

Committee(s): Policy and Resources Committee – For Decision	Dated: 18 March 2024
Subject: Committee Terms of Reference	Public
Which outcomes in the City Corporation’s Corporate Plan does this proposal aim to impact directly?	Corporate Plan outcomes 1-12
Does this proposal require extra revenue and/or capital spending?	No
If so, how much?	N/A
What is the source of Funding?	N/A
Has this Funding Source been agreed with the Chamberlain’s Department?	N/A
Report of: Town Clerk	For Decision
Report author: Chris Rumbles, Governance and Member Services Manager	

Summary

The Policy and Resources Committee is responsible for overseeing the annual review of proposed changes to all Committee Terms of Reference, for onward consideration by the Court of Common Council.

This report presents a summary of changes brought forward by various Committees in respect of their terms of reference, and a recommendation of officers on whether these can be adopted in line with existing governance arrangements.

Detail of proposed changes to Terms of Reference are set out within the appendices, with the case for these change(s) outlined within this cover report.

This report also notes where ongoing discussions are being had with respect to specific Committees, and seeks Delegated Authority for these to be considered under urgency procedures ahead of Court in April 2025.

Recommendation

Members are asked to:

- 1) consider and approve the revised terms of reference as proposed in Table 1 and appended to this report;
- 2) Note that consultation on amendments to the terms of reference of the Corporate Services Committee, Natural Environment Board and Boards of Governors of the three City Independent Schools, are still ongoing.
- 3) Delegate Authority to the Town Clerk in consultation with the Chairman and Deputy Chairman to consider and approve any subsequent changes to

Committee Terms of Reference required ahead of the April 2024 Court of Common Council meeting.

- 4) Authorise the Town Clerk to make factual amendments to Terms of Reference (such as the correction of job titles, committee names etc.) required ahead of presentation to the April 2024 Court meeting.

Main Report

Background

1. Over the course of 2021/22 the Court of Common Council oversaw a considerable change in Committee Terms of Reference following outcomes of the Governance Review. In 2023/24, further significant changes were made at the request of Members, as part of the 'Light Touch' Governance Review.
2. The Court of Common Council considers and appoints/reappoints its Grand Committees on an annual basis each April through the "White Paper". This process provides an opportunity for the Court to implement any revisions to the responsibilities assigned to these Grand Committees.
3. All Committees are required to review their terms of reference on an annual basis to identify any routine changes that may be needed in order to better reflect and discharge their various responsibilities. Whilst these committees may then make suggested changes to their own terms of reference, the Policy and Resources Committee is responsible for overseeing the City Corporation's governance arrangements, ultimately making any final recommendations to the Court on this basis.
4. Any changes approved this day and/or any further changes agreed under delegated authority, will feature as part of the White Paper.
5. This report sees a return to a more routine governance review process.

Current Position

6. The table below sets out every Grand Committee, with a summary of changes proposed (if any) to their composition, quorum and responsibilities for the 2024/25 Civic Year. Against each, is a recommendation for your Committee's consideration and approval.
7. In reviewing the Terms of Reference attached, please disregard any named Members that may be out of date. These will be corrected in the usual fashion. Focus should be on the Composition, Quorum and Responsibilities.

Committee	Summary of Changes Proposed	Recommended Action
Audit & Risk Management Committee	<p>Audit and Risk Management Committee are seeking to amend the Committee's composition to allow for the Finance Committee Chairman and Deputy Chairman to directly appoint representatives to the Committee.</p> <p>It is also proposed removing two lines relating to Anti-Fraud and Anti-Corruption Arrangements, with one of these being superfluous and the other of which no longer needs directly addressing within the Committee terms of reference and is picked up within the relevant Sub-Committees terms of reference.</p>	Approve as appended (Appendix A)
Barbican Centre Board	None.	n/a
Barbican Residential Committee	<p>Barbican Residential Committee are proposing a change to in their terms of reference from 'To be responsible for' to 'To have oversight of the governance and scrutiny of' the management of all completed residential premises and ancillary accommodation on the Barbican Estate.</p> <p>It was though that this wording better reflects the strategic management role that the Committee holds, rather than the operational role that is discharged by officers.</p>	Approve as appended (Appendix B)

BoG City of London School	Subject to a further report to be considered under Delegated Authority (if granted).	n/a
BoG City of London Freemen's School	Subject to a further report to be considered under Delegated Authority (if granted).	n/a
BoG City of London School for Girls	Subject to a further report to be considered under Delegated Authority (if granted).	n/a
BoG of the Guildhall School of Music and Drama	<p>Board of Governors of the Guildhall School of Music & Drama and proposing changes to their terms of reference relating to benchmarking performance against other Higher Education Institutions, deleting reference to 'one representative of the Centre for Young Musicians' as this had been dissolved and also to keep the role of President of the Student Union rather than the name of the post holder as this changed annually.</p> <p>It is also proposed including an additional point relating to fund raising and 'Acting as ambassadors for the School, representing its interests to external stakeholders and to support fundraising activities, engage in advocacy efforts, and promote the institution's achievements and contributions.</p>	Approve as appended (Appendix C)
City Bridge Foundation Board	<p>Changes of name following the launch of the charity's new brand and working name in September 2023 (City Bridge Foundation).</p> <p>Compositional amendment to make provision for an additional 2 external Members (totalling 4). To be recruited in line with the existing recruitment procedure for External CBF Members. Change in quorum to ensure that elected Members of the Court of Common Council retain a majority attendance.</p>	Approve as appended (Appendix D)

City of London Police Authority Board	None.	n/a
Community & Children's Services Committee	<p>A number of housekeeping changes to their terms of reference due to legislation and changes in public health, the Charities Governance Review along with changes to provide greater clarity and extra description in key areas.</p> <p>These included the transfer of the responsibility for the appointment of Governors to Aldgate School to be the responsibility of the Education Board.</p> <p>Removal of the term 'social services' as it is considered to be sufficiently captured throughout the terms of reference.</p>	<p>Approve as appended (Appendix E) with the exception of the deletion for the responsibility of appointment to the Aldgate School Governors.</p> <p>Following approval by CCS, the proposal was not agreed by the Education Board. This amendment is no longer required.</p>
Corporate Services Committee	Subject to a further report to be considered under Delegated Authority (if granted). Changes will be centred on updating HR-specific matters (including reference to the new People Strategy) and a bolstering of the Health & Safety responsibilities.	n/a
Culture Heritage and Libraries Committee	None.	n/a
Digital Services Committee	<p>To add 'To act as the lead for digital services across the City of London Corporation and its institutions, including the City of London Police, Barbican Centre, Guildhall School of Music and Drama, and City of London Schools.' This will allow the Committee to helpfully co-ordinate digital service provision across the organisation. Establishing best practice and value for money.</p> <p>To add: 'To act as the lead Committee for the Enterprise Resource Planning (ERP) programme. This is already agreed amongst the associated committees.</p>	Approve as Appended (Appendix F)

Digital Services Committee (cont.)	It also proposed expanding the ex-officio Membership to cover those Committees with a specific interest in digital services. These being: the Barbican Centre Board, Board of Governors of the Guildhall School of Music and Drama; and a representative of the three City School Governing Boards (to be determined by those Chairs.	
Education Board	None.	n/a
Epping Forest & Commons Committee	May be subject to a further report in light of ongoing work in relation to the Charities Review.	n/a
Finance Committee	None.	n/a
Fraud and Cyber Crime Reporting and Analysis Procurement Committee	<p>The Fraud and Cyber Crime Reporting and Analysis Procurement Committee was set up specifically to lead on the procurement of the new Action Fraud Service. This work is underway but will not be complete by April 2024, as originally scheduled. So the sunset clause on the Committee's existence needs revisiting.</p> <p>FCCRASPC has therefore proposed a change to the current sunset clause within their Terms of Reference, to extend the Committee's oversight of the procurement until such a time that the work is delivered.</p> <p>After the Service has 'gone live', it is suggested that the continued oversight of the new Service will rest with the City of London Police Authority Board.</p>	Approve as appended (Appendix G)
Gresham (City Side) Committee	None.	n/a

Hampstead Heath Highgate Wood and Queens Park Committee	May be subject to a further report in light of ongoing work in relation to the Charities Review.	n/a
Health and Wellbeing Board	<p>Adding three NHS representatives to the Board and three elected Members to the Board, bringing the total membership up to 19.</p> <p>Reducing the quorum from five, to any three Members (with the majority to be Members of the Common Council or officers representing the City of London Corporation).</p>	<p>Approve as appended (Appendix H) subject to consideration as to whether the increase in Elected Member Representation is necessary given the size of the Board will rise to 19.</p> <p><u>Current COLC Representation</u> Elected Members = 6 COL Officers = 4</p>
Investment Committee	None.	n/a
Licensing Committee	None.	n/a
Local Government Pensions Board	Local Government Pensions Board are proposing constitutional changes to reflect governance in response to the new committee structure at the City with Corporation with the revised constitution being 'Two will be Members of the Court of Common Council (who may not be Members of the Pensions Committee or Corporate Services Committee)'. It was further agreed that any reference to Local Government Pensions Board should include its full name so as to avoid any confusion with Police Pensions Board.	Approve as appended (Appendix I)

<p>Markets Board</p>	<p>Markets Board proposed to areas it was responsible for to include:</p> <ul style="list-style-type: none"> • ‘the new site in Dagenham’ • removal of Port Health and Environmental Services Committee and Licensing Committee from the appoint of the Director of Markets • ‘To act as ultimate client for the Markets Co-Location Programme and have representation on both the Capital Buildings Board and Barking Reach Group. 	<p>The Markets Board is currently responsible for the operation of the Markets. This is not site specific and so, upon relocation, the Board will continue to be responsible for the operation of the Markets in Dagenham. This first change is, therefore, not necessary.</p> <p>The second point will be captured in relation to the ‘Factual Errors’ Section in this report.</p> <p>There is no mechanism/governance framework to implement the proposed role of ‘ultimate client’.</p> <p>Members of the Market’s Board have allocated spaces on CBB and BRG. The same reference is not, for example, on the COLPAB Terms of Reference as it is not considered necessary and could ultimately lead to a discordance of governance documents.</p> <p>No change is proposed on this basis.</p>
<p>Natural Environment Board</p>	<p>Subject to a further report to be considered under Delegated Authority (if granted).</p>	<p>n/a</p>

Pensions Committee	Pensions Committee are proposing a reduction in the number of Court of Common Council Members appointed to the Committee from 8 to 7, whilst further proposing the addition of 'the Chairman and / or Deputy Chairman of Local Government Pensions Board shall be permitted to attend in an observing capacity.' If agreed, the number of vacancies advertised will reduce by one for April 2024.	Approve as appended (Appendix K)
Planning & Transportation Committee	None.	n/a
Policy & Resources Committee	None (as recommended at your previous meeting).	n/a
Port Health & Environmental Services Committee	None.	n/a
West Ham Park Committee	May be subject to a further report in light of ongoing work in relation to the Charities Review.	n/a

Factual Errors

8. Policy & Resources, Planning & Transportation, Natural Environment and other committees, have each pointed out several factual errors within their terms of reference. Upon review, it is clear that this is true across all committee terms of reference. Such inconsistencies have arisen from the large volume of changes to governance in recent years (notably the Governance Review; Light Touch Governance Review; Target Operating Model). There are (for example) several officer titles and committee names that require updating in line with existing Court agreements.
9. It is therefore proposed that the Policy & Resources Committee authorises the Town Clerk to oversee such corrections that have already had agreement from the Court of Common Council, ahead of the White Paper publication in April 2024.

Proposals and Options

10. It is for Members to decide which of the proposed changes to the various terms of reference are required and to put these forward for recommendation to the Court of Common Council in April 2024.

Corporate & Strategic Implications

Strategic implications

One of the purposes of the annual review of terms of reference, is to help ensure that the City Corporation has in place the best governance structures to deliver against the Corporate Plan alongside any statutory and/or charitable obligations.

Financial implications

None.

Resource implications

None.

Legal implications

None.

Risk implications

Most recommendations within this report are considered reasonably minor and are therefore not believed to be of any significant risk to the organisation.

If, however, the terms of reference are amended further without prior consultation with the Governance and Member Services Team, there is risk that the proposals are not valid and are not in accordance with other governing documents (e.g. Standing Orders, other Terms of Reference etc). If Members wish to consider further amendments they are encouraged to seek advice from the Clerk ahead of the meeting.

Equalities implications

Under the Equality Act 2010, all public bodies have a duty to ensure that when exercising their functions they have due regard to the need to advance equality of

opportunity between people who share a protected characteristic and to take steps to meet the needs of people with certain protected characteristics where these are different from the needs of other people and encourage people with certain protected characteristics to participate in public life or in other activities where their participation is disproportionately low. The proposals contained in this report do not have any potential negative impact on a particular group of people based on their protected characteristics.

Climate implications

The proposals included in this paper do not carry any significant implications for the Climate Action programme.

Security implications

None.

Conclusion

11. The Committee is asked to consider the proposed amendments to Terms of Reference and Constitutions set out above/appended, as requested by various committees. Those which are approved will be submitted to the Court of Common Council in April for final approval.

Appendices

Appendix A - Audit & Risk Management Committee

Appendix B - Barbican Residential Committee

Appendix C - BoG of the Guildhall School of Music and Drama

Appendix D - City Bridge Foundation Board

Appendix E - Community & Children's Services Committee

Appendix F - Digital Services Committee

Appendix G - Fraud and Cyber Crime Reporting and Analysis Procurement Committee

Appendix H - Health and Wellbeing Board

Appendix I - Local Government Pensions Board

Appendix J - Markets Board

Appendix K - Pensions Committee

Chris Rumbles

T: 020 7332 1405

E: christopher.rumbles@cityoflondon.gov.uk