

Subject	Decisions taken Between Meetings of the Authority	Status	For Publication
Report to	Authority	Date	8 th September 2022
Report of	Corporate Manager - Governance		
Equality Impact Assessment	Not Required	Attached	No
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1 Purpose of the Report

- 1.1 To report on decisions taken as a matter of urgency between meetings of the Authority.

2 Recommendations

- 2.1 Members are recommended to:
- a. **Note the decisions taken between meetings of the Authority using the appropriate urgency procedures.**

3 Link to Corporate Objectives

- 3.1 This report links to the delivery of the following corporate objectives:

Effective and Transparent Governance

To uphold effective governance showing prudence and propriety at all times.

4 Implications for the Corporate Risk Register

- 4.1 One of the decisions taken relates to the identified risks around the ability of Border to Coast to deliver effectively.

5 Background and Options

- 5.1 It is often necessary for decisions to be taken between meetings of the Authority due to the time sensitive nature of the matters involved. These decisions are taken by the Chair in consultation with the s41 members and the Director and while published on the Authority's website are also reported to the next Authority meeting for transparency.

5.2 Two decisions have been required since the previous meeting of the Authority. Border to Coast have circulated a number of shareholder resolutions for approval at the forthcoming Annual Meeting of shareholders. These cover:

1. The approval of the Annual Report and Accounts.
2. The reappointment of KPMG as auditors.
3. The approval of the annual review of conflicts of interest for Board members
4. The reappointment of Andrew November as a Non-Executive Director.
5. The making of provision for the appointment of an additional Non-Executive Director following the Board Effectiveness Review.

The first three are routine resolutions and given KPMG are currently within the timescale for which we would regard their independence as not being impaired there is no objection to their reappointment which is being recommended by the Company following a market testing exercise.

The fourth resolution would be strongly supported by officers. Mr November has added greatly to the depth of knowledge of the Board which has been helpful to partner funds in discussions over the development of the real estate proposition.

The final resolution makes sense in terms of both adding additional knowledge of financial markets and regulated businesses as well as providing the opportunity to add greater diversity to the Board in line with both the Authority's and Partnership's policies.

5.3 Having considered the advice of the Director, the Chair agreed that the Authority's vote should be cast in favour of all five resolutions.

5.4 The Director has, under delegated powers, approved the use of a market supplement to assist in recruiting to a vacant post in the Finance Team. Three attempts had been made to fill this key role with the support of specialist recruitment agencies who advised that the salary range for the role was significantly "off market". The market supplement is subject to review following the outcomes of the wider pay and benefits review which will be concluded later in the year.

6 **Implications**

6.1 The proposals outlined in this report have the following implications:

Financial	None
Human Resources	None
ICT	None
Legal	None
Procurement	None

Jo Garrison

Corporate Manager - Governance

Background Papers	
Document	Place of Inspection
Published Decision Records	Governance (sypensions.org.uk)