


| Alexandra Palace & Park Board | on 30th November 2010 |
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| Report Title: Governance Update | |
| Report of: Andrew Gill, Interim General Manager, Alexandra Palace & Park Charitable Trust | |
| <p>1. Purpose</p> <p>1.1 To report back on progress, following the resolutions of the Board on 6 September 2010 and 14 October 2010 in the following areas:</p> <ul style="list-style-type: none"> a) Recruitment of Independent Advisors to the Board b) Master planning (the Alexandra Park & Palace Regeneration Working Group) c) Structural changes to streamline processes and systems - the review of the APP Statutory Advisory Committee (APPAC) and Consultative Committee (APPCC), | |
| <p>2. Recommendations</p> <p>2.1 That the Board notes the progress to date in implementing a number of its previous resolutions on Governance and Future Vision outlined in this report.</p> | |
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| <p>3. Executive Summary</p> <p>3.1 This report updates the Board on progress in implementing a number of its previous resolutions on Governance and Future Vision.</p> <p>3.2 Work is progressing on the recruitment of Independent Advisors to the Board.</p> <p>3.3 The work of the APPRWG has commenced and is the subject of separate report to this Board meeting.</p> <p>3.4 There has been limited progress towards a combined and more effective stakeholder forum;</p> <p>3.4.1 The APPAC Working Group met on 8 November 2010 and it has arranged to meet again with a view to formalise recommendations for the next APPAC meeting on 25 January 2011.</p> <p>3.4.2 The APPCC has resolved to create a Working Party comprised of four members of the Committee and that the Working party should meet as soon as possible.</p> <p>3.5 The development of the NCVO Code of Good Governance into a bespoke Code of Governance in the form of a Trustee Handbook is progressing. On 24 October 2010 the NCVO issued a revised and simplified Code for consultation and this will be the subject of a further report to the Board at its meeting on 21 December 2010.</p> | |

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| 4. Reasons for any change in policy or for new policy development (if applicable) |
| 4.1 Resolutions made by the Board on 29 June 2010, 6 September 2010 and 14 October 2010. |
| 5. Local Government (Access to Information) Act 1985 |
| 5.1 N/A |

6. Description

6.1 At its meeting on 6 September 2010 the Board resolved to adopt an 'interim' model for structural change, including the appointment of Independent Advisors to the Board and a review of the Alexandra Park and Palace Advisory Committee and Alexandra Palace and Park Consultative Committee as the most appropriate phased approach towards the longer term aspiration of legal/financial independence.

6.2 At its meeting on 14 October 2010 the Board received an update on the remaining key tasks associated with developing the Governance of the Trust. Since that date there has been progress on the tasks outlined below.

6.3 **The Appointment of Independent Advisors to the Board.** The Board has previously discussed the terms of engagement, job description and recruitment process for the Independent Advisors and provided a steer to the IGM on these aspects of this task.

6.3.1 The Board has been asked whether it wishes to specify skills, experience or qualifications for inclusion in a Candidate Specification for the role of Independent Advisor and it asked the IGM to circulate a revised Job Description containing a Candidate Specification for comment. This has been done and comments are awaited.

6.3.2 The IGM is currently researching the options for the advertising and recruitment of the role with a view to the Trust gaining maximum value from the process.

6.3.3 The skills and experience that the Board wishes to add in the form of Independent Advisors may be specific to particular professional or sector bodies and there may be some merit in approaching those organisations directly at the level of Chair/Chief Executive to enquire whether suitable individuals are known to them.

6.3.4 The Board has previously noted that it would further consider these issues at a future Board meeting and following this, the agreement of the Full Council of LB Haringey would be required prior to the appointment of Independent Advisors, as this was a variation to the Membership of the Board – albeit the Independent Members would only be appointed in a non voting advisory capacity.

6.3.5 The Board has been advised of the need to ensure that the matter was discussed through the political groups of the LB Haringey prior to submission at Full Council.

6.3.6 Arrangements have been made for officers to brief the Liberal Democrat Group on the revised governance of AP&P at its meeting on 5 January 2011.

6.4 **Master planning (the Alexandra Park & Palace Regeneration Working Group).**

6.4.1 Progress of the APPRWG and its recommended Vision for AP&P is the subject of a separate report to this Board meeting.

6.5 **Structural changes to streamline processes and systems.**

6.5.1 It is recognised that whilst the APP Statutory Advisory Committee (APPAC) is constituted in an Act of Parliament, there could be means of enhancing its current remit/membership. Both Committees were requested by their Chairs to consider holding an inaugural joint meeting at which both groups need to agree a process for 'holding a mirror to themselves',

as the Trustees have done, and identify actions to streamline their processes and improve effectiveness; including consideration of the necessity of having two separate groups.

- 6.5.2 Progress towards a combined and more effective stakeholder forum has commenced. The APP Statutory Advisory Committee (APPAC) and Consultative Committee (APPCC) have both held meetings since 14 October 2010.
- 6.5.3 The APPAC at its meeting on 7 September 2010 resolved to create a Working Group comprising four members of the Committee to explore the proposals and to consider how the Committee might operate more effectively. The Working Group met on 8 November 2010 and it has arranged to meet again with a view to formalise recommendations for the next APPAC meeting on 25 January 2011.
- 6.5.4 The APPCC at its meeting on 16 November resolved to create a Working Party comprised of four members of the Committee and that the Working party should meet as soon as possible.
- 6.5.5 Officers continue to support both Committees in this matter and will advise the Chair of the Board on the legal and constitutional aspects of the Committee's deliberations. Further reports on the matter will be provided to future meetings of the Board.

6.6 Bespoke Code of Governance for The Trust

- 6.6.1 The development of a Trustee handbook incorporating the NCVO Code of Good Governance was considered by the Board at its meeting on 14 October 2010 and this work is being progressed by the IGM. Since that date the NCVO has issued a revised and simplified code and this will be the subject of a further report to the Board at its meeting on 21 December 2010.

7 Consultation

- 7.1 There has been no specific consultation on this report beyond the liaison with the APP Statutory Advisory Committee and APP Consultative Committee (APPCC) described at 6.5 above.

8 Recommendations

- 8.1 That the Board notes the progress to date in implementing a number of its previous resolutions on Governance and Future Vision outlined in this report.

9 Legal Implications

- 9.1 The Trust's Solicitor was invited to comments on the report and had no specific comments.
- 9.2 The LBH Head of Legal Services was invited to comment on this report and had no specific comments.

10 Financial Implications

- 10.1 In 2010/11 a budget allocation of £30,000 was approved by the Trustees to complete this work. Actual spend YTD is £15,000. No additional budget is anticipated at this stage. If additional funding were required, Trustees would be asked to redirect funds from other revenue budgets.
- 10.2 The LBH Chief Finance Officer was invited to comment on this report.

11 Use of Appendices/Tables/Photographs

- 11.1 Revised Job Description (containing a Candidate Specification) for Independent Advisors.

APPENDIX 1

Alexandra Palace & Park Charitable Trust (APPCT)

DRAFT JOB DESCRIPTION (v3)

Post: Independent Advisor to the Board

Responsible to: The Board of APPCT

Introduction (Letter from the Chair)

The role of Independent Advisor to the Board of Alexandra Park & Palace is an exciting development in the long history of the iconic site we know as "Ally Pally". As the Board moves into the next crucial phase of developing its long-term strategy you could play a key part in influencing and advising on the direction Ally Pally takes next.

Your knowledge, experience and expertise will be valued and respected by the Board, its officers and stakeholders. Your advice could make a real difference, not merely to the Board, but to the hundreds of thousands of people who visit Ally Pally each year and the millions who might visit a regenerated Ally Pally in the future.

Yours faithfully etc.

Working Context

Alexandra Park and Palace has a long history as a popular destination for leisure dating back to the 1860's. The origin of the charity is in the 1900 act of parliament titled the "Alexandra Park and Palace (public purposes) Act 1900. The act established a "body of trustees to acquire Alexandra Park and Palace and other lands and to hold them for the unlimited use and recreation of the public forever".

The trusteeship of the charity was passed to the London Borough of Haringey from the Greater London council (GLC) in 1980. The objects and powers of the charity and trustees are contained in various acts of parliament and orders known collectively as the Alexandra Park and Palace Acts and Orders 1900-2004.

The charity governance is delegated by the corporate trustee (Haringey Council) to a board of the local authority known as the Alexandra Palace and Park board. This delegation means that the individual members of the Board are, as a matter of charity law the "charity trustees." In consequence they are responsible for all the charity does and how it does it.

The board currently consists of seven trustees who are elected members of the council and four non voting representatives. These are drawn from the Alexandra Palace and Park Consultative Committee which advises the board of the views and desires of the park and palace user groups and also gives opportunity to those local and national organisations that wish to have an input into the operation of the charity.

The board is also advised by a (Statutory) advisory committee which consists of local residents associations and ward councillors from the adjacent local wards along with two council wide representatives.

The Board has recently created a new working group, the Alexandra Park & Palace Regeneration Working Group (APPRWG) the role of which is to oversee and give direction to the design, formulation and adoption of a sustainable regeneration strategy for Alexandra Park and Palace and will include the delivery of a strategic master Plan which will provide an integrated framework for future commercial and development delivery.

Once the planning framework has been resolved the Board will move on to consider a new Strategy to replace the one of holistic development abandoned by the Board in January 2010.

The Role of the Trustees

Trustees take ultimate responsibility for the work that the Trust does, and the way in which it spends its money to achieve its aims. It is a big responsibility, focussing on the strategic direction of the organisation, agreeing plans and budgets, and holding the Chief Officer to account for the delivery of the plans.

It has a legal dimension too, with Trustees legally responsible for ensuring that the organisation operates to standards set by Parliament and the Charity Commission.

The Role of the Independent Advisors

The role differs from that of Trustee in the sense that it has no general or regulatory accountability for the operation of the Charity's affairs. At APPCT it also differs in that, currently, only elected members of Haringey Council can be Trustees of the Charity. Accordingly Independent Advisors are full members of the Board but they are not able to vote in board meetings. In practice, decisions are rarely pushed to a vote as the Chair tries hard to seek consensus and unanimity when the Board is asked make decisions.

You will have demonstrable expertise and board level experience in one or more of the areas of fund raising, heritage or hospitality.

Commitment

This is a meaningful and important role in which you will be expected to act as an Ambassador for Alexandra Park & Palace. It is a task that will take time to do properly, we estimate the equivalent of at least one day per month on average, possibly more during periods of intense activity.

APPCT Board meets about 6 or 7 times per year, usually taking a long break during the summer period. There may be sub committees or working groups, with authority delegated to them by the Board, meeting at other intervals. Staff or stakeholders may seek to consult with you on your particular area of expertise. You may be asked to represent the Trust at outside meetings with potential funders or influencers, attend our open days, or work alongside staff at events and receptions.

Key Responsibilities

- 1 To provide specific advice to the Board on your area/s of expertise and professional experience.
- 2 To act as an Ambassador for APPCT
 - that the criteria for expertise could fall into 3 main categories – fund raising, heritage, hospitality
 - that the Independent Advisors would not receive any monetary stipend for the role but would be able to claim reasonable expenses
 - that the Independent Advisors would be seen in an ambassadorial role with a whole range of abilities and that their function be a meaningful one
- 3 To assist other Board members to hold APPCT 'in trust' for donors and current and future beneficiaries by;
 - Ensuring that the Trust has a clear vision, mission and strategic direction, and is focused on achieving these
 - Being responsible for the performance of the Trust and for its 'corporate' behaviour
 - Ensuring that the Trust complies with all legal and regulatory requirements
 - Acting as guardians of the Trust's assets, both tangible and intangible, taking all due care over their security, deployment and proper application
 - Ensuring that the Trust's governance is of the highest possible standard
 - To work in partnership with other Board members, the Chief Officer and other senior staff

Duties

To use your knowledge, skills, experience and expertise to assist the Board to;

1. To agree the vision and strategy for the Trust
2. To ensure that the business plan and budget reflect the agreed strategic direction and are appropriate
3. To agree the measures for objectively monitoring the progress of the charity towards its strategic goals
4. To monitor the achievement of the Trust against the key measures from the business plan and budget
5. To hold the Chief Officer accountable for the achievement of the Trust's goals, and provide them with regular, constructive feedback on both management and overall achievement
6. To appoint the Chief Officer, to set their terms and conditions and to ensure that the organisation and the appointee invests in ongoing professional development, and considers succession planning
7. To agree the Trust's policies and ensure that they will assist in the achievement of the strategic and business plans
8. To ensure that the Trust has satisfactory financial control systems and procedures, and to review the level of risk annually
9. To safeguard the Trust's reputation, and other intangible assets
10. To reflect annually on the Board's performance and your own performance as a Board Member.

Tasks

1. To participate in the annual Trustee induction meeting and planning workshops or Away Days.
2. To attend Board meetings, read relevant papers and be prepared to make relevant contributions to discussion and providing guidance to officers of the Trust.
3. To support the staff when requested, sharing expertise, as a member of a working group or in other appropriate ways
4. To be prepared to act as a spokesperson for the Trust when asked by the Chair or Chief Officer, and to work within an agreed brief

5. To attend events as an ambassador for Trust, to network and promote the work of the organisation
6. To assist with fundraising by speaking, networking and otherwise seeking donations in conjunction with staff and volunteers as appropriate

Self Development

To develop own skills and capabilities through appropriate continuing professional development, including participation in Board appraisals and review of strategic plans.

Adherence to Legislation and Policy

1. To ensure that all responsibilities are carried out under relevant health and safety legislation and Trust Policy.
2. To comply with the Trust's Governing Documents, including its Code of Governance and its various policies and procedures relating to the Trust's activities.

Equalities

To promote and implement the Trust's Equality and Diversity policies in all areas of the work.

Candidate Specification

Experience

- Demonstrable record of recent achievement and influence in the venue/leisure/tourism/heritage sector/s.
- Recent experience of securing investment for large scale refurbishment of an existing facility at Board level
- Ability to command respect in field of expertise.
- Understanding of public/private sector working in collaboration
- Considerable experience of working at Board or senior level in a strategic capacity.

Skills

- Exceptional qualities at a senior level in a relevant environment.
- Passion for the heritage and historic values of Alexandra Park and Palace.
- The ability to analyse and interpret budgets, capital bids and other financial/business information
- Exhibit determination to offer effective support for the regeneration of Alexandra Park & Palace.

- Creative and visionary skills to help set and drive through the future vision for Alexandra Palace and Palace.
- Ability to apply objectivity and maintain independence whilst working effectively with colleagues.

Terms of Engagement

1. The role of Independent Advisor, like that of Trustee, is unpaid but reasonable expenses incurred may be reclaimed from the Trust.
2. The term of office will be in accordance with the Constitution of Haringey Council, which currently means that APPCT Board members are appointed annually at the Council's AGM.

Key Working Relationships

1. Board of APPCT
2. General Manager APPCT
3. Alexandra Palace Stakeholder Committees
4. Alexandra Palace Trading Ltd

Further details are available from;

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