Means of communication to be used

55.1 Subject to the articles, anything sent or supplied by or to the company under the articles may be sent or supplied in any way in which the Companies Act 2006 provides for documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the company.

55.2 Subject to the articles, any notice or document to be sent or supplied to a director in connection with the taking of decisions by directors may also be sent or supplied by the means by which that director has asked to be sent or supplied with such notices or documents for the time being.

- 55.3 A director may agree with the company that notices or documents sent to that director in a particular way are to be deemed to have been received within a specified time of their being sent, and for the specified time to be less than 48 hours.
- 55.4 Any notice, document or other information shall be deemed served on or delivered to the intended recipient:
- 55.4.1 if properly addressed and sent by prepaid United Kingdom first class post to an address in the United Kingdom, 48 hours after it was posted (or five working days after posting either to an address outside the United Kingdom or from outside the United Kingdom to an address within the United Kingdom, if (in each case) sent by reputable international overnight courier addressed to the intended recipient, provided that delivery in at least five working days was guaranteed at the time of sending and the sending party receives a confirmation of delivery from the courier service provider);
 - 55.4.2 if properly addressed and delivered by hand, when it was given or left at the appropriate address;
 - 55.4.3 if properly addressed and sent or supplied by electronic means, one hour after the document or information was sent or supplied; and
 - 55.4.4 if sent or supplied by means of a website, when the material is first made available on the website or (if later) when the recipient receives (or is deemed to have received) notice of the fact that the material is available on the website.
- 55.5 For the purposes of this article, no account shall be taken of any part of a day that is not a working day.
- 55.6 In proving that any notice, document or other information was properly addressed, it shall be sufficient to show that the notice, document or other information was delivered to an address permitted for the purpose by the Companies Act 2006.
- 56 **Company seals**
- 56.1 Any common seal may only be used by the authority of the directors.
- 56.2 The directors may decide by what means and in what form any common seal is to be used.
- 56.3 Unless otherwise decided by the directors, if the company has a common seal and it is affixed to a document, the document must also be signed by at least one authorised person in the presence of a witness who attests the signature.
- 56.4 For the purposes of this article, an authorised person is:
- 56.4.1 any director of the company;
 - 56.4.2 the company secretary (if any); or
 - 56.4.3 any person authorised by the directors for the purpose of signing documents to which the common seal is applied.

57 **No right to inspect accounts and other records**

Except as provided by law or authorised by the directors or an ordinary resolution of the company, no person is entitled to inspect any of the company's accounting or other records or documents merely by virtue of being a shareholder.

58 **Provision for employees on cessation of business**

The directors may decide to make provision for the benefit of persons employed or formerly employed by the company or any of its subsidiaries (other than a director or former director or shadow director) in connection with the cessation or transfer to any person of the whole or part of the undertaking of the company or that subsidiary.

59 **Indemnity**

59.1 The company may indemnify any relevant officer out of the assets of the company from and against any loss, liability or expense incurred by him or them in relation to the company (including any liability incurred in connection with the activities of the company or an associated company in its capacity as a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006)) **provided that** this article shall have effect, and any indemnity provided by or pursuant to it shall apply, only to the extent permitted by, and subject to the restrictions of, the Companies Act 2006. This article does not allow for or provide (to any extent) an indemnity which is more extensive than as permitted by the Companies Act 2006 and any such indemnity is limited accordingly. This article is also without prejudice to any indemnity to which any person may otherwise be entitled.

59.2 To the extent permitted by, and subject to the restrictions in, the Companies Act 2006 and without prejudice to any indemnity to which he may otherwise be entitled, the board shall have the power to provide funds to meet any expenditure incurred or to be incurred by any relevant officer in defending any criminal or civil (including regulatory) proceedings, or in connection with an application under the Companies Act 2006, or to enable him to avoid incurring such expenditure.

59.3 Without prejudice to the provisions of article 60 the directors may exercise all the powers of the company to purchase and maintain insurance for the benefit of any person who is a relevant officer or an employee or former employee of the company or any associated company or who is or was a trustee of a retirement benefits scheme or another trust in which a relevant officer or an employee or former employee is or has been interested, indemnifying him against liability for negligence, default, breach of duty or breach of trust or any other liability which may lawfully be insured against by the company.

59.4 In these articles:

59.4.1 companies are **associated** if one is a subsidiary of the other or both are subsidiaries of the same body corporate;

59.4.2 **relevant officer** means any current or former director, secretary or other officer of the company or an associated company (including any company which is a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006)), other than any person (whether an officer or not)

engaged by the company (or associated company) as an auditor, to the extent he acts as an auditor.

60 **Insurance**

60.1 The directors may decide to purchase and maintain insurance, at the expense of the company, for the benefit of any relevant director in respect of any relevant loss.

60.2 In this article:

60.2.1 a **relevant director** means any director or former director of the company or an associated company;

60.2.2 a **relevant loss** means any loss or liability which has been or may be incurred by a relevant director in connection with that director's duties or powers in relation to the company, any associated company or any pension fund or employees' share scheme of the company or associated company; and

60.2.3 companies are **associated** if one is a subsidiary of the other or both are subsidiaries of the same body corporate.



**Articles of association
of [Devco] Limited**

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Company number: []

Private company limited by shares

Articles of association

of

[Devco] Limited

1 Model articles not to apply

The model articles of association for private companies limited by shares contained in Schedule 1 to the Companies (Model Articles) Regulations 2008, as amended prior to the date of adoption of these Articles shall not apply to the company. References to **the articles** shall be to the following articles of association as amended from time.

2 Defined terms

In the articles, unless the context requires otherwise:

bankruptcy includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;

board means the board of directors of the company from time to time;

chair has the meaning given in article 15;

chair of the meeting has the meaning given in article 0;

Companies Acts means the Companies Acts (as defined in section 2 of the Companies Act 2006), in so far as they apply to the company;

Combined Authority means the Cambridge & Peterborough Combined Authority or any successor body thereto;

director means a director of the company, and includes any person occupying the position of director, by whatever name called;

distribution recipient has the meaning given in article 37;

document includes, unless otherwise specified, any document sent or supplied in electronic form;

electronic form has the meaning given in section 1168 of the Companies Act 2006;

fully paid in relation to a share, means that the nominal value and any premium to be paid to the company in respect of that share have been paid to the company;

hard copy form has the meaning given in section 1168 of the Companies Act 2006;

holder in relation to shares means the person whose name is entered in the register of members as the holder of the shares;

instrument means a document in hard copy form;

ordinary resolution has the meaning given in section 282 of the Companies Act 2006;

paid means paid or credited as paid;

Parent means [Holdco], a wholly owned subsidiary of the Combined Authority;

participate, in relation to a directors' meeting, has the meaning given in article 13;

proxy notice has the meaning given in article 53;

shareholder means a person who is the holder of a share;

shares means shares in the company;

special resolution has the meaning given in section 283 of the Companies Act 2006;

subsidiary has the meaning given in section 1159 of the Companies Act 2006;

transmittee means a person entitled to a share by reason of the death or bankruptcy of a shareholder or otherwise by operation of law; and

writing means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise.

Unless the context otherwise requires, other words or expressions contained in these articles bear the same meaning as in the Companies Act 2006 as in force on the date when these articles become binding on the company.

3 **Liability of members**

The liability of the members is limited to the amount, if any, unpaid on the shares held by them.

4 **Objects clause**

The company's objects are to undertake property development activities on behalf of the Combined Authority, and any activities reasonably incidental thereto. This shall include, but not be limited to, the acquisition and sale of land or property, construction or refurbishment of housing for rent or sale. This shall include social, affordable and market rental / sale products.

5 **Subsidiary Status**

The company is a subsidiary of the Parent.

6 Directors' general authority

Subject to the articles, the directors are responsible for the management of the company's business, for which purpose they may exercise all the powers of the company.

7 Shareholders' reserve power

7.1 The shareholders may, by special resolution, direct the directors to take, or refrain from taking, specified action.

7.2 No such special resolution invalidates anything which the directors have done before the passing of the resolution.

8 Directors may delegate

8.1 Subject to the articles, the directors may delegate any of the powers which are conferred on them under the articles:

8.1.1 to such person or committee;

8.1.2 by such means (including by power of attorney);

8.1.3 to such an extent;

8.1.4 in relation to such matters or territories; and

8.1.5 on such terms and conditions;

as they think fit.

8.2 If the directors so specify, any such delegation may authorise further delegation of the directors' powers by any person to whom they are delegated.

8.3 The directors may revoke any delegation in whole or part, or alter its terms and conditions.

9 Committees

9.1 Committees to which the directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the articles which govern the taking of decisions by directors.

9.2 The directors may make rules of procedure for all or any committees, which prevail over rules derived from the articles if they are not consistent with them.

10 Directors to take decisions collectively

10.1 The general rule about decision-making by directors is that any decision of the directors must be either a majority decision at a meeting or a decision taken in accordance with article 11.

10.2 If:

10.2.1 the company only has one director; and

10.2.2 no provision of the articles requires it to have more than one director,

the general rule does not apply, and the director may take decisions without regard to any of the provisions of the articles relating to directors' decision-making.

11 Unanimous decisions

11.1 A decision of the directors is taken in accordance with this article when all eligible directors indicate to each other by any means that they share a common view on a matter.

11.2 Such a decision may take the form of a resolution in writing, which may consist of several copies each signed by one or more eligible directors or to which the eligible directors have otherwise indicated agreement in writing.

11.3 References in this article to eligible directors are to directors who would have been entitled to vote on the matter had it been proposed as a resolution at a directors' meeting.

11.4 A decision may not be taken in accordance with this article if the eligible directors would not have formed a quorum at such a meeting.

12 Calling a directors' meeting

12.1 Any director may call a directors' meeting by giving notice of the meeting to the directors or by authorising the company secretary (if any) to give such notice.

12.2 Notice of any directors' meeting must indicate:

12.2.1 its proposed date and time;

12.2.2 where it is to take place; and

12.2.3 if it is anticipated that directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.

12.3 Notice of a directors' meeting must be given to each director, but need not be in writing.

12.4 Notice of a directors' meeting need not be given to directors who waive their entitlement to notice of that meeting. A director may waive the requirement that notice of a meeting of the directors or of a committee of the directors be given to him at any time before or after the date on which the meeting is held by notifying the company to that effect. Where a director gives such notice after the meeting has been held, that does not affect the validity of the meeting, or of any business conducted at it.

13 Participation in directors' meetings

13.1 Subject to the articles, directors participate in a directors' meeting, or part of a directors' meeting, when:

13.1.1 the meeting has been called and takes place in accordance with the articles, and

- 13.1.2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- 13.2 In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other.
- 13.3 If all the directors participating in a meeting are not in the same place, the meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the chair of the meeting is.
- 14 **Quorum for directors' meetings**
- 14.1 At a directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- 14.2 The quorum for the transaction of business of the directors shall be 3.
- 14.3 If the total number of directors for the time being is less than the quorum required, the directors must not take any decision other than a decision to request that the Combined Authority appoints such number of further directors as are required to make up the board under article 0.
- 15 **Chairing of directors' meetings**
- 15.1 The board shall appoint a director to chair the directors' meetings.
- 15.2 The person so appointed for the time being is known as the chair.
- 15.3 The Combined Authority may require the directors to terminate the chair's appointment at any time upon giving written notice to the company.
- 15.4 If the chair is not participating in a directors' meeting within ten minutes of the time at which it was to start, the participating directors must appoint one of themselves to chair it.
- 16 **Casting vote**
- 16.1 If the numbers of votes for and against a proposal are equal, the chair or other director chairing the meeting has a casting vote.
- 16.2 But this does not apply if, in accordance with the articles, the chair or other director is not to be counted as participating in the decision-making process for quorum or voting purposes.
- 17 **Conflicts of interest**
- 17.1 If a proposed decision of the directors is concerned with an actual or proposed transaction or arrangement with the company in which a director is interested, then provided that the director has disclosed his interest in such actual or proposed transaction or arrangement with the company in accordance with the Companies Acts or the provisions of these articles, he may nevertheless be counted as participating in the decision-making process for quorum and voting purposes in respect of any such matter in which the director is in any way interested, and shall not, save as otherwise agreed, be accountable to the

company for any benefit which he derives under or in consequence of any such transaction or arrangement.

17.2 For the purposes of this article, references to proposed decisions and decision-making processes include any directors' meeting or part of a directors' meeting.

17.3 Subject to article 17.4, if a question arises at a meeting of directors or of a committee of directors as to the right of a director to participate in the meeting (or part of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting, be referred to the chair whose ruling in relation to any director other than the chair is to be final and conclusive.

17.4 If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chair, the question is to be decided by a decision of the directors at that meeting, for which purpose the chair is not to be counted as participating in the meeting (or that part of the meeting) for voting or quorum purposes.

18 **Authorisation of directors' conflicts of interest**

18.1 For the purposes of section 175 of the Companies Act 2006, as amended, consolidated or re-enacted from time to time (the **2006 Act**), the directors shall have the power to authorise any relationship, situation or other matter which would or might otherwise constitute or give rise to a breach by a director of the duty to avoid conflicts of interest set out in that section of the 2006 Act (a **Conflict Situation**). Any reference in these articles to a conflict of interest includes a conflict of interest and duty and a conflict of duties.

18.2 For the purposes of sections 175 and 180(4) of the 2006 Act and for all other purposes, it is acknowledged that a director may be or become subject to a Conflict Situation or Conflict Situations as a result of his also being or having been (or being party to an agreement or arrangement or understanding or circumstances under which he may become) an employee, director, trustee, member, partner, officer or representative of, or a consultant to, or a direct or indirect investor in and/or otherwise involved with or interested in, any of the Combined Authority [and/or any of the Constituent Councils,] the company, its subsidiaries, any of its holding companies or any subsidiary of any of its holding companies (as such terms are defined in section 1159 of the 2006 Act) or any of its shareholders.

18.3 No director shall be in breach of the duty to avoid conflicts of interest in section 175 of the Act as a result of, and no authorisation is required in respect of, any Conflict Situation envisaged by article 18.2 having arisen or existing in relation to him.

18.4 Authorisation of a matter under this article 18 shall be effective only if:

18.4.1 the matter in question shall have been proposed in writing for consideration by the directors, or in such other manner as the directors may determine;

18.4.2 any requirement as to the quorum at the meeting of the directors at which the matter is considered is met without counting the director in question and any other interested director (together, the **interested directors**); and

18.4.3 the matter was agreed to without the interested directors voting or would have been agreed to if the votes of the interested directors had not been counted.

- 18.5 Unless otherwise determined by the directors (excluding the interested directors), any authorisation of a matter under this article 18 shall extend to any actual or potential conflict of interest which may reasonably be expected to arise out of the matter so authorised.
- 18.6 Any authorisation of a matter under this article 18 shall be on such terms and/or conditions as the directors (excluding the interested directors) may determine, whether at the time such authorisation is given or subsequently and may be varied or terminated by the directors (excluding the interested directors) at any time. Such terms or conditions may include (without limitation) terms and conditions as to the duration, renewal and/or revocation of the authorisation, and/or the exclusion of the interested directors from all information and discussion of the matter in question. A director shall comply with any obligations imposed on him by the directors (excluding the interested directors) pursuant to any such authorisation.
- 18.7 If a director receives or has received any information otherwise than by virtue of his position as a director of the company and in respect of which he owes a duty of confidentiality to another person, the director is under no obligation to:
- 18.7.1 disclose any such information to the company, the directors or any other director or employee of the company; or
- 18.7.2 use or apply any such information in connection with the performance of his duties as a director;
- provided that to the extent that such duty of confidentiality arises out of a situation or relationship which would or might otherwise constitute or give rise to a breach by the director of the duty to avoid conflicts of interest set out in section 175 of the 2006 Act, this article 18.7 shall apply only if such situation or relationship has been authorised by the directors under this article 18.
- 18.8 A director shall not, save as otherwise agreed by him, be accountable to the company for any benefit which he (or a person connected with him) derives from any matter authorised by the directors under this article and any contract, transaction or arrangement relating thereto shall not be liable to be avoided on the grounds of any such benefit.
- 19 **Records of decisions to be kept**
- The directors must ensure that the company keeps a record, in writing, for at least 10 years from the date of the decision recorded, of every unanimous or majority decision taken by the directors.
- 20 **Directors' discretion to make further rules**
- Subject to the articles, the directors may make any rule which they think fit about how they take decisions, and about how such rules are to be recorded or communicated to directors.
- 21 **The board**
- Unless otherwise determined by ordinary resolution, the number of directors is not subject to any maximum and the minimum number is 3.

22 **Appointment and Removal of Directors**

22.1

Notwithstanding any other provision of these articles, the Combined Authority may at any time and from time to time:

22.1.1 appoint any person to be a director (provided that any such appointment does not cause the number of directors to exceed a number fixed by or in accordance with these articles as the maximum number of directors); or

22.1.2 remove any director from office.

22.2 Every such appointment or removal shall be effected by notice in writing to the company and shall take effect immediately (or on such later date, if any, specified in the notice). Any such notice of appointment or removal may consist of several documents in similar form, each signed by or on behalf of one or more holders.

22.3 In any case where, as a result of bankruptcy, the company has no shareholders and no directors, the trustee in bankruptcy or other transmittee(s) of the last shareholder to have a bankruptcy order made against him has the right, by notice in writing, to appoint a natural person (including himself) who is willing to act and is permitted to do so to be a director.

23 **Termination of director's appointment**

A person shall be ineligible for appointment to the board and if already appointed ceases to be a director as soon as:

23.1 that person ceases to be a director by virtue of any provision of the Companies Act 2006 or is prohibited from being a director by law;

23.2 that person has for more than six consecutive months been absent without permission of the directors from meetings of directors held during that period and the directors resolve that person's office be vacated;

23.3 a bankruptcy order is made against that person;

23.4 a composition is made with that person's creditors generally in satisfaction of that person's debts;

23.5 a registered medical practitioner who is treating that person gives a written opinion to the company stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months;

23.6 notification is received by the company from the director that the director is resigning from office, and such resignation has taken effect in accordance with its terms;

23.7 that person is an employee of any shareholder in the company and ceases to be employed as such for any reason;

23.8 that person is removed by the Combined Authority by a notice in writing to the company; and

23.9 that person is or becomes a person disqualified from elected membership of a local authority.

23 Directors' remuneration

Directors may undertake any services for the company that the directors decide **provided that** no sum shall be paid to a director who is an elected member of the Combined Authority or any of the Constituent Councils.

24 Directors' expenses

The company may pay any reasonable expenses which the directors properly incur in connection with their attendance at:

24.1 meetings of directors or committees of directors;

24.2 general meetings; or

24.3 separate meetings of the holders of any class of shares or of debentures of the company,

or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the company **provided that** no sum shall be paid to a director who is an elected member of the Combined Authority or the Constituent Councils.

Company secretary

The directors may appoint a company secretary for such term, at such remuneration and upon such conditions as they think fit. Any company secretary may be removed or replaced by the directors.

25 Nil- or partly-paid shares permitted

If the company at any time has nil or partly-paid shares in issue, articles 52 to 62 (inclusive) of the model articles of association for public companies contained in Schedule 3 to the Companies (Model Articles) Regulations 2008, as amended prior to the date of adoption of these articles, shall apply to the company and form part of these articles as if the text of such provisions was set out in full in these articles.

26 Allotment of shares

26.1 Save as authorised from time to time by an ordinary resolution of the shareholders, the directors shall not exercise any power to allot shares or to grant rights to subscribe for, or to convert any security into, any shares in the company.

26.2 Sections 561 and 562 of the Companies Act 2006 shall not apply to any allotment of equity securities (as defined in section 560 of the Companies Act 2006) by the company.

27 Powers to issue different classes of share

27.1 Subject to the articles, but without prejudice to the rights attached to any existing share, the company may issue shares with such rights or restrictions as may be determined by ordinary resolution.

27.2 The company may issue shares which are to be redeemed, or are liable to be redeemed at the option of the company or the holder, and the directors may determine the terms, conditions and manner of redemption of any such shares.

28 **Company not bound by less than absolute interests**

Except as required by law, no person is to be recognised by the company as holding any share upon any trust, and except as otherwise required by law or the articles, the company is not in any way to be bound by or recognise any interest in a share other than the holder's absolute ownership of it and all the rights attaching to it.

29 **Share certificates**

29.1 The company must issue each shareholder, free of charge, with one or more certificates in respect of the shares which that shareholder holds.

29.2 Every certificate must specify:

29.2.1 in respect of how many shares, of what class, it is issued;

29.2.2 the nominal value of those shares;

29.2.3 the amount paid up on the shares to which it relates; and

29.2.4 any distinguishing numbers assigned to them.

29.3 No certificate may be issued in respect of shares of more than one class.

29.4 If more than one person holds a share, only one certificate may be issued in respect of it.

29.5 Certificates must:

29.5.1 have affixed to them the company's common seal, or

29.5.2 be otherwise executed in accordance with the Companies Acts.

30 **Replacement share certificates**

30.1 If a certificate issued in respect of a shareholder's shares is:

30.1.1 damaged or defaced; or

30.1.2 said to be lost, stolen or destroyed,

that shareholder is entitled to be issued with a replacement certificate in respect of the same shares.

30.2 A shareholder exercising the right to be issued with such a replacement certificate:

30.2.1 may at the same time exercise the right to be issued with a single certificate or separate certificates;

30.2.2 must return the certificate which is to be replaced to the company if it is damaged or defaced; and

30.2.3 must comply with such conditions as to evidence, indemnity and the payment of a reasonable fee as the directors decide.

31 **Share transfers**

- 31.1 Shares may be transferred by means of an instrument of transfer in any usual form or any other form approved by the directors, which is executed by or on behalf of the transferor.
- 31.2 The instrument of transfer of any share taken on formation of the company by a subscriber to the company's memorandum of association need not be executed by or on behalf of the transferee even where the share is not fully paid.
- 31.3 No fee may be charged for registering any instrument of transfer or other document relating to or affecting the title to any share.
- 31.4 The company may retain any instrument of transfer which is registered.
- 31.5 The transferor remains the holder of a share until the transferee's name is entered in the register of members as holder of it.
- 31.6 The directors may refuse to register the transfer of a share, and if they do so, the instrument of transfer must be returned to the transferee with the notice of refusal unless they suspect that the proposed transfer may be fraudulent.

32 **Transmission of shares**

- 32.1 If title to a share passes to a transmittee, the company may only recognise the transmittee as having any title to that share.
- 32.2 A transmittee who produces such evidence of entitlement to shares as the directors may properly require:
- 32.2.1 may, subject to the articles, choose either to become the holder of those shares or to have them transferred to another person; and
- 32.2.2 subject to the articles, and pending any transfer of the shares to another person, has the same rights as the holder had.
- 32.3 But transmittees do not have the right to attend or vote at a general meeting, or agree to a proposed written resolution, in respect of shares to which they are entitled, by reason of the holder's death or bankruptcy or otherwise, unless they become the holders of those shares.

33 **Exercise of transmittees' rights**

- 33.1 Transmittees who wish to become the holders of shares to which they have become entitled must notify the company in writing of that wish.
- 33.2 If the transmittee wishes to have a share transferred to another person, the transmittee must execute an instrument of transfer in respect of it.

33.3 Any transfer made or executed under this article is to be treated as if it were made or executed by the person from whom the transmittee has derived rights in respect of the share, and as if the event which gave rise to the transmission had not occurred.

34 Transmittees bound by prior notices

If a notice is given to a shareholder in respect of shares and a transmittee is entitled to those shares, the transmittee is bound by the notice if it was given to the shareholder before the transmittee's name has been entered in the register of members.

35 Procedure for declaring dividends

35.1 The company may by ordinary resolution declare dividends, and the directors may decide to pay interim dividends.

35.2 A dividend must not be declared unless the directors have made a recommendation as to its amount. Such a dividend must not exceed the amount recommended by the directors.

35.3 No dividend may be declared or paid unless it is in accordance with shareholders' respective rights.

35.4 Unless the shareholders' resolution to declare or directors' decision to pay a dividend, or the terms on which shares are issued, specify otherwise, it must be paid by reference to each shareholder's holding of shares on the date of the resolution or decision to declare or pay it.

35.5 If the company's share capital is divided into different classes, no interim dividend may be paid on shares carrying deferred or non-preferred rights if, at the time of payment, any preferential dividend is in arrears.

35.6 The directors may pay at intervals any dividend payable at a fixed rate if it appears to them that the profits available for distribution justify the payment.

35.7 If the directors act in good faith, they do not incur any liability to the holders of shares conferring preferred rights for any loss they may suffer by the lawful payment of an interim dividend on shares with deferred or non-preferred rights.

36 Calculation of dividends

Except as otherwise provided by these articles or the rights attached to shares, all dividends must be:

36.1 declared and paid according to the amounts paid up on the shares on which the dividend is paid; and

36.2 apportioned and paid proportionately to the amounts paid up on the shares during any portion or portions of the period in respect of which the dividend is paid.

36.3 If any share is issued on terms providing that it ranks for dividend as from a particular date, that share ranks for dividend accordingly. For the purposes of calculating dividends, no account is to be taken of any amount which has been paid up on a share in advance of the due date for payment of that amount.

37 **Payment of dividends and other distributions**

37.1 Where a dividend or other sum which is a distribution is payable in respect of a share, it must be paid by one or more of the following means:

37.1.1 transfer to a bank or building society account specified by the distribution recipient either in writing or as the directors may otherwise decide;

37.1.2 sending a cheque made payable to the distribution recipient by post to the distribution recipient at the distribution recipient's registered address (if the distribution recipient is a holder of the share), or (in any other case) to an address specified by the distribution recipient either in writing or as the directors may otherwise decide;

37.1.3 sending a cheque made payable to such person by post to such person at such address as the distribution recipient has specified either in writing or as the directors may otherwise decide; or

37.1.4 any other means of payment as the directors agree with the distribution recipient either in writing or by such other means as the directors decide.

37.2 In these articles, the **distribution recipient** means, in respect of a share in respect of which a dividend or other sum is payable:

37.2.1 the holder of the share; or

37.2.2 if the share has two or more joint holders, whichever of them is named first in the register of members; or

37.2.3 if the holder is no longer entitled to the share by reason of death or bankruptcy, or otherwise by operation of law, the transmittee.

38 **No interest on distributions**

The company may not pay interest on any dividend or other sum payable in respect of a share unless otherwise provided by:

38.1 the terms on which the share was issued, or

38.2 the provisions of another agreement between the holder of that share and the company.

39 **Unclaimed distributions**

39.1 All dividends or other sums which are:

39.1.1 payable in respect of shares; and

39.1.2 unclaimed after having been declared or become payable,

may be invested or otherwise made use of by the directors for the benefit of the company until claimed.

39.2 The payment of any such dividend or other sum into a separate account does not make the company a trustee in respect of it.

39.3 If:

39.3.1 twelve years have passed from the date on which a dividend or other sum became due for payment; and

39.3.2 the distribution recipient has not claimed it,

the distribution recipient is no longer entitled to that dividend or other sum and it ceases to remain owing by the company.

40 **Non-cash distributions**

40.1 Subject to the terms of issue of the share in question, the company may, by ordinary resolution on the recommendation of the directors, decide to pay all or part of a dividend or other distribution payable in respect of a share by transferring non-cash assets of equivalent value (including, without limitation, shares or other securities in any company).

40.2 For the purposes of paying a non-cash distribution, the directors may make whatever arrangements they think fit, including, where any difficulty arises regarding the distribution:

40.2.1 fixing the value of any assets;

40.2.2 paying cash to any distribution recipient on the basis of that value in order to adjust the rights of recipients; and

40.2.3 vesting any assets in trustees.

41 **Waiver of distributions**

Distribution recipients may waive their entitlement to a dividend or other distribution payable in respect of a share by giving the company notice in writing to that effect, but if:

41.1 the share has more than one holder; or

41.2 more than one person is entitled to the share, whether by reason of the death or bankruptcy of one or more joint holders, or otherwise,

the notice is not effective unless it is expressed to be given, and signed, by all the holders or persons otherwise entitled to the share.

42 **Authority to capitalise and appropriation of capitalised sums**

42.1 Subject to the articles, the directors may, if they are so authorised by an ordinary resolution:

42.1.1 decide to capitalise any profits of the company (whether or not they are available for distribution) which are not required for paying a preferential dividend, or any sum standing to the credit of the company's share premium account or capital redemption reserve; and

- 42.1.2 appropriate any sum which they so decide to capitalise (a **capitalised sum**) to the persons who would have been entitled to it if it were distributed by way of dividend (the **persons entitled**) and in the same proportions.
- 42.2 Capitalised sums must be applied:
 - 42.2.1 on behalf of the persons entitled; and
 - 42.2.2 in the same proportions as a dividend would have been distributed to them.
- 42.3 Any capitalised sum may be applied in paying up new shares of a nominal amount equal to the capitalised sum which are then allotted credited as fully paid to the persons entitled or as they may direct.
- 42.4 A capitalised sum which was appropriated from profits available for distribution may be applied in or towards:
 - 42.4.1 paying up new debentures of the company which are then allotted credited as fully paid to the persons entitled or as they may direct;
 - 42.4.2 paying up any amounts unpaid on existing shares held by the persons entitled.
- 42.5 Subject to the articles the directors may:
 - 42.5.1 apply capitalised sums in accordance with paragraphs 42.3 and 42.4 partly in one way and partly in another;
 - 42.5.2 make such arrangements as they think fit to deal with shares or debentures becoming distributable in fractions under this article (including the issuing of fractional certificates or the making of cash payments); and
 - 42.5.3 authorise any person to enter into an agreement with the company on behalf of all the persons entitled which is binding on them in respect of the allotment of shares and debentures to them under this article.
- 43 **Attendance and speaking at general meetings**
 - 43.1 A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.
 - 43.2 A person is able to exercise the right to vote at a general meeting when:
 - 43.2.1 that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and
 - 43.2.2 that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.
 - 43.3 The directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.

43.4 In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other.

43.5 Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them.

44 **Quorum for general meetings**

No business other than the appointment of the chair of the meeting is to be transacted at a general meeting if the persons attending it do not constitute a quorum.

Chairing general meetings

44.1 If the directors have appointed a chair, the chair shall chair general meetings if present and willing to do so.

44.2 If the directors have not appointed a chair, or if the chair is unwilling to chair the meeting or is not present within ten minutes of the time at which a meeting was due to start:

44.2.1 the directors present; or

44.2.2 (if no directors are present), the meeting,

must appoint a director or shareholder to chair the meeting, and the appointment of the chair of the meeting must be the first business of the meeting.

44.3 The person chairing a meeting in accordance with this article is referred to as **the chair of the meeting**.

45 **Attendance and speaking by directors and non-shareholders**

45.1 Directors may attend and speak at general meetings, whether or not they are shareholders.

45.2 The chair of the meeting may permit other persons who are not:

45.2.1 shareholders of the company; or

45.2.2 otherwise entitled to exercise the rights of shareholders in relation to general meetings,

to attend and speak at a general meeting.

46 **Adjournment**

46.1 If the persons attending a general meeting within half an hour of the time at which the meeting was due to start do not constitute a quorum, or if during a meeting a quorum ceases to be present, the chair of the meeting must adjourn it.

46.2 The chair of the meeting may adjourn a general meeting at which a quorum is present if:

46.2.1 the meeting consents to an adjournment; or

- 46.2.2 it appears to the chair of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner.
- 46.3 The chair of the meeting must adjourn a general meeting if directed to do so by the meeting.
- 46.4 When adjourning a general meeting, the chair of the meeting must:
- 46.4.1 either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the directors; and
- 46.4.2 have regard to any directions as to the time and place of any adjournment which have been given by the meeting.
- 46.5 If a general meeting is adjourned, then notice of the time and place to which it is adjourned shall be given:
- 46.5.1 to the same persons to whom notice of the company's general meetings is required to be given; and
- 46.5.2 containing the same information which such notice is required to contain.
- 46.6 No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.
- 47 **Voting: general**
- A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the articles.
- 48 **Errors and disputes**
- 48.1 No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid.
- 48.2 Any such objection must be referred to the chair of the meeting, whose decision is final.
- 49 **Poll votes**
- 49.1 A poll on a resolution may be demanded:
- 49.1.1 in advance of the general meeting where it is to be put to the vote, or
- 49.1.2 at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared.
- 49.2 A poll may be demanded by:
- 49.2.1 the chair of the meeting;
- 49.2.2 the directors;

49.2.3 any member (present in person or by proxy) having the right to attend and vote at the meeting or by a duly authorised representative of a corporation.

49.2.4 A demand for a poll may, before the poll is taken, be withdrawn. A demand so withdrawn shall not invalidate the result of a vote on a show of hands declared before the demand was made.

49.3 Polls must be taken immediately and in such manner as the chair of the meeting directs.

50 **Content of proxy notices**

50.1 Proxies may only validly be appointed by a notice in writing (a **proxy notice**) which:

50.1.1 states the name and address of the shareholder appointing the proxy;

50.1.2 identifies the person appointed to be that shareholder's proxy and the general meeting in relation to which that person is appointed;

50.1.3 is signed by or on behalf of the shareholder appointing the proxy, or is authenticated in such manner as the directors may determine; and

50.1.4 is delivered to the company in accordance with the articles and any instructions contained in the notice of the general meeting to which they relate.

50.2 The company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.

50.3 Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.

50.4 Unless a proxy notice indicates otherwise, it must be treated as:

50.4.1 allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and

50.4.2 appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

51 **Delivery of proxy notices**

51.1 A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the company by or on behalf of that person.

51.2 An appointment under a proxy notice may be revoked by delivering to the company a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given.

51.3 A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.

- 51.4 If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor's behalf.

52 Proxies and corporate representatives

The failure of any proxy or corporate representative to vote in accordance with any instructions given by the member by whom such proxy or corporate representative is appointed shall not invalidate the result of any vote in which the proxy or corporate representative has participated and the company and the directors shall be under no duty to enquire as to the instructions given to any such proxy or corporate representative.

53 Amendments to resolutions

- 53.1 An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if:

53.1.1 notice of the proposed amendment is given to the company in writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chair of the meeting may determine); and

53.1.2 the proposed amendment does not, in the reasonable opinion of the chair of the meeting, materially alter the scope of the resolution.

- 53.2 A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if:

53.2.1 the chair of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed; and

53.2.2 the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution.

- 53.3 If the chair of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chair's error does not invalidate the vote on that resolution.

54 Written resolutions and decisions of the Combined Authority

- 54.1 A proposed written resolution of the members of the company (or of a class of members) shall lapse if it is not passed before the end of the period of six months beginning with the circulation date of such resolution (as defined in section 290 of the Companies Act 2006).

- 54.2 If the Parent makes a decision which is required to be taken in a general meeting or by means of a written resolution, that decision shall be valid and effectual as if agreed by the company in a general meeting. Any decision taken by the Parent pursuant to this Article 57 shall be recorded in writing and delivered by the Parent to the company for entry in the company's minute book.

55 Means of communication to be used

- 55.1 Subject to the articles, anything sent or supplied by or to the company under the articles may be sent or supplied in any way in which the Companies Act 2006 provides for

documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the company.

55.2 Subject to the articles, any notice or document to be sent or supplied to a director in connection with the taking of decisions by directors may also be sent or supplied by the means by which that director has asked to be sent or supplied with such notices or documents for the time being.

55.3 A director may agree with the company that notices or documents sent to that director in a particular way are to be deemed to have been received within a specified time of their being sent, and for the specified time to be less than 48 hours.

55.4 Any notice, document or other information shall be deemed served on or delivered to the intended recipient:

55.4.1 if properly addressed and sent by prepaid United Kingdom first class post to an address in the United Kingdom, 48 hours after it was posted (or five working days after posting either to an address outside the United Kingdom or from outside the United Kingdom to an address within the United Kingdom, if (in each case) sent by reputable international overnight courier addressed to the intended recipient, provided that delivery in at least five working days was guaranteed at the time of sending and the sending party receives a confirmation of delivery from the courier service provider);

55.4.2 if properly addressed and delivered by hand, when it was given or left at the appropriate address;

55.4.3 if properly addressed and sent or supplied by electronic means, one hour after the document or information was sent or supplied; and

55.4.4 if sent or supplied by means of a website, when the material is first made available on the website or (if later) when the recipient receives (or is deemed to have received) notice of the fact that the material is available on the website.

55.5 For the purposes of this article, no account shall be taken of any part of a day that is not a working day.

55.6 In proving that any notice, document or other information was properly addressed, it shall be sufficient to show that the notice, document or other information was delivered to an address permitted for the purpose by the Companies Act 2006.

56 **Company seals**

56.1 Any common seal may only be used by the authority of the directors.

56.2 The directors may decide by what means and in what form any common seal is to be used.

56.3 Unless otherwise decided by the directors, if the company has a common seal and it is affixed to a document, the document must also be signed by at least one authorised person in the presence of a witness who attests the signature.

56.4 For the purposes of this article, an authorised person is:

- 56.4.1 any director of the company;
- 56.4.2 the company secretary (if any); or
- 56.4.3 any person authorised by the directors for the purpose of signing documents to which the common seal is applied.

57 No right to inspect accounts and other records

Except as provided by law or authorised by the directors or an ordinary resolution of the company, no person is entitled to inspect any of the company's accounting or other records or documents merely by virtue of being a shareholder.

58 Provision for employees on cessation of business

The directors may decide to make provision for the benefit of persons employed or formerly employed by the company or any of its subsidiaries (other than a director or former director or shadow director) in connection with the cessation or transfer to any person of the whole or part of the undertaking of the company or that subsidiary.

59 Indemnity

- 59.1 The company may indemnify any relevant officer out of the assets of the company from and against any loss, liability or expense incurred by him or them in relation to the company (including any liability incurred in connection with the activities of the company or an associated company in its capacity as a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006)) **provided that** this article shall have effect, and any indemnity provided by or pursuant to it shall apply, only to the extent permitted by, and subject to the restrictions of, the Companies Act 2006. This article does not allow for or provide (to any extent) an indemnity which is more extensive than as permitted by the Companies Act 2006 and any such indemnity is limited accordingly. This article is also without prejudice to any indemnity to which any person may otherwise be entitled.
- 59.2 To the extent permitted by, and subject to the restrictions in, the Companies Act 2006 and without prejudice to any indemnity to which he may otherwise be entitled, the board shall have the power to provide funds to meet any expenditure incurred or to be incurred by any relevant officer in defending any criminal or civil (including regulatory) proceedings, or in connection with an application under the Companies Act 2006, or to enable him to avoid incurring such expenditure.
- 59.3 Without prejudice to the provisions of article 60 the directors may exercise all the powers of the company to purchase and maintain insurance for the benefit of any person who is a relevant officer or an employee or former employee of the company or any associated company or who is or was a trustee of a retirement benefits scheme or another trust in which a relevant officer or an employee or former employee is or has been interested, indemnifying him against liability for negligence, default, breach of duty or breach of trust or any other liability which may lawfully be insured against by the company.
- 59.4 In these articles:

- 59.4.1 companies are **associated** if one is a subsidiary of the other or both are subsidiaries of the same body corporate;
- 59.4.2 **relevant officer** means any current or former director, secretary or other officer of the company or an associated company (including any company which is a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006)), other than any person (whether an officer or not) engaged by the company (or associated company) as an auditor, to the extent he acts as an auditor.

60 Insurance

- 60.1 The directors may decide to purchase and maintain insurance, at the expense of the company, for the benefit of any relevant director in respect of any relevant loss.
- 60.2 In this article:
- 60.2.1 a **relevant director** means any director or former director of the company or an associated company;
- 60.2.2 a **relevant loss** means any loss or liability which has been or may be incurred by a relevant director in connection with that director's duties or powers in relation to the company, any associated company or any pension fund or employees' share scheme of the company or associated company; and
- 60.2.3 companies are **associated** if one is a subsidiary of the other or both are subsidiaries of the same body corporate.



**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 3.3
31 JULY 2019	PUBLIC REPORT

CAMBRIDGE AUTONOMOUS METRO: JULY 2019

1.0 PURPOSE

- 1.1. This report sets out the proposed approach to the governance and funding and client-side delivery arrangement for overseeing the production of the Outline Business Case (OBC) for the CAM Metro.

<u>DECISION REQUIRED</u>	
Lead Member:	James Palmer, Mayor
Lead Officer:	Paul Raynes, Director of Strategy and Delivery
Forward Plan Ref: 2019/044	Key Decision: Yes
<p>The Combined Authority Board is recommended to:</p> <ul style="list-style-type: none"> a) Approve the increased allocation of £780,000 in 19/20 and £965,000 in 20/21 for the CAM OBC to be funded from the Feasibility studies non-capital budgets including reprofiling from 20/21 to 19/20 b) Note the establishment of a Partnership Board with the terms of reference set out at Appendix A c) Note the proposed client-side project management structure 	<p>Voting arrangements</p> <ul style="list-style-type: none"> a) Two thirds of the constituent council members must vote in favour to include Cambridgeshire County Council and Peterborough city Council b) & c) Simple majority of members

2.0 BACKGROUND AND CONTEXT

- 2.1 At its March 2019 meeting, the Combined Authority Board unanimously agreed to approve the Strategic Outline Business Case for the CAM and the commencement of work on the Outline Business Case.
- 2.2 Preparation work for the OBC began immediately following that decision and has included the production of a procurement strategy and associated documentation, a technical study of vehicle technology and enhanced transport modelling. Concurrently there has been a review of project governance and the OBC funding package with partners from the public and private sector.

3 PREPARING TO DELIVER A SUCCESSFUL OBC

Governance and funding

- 3.1 National best practice has demonstrated that the most substantial and complicated infrastructure projects are delivered most successfully when the public and private sector work in partnership. The CAM is no different. To make it a success, it will be crucial to engage other key stakeholders in the region across the public and private sector.
- 3.2 The Combined Authority also needs to ensure that it can retain equal focus on delivering our other transport projects while also progressing the CAM.
- 3.3 The Mayor has therefore proposed to set up a dedicated CAM Partnership Board to guide the project, without prejudice to the CA and GCP's decision-making roles. This arrangement would allow the Combined Authority to:
 - Bring together the key public and private sector partners in a visible, consistent and effective way
 - Put a distance between CAM discussions and the Combined Authority's core business
 - Map out a path to future delivery arrangements after the OBC is delivered.
- 3.4 The CAM Partnership Board has been set up initially as an informal body based on an agreement between the partners. There are precedents for such an arrangement (for example, the Heathrow Strategic Planning Group). Under this model, the Combined Authority continues to be the promoter of the scheme during the preparation of the OBC. The Combined Authority and the GCP retain their decision-making powers and absolute discretion in exercising them. The Board would be supported in this initial phase by the Combined Authority's CAM client-side team, for whom the Combined Authority would be the accountable body, and existing officer liaison arrangements between the Combined Authority, GCP and County Council would continue in place.
- 3.5 The role of the Board would be to hold meetings at key points in the development of the CAM OBC to be informed about progress, contribute ideas and make suggestions on the scheme. Membership will consist of the Combined Authority, GCP, the councils most closely involved, and representatives of local employers

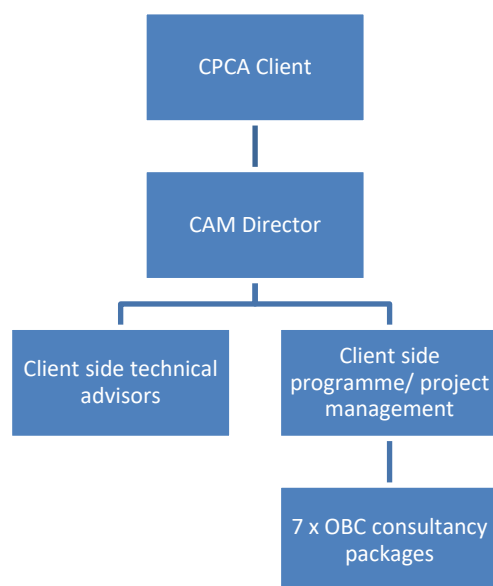
in the public and private sector.

- 3.6 It is proposed that the Board meet in this configuration while the OBC is being prepared. During that time, consideration can be given to how the Board and its role might evolve against the background of developing delivery models as part of the OBC Management Case and financial models as part of the OBC Financial Case.
- 3.7 Full terms of reference for the Board are attached.

Client-side delivery capacity

- 3.8 The Combined Authority has taken the positive decision to build a strong client-side team to support the CAM Director in managing the technical consultants delivering the CAM Outline Business Case. There are two components of the team as follows:
- Programme and project management
 - Technical advisors
- 3.9 The programme and project management function will be sourced from an independent organisation, separate from the technical advisors and the organisations that are entitled to bid through the selected framework for the seven other technical packages. It will consist of the CAM Director and two supporting project managers.
- 3.10 The technical advisors will work alongside the programme and project managers to provide the expert capability to interrogate, challenge and coordinate the work of the OBC consultant teams.
- 3.11 The consultant teams required to deliver the OBC span across the following seven disciplines:
- Engineering and technology
 - Transport planning and demand
 - Environment and planning
 - OBC + funding and finance
 - Engagement and communications
 - Legal
 - Property and land referencing

3.12 The management structure of the team delivering the OBC is set out below:



4 NEXT STEPS

4.1 The key activities for the next year and the associated timescales are set out below:

Activity	Dates
Procurement of technical team	June to August 2019
Establish CAM Board	June 2019
Procure/ source client-side team	June to August 2019
Outline business case production	August 2019 to Summer 2020
CA Board Approval of OBC	Summer 2020

5 FINANCIAL IMPLICATIONS

- 5.1 The Combined Authority authorised funding of £1m for the OBC in 19/20 at the March 2019 CA Board in the expectation that further funding would be sought from partners, and in the expectation that the full OBC cost might be around £3m.
- 5.2 The GCP has confirmed it will provide a £300,000 funding contribution towards the cost of the OBC subject to agreement of a Memorandum of Understanding being agreed between the CPCA and GCP. It is not recommended that further partner funding is sought at this point.
- 5.3 A tendering exercise has provided market information on the cost of producing the OBC which has confirmed that the work can be carried out within the original estimate.
- 5.4 It is therefore proposed that the Combined Authority increases the 2019/2010 funding allocation by £780,000 and allocates £965,000 for the period 2020/2021

to cover the remaining projected costs of producing the OBC. Both of these will be funded from the Feasibility studies non-capital budgets created within the Medium-Term Financial Plan approved at the January 2019 Board meeting; including reprofiling from 20/21 to 19/20.

6 LEGAL IMPLICATIONS

- 6.1 This report explains the arrangements for a new advisory body in relation to the CAM and the Outline Business Case called the CAM Partnership Board. It describes the proposed client-side management structure and support arrangements for the CAM Project Manager and seeks approval for deployment of additional funding to enable the preparation of the CAM Outline Business Case.
- 6.2 The CAM Partnership Board will be a non-decision making body whose attendees will be invited and be able to offer advice on the CAM project and the preparation of the Outline Business Case. It will represent local employers, Councils, Greater Cambridge Partnership. The Nolan principles will be applied to meetings and members, and commercial and pecuniary interests will be noted; and to avoid bias and maintain transparency members will remove themselves from discussions that directly affect their business commercial or financial interest. The full terms of reference attached place further responsibilities on Members.
- 6.3 The management structure describes the support that will be given to the CAM Director. These are technical and programme advisers; they will oversee the seven contract packages working on the CAM Project. Members are asked to note these arrangements.

7 SIGNIFICANT IMPLICATIONS

- 7.1 There are no other statutory matters to bring to the Board's attention.

8 APPENDICES

- 8.1 Appendix A – CAM Partnership Board terms of reference

<u>Source Documents</u>	<u>Location</u>
Report and decisions of the Board dated 30 th January 2019	Agenda item 2.2 https://cambridgeshirepeterborough-ca.gov.uk/assets/Combined-Authority/agenda-document-pack-30.1.19.pdf

<p>Report and decisions of the Board dated 27th March 2019</p>	<p>Agenda item 4.2 https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/917/Committee/63/Default.aspx</p>
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APPENDIX A - CAM PARTNERSHIP BOARD TERMS OF REFERENCE

Introduction

1. The Cambridgeshire Autonomous Metro (CAM) Partnership Board is established to champion the proposed metro network for Cambridge and the surrounding region, and to provide advice to the statutory authorities leading the development of the business case for the metro on the needs of business, employees, and the wider community.

2. The scope of the proposed CAM is set out in the Strategic Outline Business Case which was adopted by the Cambridge and Peterborough Combined Authority Board on 27 March 2019. The Combined Authority is developing an Outline Business Case and aims to complete that during 2020.

Role of the CAM Partnership Board

3. The role of the CAM Partnership Board is to

- Support the development of the OBC for the CAM with advice on the needs of, and potential benefits of the scheme for, employers, employees and the wider community
- Support the development of the OBC for the CAM with advice on possible future delivery models for later stages of the scheme's development (in support of Management Case development)
- Support the development of the OBC for the CAM with advice on possible future financing models (in support of Financial Case development)
- Champion the strategic case for the CAM with other stakeholders

4. The Board is constituted at the invitation of the Mayor of Cambridgeshire and Peterborough, and will provide its advice to the Combined Authority and Greater Cambridge Partnership which are statutory authorities promoting the CAM project. Its advice will be without prejudice to their statutory roles and decision-making. Its advice may be provided both at its meetings and also in written form.

Role of the Combined Authority and Greater Cambridge Partnership

5. The Combined Authority was established under the Devolution Deal between the local authorities for Cambridgeshire and Peterborough and HM Government and under the Cambridgeshire and Peterborough Combined Authority Order 2017. It is the statutory Transport Authority for Cambridgeshire and Peterborough. The Combined Authority led the development of the SOBC for the CAM metro and is leading the development of the OBC.

6. The Greater Cambridge Partnership was established under the Growth Deal of 2014 between Cambridgeshire County Council, Cambridge City Council, South Cambridgeshire District Council and HM Government. Its accountable body is Cambridgeshire County Council and it exercises statutory functions delegated by the County Council.

7. The Combined Authority and Greater Cambridge Partnership are working in partnership to promote the CAM metro project described in the SOBC document.

Time limit

8. The CAM Partnership Board is constituted to support the project during the OBC development phase which is expected to end in 2020.

Membership

9. Membership of the CAM Partnership Board will be by invitation from the Mayor of Cambridgeshire and Peterborough. It will include elected representatives of the Combined Authority and Greater Cambridge Partnership, as well as local authorities through whose areas the CAM metro is expected to pass. It will also include representatives of businesses and other major employers from the area of the metro network. Membership should be broadly balanced between the public and private sectors.

10. The CAM Partnership Board will initially be chaired by the Mayor of Cambridgeshire and Peterborough.

Transparency and probity

11. Members of the CAM Partnership Board will be expected to respect the Nolan principles of conduct in public life. It will not be appropriate for members of the Board – from either the public or private sectors - to advocate for the direct commercial interests of the organisation they are representing, or to be perceived to do so. The Chair of the Board will compile a register of Board members' commercial and pecuniary interests that are relevant to the CAM scheme.

12. Where the Board discusses issues which may affect the direct commercial and pecuniary interests of a member, they will not be entitled to speak or participate in any vote on that item and at the Chair's discretion may be asked to leave the room for the duration of the discussion.

13. In the event that the Board discusses confidential information, members of the Board will respect its confidentiality.

Decision making

14. The CAM Partnership Board is not empowered to make decisions that would constrain any of its members which have statutory powers. It is not intended that the Board should hold or control any monies.

15. In formulating its advice to the Combined Authority and GCP, the Board will seek to reach consensus.



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD MEETING	AGENDA ITEM No: 3.4
DATE OF MEETING: 31 JULY 2019	PUBLIC REPORT

A428 BLACK CAT TO CAXTON GIBBET CONSULTATION RESPONSE

1.0 PURPOSE

- 1.1. Highways England launched the consultation on the A428 Black Cat to Caxton Gibbet route proposals on 3rd June 2019. This report seeks approval from the Board on the proposed response to this consultation

<u>DECISION REQUIRED</u>	
Lead Member:	Mayor James Palmer
Lead Officer:	Paul Raynes, Director of Delivery & Strategy
Forward Plan Ref: n/a	Key Decision: No
The Combined Authority Board is recommended to: a) To approve the proposed consultation response attached at Appendix A.	Voting arrangements Simple majority

BACKGROUND

- 1.2. The Mayor has actively supported the scheme and consistently lobbied Highways England and central government for an improved start on site date. This has now been confirmed as 2021 in the consultation document.
- 1.3. Officers from the Combined Authority, Cambridgeshire County Council, Greater Cambridge Partnership, Cambridge City Council, Huntingdonshire District Council and South Cambridgeshire District Council have worked together to prepare the attached consultation response.
- 1.4. The key issue for the Combined Authority is with regard to the coordination of the A428 road project with the plans for the Cambridgeshire Autonomous Metro

and East West Rail. These projects must be aligned to ensure that the combined benefits for the road users and communities they serve are maximised.

3. NEXT STEPS – SUBMISSION OF CONSULTATION RESPONSE

- 3.1. Subject to approval of the Board, the consultation response will be submitted to Highways England.

4. FINANCIAL IMPLICATIONS

- 4.1. There are no financial implications to this report.

5. LEGAL IMPLICATIONS

- 5.1. The Combined Authority assumed the role of the Local Transport Authority by virtue of Article 8 of the Cambridgeshire and Peterborough Combined Authority Order 2017. The Combined Authority must exercise the statutory functions of the local transport authority under Part II Local Transport Act 2000 and Parts 4 & 5 of the Transport Act 1985 so as to achieve effective and efficient transport within the area.
- 5.2. The CPCA is a consultee for major Highway schemes across its area and is being invited to provide its views as part of this consultation process. A full and supportive response is being provided and will be taken into account by Highways England. There are no other legal implications..

6. RECOMMENDATIONS TO THE BOARD

- 6.1. The Board is recommended to:
- a) Approve the proposed consultation response at Appendix A.

7. SIGNIFICANT IMPLICATIONS

- 7.1. There are no additional significant implications for this report.

8. APPENDICES

Draft response to Highways England's consultation on the A428 Black Cat to Caxton Gibbet proposals

<u>Source Documents</u>	<u>Location</u>
List background papers: Highways England Consultation Document	List location of background papers https://highwaysengland.citizenspace.com/he/a428-black-cat-to-caxton-gibbet-improvements/supporting_documents/Consultation%20booklet.pdf

<p>Link to Cambridgeshire County Council report on A428 consultation at 11th July Economy and Environment Committee</p>	<p>Report</p> <p>https://cambridgeshire.cmis.uk.com/ccclive/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/1047/Committee/5/SelectedTab/Documents/Default.aspx</p>
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Appendix A: Draft response to Highways England’s consultation on the A428 Black Cat to Caxton Gibbet proposals

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Introduction

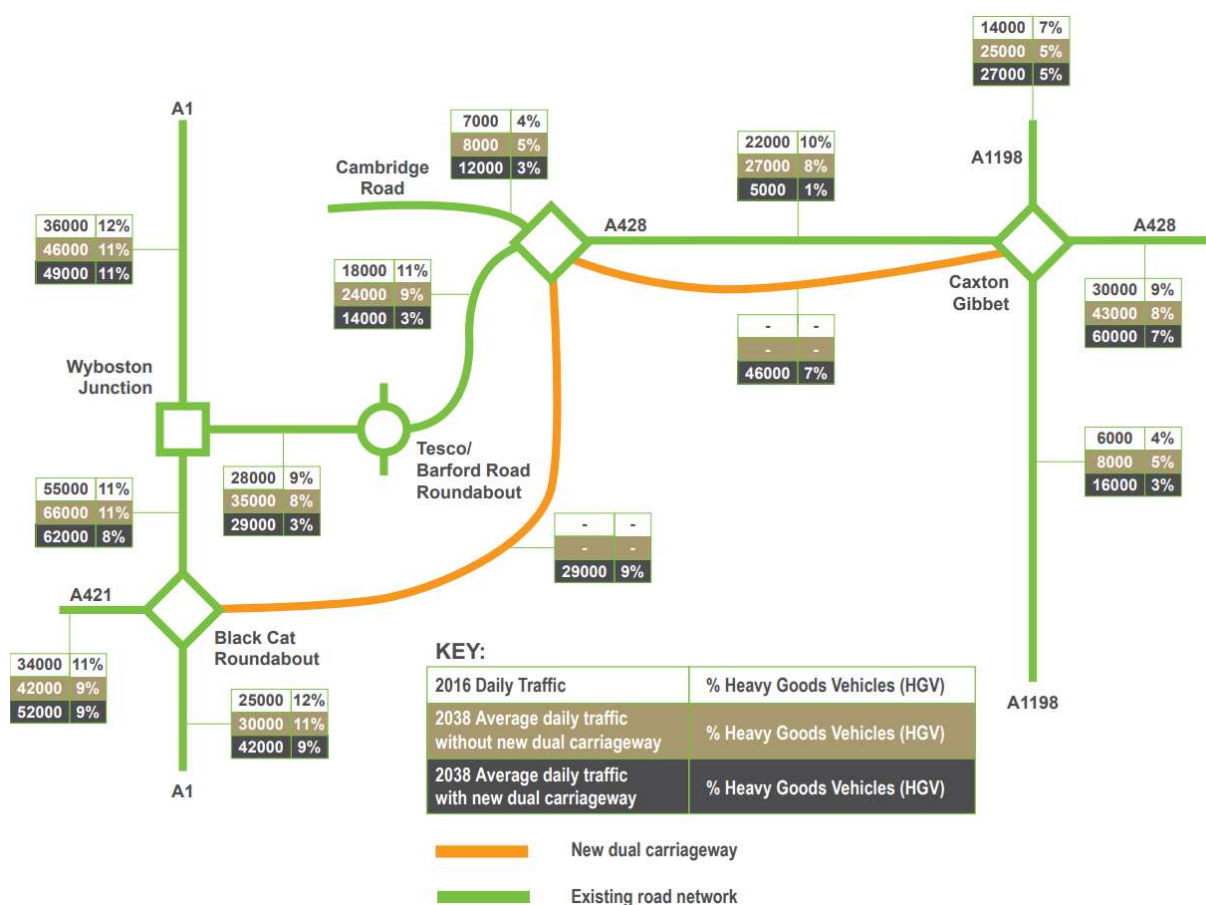
1. This document represents the response of the following Local Authority partners to Highways England's A428 Black Cat to Caxton Gibbet proposals.
 - Greater Cambridge Partnership
 - Cambridge City Council
 - Cambridgeshire County Council
 - Huntingdonshire District Council
 - South Cambridgeshire District Council
2. The response details the key issues identified by the Authorities that need to be addressed by Highways England as it takes the A428 project forward, based on the consideration of information published in the consultation.
3. The Authorities wish to restate their continued support for the proposals in principle. They should, along with other interventions, provide transport capacity to support the significant levels of growth planned in the Greater Cambridge area and beyond.
4. However, we also wish to emphasise the critical importance of the A428 being considered as part of a coherently planned local and regional transport network, that of necessity should interact and integrate with capacity being provided elsewhere. This includes:
 - The East West Rail Central Section between the Bedford area and Cambridge,
 - The Greater Cambridge Partnership's programme in the Cambridge area, and
 - The Cambridgeshire and Peterborough Combined Authority and Greater Cambridge Partnership's Cambridge Autonomous Metro proposals.
5. While this represents a significant opportunity, if there is not integration between these schemes and programmes, the net result of the additional highway capacity that is planned may ultimately be counterproductive, as it feeds additional traffic into areas that cannot cope with it, exacerbating congestion in those areas and negating the nominal benefits of the A428 scheme.
6. We wish to note that at this stage in the process there are many areas where there is further detail required to enable a full assessment of the impacts of the project and any necessary mitigation, and there are of areas where the Authorities will reserve their position, particularly on the mitigation measures that may be needed. We look forward to working with Highways England to consider these issues and to agree as much as possible prior to submission of the application for a Development Consent Order.
7. The following abbreviations are used throughout the response.

The Authorities: The Greater Cambridge Partnership, Cambridgeshire County Council, Cambridge City Council, Huntingdonshire District Council and South Cambridgeshire District Council
CPCA: Cambridgeshire and Peterborough Combined Authority
DCO: Development Consent Order

GCP:	Greater Cambridge Partnership
NMU:	Non-Motorised Users
PEIR:	Preliminary Environmental Information Report
PROW:	Public Rights of Way
SRN / MRN:	Strategic Road Network / Main Road Network
SuDS:	Sustainable Drainage Systems
vpd:	Vehicles per Day

Traffic Impacts

8. The consultation booklet quantifies the impacts of the scheme on the A428 and a small number of directly connected roads as shown in the figure below from page 56 of the consultation booklet.



Transport modelling

9. We understand that the future traffic figures shown in the diagram above are from initial strategic modelling undertaken some time ago. Scheme modelling using a transport model validated for the detailed assessment of the A428 project had yet to be completed at the time the consultation commenced, and is still ongoing.
10. This modelling will be needed for the DCO submission. It is the detailed consideration of this modelling that will allow the Authorities to assess whether the scheme is meeting national and local objectives, and whether there are impacts of the scheme or residual issues that the scheme does not address that require mitigation.

11. The following paragraphs set out areas where further information is needed in order for the Authorities to fully assess the schemes transport impacts. This includes
- Impacts on the local transport network managed by Cambridgeshire County Council,
 - Impacts on communities that network serves, and
 - Impacts on a range of environmental issues associated with traffic, including, noise and air quality.
12. Transport modelling outputs will also inform the assessment of the impact of the scheme on CO₂ emissions and climate change.
13. The diagram under paragraph 9 above shows the current A428 between St Neots and Caxton Gibbet taking 27,000 vehicles per day in 2038 in a 'without scheme' scenario, and the old and new roads taking a combined 51,000 vehicles per day in a 'with scheme' scenario. The material presented does not quantify how this increase in traffic flows is derived, although it does state that a significant amount of traffic will transfer to the new dual carriageway from the existing A428 and other routes. The Authorities wish to understand in detail how much of this increase:
- Is due to local housing / economic growth?
 - Is due to assumed background growth?
 - Is due to re-routing traffic
 - from strategic longer distance traffic (for example HCV traffic re-routing away from M4, M25 and A12 to the A421, A428 and A14 for trips to Felixstowe and Harwich)?
 - from local A Roads
 - that was previously rat-running on local (B Road or lower) routes?
 - Is due to suppressed demand in Bedford, Central Bedfordshire, Huntingdonshire, South Cambridgeshire and Cambridge?
 - Is abstracted from the local bus network?
 - Might otherwise be catered for by East West Rail?

Impacts on local roads and rat-running traffic through villages

14. The proposals have potential to reduce rat-running on local roads, and the text on page 57 of the consultation booklet specifically references the opportunity for traffic to reroute from the A505 and A603. The County Council would note that the A505 (and A10 for some onward trips to Cambridge) while not optimal in terms of route for some journeys, are MRN routes and their difference in route status from the A428 as part of the SRN is largely artificial. Their use should not be characterised as rat-running. Similarly, the A603 is a busy A Road, and its use does not generally constitute rat-running.
15. In both of these cases, the re-routing of traffic from these routes may be beneficial overall, but in terms of concern over rat-running, it is the more local routes between the B1462 / A603 and the A428, and between the A14 and the A428 that see most rat-running as a result of congestion on the A428. The Authorities would welcome quantification of the impact of the project on traffic flows in the following areas:

- the B1042 and A603 between Sandy and Cambridge
 - the B1046 between St Neots and the A603
 - in villages in the area between the A428 and the B1042 / A603
 - in villages in the area between the A428 and the new A14(M) / new A1307
16. The Authorities will wish to consider the information on traffic flows in these areas with and without the scheme to inform any consideration of mitigation needed in villages affected by the scheme.
17. However, we would note that if the scheme is successful in its stated aims, there should not be a significant need for traffic calming to manage traffic flows in the villages. The Authorities would therefore like to see a 'monitor and manage' approach taken to the traffic impacts of the scheme on villages, with a firm commitment to introduce appropriate and necessary mitigation measures should the scheme fail to deliver expected reductions in traffic levels, or if other problems occur.

Impacts on St Neots and Little Paxton

18. Other than the quantification of traffic flows on Cambridge Road, St Neots, and on the old A428, the information presented does not provide any information on how the scheme will impact upon traffic flows in St Neots.
19. The old A428 between Great North Road and Barford Road is shown as taking 29,000 vpd in the 2038 'with scheme' scenario, which is 1,000 vpd more than 2016 traffic flows on the road, and only 6,000 vpd less than the 'without scheme' scenario. For the 'with scheme' scenario, this implies a very significant re-routing of traffic from within St Neots, or a very significant degree of induced traffic, or both.
20. The Authorities would therefore welcome quantification of the impacts of the scheme on traffic flows on the following routes in St Neots:
- B1041 Mill Lane, Little Paxton
 - B1043 Huntingdon Road north of Priory Hill Road
 - B1428 Cambridge Road at railway bridge
 - B1046 Potton Road at bridge over railway
 - B1043 Barford Road north of its junction with the old A428
 - B1428 Great North Road north of its junction with the old A428
 - Bushmead Road at bridge over A1
 - Duloe Road at A1 bridge
 - B1048 Crosshall Road east of its junction with Great North Road
 - Great North Road south of its junction with A1 slip roads
 - B1428 St Neots Road at the town bridge over the River Great Ouse

Impacts on Cambridge, and interaction with the Greater Cambridge Partnership's transport programme

21. The presented traffic forecast data presented does not quantify changes in traffic flows from the A428 into Cambridge as a result of the scheme, either on the A1303 Madingley Road, or on other Cambridge radials including the A603 Barton Road, A1309 Hauxton Road, B1049 Histon Road and A1309 Milton Road. It does however

show significantly increased levels of traffic on the A428 to the east of the Caxton Gibbet junction.

22. The radial roads into Cambridge and the main road network in the city centre cannot cope with additional peak period traffic, and significant peak spreading is already evident in the city. The transport programme of the Greater Cambridge Partnership is focussed on reducing traffic levels and congestion in Cambridge while at the same time providing new transport capacity to allow for continued economic and housing growth. The Cambridge Autonomous Metro proposals promoted by the Cambridgeshire and Peterborough Combined Authority builds on and enhances the GCP's public transport proposals.
23. It is critically important that the A428 proposals do not simply feed additional traffic into this congested network, but are planned to integrate with the GCP programme, and particularly the Cambourne to Cambridge better public transport project.

Impacts on and opportunities from East West Rail

24. Is the scheme forecasting looking at scenarios with and without the East West Rail Central Section route options between the Bedford area and Cambridge that are currently under consideration? What is the impact of the scheme on projected patronage on the East West Rail Central Section?

Impacts on the SRN, MRN and other A roads

25. A further significant issue for the Authorities is understanding how the scheme will impact on SRN and MRN routes beyond the immediate vicinity of the scheme, many of which are already operating at or over their nominal capacity and suffer from significant levels of congestion. In this context, the Authorities wish to understand how the scheme will impact on:
 - the A14 Cambridge Northern Bypass
 - the A14 between Cambridge and Newmarket
 - the A1303 between the A428 and the M11
 - the M11
 - the new A14(M) between Huntingdon and Cambridge
 - the new A1307 (old A14) between Huntingdon and Cambridge
 - the B1042 and A603 between Sandy and Cambridge
 - the A10 between Royston and Cambridge
 - the A1309 north of the M11
 - the A505 between the A1(M) and the A11
 - the A1198 between Huntingdon and Royston
26. The data presented in the figure under paragraph 9 above shows a doubling in traffic on the A1198 to the south of the Caxton Gibbet junction in 2038 from 8,000 vpd in the 'without scheme' scenario to 16,000 vpd in the 'with scheme' scenario. Where is this additional traffic coming from and going to? Will this result in exacerbated levels of congestion at the junction between the A505 and the A1198 north of Royston?

27. The very high traffic flows shown on the A1198 to the north of the Caxton Gibbet junction in 2038 are also a major concern, as this road is not of a standard that will cope with flows of 25,000 or more vpd. In this context we need to understand the impact of the A428 scheme on the A1198 in Godmanchester and around Papworth Everard and whether the figures presented indicate capacity issues on the old A14 (new A1307) between Huntingdon and the new A14(M) at Fenstanton that are leading to the diversion of trips onto the A1198 and A428 that would more appropriately be on the new A14(M)?
28. We would also note that in the 'with scheme' scenario, the current dual carriageway section of the A428 east of Caxton Gibbet is shown to take 60,000 vpd in 2038. These flows are significantly above the nominal design capacity of the route, and presumably do not take into account traffic that will join the route between Caxton Gibbet and Cambridge from Cambourne and the Bourn Airfield development.

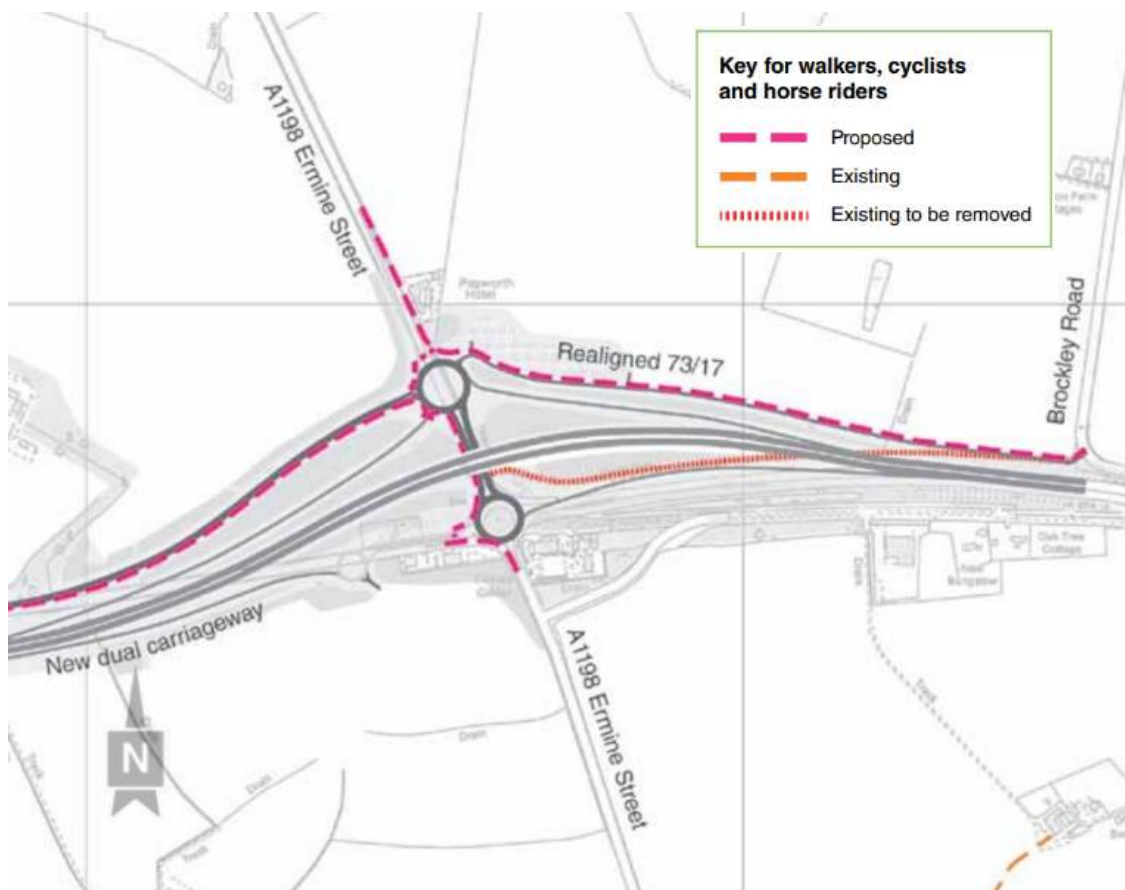
Summary of modelling and traffic concerns

29. The Authorities support the A428 Black Cat to Caxton Gibbet scheme as part of the solution to the provision of new transport capacity to support growth and address the critical housing cost issues in the Greater Cambridge area. However, while we appreciate that modelling of the scheme is ongoing, the information on traffic flows presented in the consultation booklet raise many more questions than answers, and lead to very significant concerns that the local road network may suffer major adverse impacts as a result of the A428 scheme.
30. This in turn leads to concerns that the intervention proposed on the A428 has not yet been robustly considered in terms of the transport patterns that are needed in the Greater Cambridge area, and that are being planned for at a local and national level through the transport programmes of the GCP and CPCA, and by East West Rail. With the levels of growth that are planned, travel patterns need to change if we are to avoid major impacts for users and for the environment, and to provide residents, workers and visitors with reliable and efficient alternative transport options into and within what will otherwise be increasingly congested urban areas.
31. This need does not appear to be reflected in the model outputs that are reported in the consultation booklet. The Authorities do not wish to see a situation where improvements on one part of the SRN / MRN release capacity that then results in additional congestion and delay on other parts of those networks or elsewhere on the local transport network, negating the benefits that are sought from the project.
32. While it is possible that the revised and updated modelling will resolve some of these concerns, the information presented highlights the critical need to see changes in travel behaviour if the local and strategic road networks are not to see increasingly damaging levels of congestion and delay, to the detriment of users and the environment. The A428 project needs to be framed in this context and should look to feed traffic into the public transport network to ensure that it does not lead to negative impacts elsewhere on the strategic road network, and in Cambridge, St Neots and other settlements served by and impacted by the route.

Direct impacts on the transport network managed by Cambridgeshire County Council

Caxton Gibbet area

33. While the consultation material provides details of daily traffic flows on the new A428, old A428 and the A1198 as they approach Caxton Gibbet, a detailed assessment of the proposed junction layout will require detail of all turning movements and a detailed breakdown of traffic flows by time of day. The County Council is not therefore in a position to comment on the appropriateness of the proposed junction arrangements to cater for the traffic flows shown at this time.
34. As noted in paragraph 25 above, we also need to establish the reason for the very significant increase in traffic on the A1198 in the 2038 with and without scheme scenarios.
35. With reference to the traffic information that has been provided, the County Council has significant concerns relating to the provision for pedestrians, cyclists and horse riders at Caxton Gibbet shown on page 43 of the consultation booklet and reproduced below.



36. The 'with scheme' scenario shows the A1198 taking 27,000 vpd to the north of Caxton Gibbet in 2038, compared to 14,000 vpd that used the route in 2016. The proposals show the cycle route from Cambourne to Eltisley crossing this link, and the cycle route south towards Caxton also crosses the two west facing A428 slip roads at grade.

37. To the south of Caxton Gibbet, flows on the A1198 in the 'with scheme' scenario rise from 6,000 vpd in 2016 to 16,000 vpd in 2038.
38. The provision of pedestrian and cycle facilities linking Cambourne with Papworth Everard, Eltisley and Croxton through this area needs to be fundamentally rethought in this context. At grade pedestrian and cycle crossings of high speed routes taking the volumes of traffic on the A1198 noted above are not acceptable. Detail on traffic flows on the slip roads will also need to be considered in detail, as there is an established north south demand from NMU between Caxton and Papworth Everard that needs to be safely provided for.

Eltisley area

39. The consultation material does not provide details of residual traffic flows on the B1040 in the Eltisley area so it is not possible at this time to comment in detail on the new local road and junction arrangements shown at this time

St Neots area

40. The lack of detail provided on traffic flows in the St Neots area other than for the old A428 and Cambridge Road (as noted in paragraphs 19 to 21 above) means that it is not possible at this stage to provide comments in detail on the impacts of the proposals in St Neots.
41. The County Council will require detailed traffic information quantifying all future movements at the proposed Cambridge Road junction with the new A428 in order to assess the appropriateness of the proposed junction arrangements and pedestrian and cycle infrastructure.

Strategic provision for Non-Motorised Users

42. The County Council wishes to see provision made as part of the A428 scheme for a segregated cycle route between St Neots and Cambourne.

Local road and PROW crossings of the new A428

43. *Comments awaited on PROW. Note comments on 1km or 5km threshold for cycle trips in health comments below*
44. There is a significant risk that the new road will be a barrier for many walking and cycling trips, or will add significant distance to many trips. In terms of cycle facilities, the Authorities wish to ensure that high quality routes are provided or enhanced between:
- Papworth Everard and Cambourne
 - Croxton / Eltisley to Cambourne
 - Croxton / Eltisley to Papworth Everard
 - Caxton to Papworth Everard

45. In terms of the new road it will be a barrier for lots of walking and cycling trips. The most important links in this are Papworth to Cambourne and villages south of St Neots into St Neots.

Standard of new local transport assets and assets be passed to the County Council

46. The acceptable standard of new assets, or of assets to be transferred to the County Council will of necessity be the subject of detailed consideration through the period up to the DCO submission, and the Council would hope to be in a position by that time to be able to have broad agreement in this area.
47. As a general principle, we will seek to keep new assets or assets transferred the County Council to a minimum with the following qualifiers:
- New or transferred assets should comply to relevant design standards
 - New or transferred assets should be capable of safely providing for the demand that is forecast to use it from all user classes / modes of transport.
48. Any existing assets that are not required by the County Council after the date of handover must be decommissioned.

Black Cat junction

49. *While the Black Cat junction is in Bedford Borough, Cambridgeshire Authorities may want to comment, or to support BBC's comments.*

Environmental impacts

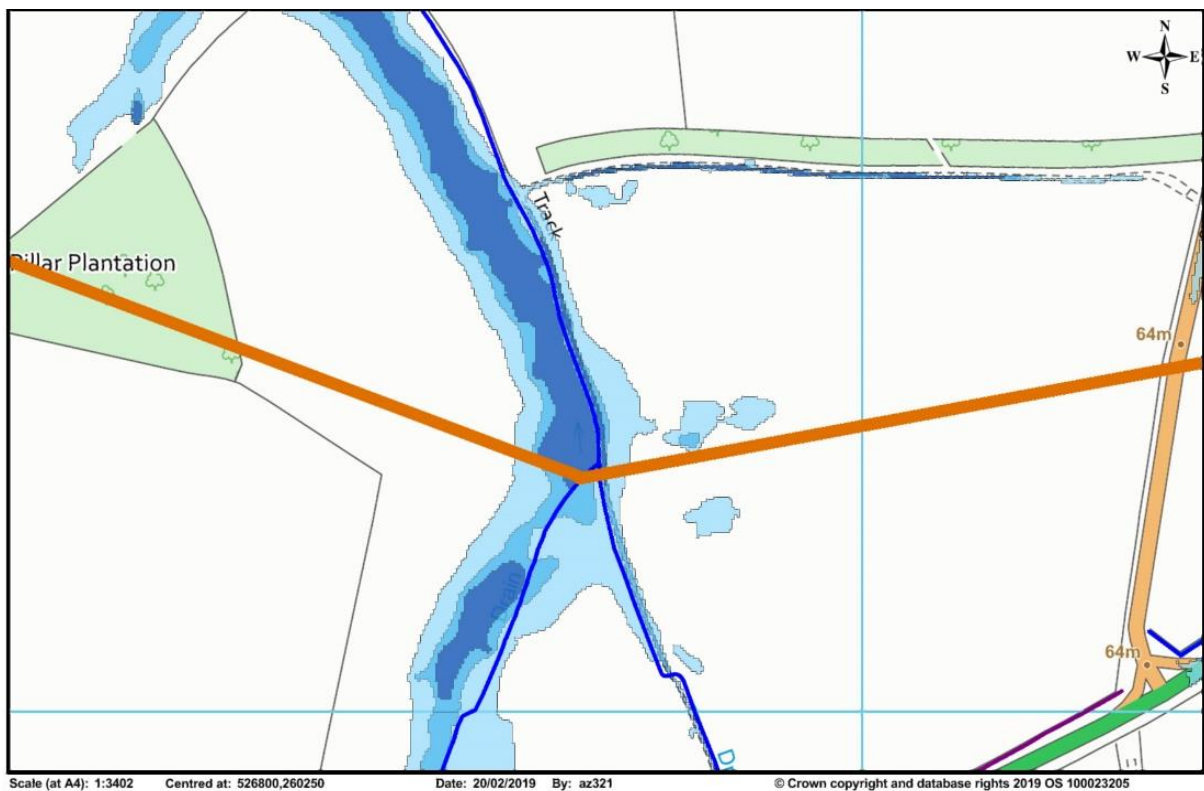
Flood Risk

50. After reviewing the potential impact of the A428 Road Upgrade on flood risk and drainage, it is clear that the new road may potentially cross over 20 watercourses and a number of areas at risk to flooding.
51. Whilst we have no objection to the proposed scheme, we would like to highlight the following:
- Any alterations to ordinary watercourses that aren't located within an Internal Drainage Board area will require consent from the Lead Local Flood Authority (LLFA) under the Land Drainage Act 1991.
 - In areas with known existing flood risk, measures should be implemented wherever possible to reduce the risk to existing communities. This could include incorporating Sustainable Drainage Systems (SuDS) into the development.
 - Floodplain compensation may be required on some ordinary watercourses. As outlined in the report, this will need to be agreed with the LLFA and will need to be on a level for level and volume for volume basis.
 - As with other Highways England road schemes, we would expect drainage from the new road to be limited to greenfield runoff rates through the use of SuDS features.
 - The latest climate change allowances will need to be applied to the design of the drainage network for the road.

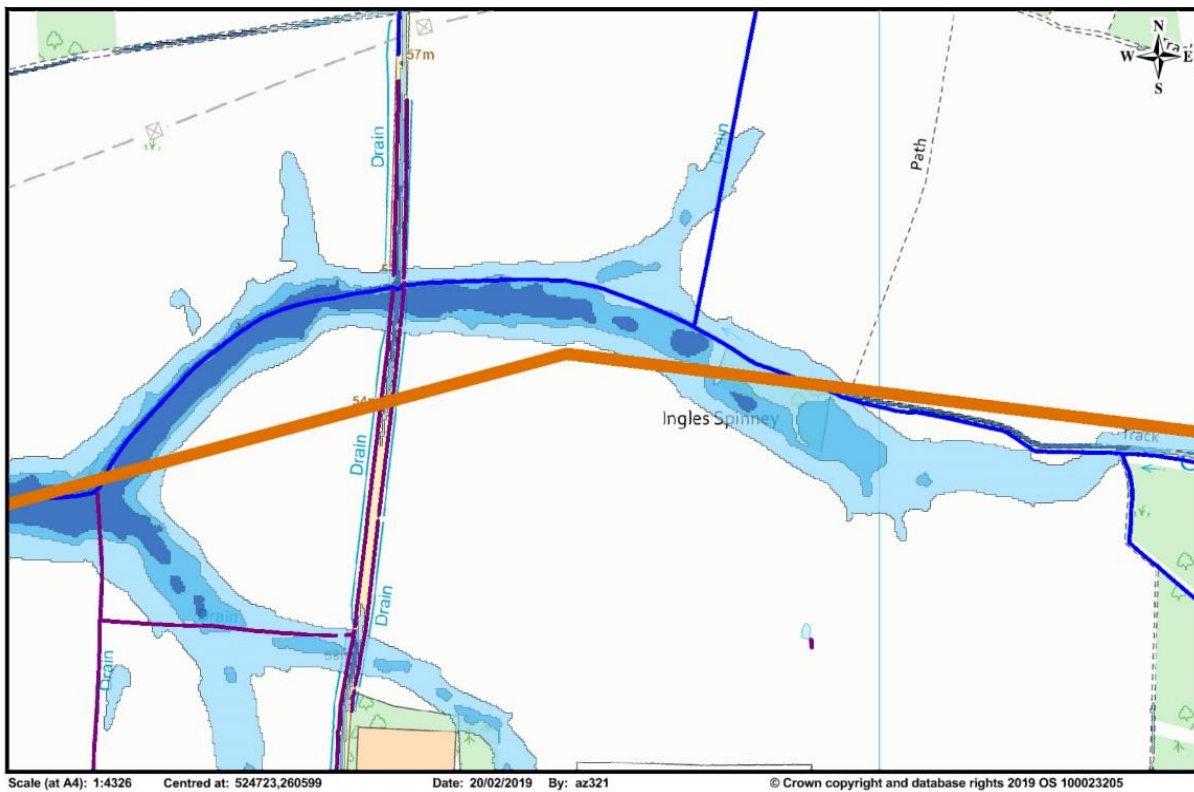
52. Sections of the proposed road upgrade which are likely to be at particular risk to flooding and drainage are detailed in the maps below.

- Map 1: The new road is to cross an ordinary watercourse (possibly at two points) and an area of High Risk to surface water flooding around 450 metres west of the existing B1040.
- Map 2: The proposed route may cross Gallow Brook in two places and again an area of High Risk to surface water flooding.
- Maps 3 and 4: The road is to cross a main drain (blue) and the Hen Brook (red) in St Neots, which are both associated with high surface water flood risk. The road will also cross an area of Flood Zone 3, meaning floodplain compensation will likely be required.

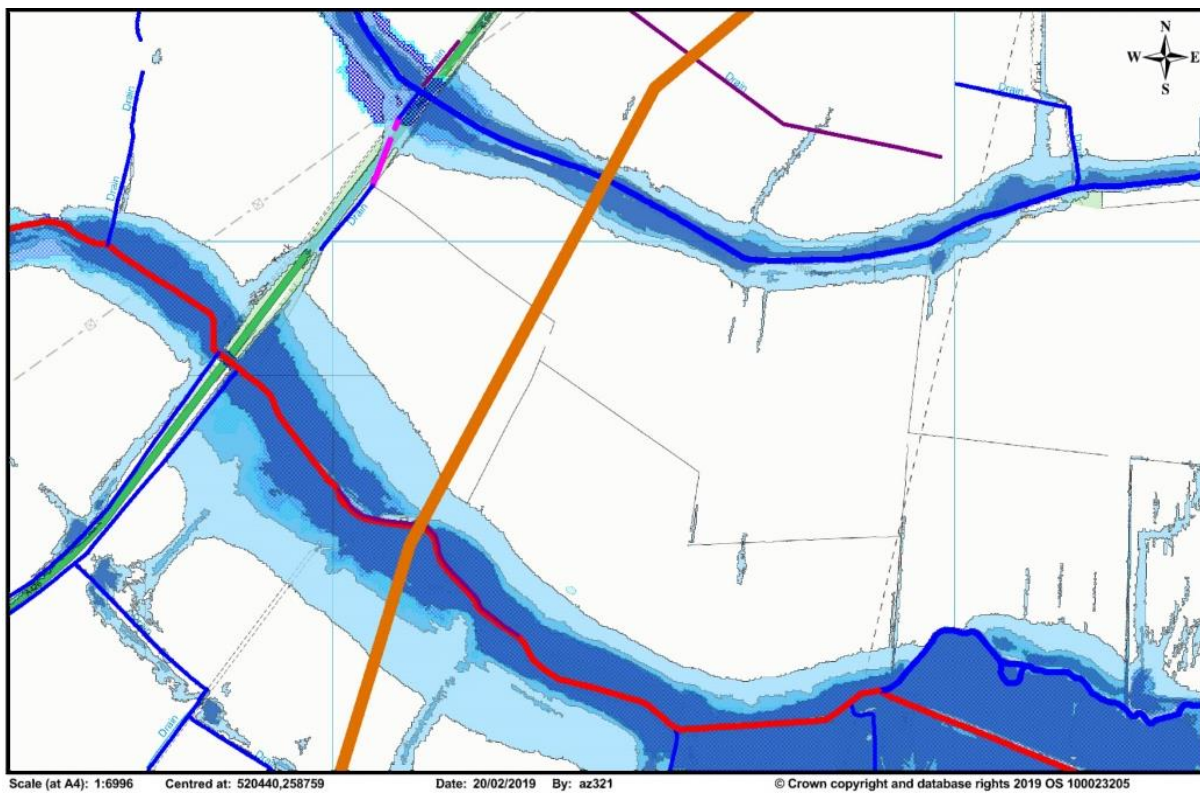
Map 1: Ordinary Watercourse west of B1040 – areas of surface water flood risk



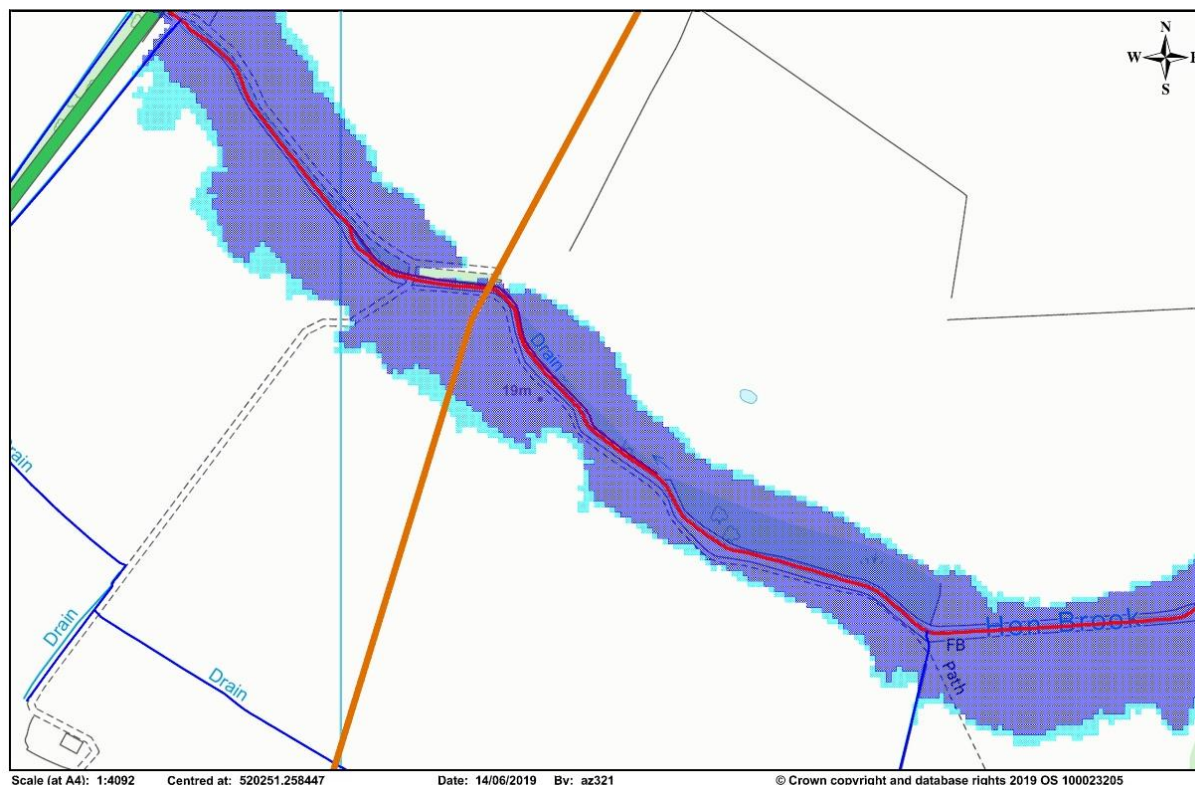
Map 2: Gallow Brook – areas of surface water flood risk



Map 3: Main Drain (blue) and Hen Brook (red) – areas of surface water flood risk



Map 4: Hen Brook – areas in Flood Zone 3 (purple)



Biodiversity

53. Is it disappointing that Highway's England is only expecting to "maintain existing levels of biodiversity" (consultation booklet, page 63, column 2) as part of the scheme. This conflicts with the National Planning Policy Framework that seeks development to deliver a measurable biodiversity net gain.
54. The A428 scheme should be an exemplar with a commitment by Highways England to achieve significant biodiversity net gain (minimum of 20% utilising a suitable appropriate Biodiversity Net Gain metric). This is particularly important given the cumulative impact of this and other major transport schemes (either in progress or delivery, including the A428 & A14 improvements, East West Rail, and the Greater Cambridge Partnership's Cambourne to Cambridge better public transport scheme) on the fragmentation of the landscape.
55. It is important there is collaboration between this project and others within the area and should fit into the work on Oxford-Cambridge Arc Local Natural Capital Plan, which looks at the growth agenda across the region.
56. The A428 project also provides excellent opportunities to deliver objectives of Cambridgeshire Green Infrastructure Strategy and the Cambridgeshire and Peterborough Habitat Opportunity Map key areas for grassland, wetland and woodland creation across the county (HOM published in March 2019 - contact Cambridgeshire and Peterborough Biodiversity Partnership for details). We welcome the commitment that the "design includes comprehensive landscaping and biodiversity measures that will help to connect habitats on either side of the new dual carriageway and guide animals safely under, over or away from the area is home

the road” and expect this to include green bridges at key locations across the scheme, such as Black Cat, River Great Ouse and Eltisley/Croxton.

57. The ecological assessment will need to consider impacts on all statutory designated sites, non-statutory designated sites, protected species, priority species and habitats and Cambridgeshire and Peterborough Additional Species of Interest (see cpbiodiversity.org.uk for S41 & CPASI list for the county). Of particular concern is the impact on Eversden and Wimpole Woods SAC (Barbastelle bats), Croxton Park County Wildlife Site (CWS), River Great Ouse (CWS) and impact on breeding / wintering birds located within close proximity to the route. The mitigation hierarchy must be applied, with the scheme designed to avoid adverse impact. Serious consideration must be given to the cumulative impact of transport schemes and other development (either complete, in progress or in early planning stages) that will result in significant loss of habitat across the county and severe severance of the landscape resulting in reduction in resilience of species to move across the county.
58. Consideration of long-term management of the scheme and any legacy projects must be considered at an early stage to ensure long-term biodiversity mitigation / enhancement will be delivered.

Air Quality

59. *Commentary to be added.*

CO₂ emissions

60. The assessment of the impacts of the proposals on CO₂ emissions is of necessity informed by the assessment of changes in vehicle mileage that will occur as a result of the project. The Authorities are therefore not in a position to comment on the impacts of the scheme on climate change at this time, as transport modelling information is required to inform this assessment.

Noise and vibration

61. *Commentary to be added.*

Landscaping – Red Line boundary and space for mitigation

62. Experience with the A14 Cambridge to Huntingdon scheme has shown that a tightly drawn red line for the application can leave very little scope for landscaping works in mitigation of the scheme. The Authorities are concerned to ensure that this mistake is not repeated with the A428 Project.

Construction impacts

63. *Commentary to be added.*

Construction traffic and traffic management

64. Any exceptional movements of traffic during the construction or operation phase must be considered in association with CCC to agree a deterioration of the asset

contribution for CCC assets on diversion routes and routes where there is displaced local traffic, as permitted under The Highways Act 1980. To preserve assets and future liabilities to local authority funds, commuted sums or actual works could be considered under agreement. The modelling may give us a clue to the second part of this request.

Construction impacts on local communities

65. *Commentary to be added.*

Public Health impacts

66. The Preliminary Environmental Information Report Volume 1: Report contains the main detail on the possible impacts on Population and Health. The methodology proposed is consistent with good practice and the topics to be assessed are welcomed, namely:
- Access to healthcare services and other social infrastructure.
 - Access to open space and nature.
 - Air quality, noise and neighbourhood amenity.
 - Accessibility and active travel.
 - Access to work and training.
 - Social cohesion and neighbourhoods.
 - Climate change.
67. The application would benefit from a full health impact assessment as requested at the EIA Scoping Stage which should have formed the basis of the “Population and Health” section of the PEIR.
68. The PEIR should have scoped into the assessment, the risk of suicide during both during the construction and operational phases, and Road Traffic Collisions both during the construction and operational phases.
69. Section 12.3.9 of the PEIR has failed to include the Cambridge University Hospital Foundation Trust (Addenbrooke’s / CUH) in the list of community assets, whilst it may be within the direct vicinity of the A428 Addenbrooke’s is a regional Trauma centre and therefore takes trauma patients from a wide catchment area including the rest of East Anglia, therefore disruption, albeit short term, during construction is likely to have an adverse effect on visitors to the hospital and emergency services.
70. As requested at the EIA scoping stage the applicant should have considered if the assessment of “impacts on any feeder PROWs between destinations, within 1km of the DCO site boundary” is appropriate considering that it is recommended to include walking and cycling as part of active travel to work and therefore distances travelled by NMU greater than 1km are not unusual, therefore consideration should be given to extend the boundary to 5km, or consideration given to identifying relevant employment and leisure destination within 5 km of the DCO boundary.
71. The human health section (12.3.28 – 12.3.29) has taken a narrow baseline on which to base any potential positive or adverse effects on health. The Cambridgeshire

Transport and Health Joint Strategic Needs Assessment contains a wider group of domains which could have been used to provide a more detailed baseline of the health of the local population likely to be affected by the A428 upgrade.

Cultural Heritage Impacts

Archaeology

72. Highways England's non-technical summary of the Preliminary Environmental Information Report (PEIR) briefly indicates in Existing Conditions (baseline data) on page 9 that below ground and built aspects of the historic environment exist within historic landscapes. It also mentions, with some ambiguity, that archaeological excavations will occur in some locations "to identify the extent and survival of remains".
73. It is unclear if these excavations are to assist with the evaluation of the route or as part of a mitigation strategy as the language is vague. If the latter is intended, then the objectives of these excavations should acknowledge the need to conserve the significance of the archaeological resource in detailed investigation programme that will include significant large scale excavations, public engagement, research, analysis, publication and presentation in a variety of formats. The wording of this phrase, however, suggests an aim to evaluate the scheme rather than to describe the intention to provide a coherent, effective mitigation strategy that will enable the change to the historic environment to be suitably managed.
74. The scale of the impact on the extensive archaeological resource is not mentioned and this might provoke negative comments from the public at large, particularly from local people who may be knowledgeable about their local archaeology and history. While this construction impact can be appropriately mitigated, as recently evinced by the A14 archaeology programme, it would benefit the A428 team to acknowledge the scale of impact and considerable time that will be needed in advance of the construction programme to conduct the necessary excavations. Instead, "Other forms of mitigation are currently being considered...." that include landscape screening of the road to preserve the landscape settings of historic buildings without acknowledging that such mitigation will have an archaeological impact.
75. Overall, more emphasis has been given to indicating what could be done to protect the built heritage and historic landscape setting rather than to setting out the positive measures that can be designed to ensure that the extensive, non-designated archaeological settlement and funerary remains that will be negatively impacted by the scheme will be suitably preserved for posterity in a coherent, imaginative archaeological mitigation design and legacy programme.
76. The summary headlines given in the table on page 22 wholly ignores the impact in the scheme on the known extensive archaeological resource in the Construction column and it is too soon to properly predict what may follow from the evaluation and excavation to determine whether or not management of an archaeological resource might be required in the future. We object to the highlighted statement below.

77. The Cultural Heritage section (Chapter 6) of the PEIR outlines work done and currently being undertaken to acquire a baseline of known historic environment evidence, including archaeological and built environment assets mostly non-designated, historic landscapes and Conservation Areas, and some registered Parks and Gardens and Listed Buildings. Twelve scheduled monuments are also described.
78. A large part of the cultural heritage resource include non-designated remains and the severity of the construction impacts have been ranked according to the strictures of the Design Manual for Roads and Bridges. No mitigation design is yet available – it is too soon for this to be formulated.
79. Paragraph 6.4.27 describes operational effects on the recorded or unrecorded archaeological resource as not being envisaged. It is an unqualified statement that could have been improved by saying why this might be the case, for example:
- because large landscape scale excavations will be needed to mitigate construction impacts, or
 - to refer to this aspect covered in 6.5.3, under Standard Mitigation Measures.
80. Currently lacking is a high level commitment to a public engagement strategy for archaeology during the course of construction and what plans might be in formulation to display the archaeological evidence and curate a publically accessible archaeological archive.
81. County Council officers have been working in partnership with colleagues from Central Bedfordshire and Bedford Borough Council Historic Environment Teams and constructively with AECOM and Highways England to consider how best to design and conduct an archaeological mitigation strategy for this scheme that provides value for money, is fit for purpose and is innovative and engaging for local residents who will be affected during the development of the scheme.
82. This work is ongoing, but is not well reflected by the PEIR.

Listed building and monuments

83. *Commentary to be added from districts.*

Mitigation and Legacy

84. The Authorities would welcome the establishment of a Legacy Fund by Highways England to allow issues that emerge after the DCO process to be addressed by Highways England in discussion with the Authorities and local communities impacted by the scheme and the construction activities.

Ongoing work with Highways England through the scheme development and delivery programme

85. The Authorities look forward to working with Highways England to answer the questions raised above and ensure that the applications for a Development Consent Order addresses local concerns and can be supported by the Authorities in detail as well as in principle.

86. We very much welcome the commitment by Highways England to enter into a Planning Performance Agreement with Cambridgeshire County Council, and wish to see the same commitment to a PPA between Highways England and Huntingdonshire and South Cambridgeshire District Councils.



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 3.5
31 JULY 2019	PUBLIC REPORT

ST NEOTS MASTERPLAN: PHASE 1 DELIVERY

1.0 PURPOSE

- 1.1. The Combined Authority is committed to the future prosperity and success of every market town in the county and is investing in making this a reality through the masterplan programme. This programme was piloted in St Neots as part of the Mayor's 100 Day Plan and the St Neots Masterplan for Growth was subsequently approved by the Combined Authority Board in October 2017.
- 1.2. In June 2018, the Combined Authority Board also approved the Strategic Business Case and associated £4.1m of direct investment into St Neots to support Phase 1 delivery of the St Neots Masterplan for Growth. This investment comes alongside £1.7m of partner investment, making a total investment of £5.8m in the future success of St Neots, this is made up of:
- (a) £3.1m contribution from the CA to the £4.6m scheme to provide a new foot and cycle bridge in St Neots town centre, alongside improvements to the riverside area which the new bridge will link to the market square;
 - (b) £259k contribution from the CA to the £310k project to create an enhanced events programme that will be the springboard to creating a Business Improvement District for St Neots, which in turn will place future town events on a sustainable financial footing;
 - (c) £30k to work with Connecting Cambridgeshire to establish St Neots as the first Smart Town in the country, and understand what further investment is necessary;
 - (d) £175k to undertake a comprehensive transport study to solve the issue of traffic flow in St Neots town centre, in alignment with upcoming major schemes like the CaMkOx corridor and the Metro;
 - (e) £40k, alongside c£10k from the Town Council to improve street furniture in St Neots town centre so that makes it more attractive and easier for people to travel to the centre;

- (f) £12k to undertake a business demand survey to understand in more granular detail the future growth needs of St Neots businesses, to be able to respond to these in the next phase; and
 - (g) £471k towards the programme management of the ongoing delivery of the St Neots Masterplan as well as the other Masterplans that will be coming onboard within the District from this year onwards.
- 1.3. £3.95m has been allocated in the current Medium-Term Financial Plan (MTFP) capital programme for the Masterplan implementation, the majority of which is for the new bridge and river frontage pathway improvements. Completion of the new bridge and pathways is expected by late Spring 2021.
- 1.4. However, specific budget allocations have not been made within the MTFP for the revenue costs approved by the Combined Authority in June 2018.
- 1.5. This report seeks Board approval to allocate £403k of revenue from Non-Transport Feasibility Programme line to deliver the Combined Authority funding commitments.

<u>DECISION REQUIRED</u>	
Lead Member:	James Palmer, Mayor
Lead Officer:	John T Hill, Director for Business & Skills
Forward Plan Ref: 2019/059	Key Decision: Yes
<p>The Combined Authority Board is recommended to:</p> <p>(a) Approve the allocation of £403k from the non-transport feasibility budget within the Medium-Term Financial Plan to meet programme commitments as part of the £4.1m package of Combined Authority funding approved by the Board in June 2018 to deliver the first phase of the St Neots Masterplan for Growth.</p> <p>(b) Approve the reprofiling the capital expenditure in the Medium Term Financial Plan (MTFP) to match the updated forecast from the delivery partner.</p>	<p>Voting arrangements</p> <p>Simple majority of all Members</p>

2.0 BACKGROUND

- 2.1. The Combined Authority is committed to supporting market towns as economic and social hubs. It has launched the Masterplan for Growth programme to achieve this in a connected way under the emerging Local Industrial Strategy. In this way the identity and role of each town will be brought to prominence, and enable each town to grow their economies and contribute to the overall doubling of our GVA over the next 25 years.
- 2.2. This focus on market towns has been heralded by Government, by the Cambridgeshire and Peterborough Independent Economic Commission, and by other partners as a bold and progressive step towards inclusive growth.
- 2.3. The St Neots Masterplan for Growth is expected to accelerate and manage the delivery of £185m of extra economic output by 2036.
- 2.4. St Neots is the first market town backed by the Combined Authority with the publication of the St Neots Masterplan for Growth in October 2017.
- 2.5. The full St Neots Masterplan for Growth can be found at;
<http://www.cambridgeshirepeterborough-ca.gov.uk/assets/Combined-Authority/St-Neots-Masterplan-Phase-1.pdf>.

A Vibrant Town Centre as a Bedrock of Future Growth

- 2.6. Phase 1 takes as the starting point of the Masterplan a programme to revitalise St Neots town centre, boosting business activity in the centre as well as the overall attractiveness of the centre as a destination.
- 2.7. This approach is significant in two ways beyond the direct economic gain of a more active town centre. Firstly, it provides the residents of St Neots with the town centre offering which they deserve – so that they are more inclined to stay in St Neots. Secondly, it is a crucial factor in attracting businesses to locate and grow in St Neots.

Phase 2 of the St Neots Masterplan

- 2.8. Alongside the development of this first phase of activity, the Masterplan Steering Group has also begun development of the activity that will form Phase 2 of the Masterplan delivery.
- 2.9. This second phase of the Masterplan will also bring forward ambitious programmes in:
 - (a) **Skills and Employment** – a skills strategy for St Neots that brings the St Neots Manufacturing Club, Kier Group, and other major stakeholders together to put in place short / medium / long-term interventions so that skills provision in and around St Neots is matched to the current and future needs of the key sectors identified in the Masterplan; and

- (b) **Accelerating the delivery of commercial space in line with the industrial needs set out in the St Neots Masterplan** – beginning already with the commitment from Urban&Civic to accelerate the delivery of incubator space on Wintringham Park, this programme will take a strategic view of commercial space across the whole of St Neots. This will draw upon the in-depth market research undertaken through Phase 1 investment.

Project Funding Breakdown

2.10. The table below shows the various workstreams that make up the overall Masterplan implementation and the CPCA funded element for each, they have been separated based on whether the cost is capital or revenue:

Table 1: Updated financial expenditure profile (CPCA funding)

Workstream	Workstream expenditure budget (£000)				Workstream lead
	19/20	20/21	21/22	Total	
New Bridge, Riverfront and Pathways	600	2,500		3,100	Cambridgeshire County Council
Traffic Management Study	175			175	Cambridgeshire County Council
Street Furniture	40			40	St Neots Town Council
Programme Management of Capital workstreams	112	126	127	365	N/A
Capital Sub-total	927	2,626	127	3,680	
Smart St Neots	30			30	Connecting Cambridgeshire
Enhanced Marketing (BID)	98	129	45	272	Huntingdonshire District Council
Business Survey	12			12	St Neots Town Council
Programme Management of Revenue workstreams	31	38	37	106	N/A
Revenue Sub-total	171	167	82	420	
Total CPCA funded expenditure	1,098	2,793	209	4,100	

3.0 FINANCIAL IMPLICATIONS

- 3.1. This report is seeking Board approval to reprofile our current capital allocation for St Neots and allocate £403k (revenue) across three financial years from Non-Transport Feasibility Programme to deliver the Combined Authority's funding commitments as part of the programme approved by the Board in June 2018.

The tables below summarise the funding requirements of the project and the impacts on the MTFP that are being recommended.

Table 2: Reprofile of St Neots Masterplan capital MTFP budget allocation

	19/20	20/21	21/22	Total
Total capital requirement	927	2,626	127	3,680
Current MTFP allocation	3,000	950	0	3,950
Re-profile	-2,073	1,676	127	-270

Table 3: Call on non-transport revenue feasibility funding

	19/20	20/21	21/22	Total
Revenue funding requirement	171	167	82	420
Current MTFP allocation	19	0	0	19
New budget request	153	167	83	403

- 3.2. The new budget request is within the available non-transport feasibility budget within the MTFP, agreeing to this allocation would result in the following balances over the next three years:

	19/20	20/21	21/22
Current non-transport feasibility funding	765	1,000	1,000
Allocation being sought	153	167	83
Remaining balance on non-transport feasibility if approved	607	833	917

4.0 LEGAL IMPLICATIONS

- 4.1 There are no direct legal implications.

5.0 SIGNIFICANT IMPLICATIONS

- 5.1. There are no significant implications.

6.0 APPENDICES

- 6.1. None.

<u>Source Documents</u>	<u>Location</u>
Combined Authority Board October 2017	https://cambridgeshirepeterboroughcagov.cmis.uk.co.uk/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/903/Committee/63/Default.aspx



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 3.6
31st July 2019	PUBLIC REPORT

VISION FOR NATURE

1.0 PURPOSE

- 1.1. The CPCA's ambition is to deliver a leading place in the world to live, learn and work. The natural environment has a fundamental role to play in that ambition. Natural Cambridgeshire, working with the CPCA, has developed a Vision for Nature, and this paper recommends endorsing it.

<u>DECISION REQUIRED</u>	
Lead Member:	Councillor Chris Boden, Portfolio Holder for Spatial Planning
Lead Officer:	Paul Raynes, Director of Delivery and Strategy
Forward Plan Ref: n/a	Key Decision: No
The Combined Authority Board is recommended to: (a) Endorse the Vision for Nature.	Voting arrangements Simple majority of all Members

2.0 BACKGROUND

The Local Nature Partnership

- 2.1. An independent voice for the natural environment in Cambridgeshire & Peterborough is provided by Natural Cambridgeshire (the Local Nature

Partnership)¹. This partnership has senior representatives of landowners, nature conservation and environmental organisations, access interests, community, social and health partners, economic and business interests, local authorities and research organisations. It undertakes a range of activity, including producing a 'Developing with Nature' toolkit to help developers and infrastructure providers in achieving biodiversity gains.

- 2.2. Natural Cambridgeshire has proposed a Vision for Nature (attached as Appendix 1). This emphasises the need to consider nature as a fundamental part of decision-making, and to recognise its different aspects. The Vision aims to "put nature at the heart of the growth agenda" and sets out the need for environmental net gain.
- 2.3. Cambridgeshire and Peterborough has one of the lowest proportions of rich wildlife or natural areas. Only 3% of the area is defined as natural, compared to 35% of the UK. The big difference is the use of land for farming; with 57% of the UK land surface given over to agriculture, compared to 88% for the CPCA area.

Links to CPCA strategy and natural capital

- 2.4. The ambition of the CPCA is to make the area a leading place in the world, which includes nature in all its aspects. Endorsing a clear vision on nature will complement existing aims to double the economy, meet housing needs and enable a sustainable transport system. The Vision can inform the emerging Non-statutory Strategic Spatial Framework.
- 2.5. The Cambridgeshire & Peterborough Independent Economic Review said there was a need to be clear about the social and economic value nature brings, for example the importance of insects to farmers as pollinators, wetlands providing flood defences or water filtration, or green spaces contributing to healthy living. The government is promoting this 'natural capital' approach and from 2020 the Office of National Statistics will be reporting on the UK's natural asset balance sheet alongside traditional measures of economic activity. The CPCA's emerging Local Industrial Strategy acknowledges the importance of the environment to business prosperity, and the role businesses can play both in enhancing it and as a source of new economic activity.

Targets

- 2.6. Nationally, the government has set out in its Environment Plan (2018) proposals for improving the environment within a generation. It wants to increase rich wildlife areas by 50% over the next 25 years. Government also wants national woodland cover to increase to 12% by 2060, and at least three-quarters of protected sites to be in a favourable condition. Government has said it will also mandate via the planning system that all new developments must deliver a net gain in biodiversity (rather than just mitigate impact).

¹ <https://naturalcambridgeshire.org.uk/terms/>

- 2.7. The recent national review of wildlife sites by Professor Sir John Lawton called for "more, bigger, better and joined" natural environments. However, it acknowledged that recreating large expanses of continuous natural habitat is not a feasible option in many places, though it recommended that attempts to establish significantly 'bigger and better' areas should be made.
- 2.8. The overarching target proposed by Natural Cambridgeshire is to "double the area of rich wildlife habitats and natural green-space", which is more ambitious than the government's target. As a vision for nature, rather than the environment, it does not seek to address every environmental issue (for example waste management or hazards).
- 2.9. The target of doubling rich wildlife habitats would require about 16,200ha to be restored/created (including freshwater areas). This compares to the overall area of the CPCA of 339,000ha. Improvements are proposed for both urban and rural areas.
- 2.10. The Local Nature Partnership regard this as an achievable but stretching target, compared to the government's ambition for a 50% increase as an average across the UK and the low proportion at present. Given the low baseline, they regard this as a minimum that should not prevent the area from striving for more.

Implications

- 2.11. Given the importance of the agricultural sector, the CPCA has a clear interest in the extent to which vision might affect the use of agricultural land. EU funding currently supports the conversion or management of agricultural land for nature (under the Environmental Stewardship scheme). The government has committed that post-Brexit it will maintain support for the agricultural sector, with a shift from CAP payments based on area farmed to funding for 'public goods' like access or boosting wildlife.
- 2.12. If the gains were to come solely from the conversion of farmland then the 16,200ha would amount to a 5% reduction in the 296,800ha of land currently farmed – or changes in the way they are farmed. However, there are many ways in which rich wildlife areas can be restored or created, and that does not have to involve land currently being farmed. For example, old mineral workings or through management of existing green space. Restoration projects can also offer opportunities for farmers and agricultural businesses to develop new sources of income.

Great Fen project example

The Great Fen project is located between Peterborough and Huntingdon. By providing natural plant cover and re-wetting the peat the Great Fen project will stop peat loss in its area, delivering substantial wildlife benefits. Draining causes the peat to emit CO₂ and erode away - at a rate of about 2cm each year in the Fens. Farming will still be taking place on the Great Fen but in a different way. The Great Fen will become a low-intensity food producer - with grazing cattle and sheep. It will also be providing other products, such as high-quality hay for

livestock feed from the grassland. In the future, the Great Fen could grow a local source of willow, and reed for thatching houses and for biofuels. To date, about 1900ha has been acquired by the project.

- 2.13. The stated targets for the expansion of RSPB's Ouse Fen, the National Trust's Wicken Fen Vision, and the Wildlife Trust partnership's Great Fen could by themselves deliver about a quarter (4100ha) of the doubling target by 2050.
- 2.14. Public bodies have a statutory duty to conserve biodiversity. The Environment Agency and the Internal Drainage Boards for example are furthering conservation of the linear landscape of the waterways, particularly in the Fens, by influencing how they are managed and the adoption of local Biodiversity Action Plan targets.
- 2.15. The Lawton Review also proposed that ecological connections such as buffer zones, wildlife corridors and smaller but still wildlife-rich 'stepping stones' were established. The review noted that these connections did not have to be continuous, physical connections - a mosaic of mixed land use, for example, may be sufficient.
- 2.16. Delivering the 100,000 homes, jobs and infrastructure in Local Plans comes with a requirement to incorporate high quality green and blue infrastructure. These infrastructure elements of major housing, economic and transport developments can have a significant role to play in providing those natural stepping stones and corridors, particularly so for any new garden villages and strategic sites as these are likely to be under the new higher requirements for net gain. As the new requirements for net biodiversity gain become clear, the NSSF can have a role to play in discussions on any strategic scale green or blue infrastructure opportunities.
- 2.17. In its role as a funder of infrastructure or as a developer of schemes, the CPCA can ensure that its own activity is supportive of the target. Constituent organisations of the Board also have role to play in management of their assets, such as public green spaces (e.g. parks and playing fields) or managed road verges and hedges - as well as encouraging residents and businesses to incorporate measures into the built environment (e.g. green roofs, swift bricks, bat boxes etc).
- 2.18. The CPCA and partners are enabling sustainable growth (achieving social, economic and environmental outcomes). In some cases there will be impacts on nature. Considering those impacts and potential mitigation is for the existing consenting regimes, which contain substantial protection for nature and rich wildlife areas. For example, Local Plans set out policies on nature that need to be considered in the granting of planning permission for most built development. The role of the Vision is not therefore to duplicate or introduce additional thresholds, but rather set supportive objectives for growth.
- 2.19. CPCA is engaging with the pilot work on mapping Natural Capital with the potential for the emergence of natural capital investment products.

3.0 FINANCIAL IMPLICATIONS

- 3.1. As an enabler/provider of transport infrastructure and housing the CPCA will be expected to demonstrate that it is contributing to the target where appropriate. Costs might be incurred on CPCA funded schemes to meet the doubling nature aims (for example a larger amount of land-take for compensatory improvements). However, this cost risk should be factored into business cases as the planning system already requires mitigation of environmental impacts.

4.0 LEGAL IMPLICATIONS

- 4.1. The Combined Authority, as a public authority for the purposes of the Natural Environment and Rural Communities Act 2006, has a statutory duty under section 40 of that Act to have regard, in the exercising of its functions so far as is consistent with the proper exercise of those functions, to the purpose of conserving biodiversity. For the purposes of the Act conserving biodiversity includes, in relation to a living organism or type of habitat, restoring or enhancing a population or habitat.

5.0 SIGNIFICANT IMPLICATIONS

- 5.1. The Vision for Nature is not just concerned with increasing rich wildlife areas, but also with promoting better access to natural areas. This is a positive benefit to those localities and residents that currently have limited access.

6.0 APPENDICES

- 6.1. Appendix 1 – A Vision for Nature

<u>Source Documents</u>	<u>Location</u>
Making space for nature, 2010	https://webarchive.nationalarchives.gov.uk/20130402170324/http://archive.defra.gov.uk/environment/biodiversity/documents/201009space-for-nature.pdf

Doubling Nature

A Vision for the Natural Future of Cambridgeshire & Peterborough in 2050

Our Vision is that by doubling the area of rich wildlife habitats and natural green-space, Cambridgeshire and Peterborough will become a world-class environment where nature and people thrive, and businesses prosper.

Cambridgeshire and Peterborough has some very attractive landscapes and many special areas designated for their rich wildlife. However, these need enhancing and augmenting in order to support public health and the economic success arising from of the area's growth.

We need to do this because this area faces the significant challenges of being in the driest part of the country with limited water resources, and of securing a sustainable future for our Fens environment with its peat soils. Soil degradation, habitat fragmentation, low tree and grassland cover*, climate change, increasing flood risk, low proportions of land under management for nature and significant increases in visitor footfall all put our natural and historic environment at risk. As part of the Government's plans for the Oxford-Milton Keynes-Cambridge (OxCam) Growth Arc, accelerated development will deliver one million homes by 2050 and, within Cambridgeshire, double GVA. This planned growth is in addition to high levels of economic growth, inward migration and infrastructure and housing development that are already underway in Cambridgeshire and Peterborough.

Therefore, putting Nature at the heart of Cambridgeshire & Peterborough's ambitious growth agenda at the outset is essential and fundamental to both the success of the local economy and to the quality of life and well-being. An ambitious vision for a high-quality natural environment is essential for contributing to the standard of life that will attract and retain the skilled workers required for growth over the next 30 years. The Natural Capital Committee¹ has made clear recommendations on the need to protect, enhance and invest in the natural environment while Defra's 25-year Environment Plan² sets out bold ambitions for nature recovery and net biodiversity and environmental gain through development.

By building environmental net gain into growth we can maintain and enhance biodiversity and secure better:-

- Access to green-space for communities
- Quality of life and public health
- Air quality
- Integrated water management considering water resources, water quality and resilience to flooding and climate change
- Carbon sequestration
- Long term financial gains
- Ownership of the vision and growth agenda by local communities through an enhanced 'sense of place'

One of the fastest growing economies in the UK will need to be matched by one of the fastest nature recovery programmes. To achieve this step-change we will **double the area of rich wildlife habitats and green-space from 8.5% to 17%**

¹ <https://www.gov.uk/government/groups/natural-capital-committee>

² <https://www.gov.uk/government/publications/25-year-environment-plan>

* A 2019 mapping exercise reveals just 4.8% woodland and 4% grassland cover for Cambridgeshire and Peterborough – 77k ha of grasslands have been lost since the 1930s, an 80% decline.

Achieving this vision will require focusing efforts to enhance existing, and create new, large areas of rich wildlife habitat and more accessible green space through development, and ensure these are better connected, by:-

- Ensuring new housing and work place developments incorporate high quality green and blue infrastructure providing multiple benefits for people and the environment.
- Encouraging at least 25% of existing property owners to incorporate wildlife friendly features in their gardens, buildings and land.
- Securing access to high quality natural green spaces within 300m of everyone's home.
- Enlarging two areas of existing natural fen (Great Fen & Wicken Fen Vision), as the core of a UNESCO Biosphere together with the Nene and Ouse Washes.
- Increasing tree cover and the network of woodlands, hedgerows, within and around our towns and cities, and on the clay lands of South Cambridgeshire, Huntingdonshire and west of Peterborough.
- Expanding the flower-rich grasslands on the limestone plateau west of Peterborough, and on the chalk downs at the southern fringes of Cambridge.
- Enhancing and extending the meadows of the Nene, Ouse and Cam river valleys.
- Extending wetlands either side of the Ouse and Nene Washes.
- Creating natural habitats by restoring mineral workings, including the gravel workings in the Fens.
- Ensuring that at least 90% of our richest wildlife areas are in good ecological condition.

Delivering the objectives to extend and enhance natural areas requires:-

- Establishment of landscape-scale nature recovery through better connected habitats by improving natural corridors, including increasing ecological potential along our major waterways and extensive fenland drainage channels.
- Holistic management of water courses and wetlands, reducing flood risk by reconnecting rivers with their floodplains, creating new wetlands, water storage and filtration options, and increasing groundwater protection to recover our natural, chalk springs.
- An increased proportion of productive farmland benefiting the environment through agri-environmental schemes and innovative ways of sustainable land management.
- Strategic scale development contributing to strategic scale nature gains, both on-site and off-site, and that all new developments achieve net gains for nature.
- Local businesses to sign up to the Natural Capital Coalition's Protocol³ and use the Natural Capital Accounting Framework⁴ to measure, value and understand their dependencies on the natural environment.
- Greater community engagement and continued partnership working to ensuring that plans and actions are informed by the best available knowledge.
- A Cambridgeshire-wide Local Nature Capital Investment Plan (LNCIP) prepared to inform strategic and economic decision making, in order to maximise opportunities for enhancing the area's natural environment.

³ <https://naturalcapitalcoalition.org/protocol/protocol-application-program/>

⁴ https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/516968/ncc-research-cnca-final-report.pdf



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 4.1
31 JULY 2019	PUBLIC REPORT

FOR APPROVAL AS ACCOUNTABLE BODY:

- i. **GROWTH DEAL PROJECT PROPOSALS JULY 2019: LOCAL
GROWTH FUND PROGRAMME UPDATE**

1.0 PURPOSE

- 1.1. To consider and approve the following Business Board recommendations in the Combined Authority's role as Accountable Body. A copy of the full report and appendices considered by the Business Board on 22 July 2019 is available to view at:

<https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/872/Committee/69/SelectedTab/Documents/Default.aspx>

<u>DECISIONS REQUIRED</u>	
Lead Member:	Chair of Business Board Portfolio Holder for Economic Growth
Lead Officer:	John T Hill, Director of Business and Skills
Forward Plan Ref: 2019/038	Key Decision: Yes
<p>The Combined Authority Board is recommended to approve the following recommendations in its capacity as the Accountable Body for the Business Board:</p> <p>LOCAL GROWTH FUND PROGRAMME UPDATE</p> <p>a) Approve the submission of the Growth Deal monitoring report to Government to end Q1 2019/20.</p>	<p>Voting arrangements</p> <p>Simple majority of all members</p>

<p>b) Approve the proposed creation of a Capital Growth Grant scheme for small businesses using Local Growth Fund (LGF) and approve a £3m pilot programme and for Officers to run a procurement for a provider to deliver the pilot programme.</p>	
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2.0 BACKGROUND

- 2.1. The Growth Deal funds must be spent as capital by 31 March 2021 but programme outcomes can be delivered beyond 2021.
- 2.2. In addition to Growth Deal, the Growing Places Funds must be spent as capital but do not have a deadline for being spent

3.0 GROWTH DEAL PROGRAMME POSITION

- 3.1. At 30 June 2019, CPCA's Growth Deal programme has nine projects in delivery in 2019/20. Their contracted forecast spend total is £97.7 million.
- 3.2. The previously approved and allocated A428 road improvements project will now not be going ahead so the £9m allocated in the forecast for this project has been removed from forecast spend figures above and been added to the funds available in the current call.
- 3.3. The accumulative programme expenditure to the 30th June 2019 including completed projects is £85.3 million.

4.0 GROWTH DEAL MONITORING RETURN Q1 2019/20

- 4.1. The Business Board is required to submit formal monitoring returns to Government regarding Growth Deal performance and forecasts on a quarterly basis. The return for Q1 2019/20 will be submitted by the 23rd August 2019.
- 4.2. The **Appendix A** Table imbedded below shows the Financial Progress extracted from the programme dashboard which shows an accumulative total spend of £85.3 million as at the end of June 2019.



Appendix A Q1 1920
Dashboard.pdf

- 4.3. Projects shown in Amber are delayed in delivery but are planned to complete by the LGF scheme end date. The project shown in Red is subject to further investigation to determine if it can still proceed to completion within the LGF spend deadline.

- 4.4. A summary of the Q1 2019/20 return as shown in **Appendix A** to this paper. The full return will be approved by the S151 Officer and the Board is asked to agree that it can be submitted to the Local Growth Fund monitoring team within the Ministry of Housing, Communities and Local Government.
- 4.5. **Appendix B** imbedded shows Growth Deal and Growing Places Fund Programme Position to 30 June 2019 in more detail.



Appendix B Q1
Summary Draft.pdf

5.0 PROPOSED NEW CAPITAL GROWTH GRANTS FOR SMALL BUSINESSES

- 5.1. On 22 July 2019 the Business Board agreed to recommend that the Combined Authority Board approve plans for allocating £3m for a pilot capital growth grant, with potentially more funding to follow this pilot up to a potential total of £15m of the LGF.
- 5.2. This proposed programme supporting smaller firms will effectively expand and replace the existing Small Grant scheme managed within the CPCA Growth Hub.
- 5.3. The parameters of this pilot for the new capital growth grant are proposed at a £10k to £100k range as a 50% grant intervention. CPCA Officers are planning the design and delivery of the scheme.
- 5.4. The level of potential funding has been proposed at £15m and this needs to be carefully mapped to understand the practicalities of managing assessment and award of anywhere between 150 and 1500 grants. Whilst this pilot for £3m will use LGF, the potential follow-on £12m will use a combination of LGF and Growing Places funding to allow this grant scheme to run alongside the separately proposed Growth Coaching and Inward Investment services due to run for three years from April 2020. It is expected that the provision of capital growth grants to firms engaged in growth coaching and as potential inward investors to Cambridgeshire & Peterborough, will create synergies between all three programmes that increase impacts.
- 5.5. The Officer resources to run this programme in house are not in place and for that reason to expedite starting this programme immediately, external programme support is required. To address this the Business Board recommends that the Combined Authority Board approve proposals for Officers to run a procurement process to appoint a best value provider to manage / administer this high volume/low value grant scheme.

6.0 EXISTING SMALL GRANT SCHEME UPDATE

- 6.1 Following approval at the November Combined Authority Board meeting, a sum of £300,000 was awarded to this Scheme to run until 31st March 2021.
- 6.2 Since then eight applications to this scheme have been approved under delegated authority totalling £66,099, generating match funding of £366,400 and creating 13 new jobs.
- 6.3 This existing Small Grant Scheme will be ended and merged into the new Capital Growth Grant pilot if it is approved and a contractor procured to deliver it.

7.0 APPENDICES

- 7.1. Appendix A: Report to the Business Board 22 July 2019: Local Growth Fund Programme Update
- 7.2. Appendix B: Local Growth Fund Programme summary Q1

<u>Source Documents</u>	<u>Location</u>
Combined Authority reports 28 November 2018	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/915/Committee/63/Default.aspx
Business Board reports 22 July 2019	https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/872/Committee/69/SelectedTab/Documents/Default.aspx


LEP Name

Greater Cambridge and Peterborough LEP


Q1_1920

This Quarter:

Deliverables Progress




Housing	This Quarter	15-17	Financial Year						Total
Houses Completed	0	200	17-18	18-19	19-20	20-21	21-22		200
Forecast for year	2,948	200	0	628	2,948	5,560	7,309		16,645
Progress towards forecast	0%		-	0%	0%	0%	-	-	1%




Jobs									
Jobs Created	5	61	720	43	5	0	-	-	829
Apprenticeships Created*	0	0	0	0	0	0	-	-	0
Jobs including Apprenticeships	5	61	720	43	5	0			829
Forecast for year	26	51	23	623	26	327	9,273		10,323
Progress towards forecast	19%		3130%	7%	19%	0%	0%	-	8%

* Apprenticeships included within jobs totals prior to 2017



Skills									
Area of new or improved floorspace (m2)	0	440	2,337	432	0	0	-	-	3,209
Forecast for year	0	440	2,142	0	0	0	0		2,582
Progress towards forecast	-		109%	-	-	-	-	-	124%



Transport									
Number of New Learners Assisted	0	0	599	0	0	0	-	-	599
Forecast for year	104	0	674	56	104	192	613		1,639
Progress towards forecast	0%		89%	0%	0%	0%	-	-	37%

Transport									
Length of Road Resurfaced	0.0	0.0	6.0	0.0	0.0	0.0	-	-	6.0
Length of Newly Built Road	0.0	0.0	1.0	0.0	0.0	0.0	-	-	1.0
Length New Cycle Ways	0.0	0.0	2.5	0.0	0.0	0.0	-	-	2.5

Project RAG Ratings					
Project Name	Previous Quarter	This Quarter	Project Name	Previous Quarter	This Quarter
	Q4_1819	Q1_1920		Q4_1819	Q1_1920
Whittlesey Access Phase 1 King's Dyke Crossing	A	R	-	-	-
Ely Southern Bypass	G	G	-	-	-
Bourges Boulevard Phase 1	G	G	-	-	-
Bourges Boulevard Phase 2	G	G	-	-	-
A47/A15 Junction 20	G	G	-	-	-
Wisbech Access Strategy	A	A	-	-	-
TWI (The Welding Institute) Expansion	G	G	-	-	-
Technical and Vocational Centre, Alconbury Weald	G	G	-	-	-
Agri-Tech Growth Initiative	G	G	-	-	-
Cambridge Biomedical Innovation Centre	G	G	-	-	-
Haverhill Innovation Centre	G	G	-	-	-
Peterborough Regional College Food Mfg Centre	G	G	-	-	-
Highways Academy	G	G	-	-	-
CITB Construction Academy	G	G	-	-	-
EZ Plant Centre Alconbury	G	G	-	-	-
Signpost 2 Grant	G	G	-	-	-
Medtech Accelerator	G	G	-	-	-
Lancaster Way Phase 1 Loan	G	G	-	-	-
Lancaster Way Phase 2 Loan	G	G	-	-	-
Lancaster Way Phase 2 Grant	G	G	-	-	-
Manea and Whittelsea Stations	G	G	-	-	-
M11 J8	G	G	-	-	-
Terraview Loan	N/A	G	-	-	-
-	-	-	-	-	-
-	-	-	-	-	-
-	-	-	-	-	-
-	-	-	-	-	-
-	-	-	-	-	-
-	-	-	-	-	-

Deal Dashboard

Area lead comments

G

LGF Award	2015-16	2016-17	17-18	18-19	19-20	20-21	Total
	£21,100,000	£33,625,463	£23,664,705	£16,705,458	£15,875,346	£35,737,637	£146,708,609

LGF Outturn	This Quarter		15-17	Financial Year				Total
				17-18	18-19	19-20	20-21	
Actual	£ 464,756		£ 27,983,285	£ 37,765,397	£ 13,323,677	£ 464,756	£ -	£ 79,537,115
Forecast for year	£ 10,061,827		£ 27,983,285	£ 37,144,873	£ 15,458,426	£ 10,061,827	£ 8,753,469	£ 99,401,880
Progress towards forecast	5%			102%	86%	5%	0%	80%

LGF Expenditure								
Actual	£ 799,047		£ 38,355,545	£ 33,196,155	£ 7,634,855	£ 799,047	£ -	£ 79,985,602
Forecast for year	£ 8,208,542		£ 35,239,639	£ 3,606,890	£ 10,256,072	£ 8,208,542	£ 5,850,000	£ 63,161,143
Progress towards forecast	10%			920%	74%	10%	0%	127%

Non-LGF Expenditure								
Actual	£ 296,469		£ 10,359,819	£ 12,584,247	£ 4,613,785	£ 296,469	£ -	£ 27,854,320
Forecast for year	£ 14,200,417		£ 10,359,819	£ 496,000	£ 19,751,184	£ 14,200,417	£ 2,156,646	£ 46,964,066
Progress towards forecast	2%			2537%	23%	2%	0%	59%

Total LGF + non-LGF Expenditure								
Actual	£ 1,095,517		£ 48,715,364	£ 45,780,402	£ 12,248,640	£ 1,095,517	£ -	£ 107,839,923
Forecast for year	£ 22,408,959		£ 45,599,458	£ 4,102,890	£ 22,408,959	£ 22,408,959	£ 8,006,646	£ 102,526,912
Progress towards forecast	5%			+1116%	+55%	+5%	+0%	105%

Contractual Commitments (manual entry)								
			15-17	17-18	18-19	19-20	20-21	Total
Forecast			£ 24,283,295	£ 35,192,590	£ 15,905,430	£ 8,208,542	£ 5,850,000	£ 89,439,857
Actual			£ 24,283,295	£ 35,192,590	£ 7,634,855	£ 799,047	£ -	£ 67,909,787
Variance			+0%	+0%	-52%	-90%	-100%	-24%

Commentary

Q1 19/20 Return One new project has received funding, Teraview, included in this return for the first time. Kings Dyke has been reduced to Red RAG status due to delays and project overspend placing this project at high risk. Alternatives are being investigated. Wisbech Access Strategy remains Amber whilst alternatives are investigated. The next LGF call will be launched in July 2019 with a new prospectus to align with the Local Industrial Strategy being published at the same time.

Q4 18/19 Return; New projects approved by the Business Board during the previous quarter have yet to have agreements in place, hence they are not shown on this return. Havehill Innovation Centre has been re-submitted for Business Board consideration. M11 Jnct 8 has been approved by the Business Board subject to legal agreement with Essex CC. The Business Board continues to process new applications for Growth Funds. Whittlesey Access Phase 1 has been delayed as has Wisbech Access Strategy; Ely Southern Bypass has completed.

Q3 18/19 The Business Board met in November 2018 and commenced approving growth deal applications following the October launch of the Growth Deal calls for Expressions of Interest.

23 EOI's were considered and 6 were requested to submit full business cases for the next January BB meeting.

Two small grants, the Junction 8 of the M11 funding and an extension granted for Lancaster Way Phase 2 were approved at the November BB meeting.

A new CPCA wide monthly project monitoring system was adopted in October enabling project managers to report monthly progress on projects.

Project Details													Financials												
Identifying Information					Project Theme(s)		Originality	Project Dates				Impact and Evaluation	Budget			Leverage							In-kind	Return	Financials to Date
Project Number	Project Name	Project Description (100 words max)	LEP Name	Postcode	Project Theme	Secondary Theme	Project Type	Project Status	Date Work Started	Date Work Completed	Date of latest contract variation	Evaluation Method	Total Budget	Of which LGF	%	Of which Public Sector	%	Of which Private Sector	%	Of which Third Sector	%	In-kind resources	Financial return	LGF Outturn	
ID	Name	Desc	LEP	PCD	Theme1	Theme2	Type	Status	StartDate	EndDate	ContractVarDate	EvalMethod	TotalBudget	LGFBudget	LGFBudgetPct	PublicLeverage	PublicLeveragePct	PrivateLeverage	PrivateLeveragePct	ThirdLeverage	ThirdLeveragePct	InKindResource	FinancialReturn	Outturn	
LGFGCP01	Whittlesey Access Phase 1 King's Dyke Crossing	Creation of a new vehicular bridge over the A605 between Whittlesey and Peterborough, to improve travel time by closing the current inefficient level crossing and creating an alternate route. Will create growth opportunities resulting in jobs and homes.	Greater Cambridge and Peterborough LEP	PE7 1UF	Transport		Original	Ongoing	01/07/2016	31/03/2019	29/03/2018		£29,981,478.00	£8,000,000.00	27%	£21,981,478.00	73%	£0.00	0%	£0.00	0%			£ 7,224,270	
LGFGCP02	Ely Southern Bypass	Creation of a bypass around Ely to reduce congestion at the train station level crossing and provide a new link between Stutney Causeway and Angel Drove to the south of the city. This will prevent large queues which currently form when traffic on the slip-road blocks access to the underpass. This new bypass will also enable redevelopment and growth of the Station Gateway area. Outputs will include significant homes and jobs numbers.	Greater Cambridge and Peterborough LEP	CB6 3HL	Transport		Original	Physical Completion	01/10/2016	01/06/2018			£36,000,000.00	£6,000,000.00	17%	£30,000,000.00	83%	£0.00	0%	£0.00	0%			£ 22,000,000	
LGFGCP03	Bourges Boulevard Phase 1	Improvements to Bourges Boulevard in Peterborough, an important connection between two main city centre roundabouts. Updating of the road layout improved connections between the railway station and commercial centre, providing a new pedestrian walk-through. It has also contributed to the City Council's ability to create a land assembly site for future mixed use.	Greater Cambridge and Peterborough LEP	PE1 2AD	Transport		Original	Completed Monitoring	04/01/2014	31/07/2015			£2,100,000.00	£2,100,000.00	100%	£0.00	0%	£0.00	0%	£0.00	0%			£ 2,100,000	
LGFGCP04	Bourges Boulevard Phase 2	Further improvements to the southern stretch of Bourges Boulevard, to include a mix of interventions to increase road capacity, improve pedestrian and cycling opportunities and improve road safely. This will also improve links between the Southbank development site and city centre, delivering new homes, car parking, commercial space, creative hubs and a hotel.	Greater Cambridge and Peterborough LEP	PE1 1QL	Transport		Original	Physical Completion	01/03/2016	31/03/2019			£9,200,000.00	£9,200,000.00	100%	£0.00	0%	£0.00	0%	£0.00	0%			£ 8,870,384	
LGFGCP05	A47/A15 Junction 20	Scheme to ease congestion at Junction 20 of the A47 North East of Peterborough, which is a key interchange on Peterborough's Parkway witnessing increase of traffic in recent years. The roundabout is subject to heavy queuing during peak hours but these improvements and full signalisation of the junction will reduce this. Improvements will also allow for the completion of nearby developments (Paston Reserve and Norwood) and will provide a connection from these sites to the Parkway, resulting in significant numbers of new homes and new community infrastructure.	Greater Cambridge and Peterborough LEP	PE4 7AP	Transport		Original	Completed Monitoring	01/03/2016	31/03/2017			£6,300,000.00	£6,300,000.00	100%	£0.00	0%	£0.00	0%	£0.00	0%			£ 6,300,000	
LGFGCP06	Wisbech Access Strategy	This project is split into two phases - initial investment of £1m into feasibility study which will provide a way forward to deliver a further £10.5m package of transport schemes in and around Wisbech. These will improve transport capacity in turn unlocking sites in Feland's Local Plan which will deliver jobs and homes.	Greater Cambridge and Peterborough LEP	PE13 1AR	Transport		Original	Ongoing	01/05/2015	31/03/2021			£1,227,434.00	£1,000,000.00	81%	£227,434.00	19%	£0.00	0%	£0.00	0%			£ 1,000,000	
LGFGCP07	TWI (The Welding Institute) Expansion	A new secure fabrication, testing and validation facility for materials engineering, supporting a range of industries including oil, gas, energy, aerospace/defence and rail. This facility has been developed at TWI's headquarters on Granta Park and the capital project includes the purchase of specialist fabrication and testing equipment. Ultimately the project will result in innovation in materials fabrication and in turn further research, jobs and skills outcomes.	Greater Cambridge and Peterborough LEP	CB21 6AL	Innovation		Original	Completed Monitoring	01/09/2015	31/03/2018			£3,001,063.00	£2,100,000.00	70%	£0.00	0%	£901,063.00	30%	£0.00	0%			£ 2,100,000	
LGFGCP08	Technical and Vocational Centre, Alconbury Weald	IMET is a new state of the art training facility under construction at Alconbury Weald Enterprise Zone near Huntingdon which is due to open fully in Autumn 2018. Led by Cambridgeshire Regional College, the centre will deliver technical, advanced and higher vocational skills in manufacturing, engineering, advanced construction and high-technology industries resulting in a range of qualifications and apprenticeships, to serve employers throughout the whole of the GCGP area.	Greater Cambridge and Peterborough LEP	PE28 4WX	Skills		Original	Physical Completion	01/05/2015	31/03/2018			£10,500,000.00	£10,500,000.00	100%	£0.00	0%	£0.00	0%	£0.00	0%			£ 10,155,883	
LGFGCP09	Agri-Tech Growth Initiative	The Eastern Agri-Tech Growth initiative provides a boost to the food, drink and horticulture sectors by supporting businesses looking to invest in specialist equipment, new markets, ways to improve productivity and efficiency, as well as Research and Development. There are two funding streams - a Growth Fund for grants of between £10,000 and £150,000 to support improvements in productivity/efficiency; and the R&D Fund which	Greater Cambridge and Peterborough LEP	ALL GCGP AREA	Innovation		Original	Ongoing	01/08/2015	31/03/2021			£4,096,000.00	£3,100,000.00	76%	£996,000.00	24%	£0.00	0%	£0.00	0%			£ 3,062,754	
LGFGCP10	Cambridge Biomedical Innovation Centre	Led by University of Cambridge, Growth Deal investment supported the conversion of part of a building on the Biomedical Campus at Addenbrookes into a new innovation centre for NHS and University spin-outs and start-ups. This will be a new Innovation Centre, to be located on Haverhill Research Park, which is part of the Cambridge Compass Enterprise Zone. New accommodation and research facilities will stimulate growth and knowledge between academia and businesses, in a location which is well-connected to Cambridge and the southern science parks. Growth Deal investment is scheduled to begin in 2018/19.	Greater Cambridge and Peterborough LEP	CB2 0SL	Innovation		Original	Completed Monitoring	01/12/2015	31/10/2016			£4,064,000.00	£1,000,000.00	25%	£0.00	0%	£3,064,000.00	75%	£0.00	0%			£ 1,000,000	
LGFGCP11	Haverhill Innovation Centre	Growth Deal funding supported the creation of a new dedicated manufacturing training Centre of Excellence, meeting local training needs in food manufacturing. The project will deliver skills and apprenticeships outcomes.	Greater Cambridge and Peterborough LEP	CB9 7FB	Innovation			Ongoing	01/04/2018	31/03/2020			£0.00	£0.00	#DIV/0!	£0.00	#DIV/0!	£0.00	#DIV/0!	£0.00	#DIV/0!			£ -	
LGFGCP12	Peterborough Regional College Food Mfg Centre	Growth Deal investment supported the creation of new training facilities at WATA (West Anglia Training Association) in Huntingdon, specifically a 'mock-up' motorway facility and civil engineering academy which also has support of Highways England to deliver training and apprenticeships linked to the A14 improvements.	Greater Cambridge and Peterborough LEP	PE1 4DZ	Skills		Original	Completed Monitoring	07/01/2015	31/07/2016			£1,172,000.00	£586,000.00	50%	£586,000.00	50%	£0.00	0%	£0.00	0%			£ 586,000	
LGFGCP14	Highways Academy	Growth Deal investment supported the creation of new training facilities at WATA (West Anglia Training Association) in Huntingdon, specifically a 'mock-up' motorway facility and civil engineering academy which also has support of Highways England to deliver training and apprenticeships linked to the A14 improvements.	Greater Cambridge and Peterborough LEP	PE29 1YB	Skills	Transport	Original	Completed Monitoring	01/03/2015	31/05/2016			£1,490,000.00	£415,000.00	28%	£75,000.00	5%	£1,000,000.00	67%	£0.00	0%			£ 415,000	
LGFGCP15	CITB Construction Academy	Growth Deal has supported the establishment of a new construction training facility using simulators, which is among the first of its kind in the country to be integrated into established apprenticeship programmes and mainstream provision. The simulators enable training to continue in poor weather and they produce detailed analysis of trainees' progress, enhancing assessment.	Greater Cambridge and Peterborough LEP	PE31 6RH	Skills	Innovation	Original	Total Completion	10/01/2016	29/12/2017			£946,324.00	£450,000.00	48%	£0.00	0%		0%	£496,324.00	52%			£ 450,000	
LGFGCP16	EZ Plant Centre Alconbury	Plant Training Academy to Support the Enterprise Zone	Greater Cambridge and Peterborough LEP	PE28 4WX	Skills			Total Completion	1/1/2016	31/03/2016			£154,000.00	£65,000.00	42%	£0.00	0%	£40,000.00	26%	£49,000.00	32%			£ 65,000	
LGFGCP17	Signpost 2 Grant	Small capital grant scheme to enhance SME competitiveness, create employment, improve productivity and exports	Greater Cambridge and Peterborough LEP	ALL GCGP AREA	Business Support			Ongoing	2/1/2016	31/03/2021			£1,500,000.00	£300,000.00	20%		0%	£1,200,000.00	80%		0%			£ 223,787	
LGFGCP18	Medtech Accelerator	Share Investment into the Medtech Accelerator, set up to facilitate the early stage development of innovations in the broad area of medical technology (devices, diagnostics, software and eHealth) that meet unmet clinical needs within the NHS	Greater Cambridge and Peterborough LEP	ALL GCGP AREA	Innovation			Ongoing		31/03/2021			£1,200,000.00	£500,000.00	42%		0%	£700,000.00	58%		0%			£ 500,000	
LGFGCP19	Lancaster Way Phase 1 Loan	Construction of 9 small business units in EZ	Greater Cambridge and Peterborough LEP	CB6 3NW	Employment			Total Completion		31/03/2021			£1,000,000.00	£1,000,000.00	100%		0%		0%		0%	£ 1,030,000	£ 1,000,000		
LGFGCP20	Lancaster Way Phase 2 Loan	Phase 2 infrastructure to support growth in EZ	Greater Cambridge and Peterborough LEP	CB6 3NW	Enabling Works			Total Completion		31/03/2021			£3,680,000.00	£3,680,000.00	100%		0%		0%		0%	£ 3,790,400	£ 3,680,000		
LGFGCP21	Lancaster Way Phase 2 Grant	Improved road access to EZ to support future growth potential	Greater Cambridge and Peterborough LEP	CB6 3NW	Transport			Ongoing		31/03/2021			£5,125,000.00	£1,445,000.00	28%		0%		0%		0%			£ 581,516	
LGFGCP22	Manea and Whittlesea Stations	Extensions to railway platforms to increase capacity	Greater Cambridge and Peterborough LEP	PE7 2EY	Transport			Ongoing		31/03/2021			£395,000.00	£395,000.00	100%		0%		0%		0%			£ 365,345	
LGFGCP23	M11 J8	Revisions to M11/A120 junction to improve access and release land or development	Greater Cambridge and Peterborough LEP	North Essex (Uttlesford) Area	Transport			Ongoing	4/2/2019	31/03/2021			£5,000,000.00	£1,000,000.00	20%	£4,000,000.00	80%		0%		0%			£ -	
LGFGCP24	Terraview Loan	Loan to support the fit out costs of a new research facility on the Cambridge Research Park Enterprise Zone	Greater Cambridge and Peterborough LEP	CB4 0DS	Enterprise			Ongoing	01/01/2018				£554,070.00	£120,000.00	22%		0%	£434,070.00	78%		0%	£ 136,411	£ 120,000		

					Employment Outputs		Housing Outputs		Transport Outputs			Skills Outputs this Quarter					Commerical Outputs				Flood Risk Prevention Outputs			Business and Enterprise C
					Jobs Created to Date	Apprenticeships	Housing Complet	Fibre-Optic	Roads to Date		Cycle Ways to Date	Learning / Training Floorspace to Date				Leaners Assisted to	Floorspace to Date			Broadband	Flood Risk Prevention to Date			Businesses Supported to
LGF Expenditure	Total non-LGF Expenditure	Of which Public (%)	Of which Private (%)	Of which Third Sector (%)	Jobs Created	Apprenticeships	Housing Units Completed	Number of new homes with new or improved fibre optic provision	Length of Road Resurfaced	Length of Newly Built Road this period	Length New Cycle Ways This Period	Area of new or improved learning/training floorspace (m2)	Prior Estate Grade	Post Completion Estate Grade	Floorspace rationalisation	Number of New Learners Assisted (in courses leading to a full qualification)	Commerical floorspace created	Commerical floorspace refurbished	Commerical floorspace occupied	Commerical Broadband Access	Area of Land with reduced likelihood of flooding as a result of the proiect (m2)	Reduced Flood Risk Homes	Reduced Flood Risk Commercial	Number of enterprises receiving grant support
LGF Spend	Total NonSpend	PublicNonSpend	PrivateNonSpend	ThirdNonSpend	EmpJobs	EmpApprentice	HousingComp	HousingFibreOptic	RoadResurface	RoadNew	RoadNewCycle	SkillsSpace	SkillsSpaceProGrade	SkillsSpacePostGrade	SkillsSpaceRational	SkillsNewLearners	CommercialSpaceNew	CommercialSpaceRefurb	CommercialSpaceOcc	CommercialBroadband	FloodAreaReduced	FloodHomesReduced	FloodCommercialReduced	BusinessSupportGrants
£ 7,224,271	£ 281,000	100%	0%	0%	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 22,000,000	£ 12,763,831	100%	0%	0%	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 2,100,000	£ 615,000	0%	100%	0%	240	0	200	0	4,964	0	2,45	0	See returns	See returns	0	0	32000	0	0	0	0	0	0	0
£ 9,199,999	£ -	#DIV/0!	#DIV/0!	#DIV/0!	100	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 6,300,000	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	1	1	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 1,000,000	£ 227,434	100%	0%	0%	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 2,100,000	£ 901,063	0%	100%	0%	22	0	0	0	0	0	0	0	See returns	See returns	0	0	3390	0	0	0	0	0	0	0
£ 9,646,196	£ -	#DIV/0!	#DIV/0!	#DIV/0!	1	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 3,047,020	£ 4,587,673	0%	100%	0%	53	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	10
£ 1,000,000	£ 3,064,000	0%	100%	0%	29	0	0	0	0	0	0	0	See returns	See returns	0	0	2780	0	0	0	0	0	0	0
£ -	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 586,000	£ 586,000	100%	0%	0%	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 415,000	£ 1,075,000	7%	93%	0%	0	0	0	0	0	0	0	0	See returns	See returns	0	86	0	0	0	0	0	0	0	0
£ 450,000	£ 496,324	0	0%	100%	0	0	0	0	0	0	0	0	See returns	See returns	0	511	0	0	0	0	0	0	0	0
£ 65,000	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 318,934	£ 95,147	0	100%	0%	6	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	4
£ 500,000	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 1,000,000	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 3,680,000	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 581,516	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 365,345	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ -	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	6770	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0
£ 600,000	£ -	#DIV/0!	#DIV/0!	#DIV/0!	0	0	0	0	0	0	0	0	See returns	See returns	0	0	0	0	0	0	0	0	0	0



**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 4.2
31 JULY 2019	PUBLIC REPORT

REVIEW OF BUSINESS BOARD CONSTITUTION

1.0 PURPOSE

- 1.1. In the interests of good governance, the Business Board reviews its constitution annually. The Business Board agreed its first constitution in September 2018.
- 1.2. At its meeting on 28 May 2019 the Business Board received a report on the review of its Constitution and recommended to the Combined Authority Board that it approve amendments to the Business Board Constitution. There are a number of suggested changes set out in **Appendix 1**.

<u>DECISION REQUIRED</u>	
Lead Member:	Chair of Business Board
Lead Officer:	Dermot Pearson, Interim Monitoring Officer
Forward Plan Ref: Not applicable Key Decision: No	
<p>Full recommendations to the Business Board shown below. Recommendations for Combined Authority approval shown in bold type:</p> <p>The Business Board is asked to recommend the Combined Authority Board to:</p> <p>1. Approve the amendments to the constitution set out in Appendix 1.</p>	<p>Voting arrangements</p> <p>Simple majority of all Members</p>

<p>2. Authorise the Monitoring Officer to make any consequential changes to the Combined Authority Constitution.</p>	
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2.0 BACKGROUND

- 2.1. The Business Board's rules for its governance arrangements are set out in its constitution. The Business Board's constitution has been prepared with a view to ensuring effective, open and transparent decision making and to conform with legislation and Government guidance relating to local enterprise partnerships.
- 2.2. The Business Board approved its first constitution on 24th September 2018. It has been kept up to date to take account of changes to the Constitution agreed by the Business Board throughout the year, and the latest version is available on the Business Board website. It should be read in conjunction with the Combined Authority Constitution where appropriate.
- 2.3. A number of changes to the Constitution are suggested in **Appendix 1** (additions in bold and deletions in strikethrough), which reflect decisions made by the Business Board since its inception. The changes also take into account the government's revised National Local Growth Assurance Framework, a guidance for Mayoral Combined Authorities with a Single Pot and Local Enterprise Partnerships.

3.0 FINANCIAL IMPLICATIONS

- 3.1. There are no financial implications.

4.0 LEGAL IMPLICATIONS

- 4.1. The legal implications are addressed in the report and appendix.

5.0 SIGNIFICANT IMPLICATIONS

N/A

6.0 APPENDICES

- 6.1. **Appendix 1** – Constitution

<u>Source Documents</u>	<u>Location</u>
Business Board reports 28 May 2019	https://cambridgeshirepeterboroughc.gov.uk/cmismis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/871/C

	ommittee/69/SelectedTab/Documents/Default.aspx
Constitution	http://cambridgeshirepeterborough-ca.gov.uk/assets/Uploads/Final-Constitution-Sept18.pdf

Business Board

Part 1 – Functions and Membership

1. Governance

- 1.1. Local Enterprise Partnerships (LEPs) are private sector led voluntary partnerships between local authorities and businesses set up in 2010 by the Department of Business Innovation and Skills to help determine local economic priorities and lead economic growth and job creation within the local area.
- 1.2. The Business Board is a non-statutory body which is the Local Enterprise Partnership for its area. It is independent of the Combined Authority operating as a private-public sector partnership, focusing on the key business sectors to provide strategic leadership and drive growth in the Cambridgeshire and Peterborough and wider Local Enterprise area.

2. Current Geographical area (under review)

- 2.1. The current geographical area is under review. The Department for Business Enterprise and Industry are considering proposals for a coterminous boundary with the Combined Authority.
- 2.2. The geographical area of the business Board is set out in the table below:

District	Areas	Council
Cambridgeshire		Cambridgeshire County Council
Cambridge		Cambridge City Council
East Cambridgeshire	Ely, Littleport and Soham	East Cambs DC
Fenland	Wisbech, March Whittlesey & Chatteris	Fenland DC
Huntingdonshire	Huntingdon, St Ives & St Neots	Huntingdonshire DC
South Cambridgeshire	Cambourne	South Cambs DC
Peterborough		Peterborough City Council
North Hertfordshire	Royston	North Hertfordshire DC'
South Kesteven (Lincs)	Grantham, Stamford, Bourne and Market Deeping.	South Kesteven DC

Rutland	Oakham	Rutland County Council
St Edmundsbury (W Suffolk)	Bury St Edmunds, Haverhill, Newmarket and Mildenhall	West Suffolk Council
Forest Heath (W Suffolk)	Newmarket & Mildenhall	Forest Heath District Council
Uttlesford (Essex)	Saffron Walden, Great Dunmow, Stansted Mountfitchet and Thaxted,	Uttlesford DC
West Norfolk & King's Lynn	King's Lynn, Downham Market and Hunstanton	BC of King's Lynn and West Norfolk
South Holland (Lincs)	Spalding, Crowland, Donington, Holbeach, Long Sutton and Sutton Bridge	South Holland DC

3. Functions

- 3.1. In Mayoral combined authorities, there ~~is a requirement to have a~~ will be a single local Industrial Strategy led by the Mayor and supported by the Local Enterprise Partnership **The strategy provides the basis for investment decisions for the Cambridgeshire and Peterborough Combined Authority as the accountable decision-making authority.**

~~The Mayor will work in partnership with the Business Board to jointly develop and agree the strategy¹. The Business Board has a vital leadership role to play in developing and is the custodian of the local industrial strategy. , and is responsible for delivering the Local Industrial Strategy, The Mayor will work in partnership with the Business Board to jointly develop and agree the strategy², and Combined Authority will be responsible for its delivery. which should provide the basis for investment decisions for the Cambridgeshire and Peterborough Combined Authority as the accountable decision-making authority.~~

- 3.2. The Business Board will allocate local growth funds to improve economic opportunity in the area and will monitor the delivery of funded projects.
- 3.3. Working in conjunction with the Combined Authority the Business Board will develop initiatives to address the local skills challenges and will play a key role in developing the University of Peterborough as an employer focused provider of higher education.

² See Industrail Strategy: Building a Britain fit for the future, DBE&IS 27 November, 2017

- 3.4. The Business Board will act as an enabler for delivery of sector deals at local level
- 3.5. The Business Board will support applications for the Industrial Strategy Challenge Fund programme and will work collaboratively with the Combined Authorities universities, businesses and research organisations to produce programmes which impact productivity
- 3.6. In accordance with the Single Pot Assurance Framework National Guidance, the Business Board and the Combined Authority Board, as the accountable decision making body, **have will work to agreed** a single local assurance framework, and **have submitted it to the** Ministry of Housing, Communities and Local Government for approval. The Assurance Framework will be reviewed annually. **All decisions must comply with the framework.**

4. Terms of Reference

- 4.1. The purpose of the Business Board is set out below³:

Strategy:

- (a) In collaboration with the Cambridgeshire and Peterborough Combined Authority, develop and deliver an evidence-based Local Industrial Strategy that identifies local strengths and challenges, future opportunities and the action needed to boost productivity, earning power and competitiveness across their area.
- (b) Set strategy and commission interventions to drive growth, jobs and private sector investment to deliver the strategy.

Allocation of funds

- (c) Identify and develop investment opportunities; prioritising the award of local growth funding; and monitoring and evaluating the impacts of its activities to improve productivity across the local economy.
- (d) ensure that bids for public funding made available by government for LEPs support economic growth.
- (e) **ensure any decisions which are made in contravention of the process will be invalid.**

Co-ordination

- (f) Use its Business convening power, for example to co-ordinate responses to economic shocks; and bringing together partners from the private, public and third sectors.

³ These four roles are set out in Strengthening Local Enterprise Partnerships, MHC&LG, July 2018

- (g) ensure Business Board and Combined Authority policy and decisions receive the input and views of key business leaders and take account of the views of the wider business community
- (h) engage with local businesses to understand the needs of different sectors and markets

Advocacy

- (i) Collaborate with a wide-range of local partners to act as an informed and independent voice for business across their area.
- (j) engage business, opinion formers and policy makers at a national and international level in promoting economic growth in the region.

4.2. In pursuit of this role the Business Board will:

- (a) In collaboration with the Cambridgeshire and Peterborough Combined Authority develop local agreements which clearly set out their respective roles, responsibilities and accountability
- (b) Produce an annual delivery plan and end of year report in accordance with Government guidance,
- (c) Develop, agree and review a joint Combined Authority and Business Board Assurance Framework
- (d) Support the supply of skills to an area as they respond to the Skills Advisory Panels programme
- (e) capture and communicate business requirements for changes to, and development of, economic policy and commission associated appropriate interventions
- (f) work collaboratively with all partners, including the Combined Authority and Local Authorities, to address barriers to growth and drive efficiency
- (g) bring together intelligence and expertise to identify priorities and develop solutions to maximise private sector investment in the local enterprise and combined authority area, and secure sustainable growth
- (h) work to create an environment for business growth ensuring appropriate mechanisms exist through which, as a co-ordinated voice, the private sector can inform and influence the shape and future direction of local and national government policy.

4.3. To ensure the Business Board is effective in this role it has the authority to:

- (a) engage in dialogue with Government and respond to policy, proposals and opportunities to bid for funding in support of economic growth
- (b) engage with investors, businesses and advisors to secure growth opportunities
- (c) develop and consult on regional economic policy, programmes and interventions designed to maximise growth in the region
- (d) provide leadership in key themes and priorities to promote growth
- (e) raise the profile, image, reputation and influence of the Local Enterprise Partnership and Combined Authority area at a regional, national and international level.

5. Legal Status

5.1. The Business Board is an informal partnership. It does not have legal status to enter into contracts and will act through the Cambridgeshire and Peterborough Combined Authority as the Accountable Body.

6. The Business Board's accountable body

6.1. Cambridgeshire and Peterborough Combined Authority ('the Combined Authority') is the accountable body for funding allocated to the Business Board; that is the Combined Authority is responsible to Government for complying with any conditions or requirements attached to any such funding.

7. Role of Members and Accountability

7.1. Irrespective of his or her background or geography, it is the duty of a Business Board member to act in the best interests of the Local Enterprise area and in accordance with the policies of the Business Board.

7.2. All private sector members of the Business Board act in their individual capacity and not as representatives of their respective organisations.

7.3. All Business Board members are expected to discharge their duties in line with the Nolan Principles for Standards of Public Life⁴ and the Code of Practice for Board Members of Public Bodies⁵. Members must comply with the Business Board Code of Conduct. Political Leaders who are Members of the Combined Authority must also comply with the Business Board Code of Conduct in addition to that of the Combined Authority.

⁴ <https://www.gov.uk/government/publications/the-7-principles-of-public-life>

⁵ https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/409604/code-of-conduct_tcm6-38901.pdf

- 7.4. **All Business Board and sub-committee or sub-group members will make decisions on merit having taken into account all the relevant information available at the time.**

8. **Membership**

- 8.1. The Business Board membership will comprise up to ~~40~~**12 members**; two public sector members and up to ~~eight~~**ten business** representatives as follows:

Public Sector Representatives

- 8.2. The Mayor and the Portfolio for Economic Growth of the Combined Authority shall be a member of the Business Board by virtue of their office. The Combined Authority may appoint at least one Substitute Member to act in their absence. These shall be non-voting members of the Board.

Private Sector Representatives

- 8.3. Up to ~~eight~~**ten business** representatives– one member will be appointed specifically to represent the interests of the Small and Medium Sized Enterprises (SME) sector, one member will represent the education sector and one member will be appointed as an international business representative.
- 8.4. The Business Board membership meets the requirements for two thirds of the Business Board members to be private sector representatives and does not exceed the maximum of 20 members⁶.
- 8.5. Whilst all appointments to the Business Board will be on merit, in accordance with Government requirements, the Business Board will aim to improve the gender balance and representation of those with protected characteristics on its board with the following aims:
- (a) that women make up at least one third of Business Board by 2020
 - (b) with an expectation for equal representation by 2023, and
 - (c) ensure its Board is representative of the businesses and communities they serve⁷.

9. **Recruitment, Appointment and Termination of Private Sector Members**

- 9.1. The private sector representatives and the Chair of the Business Board shall be appointed following an open, transparent and non-discriminatory recruitment process which assesses each candidate on merit carried out in accordance with the Business Board's diversity statement, Government Guidance and the Nolan Principles. This will include a public advertisement

⁶ Strengthening Local Enterprise Partnerships, MHC&LG, July 2018

⁷ Strengthening Local Enterprise Partnerships, MHC&LG, July 2018

and an interview process conducted by a Business Board's appointments panel.

9.2. Formal appointment panels will be constituted as follows

Position	Panel
Appointment of a Chair	Mayor of Cambridgeshire and Peterborough Combined Authority, the Combined Authority's Portfolio for Economic Growth plus three private sector Business Board members supported by the Director of Business and Skills Chief Executive of the Combined Authority or his/her nominee
Appointment of private sector board members	Chair and Vice-Chair of the Business Board Mayor of Cambridgeshire and Peterborough Combined Authority or the Combined Authority's Portfolio for Economic Growth
Vice-Chair (where there is more than one candidate)	Chair of the LEP and Mayor of Cambridgeshire and Peterborough Combined Authority or the Combined Authority's Portfolio for Economic Growth

Interview panels will be advised by the Director of Business and Skills.

Requirements for Private Sector Representatives

9.3. The Private Sector Board members must not:

- (a) be a member, officer of the Combined Authority, or a County Council, Unitary Council, District tier Council within the area served by the Business Board, or otherwise employed under the direction of a local authority;
- (b) be a non-executive director or officer of an NHS Trust;
- (c) be subject to a bankruptcy restriction order or interim order;
- (d) be subject to a sexual risk order or be on the sexual offenders register;
- (e) be subject to a civil injunction or criminal behaviour order;
- (f) be disqualified from acting as a director, a charter trustee or charity trustee
- (g) within 5 years before the date of submission of application, have been a director or person of significant control of a company subject to a creditors compulsory liquidation
- (h) within 5 years before the date of submission of application, have been convicted of any offence and have had passed on them a sentence of imprisonment, whether suspended or not, for a period of not less than 3 months without the option of a fine

- 9.4. Private Sector Members should not have made substantial personal contributions to any recognised political party, and must not serve as an officer in any recognised political party.
- 9.5. Members should be employed by, or have a substantial interest (by virtue of ownership / control) in businesses in the area served by the Business Board
- 9.6. The Appointments Panel shall appoint the **private sector representatives** to the Business Board following an interview process.
- 9.7. Each private sector representative on the Business Board is appointed in their individual capacity, and not as a representative of their employer or any other organisation. No substitute members will be appointed for private sector representatives.

Appointment

- 9.8. A formal offer will be made to successful candidates. On appointment Board members are required to sign a declaration affirming their understanding and commitment to the Code of Conduct.
- 9.9. Within the period of 28 days of the appointment being made to the Business Board, the Business Board shall publish a notice on its website which:
 - (a) states that it has made an appointment;
 - (b) identifies each Business Board member who has been appointed and any substitute members; and
 - (c) specifies the term of office of those appointed
 - (d) Publishing the members' and substitute members' register of interest form.

Term of Appointment

- 9.10. The term of office for **private sector representatives** will normally be a maximum of 3 years, and subject to a maximum of one consecutive term, unless
 - (a) they cease to qualify to be a member of the Business Board;
 - (b) they resign from their membership and communicate this in writing to the ~~Legal Counsel~~ and Monitoring Officer; or
 - (c) the Business Board terminates the membership of any private sector representative which it may do at any time,

- (d) upon receipt of a vote of no confidence by the Combined Authority Board, the Board must consider whether to terminate the terms of office of the Chair at the next meeting of the Board.
- 9.11. The term of office of **public sector** members and substitute members appointed by the Combined Authority is at their discretion; the Combined Authority Board may terminate their appointment or appoint a representative at any time, to be of effect on receipt of a notice by the Combined Authority's ~~Legal Counsel and Monitoring Officer~~.
- 9.12. The Business Board may appoint co-opted members as necessary to complement the skills and expertise on the Board. Membership may not exceed 20 members.

10. Chair and Vice-Chair of Business Board

- 10.1. The Business Board will appoint a private sector representative as Chair and Vice Chair.
- 10.2. The Chair shall be appointed following an open, transparent and non-discriminatory recruitment process which assesses each candidate on merit carried out in accordance with the Business Board's diversity statement, Government Guidance and the Nolan Principles. This will include a public advertisement and an interview process conducted by a Business Board's appointments panel. The Business Board will consult widely and transparently with the business community before appointing a new Chair.
- 10.3. The terms of the appointment will be set out in an appointment letter from the Combined Authority to the Chair. A person ceases to be Chair or Deputy Chair if they cease to be a Business Board member.
- 10.4. The terms of office of the Chair will be for two (2) years with one consecutive term permitted upon unanimous vote of the Board members present and voting.
- 10.5. The Chair will be a voting member of the Combined Authority Board.
- 10.6. The Business Board shall appoint a vice chair from amongst its membership. A member may only be appointed as vice chair if they have secured membership through an open recruitment process. **The Vice-Chair will be the Chair's substitute on the Combined Authority Board.**

11. Code of Conduct and Register of Interests

- 11.1. Every Business Board member must sign and comply with the Business Board member code of conduct.

12. Co-opted Members

- 12.1. Where specific skills or abilities are required which are not available among existing members co-optees may be appointed to the Business Board. The appointment will be made by the Chair, in consultation with the Board, for 12 months. Co-opted members will not have voting rights and will not count towards the quorum. In accordance with Government Guidance, the maximum number of co-opted members should not exceed five.

13. Working Groups

- 13.1. The Business Board may appoint informal non-decision making working groups. Any such subordinate body set up by the Business Board shall include one or more Business Board Members, as nominated by the Board. With the consent of the Chair, any such group may also co-opt onto it any independent person with the relevant expertise - judged against pre-determined criteria - on the issues within the remit of these groups.
- 13.2. The remit and terms of reference for any such subordinate body shall be approved by the Business Board.

14. Scrutiny Arrangements

- 14.1. The Combined Authority's Overview and Scrutiny Committee may review or scrutinise any Combined Authority decision in its role as accountable body for the Business Board. The Combined Authority's Scrutiny Officer shall ensure that this includes appropriate scrutiny of Business Board decision-making and achievements.
- 14.2. Any Business Board member may be asked to attend, or otherwise contribute to, a meeting of the Combined Authority's Overview and Scrutiny Committee.
- 14.3. The Combined Authority's Audit and Governance Committees will also review the local assurance framework and how the local assurance frameworks are operating in practice.

15. Complaints and Whistleblowing

- 15.1. Any complaint received about the Business Board will be dealt with under either the Combined Authority and Business Board's Complaints or Confidential Complaints Policy.
- 15.2. Any complaint about an individual Business Board member alleging a breach of the Code of Conduct will be dealt with in accordance with paragraph 7 above.
- 15.3. Any whistleblowing concerns raised about the Business Board will be dealt with under the Combined Authority and Business Board's Whistleblowing Policy.

- 15.4. Each of these procedures or policies shall be published on the Combined Authority web-site and accessible from the Business Board's web-site.

16. Remuneration

- 16.1. Allowances or expenses shall be payable to any Business Board member, in accordance with a scheme approved from time to time by the Combined Authority.

17. Secretariat Arrangements

- 17.1. In accordance with Government requirement to have a secretariat independent of local government to support the Chair and Board, a S73 Chief Finance Officer and Monitoring Officer has been appointed to advise the Board who is independent of the Cambridgeshire and Peterborough Combined Authority.

18. Local Area Agreement

In accordance with Government requirements for mayoral areas there is a requirement for a Local Agreement between the Business Board and the Combined Authority and the Accountable Body setting out the responsibilities of the Chair, Board and Accountable Body. (To be developed).

19. Amendments to the Constitution

- 19.1. These terms of reference will be reviewed annually. The Business Board will recommend any proposed changes to the Constitution to the Combined Authority.
- 19.2. The Combined Authority's ~~Legal Counsel~~ and Monitoring Officer is authorised to make any changes to any constitutional or governance documents which are required:
- (a) as a result of any government guidance, legislative change or decisions of the Business Board, or
 - (b) to enable the documents to be kept up to date, or
 - (c) for the purposes of clarification only.

20. Publication of constitution and other governance documents

- 20.1. This constitution and other governance documents shall be published on the Combined Authority website and accessible from the Business Board website.

Part 2 – Procedure Rules

1. Meetings

- 1.1. The Business Board shall have at least ~~two~~ one public meetings a **year** **which will be to include** its Annual General Meeting.
- 1.2. The Business Board will hold annual general meetings open to the public to attend to ensure the communities that they represent can understand and influence the economic plans for the area⁸.
- 1.3. With the exception of 1.1 above, meetings of the Business Board shall not be open to the public unless determined otherwise by the Chair.
- 1.4. An extraordinary meeting of the Business Board may be called by:
 - (a) the Chair of the Business Board; or
 - (b) any two Members of the Committee;
 - (c) the Chief Executive.

2. Agendas and Minutes

- 2.1. Agendas and reports for the Business Board will be available on the Cambridgeshire and Peterborough Combined Authority website at least five clear working days before the meeting to which they relate in accordance with the Transparency rules in chapter 6 of the Combined Authority constitution. Any funding decisions shall be ratified by the Combined Authority as accountable body for the Business Board.
- 2.2. The public may have access to agenda, reports and minutes of public and private meetings except where they are exempt from disclosure under the Freedom of Information Act 2000 (FOIA). .

Freedom of Information

- 2.3. Reports will be released with the agenda, except in those cases where the information contained in the reports is exempt from disclosure under the Freedom of Information Act 2000 (FOIA). These papers will be classed as reserved papers.
- 2.4. Likely exemptions that are likely to make information reserved include but are not limited to:
 - Commercial sensitivity
 - Information provided in confidence
 - Personal data
 - Legal professional privilege
 - Information intended for publication at a future date

3. Attendance

⁸ Strengthening Local Enterprise Partnerships, MHC&LG, July 2018

- 3.1. **Business Board members may participate in meetings remotely e.g. through video conferencing or Skype. They must be able to see and hear the meeting proceedings, and be heard, and as far as possible seen, by the other Board members attending the meeting at the venue. Board members who participate in this way may vote, and count towards quorum.**
- 3.2. Private sector Business Board members who fail to attend a third or more of the scheduled Board meetings in a 12 month period shall be reviewed by the Chair and their membership may be terminated.

4. Quorum

- 4.1. No business is to be transacted at a meeting of the Business Board unless a majority of the total number of Members of the Board are present (**either at the venue or remotely**) which should include the majority of private sector members and at least one public sector member.
- 4.2. During any meeting if the Chair counts the number of members present and declares there is not a quorum present, then the meeting will adjourn immediately. Remaining business will be considered at a time and date fixed by the Chair. If the Chair does not fix a date, the remaining business will be considered at the next ordinary meeting.

5. Decision Making and Voting

- 5.1. Wherever possible, decisions of the Board will be by consensus, without the need for a vote. Where this is not possible a vote may be taken where the Chair considers it to be necessary to establish whether a consensus exists.
- 5.2. Each private sector Member of the Business Board is to have one vote and no Member (including the Chair) is to have a casting vote. The public sector members of the Board shall be non-voting members.
- 5.3. The vote will be by way of a show of hands and recorded in the minutes.
- 5.4. Any questions that are to be decided by the Business Board are to be decided by a simple majority of the Members present and voting. If a vote is tied on any matter it is deemed not to have been carried.

6. Conflicts of Interest

Register of Interests

- 6.1. It is the responsibility of Board members to ensure an up to date Register of Interests is maintained. Each Business Board member must complete and keep up to date a register of interest form required under the code of conduct. The register of interest form will be published on the Combined Authority's website within 28 days from the date of the appointment and is a

condition of appointment. A member must within 28 days of becoming aware of any change in their interests provide written notification of this.

- 6.2. It is the responsibility of Board members to declare any interest on any item of business being conducted at a Business Board or working group meeting. Any declarations of interest made by a Business Board member at a meeting and any action taken, (such as leaving the room, or not taking part), will be recorded in the minutes for that meeting. The member should update their register of interest form within 7 days of the meeting if a new interest has been declared.
- 6.3. Any alleged breach of the Business Board member code of conduct will be dealt with under the Combined Authority's Member Complaints Procedure.

Declaration of Interests at a meeting

- 6.4. It is the responsibility of Board members to declare any interest on any item of business being conducted at a Business Board. Where a 'pecuniary interest is declared Members will leave the meeting, where a 'non- pecuniary interest is declared, Members may remain at the meeting but not participate in business in accordance with the Board members' code of conduct.

7. Decisions of the Business Board

- 7.1. The draft minutes of each meeting of the Business Board will be posted on the Combined Authority and Business Board website within 12 clear working days of the meeting taking place. The agreed minutes of each meeting will be published within 2 clear working days after approval at the subsequent meeting.
- 7.2. All decisions of the Business Board will be ratified at the next meeting of the Combined Authority Board. Where the Combined Authority does not agree with the recommendations, they will refer the matter back to the Business Board with the reasons and ask the Business Board to reconsider.

8. Urgency procedure

- 8.1. In order to ensure that the Business Board is able to progress its business in an efficient manner, comments on urgent matters may be sought by the Chief Executive or other Statutory Officer outside the meeting cycle.
- 8.2. Members will receive email notification which identifies:
- (a) Details of the matter requiring comment and/or endorsement and the reason for urgency (including an explanation as to why an emergency meeting is not proposed to be held to conduct the business);
 - (b) The date responses are required by;
 - (c) The name of the person or persons making or putting forward the proposal/decision

- 8.3. Two working days after the close of responses, the following will be circulated to all Business Board Members:
- (a) The outcome of the decision taken by Statutory Officers (including responses received in agreement and responses received in disagreement); and the date when any decision comes into effect; and
 - (b) Any mitigating action taken to address Members' stated views or concerns.

Decisions and actions taken will be retrospectively reported to the next meeting of the Business Board.

9. Forward Plan

- 9.1. The **Business Board Committee** will set its own work programme and its forward plan will be published in accordance with the Transparency rules in [chapter 6](#) of the Combined Authority constitution.

Part 3 – Sub Committees

1. Delegations to Sub Committees/Sub Boards

- 1.1. **The Delegated authority to the Eastern Agri-Tech Programme Board (a sub board of the Business Board) to make decisions about applications for grant funding on behalf of both the CA/BB and NALEP (New Anglia Local Enterprise Partnership). The terms of reference and membership are appended at Appendix 1.**
- 1.2. **Delegated authority to agree the Greater South East Energy Hub to assume the Rural Community Energy Fund management role.**

Part 4 – Delegations

2. Officer Scheme of Delegation and Proper Officers

- 1.1. **In addition to the delegations set out in the Cambridgeshire and Peterborough Combined Authority, the following delegations have been granted to the following by the Business Board:**
- 1.2. **Delegated authority to the Director of Business & Skill to approve small grants to SMEs between £2,000 and £20,000 subject to Section 73 Officer approval and report all approvals to the next schedule meeting of the Business Board.**
- 1.3. **Delegated authority to the Transport Director, in consultation with the Chair of the Transport Committee, at key gateway stages to deliver the agreed Wisbech Access Strategy Package works on behalf of the Business Board.**

Version Control

Version 1	24 September 2018	Constitution approved by Business Board
Version 2	28 May 2018	Constitution approved by Business Board

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Eastern Agri-Tech Programme Board

Terms of Reference

Background

1. The Eastern Agri-Tech Growth Initiative brings together leading agriculture, research, science and technology assets in the East of England to strengthen a nationally significant, vibrant cluster that brings a truly global reach and impetus to the emerging UK Agri-tech sector. The (grant) funding provides a significant boost to the food, drink and horticulture sector by supporting businesses looking to invest in specialist equipment, new market and supply chain development, ways to improve productivity and efficiency, and the application and commercialisation of Research and Development.
2. The Eastern Agri-Tech Growth Initiative operates across both the Cambridgeshire and Peterborough Combined Authority (CPCA)/Business Board (BB) and New Anglia Local Enterprise Partnership (NALEP) areas and is run by the CPCA. It is promoted both directly to businesses across the food, drink & horticulture sector as well as working through key intermediaries including banks; accountants and sector specific consultants.
3. The Eastern Agri-Tech Growth Initiative has two main funds:
 - (a) An **Agri-Tech Growth Fund** which provides grants of between £10,000 and £150,000 to enhance business and jobs growth, and support product development. The Fund is aimed at supporting improvements in agricultural productivity through the introduction of new products or processes and encourage improvements to existing product/ processes and energy efficiency. The Growth funds supports the creation of new jobs and the protecting existing jobs.
 - (b) An **R&D and Prototyping Fund** which provides financial assistance to attract innovative and novel technologies. Planned research critical to the development of new products or processes within the Agri-Tech sector can be supported with grants of between £10,000 and £60,000 to cover the costs of research and development.
4. The Programme Board has been given the delegated authority to undertake this role, on behalf of the CPCA and NALEP Boards. Both the CPCA/BB and NALEP are represented on the Programme Board and will receive regular updates on the operation of the programme. A representative of the Business Board will Chair the Programme Board.
5. The CPCA is responsible for delivering the Agri-Tech scheme across the two geographical areas. A CPCA representative chairs the Programme Board. Agri-Tech Programme Manager CPCA, manages the scheme across the two

geographical areas and acts as the Secretariat to the Programme Board. The CPCA is the Accountable Body for the programme.

6. The Programme Board's main task is to consider and take decisions on applications for grant support. The Programme Board should only see and consider an application once an application is deemed eligible and has been assessed by one of the independent team of assessors. Agri-Tech Programme Manager is responsible for ensuring that the assessors deliver quality assessments, undertake the necessary due diligence and in a timely way.
7. The Programme Board will have access to the agenda and supporting documents about each project proposal at least 5 days before meetings. This includes a report on each application which contains a suggested recommendation to approve or decline the application and, if approved, whether there should be any conditions to be placed on the project and/or applicant. For each meeting, the Programme Manager will record the decisions taken by the Programme Board on each application.
8. All applicants are invited to the meeting where their particular project will be considered. Each applicant will have the opportunity to give a short presentation and take questions from/provide clarification to the Programme Board. The Programme Board will judge each application fairly and on its own merits. The final decision about each application rests with Programme Board, unless the application is deemed ineligible during the assessment process in which case the Programme Manager will notify the applicant. The Programme Manager will notify all applicants of the decisions taken by the Programme Board.
9. The assessors will, if possible, attend the relevant meeting to introduce the projects for which they have assessed.
10. The Programme Board will receive regular updates from the Programme Manager on the progress of the Agri-tech programme, which will include the overall take up of the funding and the numbers of jobs created and protected.

Membership

11. The membership of the Programme Board shall be appointed by the Business Board. Membership of the Programme Board will include 8 members, to include:
 - (a) A representative of the CPCA Business Board representatives to be appointed by the Business Board (Chair)
 - (b) A Councillor representative and substitute representative from Cambridgeshire County Council to be decided by the County Council
 - (c) A Councillor representative and substitute representative from Norfolk County Council to be decided by the County Council
 - (d) A representative from Agri-Tech East
 - (e) A representative from New Anglia LEP

- (f) Three experts with experience and knowledge of agriculture and the food, drink and horticulture industry, including research, farming and food processing to include
 - i. A representative from Syngenta UK
 - ii. A representative from National Institute for Agricultural Botany
 - iii. A representative from John Innes Centre

Board Members were recruited based on their expertise and knowledge of the sector and in particular from the research and scientific community. Membership of the Programme Board will be kept under review.

12. In attendance will be:

- (a) CPCA Agri-Tech Programme Manager
- (b) Officer from Norfolk County Council
- (c) Officer New Anglia LEP

13. Whilst all appointments to the Board will be on merit, the Board will aim to maintain the gender balance and representation of those with protected characteristics on its board with the following minimum requirements:

- (a) that women make up at least one third of Board by 2020
- (b) with an expectation for equal representation by 2023, and
- (c) ensure its Board is representative of the businesses and communities they serve.

Appointments to the Programme Board

- 14. The Agri-tech Programme Board Members shall be appointed following an open, transparent and non-discriminatory recruitment process which assesses each candidate on merit carried out in accordance with the Business Board's diversity statement, Government Guidance and the Nolan Principles.
- 15. Given the specific nature of the sector, a number of activities shall be undertaken to attract the right people with the specialism required in an open and transparent way. This will include
 - (a) a public advertisement,
 - (b) writing to all organisations with specialism in Agri-Tech knowledge in the Combined Authority area.
- 16. A selection panel will be constituted to include:
 - (a) two representatives from the Agri-Tech Programme Board and
 - (b) a Business Board member.
- 17. The selection panel shall make recommendations to the Business Board which would make the final decision.
- 18. A quorum shall be four Programme Board members. The Programme Board shall meet at appropriate intervals, ideally monthly, provided a quorum is available and there are enough applications ready for the Programme Board to consider.

19. If a Programme Board member cannot attend a meeting, they can send written comments using the assessment sheets on an application(s) to the Programme Manager who will ensure they form part of the discussion and decision taken.
20. If the Chair is unable to attend a meeting, providing that the meeting is quorate, those Board Members attending the meeting can agree a substitute chair at the beginning of the meeting.
21. When a quorum is unavailable and project decisions cannot be held over until the next available meeting, a "Virtual Meeting" can be called. In these circumstances, the Programme Manager will provide Programme Board Members with access to the project papers and invite and co-ordinate comments. The Programme Manager will provide the Chair, with a summary of the comments received and a recommendation based on these comments. The Programme Manager will then provide Programme Board Members with written confirmation of the Board's decision whether to support or decline the application(s) in question.

Conflicts of Interest

22. Every Board member must sign and comply with the Business Board member code of conduct.
23. Once an application passes the assessment and is deemed ready for the Programme Board's consideration, the Programme Manager provides the applicant(s) with the names of all Programme Board Members, in writing, and asks each applicant to confirm if any Programme Board Member is conflicted. If so, those Programme Board Members do not have access to the relevant project papers.
24. Similarly, and in the event that the applicants have not recognised that a Board Member(s) is conflicted, a Programme Board Member must declare at each meeting if a conflict of interest arises, especially where an application is received from a competitor business or from a Programme Board Member's own organisation. In either of these circumstances, the Programme Board Member(s) will not be asked for their views about the application in question and must abstain from commenting on that particular application. It must be left to the other Programme Board Members to take the appropriate decision.

Confidentiality

25. All the information provided by the applicants will be treated in confidence and protected accordingly.

Equal Opportunities

26. The Board should comply with the Business Board's diversity statement. The members of the Programme Board shall at all times take into consideration the principles of equal opportunity irrespective of age, gender, race, nationality, ethnic origin, sexual orientation or disability

Procedure rules

27. The procedure rules for the Business Board should apply to the Programme Board where applicable

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**CAMBRIDGESHIRE
& PETERBOROUGH**
COMBINED AUTHORITY

CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 4.3
31 JULY 2019	PUBLIC REPORT

ALCONBURY ENTERPRISE ZONE MEMORANDUM OF UNDERSTANDING AND ENTERPRISE ZONE PROGRAMME GOVERNANCE

1.0 PURPOSE

- 1.1. This report requests approval for (a) the agreed Memorandum of Understanding between CPCA and Huntingdonshire District Council around governance and distribution of National Non Domestic Rate (NNDR) monies on Alconbury Enterprise Zone (Appendix 1) and (b) the proposed Terms of Reference for the Enterprise Zone Governance (Appendix 2).
- 1.2. The full report to the Business Board on 22 July 2019 can be viewed at:

<https://cambridgeshirepeterboroughcagov.cmis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/872/Committee/69/SelectedTab/Documents/Default.aspx>

<u>DECISION REQUIRED</u>	
Lead Members:	Chair of Business Board Portfolio Holder for Economic Growth
Lead Officer:	John T Hill, Director, Business and Skills
Forward Plan Ref: 2019/034	Key Decision: Yes
Full recommendations to the Business Board shown below. Recommendations for Combined Authority approval shown in bold type : a) Approve the Alconbury Enterprise Zone Memorandum of Understanding between	Voting arrangements Simple majority of all Members

<p>CPCA and Huntingdonshire District Council;</p> <p>b) Approval to adopt the proposed Enterprise Zone Programme Terms of Reference and associated governance.</p>	
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2.0 APENDICES

- 2.1 Appendix 1 - Appendix 1: Memorandum of Understanding for Alconbury Weald Enterprise Zone (between CPCA and Huntingdonshire District Council).
- 2.2 Appendix 2: Enterprise Zones Programme Terms of Reference (and associated governance).

<u>Source Documents</u>	<u>Location</u>
Report to the Business Board 22 July 2019	https://cambridgeshirepeterboroughca.gov.uk/cmismis.uk.com/Meetings/tabid/70/ctl/ViewMeetingPublic/mid/397/Meeting/872/Committee/69/SelectedTab/Documents/Default.aspx



APPENDIX 1

ALCONBURY WEALD ENTERPRISE ZONE

MEMORANDUM OF UNDERSTANDING BETWEEN THE GREATER CAMBRIDGESHIRE & PETERBOROUGH COMBINED AUTHORITY AND HUNTINGDONSHIRE DISTRICT COUNCIL

1. Background

- 1.1. This Memorandum of Understanding sets out the principles, objectives and priorities that should underpin the development and delivery of the Alconbury Weald Enterprise Zone, as agreed with the Cambridgeshire & Peterborough Combined Authority (CPCA) and Huntingdonshire District Council (HDC).
- 1.2. On 17 August 2011, the Government awarded the Local Enterprise Partnership (GCGP LEP) an Enterprise Zone, set within a wider area of 150 hectares of land comprising Alconbury Weald.
- 1.3. The Enterprise Zone designation is for 25 years from the commencement date of 1st April 2012. *Appendix 1* details the 3 zones of the Enterprise Zone boundary map as agreed with Government.
- 1.4. The Cambridgeshire & Peterborough Combined Authority (CPCA) are Accountable Body for the Enterprise Zone, and therefore has a responsibility for its long-term success. The Business Board are responsible for overall delivery of the Enterprise Zone.
- 1.5. Huntingdonshire District Council (HDC) are the Collecting Authority and responsible for the collection of business rates on the Enterprise Zone.
- 1.6. Urban & Civic Limited (U&C) are landowners of Alconbury Weald and will lead the development and marketing of the site. U&C will bring forward development across the Alconbury Weald site which compliments and enhances the viability of the Enterprise Zone.
- 1.7. A signed MOU exists between GCGP LEP and U&C, dated 4th April 2012, and is included under *Appendix 2* and includes arrangements for a multi-agency Enterprise Zone Programme Board.
- 1.8. CPCA, HDC and U&C will work together on communications, marketing and delivery of the Alconbury Enterprise Zone as well as reviewing and handling expressions of interest in accordance with key principles.

2. Alconbury Weald Enterprise Zone

- 2.1. Under this Memorandum of Understanding, both CPCA and HDC jointly commit to the following key principles in development and delivery of the three Enterprise Zone areas on Alconbury Weald:
- 2.1.1. In developing the Enterprise Zone all effort should be made to ensure that it avoids local displacement whilst recognising the current constraints facing businesses within the area.
 - 2.1.2. Companies locating within the Enterprise Zone should bring genuinely additional business growth and the marketing of the Enterprise Zone should be targeted in that way.
 - 2.1.3. The Enterprise Zone should support CPCA and HDC wider economic priorities and relevant target sectors for the site, as identified and set out in the Investment and Delivery Plan and which will be jointly agreed.
 - 2.1.4. The Enterprise Zone should contain no significant retail, nor “non B Class” uses, unless a specific business case is made through and agreed by all partners at the Alconbury Weald EZ Programme Board.

In this context:

- 2.1.5. Local displacement is defined as a scenario whereby a business that is currently located within the local authority district or local area relocates to premises within the Enterprise Zone with no significant added value measured by increase in jobs and annual turnover (i.e. solely to benefit from the business rate discounts).
 - 2.1.6. If a local business intends to expand its operations, measurable by identified increase in jobs and annual turnover, by taking up premises within the Enterprise Zone, this is not defined as local displacement.
 - 2.1.7. Where a business already located within the local authority area or the local area that expresses a wish to relocate to the Enterprise Zone, the constraints on the effective business operation at the existing site will be a material factor for all parties to consider in the context of displacement, but another suitable sites across the HDC district area must also be considered as viable relocation options.
 - 2.1.8. Where a business already located within the local authority area or the local area that expresses a wish to relocate to the Enterprise Zone is actively looking at a deliverable relocation outside of the CPCA area the potential job losses resulting from such a move will be a material factor for all parties to consider in the context of displacement.
- 2.2. These principles are consistent with the Government's approach to Enterprise Zones, as set out its Enterprise Zone Prospectus (DCLG March 2011), with the LEP's bid to Government for Alconbury to be an Enterprise Zone and with the Alconbury Enterprise Zone Implementation Plan (November 2011).

3. Terms & Conditions

- 3.1. In 2012, the Secretary of State offered the LEP and HDC the right to set up and operate the Enterprise Zone, and this Memorandum of Understanding sets out the governance as agreed between both organisations, and arrangements for the distribution of NNDR shares of retained business rates.
- 3.2. HDC will locally collect 100% of any business rate increase (above the baseline position at 31st December 2011) which accrues for a period of 25 years from the commencement date of 1st April 2012), subject to agreed redistribution shares between the CPCA and HDC.
- 3.3. Both parties confirm, having undertaken due investigation, that:
 - 3.3.1. they have obtained or shall use all reasonable endeavours to promptly obtain necessary approvals, authorisations, consents, exemptions, licences, permits, permissions (including planning permission) or registrations necessary to deliver the Enterprise Zone;
 - 3.3.2. they have or will secure the expertise and capacity to set up and operate the Enterprise Zone in accordance with the Application;
 - 3.3.3. they will undertake all the steps to set up and operate the Enterprise Zone and confirm that each of these shall be achieved compliantly (including but not limited to achieving compliance with applicable procurement, state aid, planning law and all rules relating to the collection and distribution of business rates, discount, and use of business rates for investment).

4. Investment and Delivery Plan

- 4.1. Guidance for Enterprise Zones sets out that 'local arrangements' are needed to permit HDC (as Local Authority) to engage with the LEP to establish agreed investment priorities, mechanisms for delivery against these priorities, and such resources as may be required to monitor, and programme manage Alconbury EZ.
- 4.2. CPCA, HDC and U&C will produce and update the Investment and Delivery Plan (the template for this document is included under *Appendix 3*), to agree list of investment priorities within the Enterprise Zone over the next 3 years (for the period ending 31st March 2022). The funds for such investment priorities will primarily focus on usage of the 'EZ and Infrastructure Fund' established under 6.1.3 of this MOU.
- 4.3. CPCA, HDC and U&C shall, no later than six (6) months prior to each three (3) year anniversary of the commencement date, agree an Investment & Delivery Plan collaboratively with the Alconbury Weald Enterprise Zone Programme Board.
- 4.4. The CPCA and HDC will consider investments to support growth on the Enterprise Zone as identified in the Investment and Delivery Plan subject to a full Business Case, however, the final decision on an individual organisation's investment in a scheme will ultimately be wholly within their own decision-making process taken by the respective organisations.

5. Business Rates Collection

- 5.1. As the Collecting Authority, HDC is required to keep proper and up to date accounts and records giving correct and adequate details of all transactions related to Enterprise Zone business rates and shall permit the duly appointed representatives of the other parties at all reasonable times and on reasonable notice to inspect all such accounts and records.
- 5.2. At each financial year end the National Non-Domestic Rates (NNDR) team of the Collecting Authority will confirm with CPCA the amount of business rates attributed and collected in the Area in accordance with the applicable legislation. (Actual NNDR EZ qualifying relief & the actual net rates paid for the relevant fiscal year).
- 5.3. After the collecting authority's financial audit of the business rates, HDC will confirm and administer agreed shares of retained income as set out in Section 6. HDC shall use its reasonable endeavours to complete its audit and effect payment of retained income to CPCA no later than 31st December of each year, following the preceding financial year end.
- 5.4. The underlying principles which will underpin the allocation and distribution of retained business rates income are as follows:
 - 5.4.1 to ensure that the finances of the Collecting Authority is not disadvantaged by the development within the area;
 - 5.4.2 to earmark funds to accelerate the growth of the EZ and local area;
 - 5.4.3 to earmark funds to deliver jobs and growth across the CPCA area (including within the electoral areas of the Collecting Authority).
- 5.5. HDC agree to annually update the Financial Profile to set out actual and projected business rates income for the Enterprise Zone (*Appendix 4*).

6. Business Rates Distribution and Funds

- 6.1 To best utilise the retained business rates from Enterprise Zone growth, as the local collecting authority, HDC will introduce a suitable mechanism to facilitate the distribution of cleared monies from business rate receipts against the following funds (annually up to 31st March 2038):
 - 6.1.1 **HDC Fund** – this is based on **40 percent** annually to HDC from the Alconbury Weald Enterprise Zone retained business rates to support delivery of the Councils priorities in support of economic success, place shaping and overall wellbeing functions across Huntingdonshire.
 - 6.1.2 **County Fund** – this is based on **20 percent** annually (apportioned 2% to Cambridgeshire Fire & Rescue Service and 18% to Cambridgeshire County Council) from the Alconbury Weald Enterprise Zone retained business rates to support delivery of local services, including towards meeting the community and infrastructure demands of the Alconbury Weald development.

6.1.3 **EZ and Infrastructure Fund** – this is based on **20 percent** annually from the Alconbury Weald Enterprise Zone retained business rates to accelerate delivery of the Alconbury Weald Enterprise Zone, in the form of contributions to buildings and supporting infrastructure to the site. This to be agreed jointly within the governance process between HDC and CPCA as defined under Section 9 below and set-out within the Alconbury Weald Enterprise Zone Terms of Reference.

6.1.4 **CPCA Fund** – this is based on **20 percent** annually to the CPCA from the Alconbury Weald Enterprise Zone retained business rates to support delivery of economic priorities across Cambridgeshire & Peterborough.

7. Project Pipeline

7.1. The CPCA, HDC and Urban & Civic are tasked with developing project proposals in line with the principles of the Investment & Delivery Plan.

7.2. Potential projects will need to relate to the delivery, acceleration and wider benefit to the Alconbury Weald EZ and meet the following criteria:

7.2.1. Projects put forward for consideration need to be of an economic development nature, including measures to support property development, infrastructure and utilities provision, business, employment and skills development but not housing or community development;

7.2.2. Projects must lead to measurable creation of new jobs, business and/or commercial property in the Enterprise Zone. This will drive physical development and generation of rateable income from the site;

7.2.3. Projects must be deliverable and realistic in terms of funding requested. EZ Funds cannot fund major infrastructure developments on its own but could contribute towards them pro-rata;

7.2.4. Projects will need to show clear causal relationship in terms of benefit to the Enterprise Zone or local area. Benefits need to be proven rather than assumed or deduced. Projects may need to be ranked accordingly in terms of awarding funding to accelerate development of the Alconbury Weald Enterprise Zone; and

7.2.6. Funding must not breach the state aid rules; and the recipient will be required to warrant that the funding will not breach the state aid rules.

8. Administration Costs

8.1. Enterprise Zone retained business rates can be used to cover direct costs in terms of identified and agreed interventions which add value to the Enterprise Zones as a first principle.

8.2. All legitimate and agreed costs incurred in managing, operating and promoting the Alconbury Weald Enterprise Zones can be covered from each parties' respective share of retained business rates. This includes all project management, additional marketing or inward investment requirements, consultancy advice and operational support to ensure smooth implementation of the Alconbury Weald Enterprise Zone.

9. Enterprise Zone Fund Governance

- 9.1. The **Alconbury Weald Enterprise Zone Programme Board** will report to and be accountable to the LEP Business Board.
- 9.2 The Programme Board will be made up of an elected member of both HDC and CPCA and an appropriate senior Officer of each. The Chair should be elected by Board member and alternate on a 3-year cycle between the parties. The group may include, by invitation, representatives from local Government (BEIS), Cambridgeshire County Council and Urban & Civic (as land owner).
- 9.5. Where possible, day to day decisions over contentious business enquiries will be taken by the Alconbury Weald EZ Programme Board, and where agreement cannot be reached on a case, this would then be escalated up to the Business Board and ultimately the Combined Authority Board for further review.
- 9.6 Decisions on the use of the 'EZ and Infrastructure Fund' monies as set out at 6.1.3 of this agreement will be decided solely by the CPCA and HDC and can only be approved by joint agreement.
- 9.7. Details of the Alconbury Weald EZ Programme Board and associated governance is set out within the Enterprise Zone Programme Terms of Reference (*Appendix 5*).

10. Marketing and Branding

- 10.1. The developer will take the lead on the marketing and branding of Alconbury Weald Enterprise Campus as a whole, the CPCA and HDC will ensure that co-ordination and complementary input into this and be consulted through the Alconbury EZ Programme Board. The CPCA and HDC will work proactively with Urban & Civic to develop an agreed marketing plan for the site; this will be issued within 6 months of entering into this agreement.
- 10.2. Requirements for site marketing: Alconbury Weald Enterprise Campus brand should be used for marketing and promotional activity. In addition, use of both DCLG and Enterprise Zone logos will be required within marketing communications and signage.

11. Planning

- 11.1. To facilitate accelerated growth on the Enterprise Zone, the District Council is committed to making swift planning decisions. Where planning decisions are required, the District Council shall coordinate with other stakeholders (CPCA) to provide clear and concise pre-application advice to guide the applicant to prepare high quality schemes that thereby stand best chance to gain planning permission (recognising that such activities cannot fetter the Councils statutory role and regulatory processes as Local Planning Authority)

12. Monitoring

- 12.1. The CPCA and HDC will work proactively with Urban & Civic to ensure the developer provides output monitoring information and to complete the return at quarterly intervals (*Appendix 6*).

- 12.2. At the beginning of each financial year the Local Authority is to report to the Enterprise Zone Programme Board the level of Business Rates received on the Alconbury Weald Enterprise Zone from the previous financial year.

13. Overall Commitment

- 13.1. Both parties share a commitment to be proactive to develop the productivity of firms, raise skill levels, make home ownership affordable, address health and educational inequalities, and generate revenue to pay for public services in the future. Partnership is essential to delivery and the public sector needs to work more closely to leverage all its resources.
- 13.2. Both parties are committed to coordinate resources and build a consensus that gives communities, businesses and central government the confidence that when they make decisions to live, grow and invest in our sub-region knowing there's not a better area in the country to do it.

14. Term

- 14.1. The term of Enterprise Zone status runs to **31st March 2038**. To allow all parties to review their interests, in the first instance this Memorandum of Understanding extends to 31st March 2024 (covering a 5-year period).

15. Escalation

- 15.1. If any party has any issues, concerns or complaints regarding this Agreement or the operation of the Enterprise Zone, that party shall notify the other parties and the parties shall then seek to resolve the issue by a process of consultation.
- 15.2. Unless otherwise agreed by the parties or ordered by an appointed arbitrator, all reasonable costs of mediation and/or arbitration incurred by the parties can be met from Enterprise Zone retained business rates.

16. Confidentiality and Freedom of Information

- 16.1. Each party undertakes that it shall not at any time during the term, and for a period of five years thereafter, disclose to any person any confidential information of any other party concerning the terms or operation of this Agreement.
- 16.2. Each party may disclose such confidential information of another party:
- 16.2.1. to its employees, officers, representatives or advisers who need to know such information for the purposes of exercising the party's rights or carrying out its obligations under or in connection with this Agreement; and
- 16.2.2. as may be required by law, a court of competent jurisdiction or any governmental or regulatory authority.
- 16.3. No party shall use any other party's confidential information for any

purpose other than to exercise its rights and perform its obligations under or in connection with this Agreement.

- 16.4. Each party acknowledges that the other parties are subject to the requirements of FOIA and the Environmental Information Regulations and shall assist and co-operate with the other parties to enable the other parties to comply with those requirements.

17. Termination

- 17.1. This Agreement shall terminate by Multilateral Termination:

17.1.1. by the agreement of the CPCA, HDC and Secretary of State;

17.1.2. if there is a change in law, regulations, policy or binding guidelines which makes the continuation of this Agreement unlawful or the arrangements under this Agreement unnecessary;

17.1.3. if CPCA ceases to exist; or on the 25th anniversary of the Enterprise Zone commencement date of 1st April 2012.

18. Change Control

- 18.1. If any party wishes to change the scope and/or terms of this Agreement, it shall prepare and circulate to all other parties a written notice setting out the proposed changes, the reasons for requesting those changes and the likely impact of those changes on the operation, performance and wording of this Agreement.

19. General

19.1. No variation of this Agreement shall be valid unless it is in writing and signed by or on behalf of each of the parties.

19.2. A waiver of any right under this Agreement is only effective if it is in writing and it applies only to the party to whom the waiver is addressed and the circumstances for which it is given.

19.3. Nothing in this Agreement is intended to, or shall operate to, create a partnership between the parties, or to authorise either party to act as agent for the other, and none of the parties shall have authority to act in the name or on behalf of or otherwise to bind the others in any way (including the making of any representation or warranty, the assumption of any obligation or liability and the exercise of any right or power) and none of the parties shall incur any expenditure in the name of or for the account of the others.

Appendices

Appendix 1: Enterprise Zone Boundary Map

Appendix 2: MOU agreement between GCGP and U&C

Appendix 3: Investment and Delivery Plan (Template)

Appendix 4: Financial Profile (as of 31st December 2018)

Appendix 5: Alconbury Enterprise Zone – Terms of Reference

Appendix 6: Alconbury Enterprise Zone – Quarterly Monitoring Return
(Template)

Acceptance

Signed for and on behalf of **Cambridgeshire & Peterborough Combined Authority**:

Kim Sawyer, Chief Executive

Date: _____

Signed for and on behalf of **Huntingdonshire District Council**:

Jo Lancaster, Chief Executive

Date: _____

ENTERPRISE ZONE PROGRAMME – TERMS OF REFERENCE

The Cambridgeshire & Peterborough locality, after becoming a Mayoral Combined Authority Area in 2017, took on responsibility for the Local Enterprise Partnership governance in 2018. In Autumn 2018 a newly formed Business Board was created to provide a business voice for the area. The Cambridgeshire & Peterborough Business Board is:

- a non-statutory body which is the Local Enterprise Partnership for the CPCA area.
- independent of the CPCA, operating as a private-public sector partnership, which focuses on the key business sectors to provide strategic leadership and drive growth in Cambridgeshire and Peterborough and the wider Local Enterprise area.

The Cambridgeshire & Peterborough Business Board Terms of Reference can be found here; <http://cambridgeshirepeterborough-ca.gov.uk/meetings/business-board-meeting/>

Executive Summary

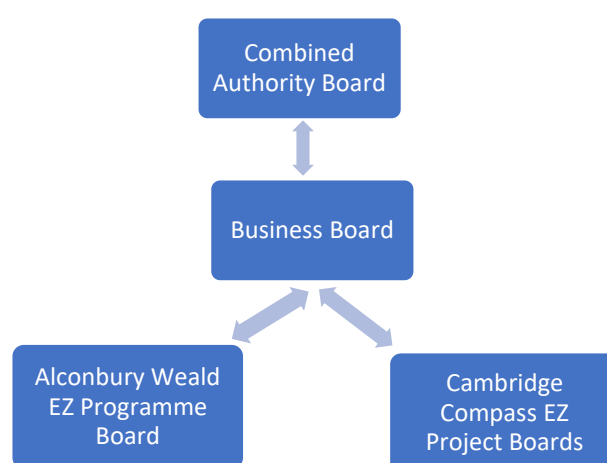
This document sets out the proposed governance arrangements between the Cambridgeshire & Peterborough Combined Authority and key stakeholders in relation to Enterprise Zone programme, for which the Business Board is responsible and the CPCA Board overall accountability.

Governance Structure

The Business Board retains strategic oversight for the delivery of the Enterprise Zone Programme and will report to the Combined Authority Board as accountable body.

Enterprise Zone delivery and management delegated to Enterprise Zone Programme Board (Alconbury Weald) and Enterprise Zone Project Boards (Cambridge Compass).

The following diagram sets out how the Enterprise Zone Programme Boards align within the CPCA governance structure:



Alconbury Weald Enterprise Zone Programme Board

Purpose - to co-ordinate the delivery of development, regeneration and management of the Enterprise Zone, focusing largely on operational matters and is responsible for co-ordinating proposed project activity from the agreed EZ Investment & Delivery Plan for Alconbury Weald Enterprise Zone.

Decisions on the use of the 'EZ and Infrastructure Fund' monies as set out at 6.1.3 of the CPCA/HDC Alconbury Weald EZ MOU will be decided solely by the CPCA and HDC and can only be approved by joint agreement.

Constitution and Membership - the Board will be made up of an elected member of both HDC and CPCA and an appropriate senior officer of each. The Chair should be elected by Board member and alternate on a 3-year cycle between the parties. The group may include, by invitation, representatives from local Government (BEIS), Cambridgeshire County Council the developer/land owner. Membership of the Alconbury Weald Enterprise Zone Programme Board is provided at *Appendix 1 (TBC)*.

Accountability - the Alconbury Weald Enterprise Zone Programme Board is responsible for reporting to both the Business Board and CPCA Board as accountable body.

Terms of Reference - the Alconbury Weald Enterprise Zone Programme Board will:

- Develop and maintain the Alconbury Weald EZ Investment & Delivery Plan on behalf of the Business Board;
- Update financial reports to set-out EZ-related business rate retention, income streams and cost commitments;
- Provide quarterly output figures to inform monitoring obligations back to Government;
- Agree on managing the identity and communication of activity taking place on the Enterprise Zone in supporting the overarching programme branding;
- Maximise the benefits of the Enterprise Zone and to identify potential sources of funding to support site delivery and occupancy; and
- Prepare site updates and briefing documents for the Business Board; and
- Escalate and report on any high-level risks and conflicts to the Business Board that cannot be resolved at the Enterprise Zone Programme Board level.

Meetings – the Alconbury Weald Enterprise Zone Programme Board will meet on a quarterly cycle or at such other intervals as the Board may agree. The Chair of the Alconbury Weald Enterprise Zone Programme Board may decide to cancel meetings or call additional meetings as required.

Cambridge Compass Enterprise Zone Project Board

Purpose – individual officer-level working groups representing each site and responsible for overseeing delivering the Enterprise Zone and to co-ordinate the delivery of developments, regeneration and management of the Enterprise Zone. The Boards will focus largely on operational matters and report to the Business Board.

Constitution and Membership - the Cambridge Compass Enterprise Zone Project Boards will comprise of CPCA and Local Authority officers and, in an advisory capacity, representatives from the developer or landowner/agent. The group may include, by invitation, representatives from local Government (BEIS), Cambridgeshire County Council the

developer/land owner. Membership of each Cambridge Compass Enterprise Zone Project Boards is provided at *Appendix 1 (TBC)*.

Terms of Reference - the Cambridge Compass Enterprise Zone Project Boards will:

- Develop and maintain EZ Investment & Delivery Plan on behalf of the Business Board;
- Update financial reports to set-out EZ-related business rate retention, income streams and cost commitments;
- Provide quarterly output figures to inform monitoring obligations back to Government;
- Agree on managing the identity and communication of activity taking place on the Enterprise Zone in supporting the overarching programme branding;
- Maximise the benefits of the Enterprise Zone and to identify potential sources of funding to support site delivery and occupancy;
- Prepare site updates and briefing documents for the Business Board, and
- Escalate and report on any high-level risks and conflicts to the Business Board that cannot be resolved at the Enterprise Zone Project Board level.

Meetings - the Cambridge Compass Enterprise Zone Project Boards will meet at least on a quarterly basis ahead of the Business Board to allow enough time for the submission of reports and Board papers.



CAMBRIDGESHIRE AND PETERBOROUGH COMBINED AUTHORITY BOARD	AGENDA ITEM No: 5.1
31 JULY 2019	PUBLIC REPORT

UNIVERSITY OF PETERBOROUGH - TRANSITIONAL FUNDING

1.0 PURPOSE

- 1.1 This report requests approval from the CPCA Board for transitional funding of University Centre Peterborough (UCP) to continue working on the University project until the bidding process begins on 1st August 2019.
- 1.2 At its meeting on 10 July 2019 the Skills Committee unanimously agreed to recommend that the Combined Authority Board approve the release of £148,304 from the Skills Strategy Implementation budget for 2019/20 to support University Centre Peterborough through the transitional phase. The full report considered by the Skills Committee is available at the following link:
[Skills Committee 10 July 2019](#)

<u>DECISION REQUIRED</u>	
Lead Member:	Councillor John Holdich – Portfolio Holder for Skills and Chairman of Skills Committee
Lead Officer:	John T Hill, Director of Business and Skills
Forward Plan Ref: N/A	Key Decision: No
The Combined Authority Board is recommended to: 1. Note the findings of the request from University Centre Peterborough to continue to fund the activity for the University of Peterborough up until the 1 st August 2019.	Voting arrangements Simple Majority of all Members.

2. Approve the release of £148,304 from the Skills Strategy Implementation budget for 2019/20 to support University Centre Peterborough through the transitional phase.	
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<u>Source Documents</u>	<u>Location</u>
Skills Committee meeting 10 July 2019	<u>Skills Committee 10 July 2019</u>