



GREATER CAMBRIDGE  
GREATER PETERBOROUGH

ENTERPRISE PARTNERSHIP

## BOARD AGENDA AND BOARD PAPERS

**DATE AND TIME:** 15 January 2012, 15:00 (Prompt)

**VENUE:** Alconbury Enterprise Zone, Urban&Civic Limited, 137 North Gate, Alconbury Airfield, Huntingdon, PE28 4WX

Item	Brief description	Time allocated	Access/circulation prior to board meeting
1. Minutes from previous board meeting		15:00 5 mins	Board Corporate Members
2. Priorities and actions for 2013/15: outcomes from the board away days	Presentation on main outcomes and issues arising from 2 away days on priorities and actions for the year ahead; discussion on decision on next steps	15:05 45 minutes	Board Corporate Members
3. LEP core funding for 2013/14	Budget outlook for 2013/14, identifies critical risks ahead and asks for board input into budgetary planning and securing match funding	15:50 30 mins	Board (CONFIDENTIAL)
4. Growing Places Fund	Requirements for board decision; and update on progress so far	16:20 30 mins	Board (CONFIDENTIAL)
5. Changes to corporate governance and the company articles	Suggests a range of changes to corporate governance to enhance the working effectiveness of GCGPEP as well as putting more detail on what corporate membership means	16:50 25 mins	Board Corporate Members
6. Enterprise Zone Update	Verbal update on minutes from EZ steering group meeting held on 10 January 2013	17:15 5 mins	Board Corporate Members
7. AOB		17:20 10 mins	

**DATE OF NEXT BOARD MEETING:** MARC 12<sup>th</sup>, 15:00, Alconbury Enterprise Zone

## ITEM 1: LEP BOARD MEETING

Minutes from the meeting held on  
14<sup>th</sup> November 2012 from 15.00 to 17.35  
at Alconbury Enterprise Zone

### Board Members Present

Grahame Nix (GN)  
Mark Reeve (MR)  
John Bridge (JB)  
Cllr Nick Clarke (NC)  
Cllr Terry King (TK)  
Dr Lynn Morgan (LM)  
Allan Arnott (AA)  
Cllr Jason Ablewhite (JA)  
Cllr Tim Bick (TB)  
Trevor Ellis (TE)  
Dr Robert Swann (RS)  
Cllr Marco Cereste (MC)  
Prof Mike Thorne PhD (MT)

Chairman

### Apologies

Prof Sir Richard Friend FRS FREng

### Also in attendance

Alex Plant (AP)	Board Advisor
Neil Darwin (ND)	Board Advisor
Glenn Athey (GA)	Interim Executive Director
Laura Welham-Halstead (LWH)	Communications and Engagement Lead
Mark Cooper (MC)	Skills and Business Growth Lead
Natalie Blaken (NB)	Infrastructure and Funding Lead
Pete Northover	BIS Local
Dan Curtis	Environment Agency (Seconded)

## 1. Item 1 - Welcome

MR welcomed Grahame Nix as the new Chair of the Board and officially handed over the role to him.

TE thanked MR for his work covering the role on behalf of the whole Board.

The Board then introduced themselves to GN.

## 2. Item 2 – Minutes from the last meeting

The Board approved the previous minutes with no amendments.

It was noted that Enterprise Zone updates would be added to the next Board agenda.

Matters arising from previous meetings will be added to a future agenda items document. LWH

## 3. Item 3 – Performance, finance and resources

GA provided the Board with a brief overview of the paper, and confirmed that requests have gone out to all Local Authorities for contributions and in year funding from the Government has been received.

The Operational Business plan has been reviewed. Updates to the plan have been made, alongside suggestions for funding to support project development.

**a. Inward Investment Funding** – The Board debated the timing and distribution of Inward Investment Funding. It was acknowledged that there are differing levels of existing Inward Investment resources and support across the LEP area, and the LEP's focus should remain on promoting the whole area equally. However, there could be a requirement to provide specific assistance to certain areas to create parity across the area.

Within this, the Science, Innovation and Industry Committee (a sub-group of the LEP) have tasked Claire Ruskin to lead a review of current inward investment structures, with support from GA. ND also offered support from his team at Opportunity Peterborough.

The Board requested that before proceeding with any further actions or expenditure, GA share this review electronically, alongside proposed Terms of Reference for Inward Investment work across the LEP area, before the next Board meeting.

**b. Growing Places Funding** – The Board discussed the importance of becoming more proactive in gathering funding proposals, and thought about ways we can make this happen.

GA confirmed that we are keen to do this, and help to invest in local ideas to ensure we submit the strongest bids possible. Funding has been outlined within the paper for this work.

MR formally thanked NB on behalf of the Board for her hard work and dedication moving

forward the GPF projects.

GA

The Board agreed the proposed funding amendments within the updated Operational Business plan.

#### 4. **Item 5 – Growth Prospectus**

GA introduced the paper. The Board debated the responses provided and expressed disappointment that the number of responses was not higher (97 recorded).

After some discussion, the Board agreed with the proposal from GN that a Visioning Strategy Day should be held with some members of the Board to fully review the consultation feedback, the updated Growth Prospectus, and the original proposal in the light of the LEP's funding position. There was agreement that a clear focus on a few important projects was imperative for the LEP to have a significant impact.

The focus must then be on delivering these projects and clear outcomes for businesses to support further future engagement work.

GN to speak to Board Members about dates for the Visioning Strategy Day and hold event before January Board meeting.

GN

#### 5. **Item 4 – Recruitment & HR**

Glenn Athey presented a paper on Recruitment and HR. The paper identified plans to progressively recruit a team of up to seven balanced against financial viability and cash flow. It also argued the need to recruit some core roles immediately and identified where the lack of resource was impacting on the performance of the LEP including the lack of any bids for round three RGF funding.

The executive team, advisors and visitors left the meeting.

The Board discussed various options and timescales and concluded that it should move to provide the opportunity for current staff to work on a full time basis and commence the recruitment process for a permanent team. The Board felt that the focus should be on fewer high quality staff than the paper proposed.

The Board offered its support to the recruitment process and GN suggested that a Nominations and Remunerations committee be established.

The following actions were agreed:

- That current staff should be offered the opportunity to work on a full time basis.
- That consideration should be given to establishing a Nominations and Remunerations committee.
- That a formal recruitment process should be commenced as soon as practical for the recruitment up to five roles.

GA/ GN

#### 6. **Item 6 – A14 plans and proposals**

NC introduced the paper and provided a map to show the proposed new route of the A14 to the Board.

NC explained that the A14 is now the Government's number 1 infrastructure priority, but local commitment was required to support the scheme. This could include a combination of tolling and financial payments from local partners, including LEPs.

Cambridgeshire County Council has been speaking to local authorities and LEPs not only in Cambridgeshire, but also Northamptonshire, Peterborough and Suffolk about the proposed scheme and financial contributions required.

The Board then discussed the proposals, including the level of funding required, the potential impact on local businesses, the importance of local relief roads (that aren't tolled), the opportunity to install the latest technology, and the level of funding that may be required from the LEP.

GN summarised that the A14 had general support from the Board, but further clarity would be required about the level of funding being put forward by other partners and the % of Enterprise Zone revenue that may be required. This information will be brought back to a future LEP Board Meeting along with further evidence from the TEES study about the negative economic impact the A14 has on the LEP area.

NC/ AP

5pm – JA left the meeting.

## **7. Item 7 – Skills Strategy subgroups proposals for delivery and funding support**

AA introduced the paper, which covered the work carried out since the Board agreed the eight principles for the Skills Strategy Group (SSG). A meeting of the SSG was held last week to further refine the recommendations included within the paper.

The SSG asked for a commitment towards LEP funded and controlled Local Skills Teams at a potential cost of £2 million per annum; £400,000 worth of funding to support two pilot schemes that would engage with businesses to map their future skills requirements, and clearly define and meet local skills needs. This includes providing the detailed data and trends required for Government to commit funding to the local area.

GN summarised the Board discussion, and it was agreed that:

- The Board approved funding to support project development work to fully scope the two proposed pilot projects subject to phasing and GA confirming funds were available. MC to bring back the detailed proposals for the project, including the two pilot projects, to a future Board meeting. GA
- The Board has a level of enthusiasm for the proposal, but is keen to compare its aims with the updated Growth Prospectus. MC

RS left the meeting at 5.20pm

## 8. Item 8 – Growing Places Fund Round 1

NB introduced the paper updating the Board on progress with signing funding agreements for approved GPF projects.

AA left the meeting at 5.25pm.

- Fenland Horticultural Project – Updated Business Case received and to be reviewing by Investment sub-group.
- Huntingdon Link Road – Profile of repayment extended to a three year period to allow repayment from CIL funds. Board agreed.
- Ashwell Business Park – Whilst carrying out due diligence a number of risks were identified with the project, however the Investment sub-group has reviewed this evidence and is minded to support the proposal if the payment terms are agreed. TK on behalf of Rutland County Council agreed that they are happy to invest 50% (£300,000) of the funding in the purchase of the land and 50% (£300,000) into the refurbishment. TK also agreed to a five year review of the funding, and include the option to repay early should this be feasible and not prejudice against the long-term success of the project. Therefore the Board agreed the proposal and contracts can be signed.
- Northstowe Utilities – Costs for this project have increased, therefore a more detailed update will be brought to the January Board meeting.

GN formally thanked NB for her work on these projects.

## 9. Item 9 – Invitations to join the boards of other initiatives

The Board agreed the LEP should join the A47 Alliance.

GA

All other items held for a future meeting.

## 10. Item 10 – Other items for information

GA to draft a paper regarding the Heseltine Review, working in other feedback from GN gathered from neighbouring LEP Chairs. Paper to be circulated to the Board for information.

GA

The Board briefly discussed European Funding, and it was confirmed that GA was involved in all relevant meetings. It was noted that we should focus projects more on potential funding and use Sarah Murray in the Brussels Office more.

GA

## 11. AOB

AP updated the Board on the 3i proposal. It has been presented to Vince Cable and the team have now got a meeting with BIS officials to discuss further. AP to keep the Board updated. AP

The meeting closed at 5.35pm.

## SUMMARY OF AGREED ACTIONS AND PROGRESS TO DATE

Agenda item no.	Action	LEAD	ACTIONED Y/N? / STATUS
2.	<b>Item 2 – Minutes from the last meeting</b> It was noted that Enterprise Zone updates would be added to the next Board agenda. Matters arising from previous meetings will be added to a future agenda items document.	LWH	Y
3.	<b>Item 3 – Performance, finance and resources</b> <b>b. Growing Places Funding</b> – The Board discussed the importance of becoming more proactive in gathering funding proposals, and thought about ways we can make this happen. GA confirmed that we are keen to do this, and help to invest in local ideas to ensure we submit the strongest bids possible. Funding has been outlined within the paper for this work.	GA	On-going
4.	<b>Item 5 – Growth Prospectus</b> After some discussion, the Board agreed with the proposal from GN that a Visioning Strategy Day should be held with some members of the Board to fully review the consultation feedback, the updated Growth Prospectus, and the original proposal in the light of the LEP's funding position. There was agreement that a clear focus on a few important projects was imperative for the LEP to have a significant impact. GN to speak to Board Members about dates for the Visioning Strategy Day and hold event before January Board meeting.	GN	Y 2 away day events held on 11 Dec and 12 Jan
5.	<b>Item 4 – Recruitment &amp; HR</b> <ul style="list-style-type: none"><li>That current staff should be offered the opportunity to work on a full time basis.</li><li>That consideration should be given to establishing a Nominations and Remunerations committee.</li><li>That a formal recruitment process should be commenced as soon as practical for the recruitment up to five roles.</li></ul>	GA/ GN	In progress

6.	<b>Item 6 – A14 plans and proposals</b>	GN summarised that the A14 had general support from the Board, but further clarity would be required about the level of funding being put forward by other partners and the % of Enterprise Zone revenue that may be required. This information will be brought back to a future LEP Board Meeting along with further evidence from the TEES study about the negative economic impact the A14 has on the LEP area.	NC/ AP	
7.	<b>Item 7 – Skills Strategy subgroups proposals for delivery and funding support</b>	<ul style="list-style-type: none"> <li>The Board approved funding to support project development work to fully scope the two proposed pilot projects subject to phasing and GA confirming funds were available.</li> <li>MC to bring back the detailed proposals for the project, including the two pilot projects, to a future Board meeting.</li> </ul>	GA	Y – GA has indicated funding available to support project development Scheduled for Marc Board Meeting
9.	<b>Item 9 – Invitations to join the boards of other initiatives</b>	The Board agreed the LEP should join the A47 Alliance. All other items held for a future meeting.	GA	Y
10.	<b>Item 10 – Other items for information</b>	GA to draft a paper regarding the Heseltine Review, working in other feedback from GN gathered from neighbouring LEP Chairs. Paper to be circulated to the Board for information. The Board briefly discussed European Funding, and it was confirmed that GA was involved in all relevant meetings. It was noted that we should focus projects more on potential funding and use Sarah Murray in the Brussels Office more.	GA	N
11.	<b>AOB</b>	AP updated the Board on the 3i proposal. It has been presented to Vince Cable and the team have now got a meeting with BIS officials to discuss further. AP to keep the Board updated.	AP	In progress



## **2. PRIORITIES AND ACTIONS FOR 2013/15: OUTCOMES FROM THE BOARD AWAY DAYS (AUTHOR: GA)**

**OWING TO THE FINAL AWAY DAY DATE OF 11/01/2012 THIS AGENDA ITEM WILL BE COVERED BY A PRESENTATION AND DISCUSSION ON THE DAY**

# **ITEM 5: CORPORATE GOVERNANCE AND PROPOSED CHANGES TO COMPANY ARTICLES**

## **FOR DECISION**

### **SUMMARY: FOR DECISION**

- 1. The board are requested to approve the following changes to corporate governance and the company articles:**
  - **creation of the post of Vice Chair on the LEP board**
  - **Creation of new subcommittee: “Business Planning, Programme and Performance Committee”**
  - **Creation of new subcommittee: “Appointments and Remuneration Committee”**
  - **Suggested improvements to company articles with regard to legal advice**
- 2. Instruct GCGPEP’s solicitors to implement the necessary changes to GCGPEP’s company articles**

### **Board positions and committees**

3. Vice Chair position: creation of the post of Vice Chair on the LEP board, with the following responsibilities:
  - Undertakes similar responsibilities of Chair when Chair unavailable
  - Representation of GCGPEP at key meetings and events
  - Responsibilities in line with the Corporate Scheme of Delegation (can act as signatory/approval across a range of items in absence of Chair, or in addition to Chair as required)
4. Creation of new subcommittee: “Business Planning, Programme and Performance Committee”, with the following responsibilities and features:
  - Active participation in shaping and informing all aspects of business and financial planning and making recommendations to the board
  - Reviewing the performance of GCGPEP and making reports and recommendations to the board
  - Overseeing and informing the development of programmes for use of GCGPEP administered funds and activities; and making recommendations to the board
  - Membership of 5 board members, including the Chair
5. Creation of new subcommittee: “Appointments and Remuneration Committee”, with the following responsibilities and features:
  1. Finalising staffing structures and role descriptions for personnel
  2. Setting remuneration policy and terms of employment for the LEP as a whole
  3. Setting remuneration levels for individual posts and roles
  4. Monitoring human resources issues and expenditure
  5. Membership of 5 board members

## **Corporate membership**

6. All local authorities in the LEP have been invited to be Corporate Members. Most have ratified this through their councils. However, the terms or benefits of Corporate Membership were never put into any meaningful detail. There is an opportunity to deal with some of the past concerns of local authorities (such as access to confidential information and scrutiny) through defining Corporate Membership. It is recommended that Corporate Membership includes the following terms:
  6. Up to two scrutiny, performance or business planning review meetings between local authorities and GCGPEP
  7. Confidentiality: Corporate Members are able to access information classified as confidential, but are bound by agreed corporate confidentiality and information protocols (note: we will need to take legal advice on their definition, conditions and penalties for disclosure of confidential materials, whether need non-disclosure agreements etc.)
  8. Emergency measures: LA corporate members can assume the board role and governance of GCGPEP Limited under the specific circumstances of:
    - Normal board membership and functioning insufficient to meet corporate governance requirements set out in the company mems and arts - e.g. insufficient board membership for quorate decisions, no chair (seek legal advice on specific criteria)
    - Company being wound-up or dissolved without functioning board governance in place
    - Direct instruction by existing board for corporate members to reconstitute board or company governance
  9. Long stop clauses relating to asset disposal: If GCGPEP limited is being wound up - that, in the event of an absence of prior board directives concerning asset disposal, any decisions about disposal of net assets would revert to Corporate Members.

## **Legal advice on improvements to the company articles**

10. The original company articles were compiled on a pro-bono basis by solicitors in order to help GCGPEP get established, and were basic company articles. Subsequently, we have retained solicitors to act on our behalf who have given us legal advice on some aspects of the company articles which in their view could be improved, which include:
  - Clarification of appointments as directors and members
  - Including the possibility of local authorities themselves becoming corporate members, on application
  - Including the possibility of admitting other corporate bodies as members, at the discretion of the board; and
  - Clarification of the provisions relating to winding up or dissolution of the company, and the liability of its members

## **ITEM 6: ENTERPRISE ZONE UPDATE**

**ENTERPRISE ZONE STEERING GROUP MINUTES/MAIN POINTS WILL BE CIRCULATED ASAP (THE MEETING IS ON 10 JANUARY) – AND A VERBAL SUMMARY WILL BE GIVEN ON THE DAY**