

Alexandra Palace & Park Board

on 15th February 2011

Report Title: **Governance Update**

Report of: **Andrew Gill, Interim General Manager, Alexandra Palace & Park Charitable Trust**

1. Purpose

- 1.1 To report back on progress, following previous resolutions of the Board in the area of Structural changes to streamline processes and systems - the review of the APP Statutory Advisory Committee (APPAC) and Consultative Committee (APPCC).
- 1.2 To seek the Board's consideration of proposals for changes arising from the above review and its approval for implementing the joint recommendations of the two committees' Working Groups.

2. Recommendations

- 2.1 That the Board notes the joint recommendations and comments of the two Working Groups and the resolutions of the APPAC at its meeting 25 January 2011 and the APPCC at its meeting on 8 February 2011.
- 2.2 That the Board approves the proposal to hold two joint meetings of both Committees with the first such meeting on 5 April 2011, as proposed by the joint recommendation 1 of the two Working Groups.
- 2.3 That the Board delegates to the Chair, with the assistance and advice of the Interim General Manager, the initial review of the joint meetings and that the Chair should liaise with the Chair of the APPAC as deemed appropriate.
- 2.4 That the Board approves in principle the adoption of a two-stage process with stage one the immediate implementation of a joint APPCC/APPAC Committee (Model 1) and stage two a reconstituted APPAC (Model 2).
- 2.5 That the Board instructs the Interim General Manager to investigate the practicalities of having a single Statutory Advisory and Consultative Committee and to seek legal and Charity Commission advice in order to advise the Board further on this matter.
- 2.6 That the Board resolves to receive further reports on this matter at future meetings and after the two trial meetings referred to above have been held.

Report Authorised by: **Andrew Gill, Interim General Manager**



Contact Officer: **Andrew Gill, Interim General Manager, Alexandra Palace & Park, Alexandra Palace Way, Wood Green N22 7AY Tel No. 020 8365 4340.**

3. Executive Summary

- 3.1 This report updates the Board on progress towards a combined and more effective stakeholder forum following the work done by both the APPAC and the APPCC in reviewing their relative effectiveness.
- 3.2 Both Committee's Working Groups have met on several occasions and held a joint meeting on 14 January 2011.
- 3.3 A report approved by the Chairs of both Working Groups was considered by the APPAC on 25 January 2011 and by the APPCC on 8 February 2011.
- 3.4 The above report recommends a two-stage process to move to a single 'reconstituted' APPAC, which would effectively incorporate the APPCC.
- 3.5 This report details the process of the Review and informs the Board that both Committees are in accord with the proposed next steps, the first of which is to hold two joint meetings of both Committees, followed by a review after each meeting.
- 3.6 The first such joint meeting is proposed for 5 April 2011.

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, 14 October 2010 and 30 November 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 21 December 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 in the review of the APP Statutory Advisory Committee (APPAC) and Consultative Committee (APPCC).
- 6.3 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.
- 6.4 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 Party arranged to meet on 29 November 2010 and it elected a Chair, David Liebeck. Subsequent discussions were held with a view to formalise recommendations for the next APPAC meeting on 25 January 2011.

- 6.5 The APPCC at its meeting on 16 November 2010 resolved to create a Working Group comprised of four members of the Committee. The Working Group met on 8 November 2010 and it elected Colin Marr as its Chair. Arrangements were made for liaison with the APPAC Working Party.
- 6.6 The APPAC Working Party submitted the draft findings of the Working Party (the contents of which were subject to further discussion between the two Working Groups) to the Chair of the Board and the IGM in December 2010, followed by a meeting at Alexandra Palace on 6 December to discuss the findings of the two Working Groups.
- 6.7 A meeting between the two Working Groups took place on 14 January 2011 and a large measure of agreement was reached on the way forward. The Chairs of the both Working Parties submitted a report to the Chair of the Board on 19 January 2011, the contents of which had been agreed by the Chairs of both Working Groups. The report is appended to this report at Appendix 1.
- 6.8 Board members will be familiar with the content of the report and its recommendations, although they may wish to refresh their memories in particular in respect of the comments, consensus and observations.
- 6.9 The IGM advised the Chair of the Board that the appropriate way forward was for the report and its recommendations to be considered by both Committees at their impending meetings on 25 January and 8 February.
- 6.10 The APPAC considered the report at its meeting on 25 January 2011 and it resolved;
- i That Model 1, a Joint Statutory Advisory and Consultative Committee, be supported and that two trial meetings take place, the first one taking place on 5th April 2011, the next scheduled meeting.
 - ii That Model 2 be supported in principle and that Alexandra Palace Officers be asked to investigate the practicalities of having a single Statutory Advisory and Consultative Committee and seek legal and Charity Commission advice (after the Consultative Committee meeting on 8th February 2011) before reporting back to the Advisory Committee.
- 6.11 The APPCC considered the report at its meeting on 8 February 2011 and it resolved to support the recommendations in the report, and that the Board should ask the IGM to investigate the practicalities of having a single Statutory Advisory and Consultative Committee and seek legal and Charity Commission advice.
- 6.12 The Board will note that a number of logistical and practical issues may need to be addressed in order for the joint meetings to proceed smoothly and it will be necessary for the discussions to be focussed through effective chairmanship and officer support.
- 6.13 Arguably, any additional effort necessary to ensure that the joint meetings are effective may be offset by the reduced number of meetings and associated attendance and officer support.
- 6.14 It is proposed that there should be a review after each joint meeting and that the Board delegates the reviews to the Chair, assisted and advised by the Interim General Manager. The Chair will liaise with the Chair of the APPAC and other members of the Working Groups as he deems appropriate.
- 6.15 While the Working Groups have progressed quickly and their members have worked hard to deliver joint recommendations to the Board, the timing of the joint meetings of the two committees will mean that it will not be possible to seek the approval of Full Council at its April 2011 meeting for any formal changes to the Alexandra Palace Committee structure.

- 6.16 The Interim General Manager will submit a revised timescale for this and the remaining tasks arising from the Board's Governance Review to a future meeting of the Board.

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 described in previous reports to the Board.

8 Recommendations

- 8.1 That the Board notes the joint recommendations and comments of the two Working Groups and the resolutions of the APPAC at its meeting 25 January 2011 and the APPCC at its meeting on 8 February 2011.
- 8.2 That the Board approves the proposal to hold two joint meetings of both Committees with the first such meeting on 5 April 2011, as proposed by the joint recommendation 1 of the two Working Groups.
- 8.3 That the Board delegates to the Chair, with the assistance and advice of the Interim General Manager, the initial review of the joint meetings and that the Chair should liaise with the Chair of the APPAC as deemed appropriate.
- 8.4 That the Board approves in principle the adoption of a two-stage process with stage one the immediate implementation of a joint APPCC/APPAC Committee (Model 1) and stage two a reconstituted APPAC (Model 2).
- 8.5 That the Board instructs the Interim General Manager to investigate the practicalities of having a single Statutory Advisory and Consultative Committee and to seek legal and Charity Commission advice in order to advise the Board further on this matter.
- 8.6 That the Board resolves to receive further reports on this matter at future meetings and after the two trial meetings referred to above have been held.

9 Legal Implications

- 9.1 The Trust's Solicitor comments are;

"Board members have recently been re reminded of the origins, roles and terms of reference of the Statutory Advisory Committee (SAC) and Consultative Committee (CC) The SAC, as a creature of statute (the 1985 Act) can only be subject to change, either as regards membership or functions, by a change in the law. Such change could only be made in a limited way. Paragraph 14 of Schedule 1 of the 1985 Act provides as follows:

"Where it appears to the trustees and to the Advisory Committee expedient for the purpose of assisting the continuation of the Advisory Committee-

(a) to make such amendments to sub paragraphs (a) to (f) of paragraph 2 of this Schedule as appear to be appropriate in the light of any alterations made or to be made in the names or areas of the wards therein mentioned or

(b) to amend the provisions of paragraphs 4 to 13 of this Schedule

then with the approval of the Charity Commission expressed in writing or of the Chancery Division of the High Court expressed by order, they may by resolution of the Trustees and of the Advisory Committee make such amendments."

In respect of the amendments above referred to, those in sub paragraphs (a) to (f) of paragraph 2 are the names of the wards to be represented and those in paragraphs 4 to 13 are essentially constitutional matters.

These provisions could permit changes to membership and constitution.

The Act does not contain any provision for amendment to the functions or terms of reference of the Committee.

If such changes were to be proposed, the Charity Commission might be prepared to permit them by a Charities Act Scheme. This could be a slow process and will almost certainly entail wide public consultation. Details would of course be considered with the Commission in accordance with recommendation 2.5 of the Report."

9.2 The LBH Head of Legal Services was consulted in the preparation of this report.

10 Financial Implications

10.1 It is anticipated that cost of obtaining the necessary legal advice on implementing Model would be contained within the Trust's existing budget allocations.

10.2 The LBH Chief Finance Officer was invited to comment on this report.

11 Use of Appendices/Tables/Photographs

11.1 APP Statutory Advisory and Consultative Committee's Working Groups
Report of joint meeting on 14 January 2011
(Previously published in the agenda pack for the Consultative Committee meeting on 8 February 2011).

APPENDIX 1

APP Statutory Advisory and Consultative Committee's Working Groups

Report of joint meeting on 14 January 2011 DRAFT 19 JANUARY

Purpose of the meeting:

To review the effectiveness of the Consultative Committee (CC) and the Statutory Advisory Committee (SAC), their working relationship with each other and the Board, and to make recommendations.

Attendance:

SAC Working Group: Denis Heathcote, David Liebeck (chairman) and Cllr Monica Whyte. Apology for absence from Cllr Pauline Gibson.

CC Working Group: Gordon Hutchinson, Jacob O'Callaghan, Colin Marr (chairman), Colin Richell and Nigel Willmott.

Natalie Cole acted as scribe.

Discussion:

The discussion ranged over the origins of the two committees, the meaning of the 1985 Act, the Constitution that defines the role of the Consultative Committee and the Schedule and Constitution relating to the Advisory Committee, and the relative degrees of freedom of each.

There was general agreement that reforms were necessary to improve the effectiveness of how the committees operate. Also, that there was a reluctance to see any closure or further diminution in the roles of the committees. Furthermore, to recognise that the SAC was a statutory body that could not be got rid of.

In considering the effectiveness of the committees it was agreed that the process they were engaged in was important, as was the resolutions they approved, since they were not executive bodies. It would be important to retain the powers to appoint non-voting members to the Board (possibly at an AGM of the Joint Committee and Stakeholders) – in the case of the SAC this means the chairman (as an observer) and for the CC the three members appointed at each annual meeting.

Further discussion centred on the report from the CC's working group and its specific recommendations – see report dated 6 December 2010. The agreements here are summarised in the following section - conclusion and recommendations

Conclusion and recommendations:

1. It was agreed that the parent committees (CC and SAC) and subject to their approval, the Board itself, should be recommended to adopt on a trial basis what is described as "Model 1 – a Joint SAC/ CC". This model comprises:
 - Joint meetings of the combined membership of the existing SAC and CC.
 - Meetings in two parts, the first under an independent chairman (to be determined at the meeting) and the second part (probably shorter) under the chairman of the SAC. This

would allow all members to address agenda items of common interest in the first plenary part, with the SAC chair taking over the second part for SAC members to decide at the end on any resolutions and items for advice to the Board.

- Board members of the CC and the Board chair would be expected to attend and all attendees would be expected to be there for the duration of the meeting, which should be no longer than the current maximum of two hours.
 - Meetings would be held in advance of Board meetings, so as to provide inputs to them and at other times as necessary.
2. The adoption of this model should be done quickly on a trial basis for two meetings to follow those currently scheduled for the SAC on 25 January and the CC on 8 February.
 3. To avoid creating a too large and cumbersome committee more thought needs to be given to limit duplication of membership (e.g. from residents associations) and 'streamlining' the involvement of lessees and some other groups through another form of stakeholder forum. Further consideration needs to be given on how to agree what items are presented to - and excluded from - the agenda of the committees for discussion.
 4. Meetings of the Joint meetings of the two Committees should be time limited as currently to two hours. Time could be conserved by distributing copies of officer's reports in advance of meetings and going straight into discussion of these without the need for detailed presentations.
 5. A further review needs to take place in the light of experience of working with Model 1, or whatever arrangement is adopted after the trial period. Consideration could then be given to what is described by the CC working group as Model 2 - a reconstituted single Statutory Advisory and Consultative Committee (JSACC). It was recognised that this might take a year or so to bring about. More details of this model are given in the CC working group's report dated 6 December 2010.

End. 19 January 2011

David Liebeck and Colin Marr