

<b>Board Meeting Paper</b>	
<b>Nov 18 BM C 2.1</b>	
<b>Purpose of report</b>	<input checked="" type="checkbox"/> Decision <sup>1</sup> <input type="checkbox"/> Discussion / debate <input type="checkbox"/> Information only <sup>2</sup>
<b>Sensitive Information?</b>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>If sensitive, protective marking<sup>3</sup></b>	
<b>Date of Meeting</b>	13 March 2018
<b>Agenda Item</b>	C 2.1
<b>Report Title</b>	Governance 2018-19
<b>Sponsor</b>	Jon Carter
<b>Author(s)</b>	Jon Carter



## 1. Summary

Board and committee terms of reference are periodically updated. Any significant change requires board and/or management team approval. On this occasion, a number of significant changes are proposed to certain terms of reference and some minor changes have been made to others. It is again thought helpful however to see the 'suite' of documents in one place together with a governance 'map' so any links between them may be more readily appreciated. **They are thus provided in a separate volume.**

## 2. Recommendations / decision required

- (a) The Board is asked to **approve** the following significant changes:
- The abolition of the Business & Innovation Group
  - The abolition of the Franchising Task Force
- (b) The Board is asked to **endorse** the following significant change:
- The creation of the Continuous Improvement Panel
- (c) The Board is asked to **agree** the Chair's nomination of Arthur Leathley to the Passenger Contact Group and Audit, Risk Assurance and Remuneration Committee (with effect from the last meetings of those groups)
- (d) The Board is asked to **approve** the Chair's nomination of Isabel Liu as Chair of the Audit, Risk Assurance and Remuneration Committee (with effect from 1 April 2018)
- (e) The Board is asked to **approve** the Chair's nomination of Theo de Pencier as Chair of the Statistics Governance Group (with effect from the last meeting of that Group)
- (f) The Board is asked to **approve** the Chair's nomination of Cllr William Powell as Chair and member of the Passenger Contact Group (with effect from 1 April 2018)
- (g) The Board is asked to **note** only minor updates or no change to other terms of reference.

<sup>1</sup> If a decision is required, or you are asking for the paper to be formally noted, please set this out in section 2

<sup>2</sup> If for information only, please make clear in section 1 **why** this information is being provided

<sup>3</sup> ie **OFFICIAL/SENSITIVE**: plus COMMERCIAL / POLICY / MANAGEMENT-STAFF / PERSONAL PROTECT

### 3. Further details

The board is reminded that the 2016-17 change programme has resulted in the loss of 1.5 FTE posts within the Chief Executive's Team. We have therefore had to look carefully at what core activities must be supported in the most efficient way and what appears to be no longer necessary. As usual, however, this is an excellent opportunity to perform a general tidy-up and pruning ensuring our governance arrangements are fit for purpose and up to date.

#### *Constitution General and Board Reserve Powers*

No changes. Version as of November 2016.

#### *Audit, Risk Assurance and Remuneration Committee*

The folding in of the functions of the previous stand-alone remuneration committee are working well. No changes are proposed other than a membership update. It is hoped an additional member can be appointed to this committee from the two new board appointments expected in June 2018.

#### *Statistics Governance Group*

No changes are proposed other than a membership update. It is hoped an additional member can be appointed to this committee from the two new board appointments expected in June 2018.

#### *Passenger Contact Group*

No changes are proposed other than a membership update. It is hoped an additional member can be appointed to this committee from the two new board appointments expected in June 2018.

#### *Management Team*

No significant changes are proposed other than a membership update and new provision at 2.16.

#### *Business and Innovation Group*

The board have already agreed informally to the abolition of this Group, which became unsustainable in terms of the resource required to run it.

#### *Franchising Task Force*

Again, it is not possible to sustain a regular pattern of meetings of this group. With the recruitment of a new support post in the Transport User Teams (London) it is however now possible to convene ad hoc meetings of interested board members whenever the need arises.

#### *Continuous Improvement Panel*

A new group of Transport Focus's middle managers to take some of the burden from Management Team, and hopefully discharge some functions better. Minimum levels of delegated authority have been provided at the start but can change over time.

#### 4. Implications – Financial, Risk, Legal, Staffing

There are no significant implications arising from this paper, the contents of which have been discussed and agreed by management team in advance of seeking the board's approval.

#### 6. Equalities screen

Sometimes, an equalities impact assessment (EIA) is required for a given report, proposal or project. To help decide whether an EIA is required, a screen must be undertaken based on the information provided above. The screen seeks answers to four questions which are used to determine impact on the protected characteristics – major, minor or none (default). Please choose the correct impact value and, if **major**, link it to an explanation below.

Gender	Age	Sexual orient'n	Disability	Marital status	Political belief	Religious belief	Racial group
1. What is the likely impact on equality of opportunity for those affected by this policy, for each of the Section 75 equality categories?							
None	None	None	None	None	None	None	None
2. Are there opportunities to better promote equality of opportunity for people within the Section 75 equalities categories?							
Yes	Yes	Yes	Yes	None	None	None	None
3. To what extent is the policy likely to impact on good relations between people of different religious belief, political opinion or racial group?							
					None	None	None
4. Are there opportunities to better promote good relations between people of different religious belief, political opinion or racial group?							
					None	None	None

*Conclusion (the board's consideration of this paper may result in a change of conclusion)*

<b>Based on the information above, and having regard to the guidance below, the sponsor and author of this paper agree that (√)</b>	
(a) A full equalities impact assessment is <b>not</b> required	√
(b) A full equalities impact assessment is <b>not</b> required at this time but the impact values above suggest the matter should be kept under view during the lifetime of the project	
(c) A full equalities impact assessment is required and should be completed during the lifetime of the project	
(d) A full equalities impact assessment is required and should be completed immediately	
<b>Please provide a brief explanation of why you have arrived at this conclusion</b>	
<p><i>The proposal has little some relevance to equality of opportunity as it NOT purely technical in nature. Any impact on equality of opportunity or good relations for people within the equality and good relations categories MUST be kept under review by Management Team.</i></p>	