

DEVON & SOMERSET FIRE & RESCUE AUTHORITY

30 SEPTEMBER 2016

Present:-

Councillors Healey (Chair), Coles, Bown, Burridge-Clayton, Chugg, Colthorpe, Dyke, Eastman, Edmunds, Ellery, Greenslade (Vice-Chair), Hendy, Hill, Julian, Knight, Radford, Randall Johnson, Redman, Thomas, Wheeler and Woodman.

Apologies:-

Councillors Ball, Leaves, Riley, Way and Yeomans

DSFRA/24 Minutes

RESOLVED that the Minutes of the meeting held on 27 July 2016 be signed as a correct record.

DSFRA/25 Appointments to Committees

(An item taken in accordance with Section 100B(4)(b) of the Local Government Act 1972).

The Chair determined that this should be considered as a matter of urgency given:

- (a). the association with the item to be considered as part of the published agenda for the current meeting (see Minute DSFRA/28 below); and
- (b). the benefit to the Authority of it resolving at the earliest opportunity consequential Committee vacancies that may flow from appointment to the vacancy on the Audit & Performance Review Committee.

The Clerk reported:

- on the resignation, received subsequent to publication of the agenda for this meeting, of Councillor Wheeler from the Determinations and Dispensations Committee;
- on the subsequent circulation of information to the Authority to assist it in the application of political proportionality principles when considering filling Committee vacancies; and
- on expressions of interest received in relation to the vacancy on the Audit & Performance Review Committee and the potential impact of a decision on this on the membership of other Committees.

RESOLVED that the above issues be considered in conjunction with the item on the Appointment to the Vacancy on the Audit & Performance Review Committee elsewhere on the agenda for this meeting.

(SEE ALSO MINUTE DSFRA/31 BELOW)

Minutes of Committees**a Resources Committee**

The Committee Chair, Councillor Dyke, **MOVED** the Minutes of the meeting of the Committee held on 1 September 2016 which had considered, amongst other things:

- the treasury management performance of the Service for the first quarter of 2016-17 (1 April to 30 June 2016);
- the four year funding allocations and Efficiency Plan;
- the financial performance report for the first quarter of 2016-17 (1 April to 30 June 2016).

RESOLVED

- (a). that the recommendation at Minute RC/25 (Four-year Funding Allocation and Efficiency Plan) be considered in conjunction with Minute DSFRA/26 below; and
- (b). that, subject to (a) above and in accordance with Standing Orders, the Minutes be adopted.

(SEE ALSO MINUTE DSFRA/30 BELOW)

b Audit & Performance Review Committee

The Committee Chair, Councillor Radford, **MOVED** the Minutes of the meeting of the Committee held on 12 September 2016 which had considered, amongst other things:

- a document prepared by the Authority's external auditor (Grant Thornton) setting out the findings and external auditor's opinion on the Authority's financial statements for the year ended 31 March 2016;
- the 2015-16 Annual Statement of Assurance;
- a report on progress with internal audit activities during the current (2016-17) financial year;
- a report on European Foundation for Quality Management (EFQM) accreditation and the forthcoming Committed to Excellence (C2E) assessment;
- a report on the Corporate Risk Register; and
- a report on performance by the Devon Fire & Rescue Service, for the first quarter of the current (2016-17) financial year as against those measures contained in the current iteration of the Corporate Plan (Our Plan: Creating Safer Communities 2015 – 20) which, in turn, was aligned to the three organisational priorities of community safety, staff safety and organisational effectiveness and efficiency.

RESOLVED

- (a). that the recommendation at Minute APRC/15 (for the Authority to consider the scope for widening its community partnership activities and involvement to further promote community safety) be considered alongside the review of the current iteration of the Corporate Plan (incorporating the integrated risk management plan); and
- (b). that, subject to (a) above and in accordance with Standing Orders, the Minutes be adopted.

c **Human Resources Management & Development Committee**

The Committee Chair, Councillor Bown, **MOVED** the Minutes of the meeting of the Committee held on 16 September 2016 which had considered, amongst other things:

- a report on absence management;
- a monitoring report on the Service Equality Strategy “Safer Lives, Brighter Futures”;
- a report on redundancy compensation rates;
- requests for retirement and re-employment submitted to the Committee for approval in accordance with the Authority’s approved Pay Policy Statement for the current (2016-17) financial year; and
- presentations on a new approach to competence, training and assurance and “blended” learning and its links in supporting staff training.

RESOLVED

- (a). that the recommendations at Minutes HRMDC/16 (Redundancy Compensation Rates) and HRMDC/16 (Blended Learning and Links in Supporting Staff Training) be approved; and
- (b). that, subject to (a) above and in accordance with Standing Orders, the Minutes be adopted.

ON THE CONCLUSION OF THE DISCUSSION ON THE ABOVE ITEM AT 15.40HOURS, THE MEETING WAS ADJOURNED, RECONVENING AT 15.50HOURS

DSFRA/27 Exclusion of the Press and Public

RESOLVED that, in accordance with Section 100A(4) of the Local Government Act 1972, the press and public (with the exception of the Managing Director, Capita Digital and Software Solutions for discussion of the item at Minute DSFRA/27) be excluded from the meeting for the following items of business on the grounds that they involve the likely disclosure of exempt information as defined in Paragraph 3 of Part 1 of Schedule 12A (as amended) to the Act, namely information relating to the financial and business affairs of a particular person.

DSFRA/28 Networked Fire Control Services Partnership

(An item taken in accordance with Section 100A(4) where the press and public (with the exception of the Managing Director, Capita and Digital Solutions) were excluded from the meeting).

The Authority:

- (a). considered a report of the Chief Fire Officer (DSFRA/16/20); and
- (b). engaged in discussion with the Managing Director, Capita Digital and Software Solutions

on performance issues associated with the Networked Fire Control Services Partnership.

RESOLVED that the position be noted.

DSFRA/29

Commercial Activities Governance Review

(An item taken in accordance with Section 100A(4) of the Local Government Act 1972 during which the press and public were excluded from the meeting).

(Councillors Healey, Thomas and Woodman each declared, in accordance with the Authority's Approved Code of Members' Conduct, personal interests in this item by virtue of being Authority-appointed non-executive directors on the Board of Red One Ltd. Additionally, given this interest, Councillor Healey vacated the Chair, with Councillor Greenslade [Authority Vice-Chair] presiding for this item).

At the outset of discussing the item and given the interests so declared, the Authority was invited to consider:

- (a). whether Councillors Healey, Thomas and Woodman should remain in the room and participate in debating the item; and
- (b). if so, whether they should be allowed to propose or second motions and vote in relation to the item.

This was put to the vote whereupon it was

RESOLVED by ten votes for to five against, that Councillors Healey, Thomas and Woodman be allowed to remain in the room and participate in the debate on the item but not to propose or second motions or vote on it.

The Authority then considered a report of the Director of Corporate Services (DSFRA/16/21) to which was appended a report detailing the outcome of a review of the current working arrangements of the Board of Directors of Red One Ltd., as commissioned by the Authority at its last meeting (Minute DSFRA/23(a) refers).

The review report addressed, amongst other things:

- the history of the Authority's commercial trading activities and associated governance structures;
- the current governance arrangements;
- roles and responsibilities of the Board (including the division of responsibilities and the role of both non-executive and officer directors);
- directors' general duties; and
- the importance of ensuring alignment between the vision of the shareholder and the Company.

In debating the matter, the Authority was cognisant, amongst other things, that any proposed changes it might wish to effect in relation to the governance of its commercial activities should not be to the detriment of those commercial activities (as far as this was practicable) and that effective and efficient performance monitoring arrangements would be key to this.

Following a lengthy debate on this issue, Councillor Ellery **MOVED** (with Councillor Knight seconding):

- “(a) That the Devon & Somerset Fire & Rescue Authority, as sole shareholder for Red One Ltd. (hereafter referred to as “the Company”), hereby resolves:

- (i) to serve notice on the Company, pursuant to sections 168 and 312 of the Companies Act 2006 (“the Act”), of the Authority’s intention to propose the following resolution as an ordinary resolution at a general meeting to be held no earlier than 28 days after the date the notice is served and by no later than 18 November 2016, to consider the following:
 - “That, pursuant to Section 168 of the Act, [the individual named at the Authority meeting held on 30 September 2016] be removed from office as a Director of the Company with [immediate] effect [from [DATE]].”
 - (ii) to pass a special resolution pursuant to Section 281 of the Act and Article 4 of the Company’s Articles of Association requiring the Company, within two months from the date of passing this special resolution, to review its current operating model (including the scope for the Company to employ, directly, its executive directors) and report back to the Authority (as sole shareholder);
 - (iii) to delegate authority to the Clerk to sign and serve, on behalf of the Authority, such notices and written resolutions on the Company and complete the necessary formalities in connection with such resolutions and notices as set out at (a) [and (b), if applicable] above; and
- (b) that a small working group comprising Councillors Dyke, Greenslade and Randall Johnson (assisted by external legal advice to be commissioned by the Clerk to the Authority) be appointed to review the employment arrangements in connection with the current officer directors of the Company and report back on this within four months from the date of this resolution.”

The motion was then put to the vote and declared **CARRIED**, unanimously, by those present and eligible to vote, whereupon it was

RESOLVED

- (a). that the Devon & Somerset Fire & Rescue Authority, as sole shareholder for Red One Ltd. (hereafter referred to as “the Company”), hereby resolves:
 - (i) to serve notice on the Company, pursuant to sections 168 and 312 of the Companies Act 2006 (“the Act”), of the Authority’s intention to propose the following resolution as an ordinary resolution at a general meeting to be held no earlier than 28 days after the date the notice is served and by no later than 18 November 2016, to consider the following:
 - “That, pursuant to Section 168 of the Act, [the individual named at the Authority meeting held on 30 September 2016] be removed from office as a Director of the Company with [immediate] effect [from [DATE]].”
 - (ii) to pass a special resolution pursuant to Section 281 of the Act and Article 4 of the Company’s Articles of Association requiring the Company, within two months from the date of passing this special resolution, to review its current operating model (including the scope for the Company to employ, directly, its executive directors) and report back to the Authority (as sole shareholder);

- (iii) to delegate authority to the Clerk to sign and serve, on behalf of the Authority, such notices and written resolutions on the Company and complete the necessary formalities in connection with such resolutions and notices as set out at (a) [and (b), if applicable] above; and
- (b). that a small working group comprising Councillors Dyke, Greenslade and Randall Johnson (assisted by external legal advice to be commissioned by the Clerk to the Authority) be appointed to review the employment arrangements in connection with the current officer directors of the Company and report back on this within four months from the date of this resolution.

ON THE CONCLUSION OF THIS ITEM AT 18.30HOURS, THE AUTHORITY MOVED BACK INTO OPEN SESSION WITH COUNCILLOR HEALEY RESUMING THE CHAIR FOR THE REMAINDER OF THE MEETING

DSFRA/30 Four-year Funding Allocation and Efficiency Plan

The Authority considered a report of the Treasurer (DSFRA/16/18) on the government offer of a four-year funding settlement covering the years 2016-17 to 2019-20. Appended to the report was the draft Efficiency Plan required to support an application to accept the four-year funding settlement offer. The deadline for submission of such applications was 14 October 2016.

This issue (including the draft Efficiency Plan) had been considered by the Resources Committee at its meeting on 1 September 2016 which, subject to incorporation of amendments to the draft Efficiency Plan to reference the Police and Fire Community Safety Officer (PFCSO) initiative and co-responding activities, had resolved to recommend that the Authority approve the draft Efficiency Plan and apply to the government to accept the four-year funding settlement offer (Minute RC/25 refers).

RESOLVED

- (a). that the Treasurer be delegated authority to incorporate, following consultation with the Chair of the Resources Committee, those amendments into the draft Efficiency Plan as indicated by the Committee at its meeting on 1 September 2016;
- (b). that, subject to (a) above:
 - (i). the Efficiency Plan be approved; and
 - (ii). the Treasurer be authorised to apply to the government, on behalf of the Authority, to accept the four-year funding settlement offer.

(SEE ALSO MINUTE DSFRA/26(a) ABOVE)

DSFRA/31 Appointment to Vacancy on Audit & Performance Review Committee

The Authority considered a report of the Clerk to the Authority (DSFRA/16/19) on a vacancy on the Audit & Performance Review Committee arising from the resignation of Councillor Riley.

Following receipt of the resignation and circulation of the report, Councillor Wheeler had indicated that he would wish to resign from the Determinations and Dispensations Committee. The Clerk had subsequently issued to the Authority information on application of political proportionality principles to assist in filling the two vacancies.

This, in turn, had generated expressions of interest which, if accepted, would result in a consequential vacancy on the Human Resources Management & Development Committee and it was felt there would be merit in seeking to fill all the vacancies at this meeting.

RESOLVED that the following appointments to the vacancies as indicated be made, the term of office to be until the Annual Meeting of the Authority in 2017:

- (a). Councillor Wheeler to fill the vacancy on the Audit & Performance Review Committee;
- (b). Councillor Hill to fill the vacancy on the Human Resources Management & Development Committee (arising from the resignation, at the meeting, of Councillor Wheeler as a consequence of his appointment to the Audit & Performance Review Committee), and
- (c). Councillor Julian to fill the vacancy on the Determinations and Dispensations Committee.

(SEE ALSO MINUTE DSFRA/25 ABOVE)

DSFRA/32 Chairman's Announcements

The Chair and Vice Chair circulated, for information, a list of activities undertaken on behalf of the Authority since its previous meeting.

The Meeting started at 2.00 pm and finished at 6.45 pm