

Chief Executive

Chief Executive

Your Ref.
Our Ref

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Date 15 July 2021

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Typetalk calls welcome

To: Members of the Management Committee of the Yorkshire Purchasing Organisation Joint Committee

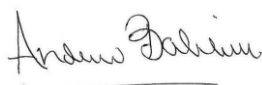
Chief Executive of the Constituent Authorities (for information)

Dear Councillor

**YORKSHIRE PURCHASING ORGANISATION MANAGEMENT COMMITTEE MEETING
– FRIDAY, 23 JULY 2021**

You are invited to a meeting of the Management Committee of the Yorkshire Purchasing Organisation Joint Committee which is to be held at **10:30 am on Friday, 23 July 2021** at the **Council Chambers in County Hall, Bond Street, Wakefield** to consider the items set out in the agenda detailed overleaf.

Yours sincerely



Andrew Balchin
Secretary to the Joint Committee

As a courtesy to colleagues will you please turn all electrical devices to silent prior to the start of the meeting.

**YORKSHIRE PURCHASING ORGANISATION MANAGEMENT COMMITTEE -
Friday, 23 July 2021**

AGENDA

1. Members' Declaration of Interest.
2. Apologies for Absence.
3. Membership of the YPO Management Committee. (Pages 1 - 2)
4. Election of Chair.
Nominations are requested for the position of Chair of the Management Committee who in turn would become the Chair of the Executive Sub-Committee and Joint Consultative Committee/Appointments Sub-Committee for the year 2021/ 22.
5. Election of Vice Chair.
Nominations are requested for the position of Vice Chair of the Management Committee who in turn would become the Vice Chair of the Executive Sub-Committee and Joint Consultative Committee/Appointments Sub-Committee for the year 2021/ 22.
6. To note any items which the Chairman has agreed to add to the agenda on the grounds of urgency.
7. To approve, as a correct record, the Minutes of the Audit & Scrutiny Sub-Committee meeting held 5th July 2021. (Pages 3 - 8)
8. To approve, as a correct record, the Minutes of the Executive Sub-Committee meeting held on 9th July 2021. (Pages 9 - 11)
9. To approve, as a correct record, the Minutes of the Management Committee meeting held on 26th March 2021. (Pages 13 - 17)
10. Appointments to Sub Committees & Joint Consultative Committee. (Pages 19 - 23)
11. Terms of Reference & Work Programme 2021 - 2022. (Pages 25 - 41)
12. Policies & Procedures Review. (Pages 43 - 46)
13. Annual Report. (Pages 47 - 48)
14. External Audit Report - *To follow*.
15. Audited Statement of Accounts - *To follow*.
16. Lead Authority Issues - *Verbal*.
17. Powers & Governance Structure Review. (Pages 49 - 52)
18. Draft Internal Audit Plan 2021. (Pages 53 - 61)
19. In relation to reports containing exempt information to consider, and if approved, pass the following resolution:-
"That the public and press be excluded from the meeting for

consideration of agenda items 20 - 23 to on the grounds that they are likely to involve the disclosure of exempt information as described in Part 1 of Schedule 12A to the Local Government Act 1972, as amended.”

IN PRIVATE

- | | | |
|-----|-------------------------------------|-------------------|
| 20. | Annual Internal Audit Opinion 2020. | (Pages 63 - 97) |
| 21. | Financial Performance Review. | (Pages 99 - 108) |
| 22. | Business Update. | (Pages 109 - 111) |
| 23. | Report of Independent Directors. | (Pages 113 - 115) |
| 24. | Date of Next Meeting. | |
- Proposed as 26th November 2021.*

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YPO
MANAGEMENT COMMITTEE
TO BE HELD ON
23RD JULY 2021

TITLE: MEMBERSHIP OF THE MANAGEMENT COMMITTEE OF THE YPO JOINT COMMITTEE 2021/22

REPORT OF: MANAGING DIRECTOR

1. BACKGROUND INFORMATION

- 1.1 To receive nominations from the Constituent Authorities in relation to membership of the Management Committee of the YPO Joint committee for the 12 month period commencing July 2021.
- 1.2 Information has been received from all Authorities with regard to their representation on the Management Committee for 2021 into 2022. Where substitute member places are left blank, no substitutes have been nominated.

AUTHORITY	REPRESENTATIVES	SUBSTITUTE(S)
Barnsley MBC	Councillors Gardiner & Barnard	
Bradford MDC	Councillors Salam & Felstead	Councillors Lal & Pollard
Bolton MBC	Councillors Haslam & Cox	Councillors Warren & Radcliffe
Calderdale MBC	Councillor Barnes & TBC	
Doncaster MBC	Councillors Cole & Nightingale	
Kirklees MBC	Councillors Davies & Uppal	Councillors Dad & O'Donovan
Knowsley MBC	Councillors Walsh & TBC	
North Yorkshire CC	Councillors Mackenzie & White	Councillor Lee
Rotherham MBC	Councillors Atkin & Wyatt	
St Helens MBC	Councillors Bond & Groucutt	
Wakefield MDC	Councillors Shaw & Williams	
Wigan MBC	Councillors Walker & Prescott	Councillors Rehman & Davies
City Of York	Councillors Daubeney & Lomas	

2. RECOMMENDATION

- 2.1 That Members note the content of the report.

3 STRATEGIC IMPLICATIONS

- 3.1 There are no specific Strategic Implications associated with this report.

4 LEGAL IMPLICATIONS

- 4.1 There are no specific Legal Implications associated with this report.

5 FINANCIAL IMPLICATIONS

5.1 There are no specific Financial Implications associated with this report.

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CONTACT OFFICER: KAYLEY SYKES, BUSINESS SERVICES MANAGER

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YORKSHIRE PURCHASING ORGANISATION

AUDIT & SCRUTINY SUB-COMMITTEE

MONDAY, 5TH JULY 2021

Present: The Chair: Councillor Mackenzie (North Yorkshire)

Councillors: Barnard (Barnsley), Barnes (Calderdale), Cole
(Doncaster)

1.	CHAIR'S INTRODUCTION & WELCOME
	Councillor Mackenzie welcomed all parties to the meeting.
2.	ACCEPTANCE OF APOLOGIES FOR ABSENCE
	No apologies for absence received, as the meeting was agreed to take place with quorate numbers only.
3.	MEMBERS DECLARATION OF INTEREST
	No declarations of interest were made.
4.	URGENT ITEMS
	No urgent items were raised.
5.	PREVIOUS MINUTES (AUDIT & SCRUTINY SUB COMMITTEE)
	The minutes of the YPO Audit & Scrutiny Sub-Committee held on 5 th March 2021 were approved by all.
6.	AUDIT & SCRUTINY SUB COMMITTEE TERMS OF REFERENCE & WORK PROGRAMME 2021-2022
	<p>Consideration was given to the report of the Managing Director which provided members with an overview of the work scheduled for the 2021/22 committee cycle.</p> <p>Simon Hill reiterated that if there are any other specific areas of concern, Members can request reports to come back to this committee.</p> <p>The report also proposed the Terms of Reference, Principal Agenda Items, 2021/22 Meeting Schedule and Training Plan.</p> <p>Resolved – (1) That the report be noted and submitted to the Management Committee on 23rd July for sign off by all Members.</p>
7.	EXTERNAL AUDIT REPORT
	Alastair Newall (Mazars) shared the draft External Audit completion report

	<p>from Mazars.</p> <p>Alastair shared the highlights of the report and noted that the audit is still in progress. Alastair shared the challenges around remote audits.</p> <p>A discussion was held around the stock balance discrepancies highlighted in the report. Last year the number found was lower, so it was not reported on in the audit report.</p> <p>Simon noted that the analysis is something the Board agree with. The new Directors have expertise in these areas (Operations and Finance) and have been recruited partly in response to this.</p> <p>Alastair noted that Mazars will follow up on the recommendations next year. A completion letter will also be submitted, and this will report on any outstanding issues.</p> <p>Alastair noted that Mazars have a good relationship with the YPO finance team. There are no issues with them responding to audit requests.</p> <p>A discussion was held around the layout of the accounts and whether the format could be changed. It was agreed a paper on this would come to a future Management Committee.</p> <p>Resolved – (1) That the report be noted.</p> <p>(2) A paper on the layout and format of the YPO accounts to be taken to a future Management Committee.</p>
8.	AUDITED STATEMENT OF ACCOUNTS
	<p>Consideration was given to the report of the Head of Finance which provided Members with the details of the Audited Statement of Accounts for 2020.</p> <p>Cllr Mackenzie noted his agreement with putting all the losses into the 2020 financial year.</p> <p>It was noted that if anything changes significantly on the accounts, they will be brought back to Chair before being submitted to Management Committee.</p> <p>Resolved – (1) That the Audited Statement of Accounts for 2020 are to be submitted to the Management Committee on 23rd July for approval.</p>
9.	POLICIES & PROCEDURES REVIEW
	<p>Consideration was given to a report of the Managing Director entitled Policies & Procedures Review.</p> <p>The report explained that YPO has various governance policies, and these are reviewed at least annually by the Board, any changes to these policies are brought to Committee for approval.</p>

	<p>The report detailed when each policy was last reviewed and any proposed action by the Board.</p> <p>Cllr Barnes raised a question relating to the number of declarations of interest completed.</p> <p>Resolved - (1) That Members note the contents of the table at appendix 1.</p> <p>(2) It was agreed for Declarations of interests to be followed up and the amount outstanding to be reported on again in the next meeting.</p>
10.	BRIBERY RISK ASSESSMENT
	<p>Simon Hill shared the Bribery Risk Assessment report. The updated risk assessment helps to strengthen our risk management arrangements and provides the Board and Members with an opportunity to review them.</p> <p>Jon Towler raised a question around the processes in place to ensure certain members of staff are not at risk of bribery in relation to contracts. Simon confirmed there are processes in place to mitigate this risk. It was agreed to bring further information to a future Board meeting so the Independent Directors can review.</p> <p>Resolved – (1) That the Bribery Risk Assessment be noted.</p> <p>(2) Agreed for a report on the processes in place around the bribery risk for contracts to come to a future Board meeting.</p> <p>(3) Agreed for a report on fraud to come to the next Audit & Scrutiny sub-committee.</p>
11.	CIPFA FINANCIAL CODE SELF-ASSESSMENT
	<p>Consideration was given to the report presented by the Head of Finance. YPO has carried out a self-assessment of financial management and this has been reviewed independently by Wakefield Council.</p> <p>Simon shared two recommendations arose from the self-assessment, and this paper updates Members on these. Both recommendations have been actioned and are being worked on.</p> <p>Resolved – (1) That the report be noted.</p>
12.	DRAFT ANNUAL INTERNAL AUDIT PLAN 2021
	<p>Consideration was given to the report of the Service Manager for Internal Audit & Risk (Wakefield Council) which provided Members with a draft Internal audit plan for 2021.</p> <p>Jason Brook explained the key areas of the audit.</p>

	<p>Jon Towler asked for clarity on the reference to a new WMS system. Simon Hill noted that due to the implementation of the Nav system, there were also changes to the front screens of the WMS.</p> <p>It was agreed for Jason to work with Julie Hawley and Matthew Hirst on a robust map of walk throughs, which will support with the internal audit plan.</p> <p>Resolved – (1) That the report be noted.</p>
13.	EXCLUSION OF THE PUBLIC AND PRESS
	<p>Resolved – That the public and press be excluded from the meeting during consideration of agenda items 14 - 17 on the grounds that it is likely to involve the disclosure of exempt information as described in Part 1 of Schedule 12A to the Local Government Act 1972, as amended.</p>
14.	ANNUAL INTERNAL AUDIT OPINION 2020
	<p>Consideration was given to the report of the Service Manager for Internal Audit & Risk (Wakefield Council) which provided Members with details of the Internal audit work completed from January – December 2020.</p> <p>Jason Brook talked through the key headlines of the report and noted that the findings of the Hatmill report have been linked into this.</p> <p>It was noted that senior management have accepted the audit recommendations. Simon noted we just need to work out the way forward for the business continuity audit.</p> <p>Rob McWilliam suggested that the Independent Directors be used to support. Time can be used at the monthly board meetings, and Independent Directors can feed back to Internal audit where required.</p> <p>Resolved – (1) That the Internal Audit Opinion Report be noted.</p> <p>(2) It was agreed that the nominated Committee to track a formal action plan following the production of the Annual Governance Statement would be the Audit & Scrutiny Sub Committee.</p> <p>(3) That the Executive Sub Committee would receive increased strategic performance reporting, particularly for non-financial matters.</p> <p>(4) It was agreed that the Audit & Scrutiny Sub Committee will review the full Strategic Risk Register at least one per annum.</p> <p>(5) It was agreed that deep dives would take place on any areas identified as a major risk.</p> <p>(6) It was agreed that the YPO Directors will review the template documents offline with support from Internal Audit.</p>

	<p>(7) It was agreed that Internal Audit would support YPO offline to investigate how we can better utilise the skills and expertise of officers working in member authorities.</p> <p>(8) Members note the outcome of the latest periodic self-assessment on conformance to the Public Sector Internal Audit Standards.</p> <p>(9) YPO Directors to encourage the completion of client satisfaction questionnaires by officers at the YPO following the completion of internal audit work.</p>
15.	THIRD PARTY LOGISTICS UPDATE
	<p>Consideration was given to a report of the Head of Logistics which provides members with an update on the action taken to mitigate the risks created by the imposed revision to YPO's 3rd Party Logistics (3PL) contracts.</p> <p>Simon Hill shared the key headlines of the report and shared what is now in place.</p> <p>Councillors welcomed having multiple third-party logistics suppliers going forward.</p> <p>Jon Towler noted that the priority now is that we need to understand our needs and requirements going forward.</p> <p>Resolved – (1) That the Third-Party Logistics Update Report be noted.</p> <p>(2) It was agreed that an analysis on actual costs would be brought back to the next meeting.</p>
16.	REVIEW OF YPO'S CONTRACTUAL ARRANGEMENTS
	<p>Simon Hill (Managing Director) shared the Contractual arrangements review paper, which updates members on the contract review recently carried out, and the potential risks identified during that process.</p> <p>In conducting the review, 171 supplier relationships (across 351 frameworks or contracts) have been reviewed.</p> <p>Resolved – (1) That the recommendations detailed in the report were agreed by Members.</p> <p>(2) It was agreed that an update on this will come back to this committee on an annual basis.</p>
17.	LINK UPDATE REPORT (EXEMPT – PARAGRAPH 3)
	<p>Consideration was given to the report of the Managing Director (Simon Hill), which provided Members with an update on the Link system. The full findings report is also attached.</p>

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	<p>Simon noted that 20 out of the 27 recommendations have been closed. The 7 remaining will be closed by Quarter 3, and they are low level issues.</p> <p>Resolved – (1) That the update be noted.</p>
18.	DATE AND TIME OF NEXT MEETING
	<p>Resolved – (1) That the next meeting of the YPO Audit & Scrutiny Sub Committee is proposed to be held on 5th November 2021, 10.30am.</p>

YORKSHIRE PURCHASING ORGANISATION EXECUTIVE SUB-COMMITTEE

9th JULY 2021

Present: The Chair: Councillor Shaw (Wakefield)

Councillors: Walker (Wigan), Atkin (Rotherham)

30:	CHAIR'S INTRODUCTION & WELCOME
	The Chair, Councillor Shaw, welcomed Members to the meeting.
31:	APOLOGIES FOR ABSENCE
	Apologies for absence received for Gillian Marshall (Monitoring Officer, Wakefield Council).
32:	MEMBERS DECLARATION OF INTEREST
	There were no declarations of interest made.
33:	URGENT ITEMS
	No urgent items raised.
34:	MINUTES – 12TH MARCH 2021
	Resolved – (1) That the Minutes of the meeting of the YPO Executive Sub-Committee held on 12 th March 2021 be approved as a true and accurate record.
35:	EXECUTIVE SUB COMMITTEE TERMS OF REFERENCE AND WORK PROGRAMME 2021-2022
	Consideration was given to the report of the Managing Director which provided members with an overview of the work scheduled for the 2021/22 committee cycle.
	The report also proposed the Terms of Reference, Principal Agenda Items, 2021/22 Meeting Schedule and Training Plan.
	Resolved – (1) That the report be noted and submitted to the Management Committee on 23 rd July for sign off by all Members.
36:	LEAD AUTHORITY ISSUES
	No Lead Authority issues raised.

37:	EXCLUSION OF THE PUBLIC AND PRESS
	Resolved – That the public and press be excluded from the meeting during consideration of Agenda Items 9 to 13 on the grounds that they are likely to involve the disclosure of exempt information as described in Part 1 of Schedule 12A to the Local Government Act 1972 as amended.
38:	IN PRIVATE
40:	FINANCIAL PERFORMANCE UPDATE REPORT (EXEMPT)
	<p>The Executive Director (Julie Hawley) presented the report which provides an update of the organisation's performance in 2020 and 2021.</p> <p>A discussion took place in relation to the proposed changes to the 2020 accounts.</p> <p>Resolved – (1) That the Financial Performance Update Report be acknowledged and noted.</p> <p>(2) That Members agree to the proposed changes to the 2020 accounts.</p> <p>(3) A PPE sales plan including a timeline to be prepared and circulated to Executive Sub Committee Members as soon as possible.</p>
41:	BUSINESS UPDATE (EXEMPT)
	<p>The Managing Director (Simon Hill) presented the Business Update which provided Members with an update on activities of the organisation since the last sub-committee and provided an overview on forthcoming activities and challenges.</p> <p>Resolved – (1) That the report be noted.</p>
42:	THIRD PARTY LOGISTICS UPDATE (EXEMPT)
	<p>The Managing Director (Simon Hill) presented the Third-Party Logistics Update which provides members with an update on the action taken to mitigate the risks created by the imposed revision to YPO's Third Party Logistics (3PL) contracts.</p> <p>Simon Hill shared the key headlines of the report and shared what is now in place.</p> <p>Resolved – (1) That the Third-Party Logistics Update Report be noted.</p>
43:	LINK UPDATE REPORT (EXEMPT)
	<p>Consideration was given to the report of the Managing Director (Simon Hill), which provided Members with an update on the Link system. The full findings report is also attached.</p>

	<p>Simon noted that 20 out of the 27 recommendations have been closed. The 7 remaining will be closed by Quarter 3, and they are low level issues.</p> <p>Resolved – (1) That the update be noted.</p>
44:	INDEPENDENT DIRECTOR MEMBERS DISCUSSION (EXEMPT)
	<p>The Chair requested that YPO officers leave the meeting for this item.</p> <p>The Independent Directors (Rob McWilliam & Jon Towler) provided verbal updates to Members.</p> <p>A number of questions were raised, and Councillors were satisfied with the responses provided by the Independent Directors.</p> <p>Councillors thanked the Independent Directors for their update and noted it was useful.</p> <p>Resolved – (1) That the verbal update be acknowledged and noted.</p>
45:	DATE AND TIME OF NEXT MEETING
	<p>Resolved – (1) That the next meeting of the YPO Executive Sub Committee is proposed to be held 12th November 2021, at 10:30am.</p>

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YORKSHIRE PURCHASING ORGANISATION MANAGEMENT COMMITTEE

Friday 26th March 2021

Present:

Bolton
Councillor Cox

City of Bradford
Councillor Salam

Barnsley
Councillor Barnard

Calderdale
Councillor Barnes

Kirklees
Councillor Turner

Knowsley MBC
Councillor Walsh

North Yorkshire CC
Councillor Mackenzie
Councillor White

Rotherham MBC
Councillor Atkin
Councillor Wyatt

St Helens
Councillor Bond

Wakefield MDC
Councillor Shaw **(Chair)**
Councillor Williams

Wigan MBC
Councillor Walker

1:	Apologies for Absence
	Apologies for absence submitted prior to the meeting were accepted on behalf of Councillors Gardiner (Barnsley), Haslam (Bolton), Daubeney (York), Nightingale (Doncaster), and Prescott (Wigan).

2:	Urgent Items
	<p>Gillian Marshall provided an update on virtual meetings.</p> <p>The Chair, Cllr Shaw, shared that Julie Wray is leaving YPO on 31st March 2021 and noted his thanks for all her work and the service she has given to YPO and individuals over the past 11 years.</p>
3:	Members Declaration of Interest
	No declarations of interest were made by members.
4:	Minutes of Management Committee held on 27th November 2020
	That the minutes of the meeting of the Management Committee held on 27 th November 2020 be accepted as a correct record.
5:	Minutes of the Audit & Scrutiny Sub Committee held on 5th March 2021
	<p>That the minutes of the meeting of the Audit & Scrutiny Sub Committee held on 5th March 2021 be accepted as a correct record.</p> <p>Cllr Shaw proposed Cllr Mackenzie to take over the role as Chair for the Audit & Scrutiny Sub Committee.</p> <p>Resolved: (1) – It was agreed that Cllr Mackenzie be appointed as Chair of the YPO Audit & Scrutiny Sub Committee.</p>
6:	Minutes of the Executive Sub Committee held on 12th March 2021
	That the minutes of the meeting of the Executive Sub Committee held on 12 th March 2021 be accepted as a correct record.
7:	Pre- Audit Statement of Accounts
	<p>Consideration was given to the Pre-Audit Statement of Accounts 2020, presented by the Head of Finance.</p> <p>Resolved - (1) That the Pre-Audit Statement of Accounts 2020 is noted by Members.</p>
8:	Internal Audit Update
	<p>Consideration was given to the report of the Wakefield Council Principal Audit Manager, Julie Cousins, which provides Members with details of Internal Audit's position statement on the 2020 internal audit plan.</p> <p>Julie shared the Link audit is now almost complete, and noted it was pleasing to give a positive audit opinion on YPO's Covid-19 measures.</p> <p>Resolved - (1) That Members note the comments detailed in the Internal</p>

	Audit Update.
9:	External Audit Plan update
	<p>Matthew Hirst shared the External Audit Update report.</p> <p>Matthew noted that Mazars have noted in their report that everything is currently on track.</p> <p>Resolved – (1) That the report be noted.</p>
10:	Appointment of Executive Directors
	<p>Simon Hill shared the report which is to ratify the appointment of two Executive Directors (Finance and Operations) by the YPO Appointments Sub Committee.</p> <p>Simon noted his thanks to the Appointments Committee for their support with the interview process.</p> <p>Resolved – (1) That the recommended appointments to the positions of Executive Directors be appointed on the terms recommended by the Appointments Sub Committee.</p>
11:	Lead Authority Issues
	No Lead Authority issues were raised.
12:	Exclusion of the Public & Press
	Resolved - That the public and press be excluded from the meeting during consideration of Agenda Items 13 to 20 on the grounds that they were likely to involve the disclosure of exempt information as described in Part 1 of Schedule 12A to the Local Government Act 1972, as amended.
	IN PRIVATE
13:	Financial Performance Review 2020 (Exempt Paragraph 3)
	<p>The Head of Finance (Matthew Hirst) presented the report which provides an update of the organisation's performance in 2020.</p> <p>Matthew shared the exceptional costs which were incurred during 2020. The stock levels of PPE were discussed.</p> <p>Councillors asked a number of questions and were satisfied with the responses provided.</p> <p>Resolved – (1) That the Financial Performance Review 2020 be</p>

	acknowledged and noted.
14:	Financial Performance Review 2021 (Exempt Paragraph 3)
	<p>The Head of Finance (Matthew Hirst) presented the report which provides an update of the organisation's performance so far in 2021.</p> <p>Councillors asked a number of questions and were satisfied with the responses provided.</p> <p>Resolved – (1) That the Financial Performance Review 2021 be acknowledged and noted.</p>
15:	Business Update (Exempt Paragraph 3)
	<p>The Managing Director (Simon Hill) presented the Business Update which provided Members with an update on activities of the organisation since the last committee and provided an overview on forthcoming activities and challenges.</p> <p>Councillors asked several further questions on this and were satisfied with the responses provided from Officers.</p> <p>Resolved – (1) That the report be noted.</p>
16:	Third Party Logistics Update (Exempt Paragraph 3)
	<p>The Managing Director (Simon Hill) provided Members with an update on an operational issue involving YPO's Third party logistics supplier. Simon shared a presentation providing further details.</p> <p>Simon shared the possible implications of this with Members, and the progress on plans which are on-going around finding a solution.</p> <p>Members made a number of points which were acknowledged by Officers.</p> <p>Resolved – (1) That the report and verbal update be noted.</p>
17:	Link Update Report (Exempt Paragraph 3)
	<p>Consideration was given to the report of the Managing Director (Simon Hill), which provided Members with an update on the current project status.</p> <p>Simon also shared the progress made since the lessons learnt review was completed by Independent consultants Hatmill.</p> <p>Resolved – (1) That the update be noted.</p>

18:	Dividend Distribution Update 2019 (Exempt Paragraph 3)
	<p>Matthew Hirst (Head of Finance) shared the report which provided Members with an update on the timing of the 2019 cash dividend payment.</p> <p>Resolved – (1) It was agreed that the payment of the 2019 cash dividend be deferred until September 2021.</p>
19:	Dividend Distribution 2020 (Exempt Paragraph 3)
	<p>Matthew Hirst (Head of Finance) shared the report which provided Members with options around the dividend distribution for 2020.</p> <p>Resolved – (1) That Members agreed to Option 2 in the report.</p>
20:	Report of the Independent Director (Exempt Paragraph 3)
	<p>Members gave consideration to a report of the Independent Directors which detailed their observations of the organisation since November.</p> <p>Jon Towler raised some key information on the strategy work which is on-going. Jon and Rob are also working with the Board on a full three-year strategy.</p> <p>Jon noted the recruitment of the two new directors is positive and we are going forward with a strong team.</p> <p>Rob reiterated the new recruitment is positive. The last 12 months has highlighted YPO's resilience with several challenges, and a lot has been learnt.</p> <p>Resolved - (1) That the report of the Independent Directors and their observations be noted.</p>
21:	DATE AND TIME OF NEXT MEETING
	<p>Resolved – That the next meeting of the YPO Management Committee will be held on 23rd July 2021.</p>

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	<p style="text-align: center;">YPO</p> <p style="text-align: center;">MANAGEMENT COMMITTEE</p> <p style="text-align: center;">TO BE HELD ON</p> <p style="text-align: center;">23RD JULY 2021</p>
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TITLE: APPOINTMENTS TO SUB-COMMITTEES AND JOINT CONSULTATIVE COMMITTEE 2021/22

REPORT OF: MANAGING DIRECTOR

1. BACKGROUND INFORMATION

- 1.1 To receive nominations from the Constituent Authorities in relation to membership of Sub-Committees and the Joint Consultative Committee and to determine the membership for those meetings for the 12 month period commencing July 2021.
- 1.2 YPO's governance arrangements include a Management Committee that is made up of two representatives from each of the 13 Founder Member Authorities. The role of this Committee is to develop and monitor the strategic direction and performance of the organisation. The Management Committee is supported by a number of Sub-Committees, each with a different focus.
- 1.3 The Executive Sub-Committee has a membership of nine members drawn from the Management Committee (including the Chair and Vice Chair of the Management Committee) and meet three times during the year. Its primary purpose is to review the performance of the organisation, ensure delivery of the agreed strategy and review the performance of the Managing Director.
- 1.4 The Audit & Scrutiny Sub-Committee has a membership of sixteen members drawn from the Management Committee who meet three times during the year. Its primary purpose is to undertake the duties of 'those charged with governance' under delegation from the Management Committee. The Audit & Scrutiny Sub-Committee has delegated powers to sign off the annual financial statements and annual governance report on behalf of the Management Committee and ensure it has sufficient information and knowledge to undertake those duties. The committee scrutinises strategies and actions of the YPO management team and provides feedback, comment and recommendations.
- 1.5 The table shown in appendix one sets out the individual Member preferences received or, in the absence of an expressed preference, an indication of the Sub-Committee meetings that the Council's representative attended last year.
- 1.6 In total there are 30 places available, four of which are taken up automatically by the Chair and Vice Chair of the Management Committee, who also act as Chair and Vice Chair of the Executive Sub-Committee and JCC/Appointments Sub-Committee.
- 1.8 Twenty-six places therefore remain for the other twenty-four members of the

Management Committee.

- 1.9 Table of Preferences Received 2021 - The attached report details the preferences received by YPO. The Chair and Vice Chair of the Management Committee automatically assume those same roles on both the Executive Sub-Committee and the JCC/Appointments Sub-Committee. If Member preferences received should exceed the number of places available on each Sub-Committee, Members of the Management Committee would be required to determine, by way of a vote, the successful representation on an oversubscribed Sub-Committee. As yet, this situation has not arisen.
- 1.10 Where preferences have already been received, as noted in appendix 1, they can be accommodated in full and Members are asked whether the remaining places on Sub-Committees should be made in line with last year's membership, providing no contrary preference is expressed. Should an alternative method of allocating places be preferred, this would need to produce memberships in line with the Sub-Committee Terms of Reference.

2 RECOMMENDATION

- 2.1 That the Secretary to the Joint Committee be given authority to determine Sub-Committee and Joint Consultative Committee membership for the 12 month period commencing July 2021, in liaison with nominated members and taking into account preferences expressed wherever possible.

3 STRATEGIC IMPLICATIONS

- 3.1 There are no specific Strategic Implications associated with this report.

4 LEGAL IMPLICATIONS

- 4.1 There are no specific Legal Implications associated with this report.

5 FINANCIAL IMPLICATIONS

- 5.1 There are no specific Financial Implications associated with this report.

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APPENDIX

Appendix 1 – Table of Preferences for Sub-Committees 2021/22

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Appointments to Sub-Committees and Joint Consultative Committee 2021/22

	Executive Sub	Audit & Scrutiny Sub	JCC/ Appointments
Barnsley MBC			X
1. Gardiner			
2. Barnard		X	
Bolton MBC			
1. Haslam		X	
2. Cox	X		
Bradford MDC			
1. Salam		X	
2. Felstead	X		X
Calderdale MBC			
1. Barnes		X	
2. Vacant		X	
Doncaster MBC			
1. Cole		X	
2. Nightingale		X	
Kirklees MC			
1. Davies		X	
2. Uppal		X	
Knowsley MBC			
1. Walsh	X		
2. Vacant		X	
North Yorks CC			
1. Mackenzie		X	
2. White	X		
Rotherham MBC			
1. Councillor Atkin	X		
2. Councillor Wyatt		X	
St Helens MBC			
1. Bond	X		X
2. Groucutt		X	
Wakefield MDC			
1. Shaw	X		X
2. Williams		X	
Wigan MBC			
1. Walker	X		X
2. Prescott		X	
City of York			
1. Daubeney	X		
2. Lomas		X	
Total members required	9	16	5

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	<p style="text-align: center;">YPO</p> <p style="text-align: center;">MANAGEMENT COMMITTEE</p> <p style="text-align: center;">TO BE HELD ON</p> <p style="text-align: center;">23RD JULY 2021</p>
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TITLE: TERMS OF REFERENCE & WORK PROGRAMME

REPORT OF: MANAGING DIRECTOR

1. BACKGROUND INFORMATION

- 1.1. YPO's governance arrangements are defined in the Management Agreement, signed by all Members and include a Management Committee that is made up of two representatives from each of the 13 founder member authorities. The role of this Committee is to develop and monitor the strategic direction and performance of the organisation. The Management Committee is supported by a number of Sub-Committees, each with a different focus.
- 1.2. The Executive Sub-Committee has delegated decision making powers and focuses on performance; the Audit & Scrutiny Sub-Committee focuses on the probity of processes, the detail of our strategy and also have the authority to scrutinise the outcomes of decisions made; and the Joint Consultative Committee (JCC) is concerned with employee relations. The JCC has a different constitution to the Sub-Committee as it includes representation from trade unions as well as councillors; whereas the membership of the Sub-Committees is drawn only from those councillors who sit on the Management Committee.
- 1.3. The Management Committee, Executive Sub-Committee, Audit & Scrutiny Sub Committee and JCC each meet three times per annum.
- 1.4. Each member authority provides its representatives with access to a Senior Officer from that council to provide advice and guidance to the councillor. Collectively these individual officers are known as the Strategic Officers Advisory Group, and they meet three times a year in line with the committee cycle.
- 1.5. The Board of Directors (including the Independent Directors) provide assurances to the Management Committee and to the associated Sub-Committees that YPO has an effective and challenging strategy, and that the organisation is well placed to meet those challenges.

2. WORK UNDERTAKEN BY THE MANAGEMENT COMMITTEE

- 2.1. During the 2020/21 committee year the Management Committee met on three planned occasions and received reports on a number of topics and endorsed and approved the works of the Sub-Committees. Each Sub-Committee forwards the minutes of its meetings to the Management Committee for formal approval.

3. WORK UNDERTAKEN BY THE EXECUTIVE SUB-COMMITTEE

- 3.1 The Executive Sub-Committee has a membership of nine members drawn from the Management Committee (including the Chair and Vice Chair of the Management Committee) and met three times during the year. Its primary purpose is to review the performance of the organisation, ensure delivery of the agreed strategy and review the performance of the Managing Director.
- 3.2 Following each meeting, minutes are presented to the Management Committee and matters arising are discussed.

4. WORK UNDERTAKEN BY THE AUDIT & SCRUTINY SUB-COMMITTEE

- 4.1. The Audit & Scrutiny Sub-Committee has a membership of sixteen members drawn from the Management Committee and meet three times during the year. Its primary purpose is to undertake the duties of 'those charged with governance' under delegation from the Management Committee and to scrutinise strategies and actions of the YPO Management Team and provide feedback, comment and recommendations.
- 4.2. The Audit & Scrutiny Sub-Committee has delegated powers to sign off the annual financial statements and annual governance report on behalf of the Management Committee and ensure it has sufficient information and knowledge to undertake those duties.
- 4.3. Following each meeting, minutes are presented to the Management Committee and matters arising are discussed.

5. WORK UNDERTAKEN BY JCC

- 5.1. The JCC meets three times per annum and its membership is drawn from the YPO Management Committee, the YPO branch of unison, and the unison regional co-ordinator.
- 5.2. In meeting the primary focus of its terms of reference the JCC has discussed a range of topics raised by members and employees during the meetings and any matters arising have been raised at management committee as appropriate.

6. WORK PROGRAMME

- 6.1. The Principal Agenda Items for each Sub-Committee are attached in Appendix 2.
- 6.2. We have indicated those items expected to be discussed in public session and those to be received in private session.

7. TERMS OF REFERENCE

- 7.1. The Terms of Reference have been reviewed again during this year and have been

reviewed at each committee. They are attached as Appendix 1 for approval.

8. TRAINING

- 8.1. Attached at Appendix 3 is a proposed Training Schedule for the Audit & Scrutiny Sub-Committee and the Executive Sub-Committee. The training will be delivered in half hour slots immediately prior to each meeting. It has also been agreed to arrange an annual Strategic Review Day with both Elected Members and Strategic Officers.

9. MEETING SCHEDULE

- 9.1. Appendix 4 provides a proposed schedule for meetings from July 2021 – July 2022.
- 9.2. Following two inquorate sub-committee meetings it has prompted a discussion around the dates of meetings during the period of time where Councils hold their AGM's and the representation on YPO is agreed.
- 9.3 Under normal circumstances the YPO AGM is held in annually in June as per the Management Agreement guidance.
- 9.4 However, it is proposed that the Management Committee agree a calendar of meetings for all YPO committees annually. This change will enable flexibility of meeting dates moving forward.
- 9.5 This is acting outside the terms of the Management Agreement; however, YPO would look to amend the Management Agreement to reflect this if the change had a positive impact on quoracy.

10. RECOMMENDATIONS

- 10.1.To agree the Terms of Reference.
- 10.2.To agree the Principal Agenda Items for 2021/22.
- 10.3.To agree the Training Schedule for 2021/22.
- 10.4.To agree the Meeting Schedule for 2021/22 and the flexibility changes proposed.

11. STRATEGIC IMPLICATIONS

- 11.1 There are no specific Strategic Implications associated with this report.

12. LEGAL IMPLICATIONS

- 12.1 The Monitoring Officer has been consulted in relation to section 9 of this report.

13. FINANCIAL IMPLICATIONS

- 13.1 There are no specific Financial Implications associated with this report.

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APPENDICES:

Appendix 1 – Terms of Reference
Appendix 2 – Principal Agenda Items
Appendix 3 – Meeting Schedule 2021/22
Appendix 4 – Training Schedule 2021/22

Yorkshire Purchasing Organisation

Management Committee Terms of Reference 2021/22

Number of Members

Twenty Six Councillors – Two from each Member Authority

Quorum

Member representation from at least five Member Authorities.

Substitutes

Two named substitutes from each Member Authority.

Frequency of Meetings

Three times per annum.

Suggested duration: Max 2 hours (10:30am – 12:30pm)

Remit

1. To approve and keep under review a long term plan setting out the strategic direction of YPO.
2. To consider, approve and keep under review Standing Orders, Financial Procedure Rules and the Officer Delegation Scheme prior to subsequent approval by Member Authorities, and to carry out such actions as are required by these rules.
3. To provide leadership for Risk Management across YPO and ensure Risk Management is used as a strategic and operational tool.
4. To keep under review the method of distributing annual dividends, and decide annually on the amount and timing of dividend distribution.
5. To periodically review the membership of YPO.
6. To appoint annually at the Annual General Meeting an Audit & Scrutiny Sub-Committee and an Executive Sub-Committee, and a Joint Consultative Committee and receive minutes or reports from them highlighting any areas that require action by the Management Committee.
7. To seek assurances from the sub-committees that YPO is acting with all due care and attention.
8. The Management Committee shall appoint annually an 'Appointments Committee' with responsibility for the appointment and disciplinary procedures of the Board of Directors and appraising the performance of the Managing Director.

Yorkshire Purchasing Organisation

Executive Sub-Committee Terms of Reference 2021/22

Number of Members

Nine Councillors, including Chair and Vice Chair of the Management Committee.
Not more than one Councillor from any member authority.

Quorum

Member representation from at least three Member Authorities.

Substitutes

Agreed named substitutes are Allowed.

Frequency of Meetings

Three times per annum.

Remit

1. To ensure that the performance of YPO is in accord with established business plans.
2. To receive trading reports from senior managers and that trading operations are in line with approved business plans.
3. To review the performance of the organisation in achieving its objectives through an examination of performance data and relevant performance indicators.
4. To receive reports on spending against approved budgets.
5. To review annually its terms of reference and report any additions and amendments to the Management Committee.
6. To provide an update to Management Committee on the activities of the Committee by way of meeting minutes and responses to any matters arising.
7. To consider applications for Associate Membership of YPO, and recommend them for approval by the Management Committee.

To act with delegated authority of the Management committee in respect of:

1. To approve individual capital investment proposals, in line with the overall investment plan agreed by the Management Committee.
2. To agree conditions within which goods, materials and services can be supplied to Member Authorities, Associate Members and other Local and Public Authorities covered by the Local Authorities (Goods and Services) 1970 act and any subsequent modifications.

Yorkshire Purchasing Organisation

Audit & Scrutiny Sub-Committee Terms of Reference 2021/22

Number of Members

Sixteen Councillors, but not the Chair or Vice Chair of the Management Committee

Frequency of Meetings

Three times per annum, to be scheduled approximately one month prior to Management Committee meetings.

Quorum

Member representation from at least four Member Authorities.

Substitutes

Agreed named substitutes are allowed.

Remit

1. To ensure that the highest standards of probity and public accountability are demonstrated and in doing so ensure effective governance of YPO.
2. To provide the Management Committee with a reasonable assurance of the efficient and effective operation of the overall internal control environment within YPO, through a systematic appraisal of its framework of internal controls, processes and data quality.
3. To consider internal audit plans and performance to ensure the work of internal audit is planned and carried out with due regard to major risks, areas of significant financial effect and the need to cover the range of the service, and to challenge and review actions taken by senior managers on significant audit recommendations.
4. To consider the external audit work programme and monitor the implementation of significant external audit recommendations.
5. To ensure that an appropriate risk management strategy has been drawn up and to monitor that risk management procedures are being carried out effectively, including the establishment of a reserves policy.
6. To review annually its terms of reference and report any additions and amendments to the Management Committee.
7. To provide an update to management committee on the activities of the committee activity by way of meeting minutes and responses to any matters arising.
8. To ensure the effectiveness of decisions made by YPO by means of conducting scrutiny reviews in accordance with both an approved programme and on an ad-hoc "call in" basis.
9. In conducting reviews receive evidence and call witnesses as appropriate for each review so as to determine how decisions were made, on what basis were they made, if appropriate account of options and risks were considered, if the decisions made reflected original statements of intent and if decisions were made in a timely

fashion and if they were made in the best interests of YPO and in accord with YPO's public accountability and code of corporate governance.

10. To prepare a report following each review, setting out conclusions and recommendations, for submission to the Management Committee.
11. To review periodically the response of senior managers to completed reviews.
12. To carry out reviews requested by the Executive Sub-Committee and the Management Committee.

To act with delegated authority of the Management committee in respect of:

1. To approve the annual governance statement to the Management Committee for inclusion in the annual statement of accounts, and review the implementation of any audit recommendations arising from the final accounts audit.
2. To approve the acceptance of the annual statement of accounts. In the event the Committee not being quorate the Chair of the Audit & Scrutiny Sub-Committee shall have delegated authority from the Management Committee to sign the accounts if confident to do so after consultation with the Section 151 Officer.

Yorkshire Purchasing Organisation

Joint Consultative Committee Terms of Reference 2021/22

Number of Members

- Five Councillors (including the Chair and Vice Chair of the Management Committee) drawn from different member authorities.
- The Chair and Secretary of the YPO branch of UNISON.
- The UNISON Regional Organiser responsible for liaising with YPO.

Frequency of Meetings

Three times per annum, linked to Management Committee meetings.

Quorum

Two Councillors and two Trade Union officials.

Substitutes

Agreed name substitutes are allowed.

Remit

1. To represent and co-ordinate the views locally of UNISON and Members of the YPO Management Committee on issues of common interest in relation to YPO.
2. To raise issues, make recommendations and reach agreement on issues which have an effect on the employees of YPO, but without binding effect on either party.
3. To monitor and challenge the outputs of any employee satisfaction survey.
4. To promote the well-being of employees and monitor and challenge matters related to sickness and attendance.
5. To promote, challenge and monitor YPO's actions in relation to it being an employer of choice and its public sector equality duties.
6. To review annually its terms of reference and report any additions and amendments to the Management Committee.
7. To provide an update to management committee on any matters arising which warrant a wider discussion.

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PRINCIPAL AGENDA ITEMS 2021 - 2022

MANAGEMENT COMMITTEE

November 2021	Author	Agenda
Budget and Business Plans for 2021	M Hirst/ JH	Private
Business Update	SH	Private
YPO Pay Policy	JH	Public
Lead Authority Issues	GM	Public
Report of Independent Director	Independent Directors	Private

March 2022	Author	Agenda
Pre-Audit Statement of Accounts (For information only)	M Hirst/ JH	Public
Dividend Distribution (Total amount of dividend)	M Hirst/ JH	Private
Internal Audit Annual Report	Internal Audit	Public
Lead Authority Issues	GM	Public
Business Update	SH	Private
Report of Independent Director	Independent Directors	Private
Internal Audit Plan	Internal Audit	Public
Treasury Outturn Report	M Hirst/ JH/ Wakefield	Private
Financial Procedure Rules & Standing Orders Relating to Contracts	AHG	Private

July 2022	Author	Agenda
Annual Report	SH	Public
Audited Accounts (For information only)	M Hirst/ JH	Public
Governance Review	AHG	Public
TOR and Work Programme	SH	Public
Business Update	SH	Private
Report of Independent Director	Independent Directors	Private
Lead Authority Issues	GM	Public
Membership of the YPO Management Committee	KS	Public
Appointments to Sub-Committees & Joint Consultative Committee	KS	Public
Dividend Distribution (Individual Dividend Amounts)	M Hirst/ JH	Private
Independent Director Recruitment Contract	JH	Private
Gender Pay Gap (for info only)	JH	Public

PRINCIPAL AGENDA ITEMS 2021 - 2022

EXECUTIVE SUB COMMITTEE

November 2021	Author	Agenda
Financial Performance Report (Forecast for next year)	M Hirst/ JH	Private
Lead Authority Issues	GM	Public
Business Update	SH	Private
Attendance Report	JG/ JH	Private
Stock Losses Report	M Hirst/ JH	Private
YPO Pay Policy	JG/ JH	
Independent Director Update – Verbal	Independent Directors	Private

March 2022	Author	Agenda
Financial Performance Report (Earmarked Reserves Spend to be included in this) (Review of previous year performance)	M Hirst/ JH	Private
Lead Authority Issues	GM	Public
Business Update	SH	Private
Standing Orders & Financial Procedure Rules	M Hirst/ JH	Public
Independent Director Update – Verbal	Independent Directors	Private

July 2022	Author	Agenda
Financial Performance Report (Mid-year performance update)	M Hirst/ JH	Private
Lead Authority Issues	GM	Public
Business Update	SH	Private
Exec Sub Work Programme & TOR	SH	Public
Independent Director Update – Verbal	Independent Directors	Private

PRINCIPAL AGENDA ITEMS 2021 - 2022

AUDIT & SCRUTINY SUB COMMITTEE

November 2021	Author	Agenda
Internal Audit Plan Template 2021	Internal Audit	Public
Year End Closedown Timetable	M Hirst/ JH	Public
Link Actions Update	SH	Private
Strategy Update	TBC	Private
External Audit Report	External auditors	Public

March 2022	Author	Agenda
Internal Audit Action Update	AHG	Public
Annual Governance Statement	M Hirst/ JH	Public
Pre-Audit Statement of Accounts <i>(report will be submitted late but will be in for the official papers deadline)</i>	M Hirst/ JH	Public
Internal Audit Annual Report 2021	Internal Audit	Public
Internal Audit Plan 2021	Internal Audit	Public
Link Actions Update	SH	Private
Strategy Update	TBC	Private
Stock Adjustments	M Hirst/ JH	Private
Gifts & Hospitality	AHG	Public
External Audit Plan	External Auditors	Public
Risk Register	AHG	Private

July 2022	Author	Agenda
External Audit Report	External Auditors	Public
Audited Statement of Accounts	M Hirst/ JH	Public
Audit & Scrutiny Sub Work Programme & TOR	SH	Public
Governance Review	AHG	Public
Draft Internal Audit Plan	Internal Audit	Public
Link Actions Update	SH	Private
Strategy Update	TBC	Private

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Date of Meeting			Board Meeting	Strategic Officers Meeting	Executive Sub Committee	Management Committee	JCC Members Meeting	Audit & Scrutiny Sub Committee	Partnership Liaison Meeting
August									
24/08	9:00		Board Meeting						
September									
28/09	9:00		Board Meeting						
October									
TBC	9:00								Partnership Meeting
15/10	13:00			Strategic Officers					
19/10	9:00		Board Meeting						
November									
05/11	10:30							Audit & Scrutiny Sub	
12/11	10:30				Executive Sub				
23/11	9:00		Board Meeting						
26/11	9:30						JCC		
26/11	10:30					Management Committee			
December									
16/12	9:00		Board Meeting						
January									
25/01	9:00		Board Meeting						
February									
TBC	TBC								Partnership Meeting
15/02	10:30			Strategic Officers					
22/02	10:30		Board Meeting						
March									
04/03	10:30							Audit & Scrutiny Sub	
11/03	10:30				Executive Sub				
22/03	9:00		Board Meeting						
25/03	9:30						JCC		
25/03	10:30					Management Committee			
April									
26/04	9:00		Board Meeting						
May									
TBC	TBC								Partnership Meeting
24/05	9:00		Board Meeting						
June									
14/06	10:30			Strategic Officers					
28/06	9:00		Board Meeting						
July									
01/07	10:30							Audit & Scrutiny Sub	
08/07	10:30				Executive Sub				
22/07	9:30						JCC		
22/07	10:30					Management Committee			
26/07	9:00		Board Meeting						

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TRAINING SCHEUDLE 2021 - 2022

	EXECUTIVE SUB COM	AUDIT & SCRUTINY SUB COM
Date and Training Topic	November 2021 IT Strategy Darren Elvidge	November 2021 Internal Audit Training Jason Brook
Date and Training Topic	March 2022 Marketing Strategy Rachel Stothard	March 2022 External Audit Training External Auditors
Date and Training Topic	July 2022 People Strategy Jacqui Green	July 2022 Education Strategy Martin Armytage

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YPO
MANAGEMENT COMMITTEE
TO BE HELD ON
23RD JULY 2021

TITLE: POLICIES AND PROCEDURES REVIEW

REPORT OF: MANAGING DIRECTOR

1. BACKGROUND INFORMATION

- 1.1 YPO has in place various governance policies and supporting documents that set out our approach to managing the organisation. These are reviewed regularly, and any significant changes brought to committee for approval.
- 1.2 Since the last summary was considered by the Board and the Audit & Scrutiny Sub-Committee in May and June 2020 the reports listed in the table in Appendix 1 have been reviewed and recommended actions identified.

2. STRATEGIC IMPLICATIONS

- 2.1 There are no specific strategic implications arising from this report.

3. FINANCIAL/RESOURCE IMPLICATIONS

- 3.1 There are no specific financial or resource implications arising from with this report.

4. LEGAL IMPLICATIONS

- 4.1 These governance documents aid compliance with various pieces of legislation and good practice such as the CIPFA / SOLACE Governance Framework 2016.

5. RISK IMPLICATIONS

- 5.1 This report is part of YPO's overall framework for managing governance and risk.

6. CONSULTATION

- 6.1 The reports, policies etc listed in the table at Appendix 1 were subject to appropriate consultation before they were finalised and approved.

7. OPTIONS APPRAISAL

- 7.1 Not required.

8. RECOMMENDATIONS

8.1 The contents of the table attached at Appendix 1 are noted.

9. REASONS FOR RECOMMENDATIONS

9.1 It is essential to maintain the effectiveness of YPO's governance arrangements.

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APPENDIX:

Appendix 1 – Policies & procedures reviewed

Appendix 1

Item	Latest Status	Action
Local Code of Corporate Governance	Annual review and report Jan 2021	Code was fully rewritten in 2019: review identified no further action required at this time.
Annual Governance Review and Annual Governance Statement	Annual review and report Jan 2021	AGS approved and published Feb 2021 (pending inclusion of audit opinions).
Risk Management Strategy & Frame-work	Published Dec 2019. Annual review Jan 2021	Fully revised strategy & frame-work approved and adopted 2020. Review identified no further action required.
Strategic Risk Register Q1 2021	Annual review and report Jan 2021	Ongoing review of risk ratings. Additional risk profile to be added for 'Single Point of Failure' risk.
Financial Procedure Rules (FPR)	Annual review and update Jan 2021	Review identified no further action required but a need to deliver FPR training to relevant staff.
Outstanding Internal Audit Actions	Annual review and update Jan 2021	No overdue actions to report.
Employee Interests Policy & Register	Policy published 2018. Annual review of register reported Jan 2021.	Policy was fully rewritten in 2018: review identified no further action required. Review of register noted declarations recorded had been signed off, but some declarations were outstanding or overdue.
Gifts & Hospitality Policy & Register	Policy published 2018. Annual review of register reported Jan 2021.	Policy was fully rewritten in 2018: review identified no further action required. Report noted gifts & hospitality over £25
Covid-19 Safety Arrangements: desk-top and site visit review of YPO's arrangements to comply with H&S and other regulation and guidance.	External review and report by independent third party on behalf of YPO insurers.	Recommendations and actions implemented.
Code of Conduct	Reviewed & Agreed in the Board meeting January 2020.	Reviewed & agreed.
Working from home	Reviewed & Agreed in the Board meeting March 2020.	Reviewed & agreed.
Wellbeing Policy	Reviewed & Agreed in the Board meeting November 2020.	Reviewed & agreed.
Agency Usage Policy	Reviewed & Agreed in the Board meeting November 2020.	Reviewed & agreed.
Social Media Policy	Reviewed & Agreed in the Board meeting November 2020.	Reviewed & agreed.
Flexible Working Policy	Reviewed & Agreed in the Board meeting November 2020.	Reviewed & agreed.
Incremental Pay Progression Policy	Reviewed & Agreed in the Board meeting November 2020.	Reviewed & agreed.



YPO
MANAGEMENT COMMITTEE
TO BE HELD ON
23RD JULY 2021

TITLE: ANNUAL REPORT

REPORT OF: MANAGING DIRECTOR

1. BACKGROUND

- 1.1 To provide an Annual Report by the Managing Director to the Members of the Management Committee, as required by the YPO Management Agreement. The report will be circulated electronically prior to the meeting.
- 1.2 The report is written in the spirit of accountability and transparency, but also pride in our achievements on behalf of our members. It is intended to circulate the Annual Report to Leaders, Chief Executives and Finance Directors of member authorities and also to use it more widely as marketing and promotional material.

2. RECOMMENDATIONS

- 2.1 That Members note the content of the report.

3 STRATEGIC IMPLICATIONS

- 3.1 There are no specific Strategic Implications associated with this report.

4 LEGAL IMPLICATIONS

- 4.1 There are no specific Legal Implications associated with this report.

5 FINANCIAL IMPLICATIONS

- 5.1 There are no specific Financial Implications associated with this report.

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APPENDIX:

*Appendix 1 – Published Annual Report **(to be circulated electronically)***



YPO
MANAGEMENT COMMITTEE
TO BE HELD ON
23RD JULY 2021

TITLE: POWERS AND GOVERNANCE REVIEW

REPORT OF: YPO MONITORING OFFICER

1. BACKGROUND INFORMATION

- 1.1 During the 2019/20 discussions on the proposed purchase of Findel Education Ltd Members were advised that it was necessary to consider and explain to the CMA the legal framework within which YPO operates to establish the powers to complete the transaction.
- 1.2 The advice obtained at that time confirmed that there were no restrictions on YPO Founder Members acting as a Joint Committee to purchase Findel and funding that purchase via a PWLB loan taken out on their behalf by Wakefield as Lead Authority. However, the legislation in respect of Joint Committees and their powers is very sparse. Equally there were no clear powers in legislation or identified through case law which provide categorical assurance that there were powers to carry out the enhanced operation under the current legal structures. The enhanced scale of operation increased the risk that the powers relied upon will later be found to be limited in ways not currently identified in caselaw.
- 1.3 Although the Findel acquisition ultimately did not take place, Members welcomed the ambition to drive forward the business. It is therefore still recommended that YPO carry out a review of governance and legal powers in the light of future business plans.
- 1.4 Powers and Governance reviews were previously carried out in 2008 (leading to the decision to adopt the current Management Agreement (2011)) and delegation scheme, and in 2012 when a review considered the question of whether YPO should be re-created as a limited liability company.
- 1.5 The 2012 drivers were:
 - 1.6.1 The then growth plans of YPO, recognising that they would bring increased risk to Founder Members in relation to public and product liability and of procurement challenges in the light of the increased Framework business.
 - 1.6.2 The powers to trade with none public sector bodies in the light of the Localism Act 2011.

- 1.6 The 2012 review was informed by a paper on legal structures prepared by Walker Morris. In summary the advice was that only a company limited by shares would be a suitable option. A company limited by guarantee or an industrial and provident society were discounted due to the requirements to recycle profits into the operation rather than pay members dividends. An LLP structure was considered but also discounted on the basis that it did not meet the requirements set out in the Local Government Act 2003 or the Localism Act 2011. Implications of any change which were identified included tax (corporation tax and VAT), funding, TUPE, pensions, property and contracts. In particular it was noted that the business needed to retain its character as a public sector procurement body so that members could rely upon the actions of YPO to fulfil their requirements under procurement law.
- 1.7 As a result, a decision was made to retain the Joint Committee structure on the basis that none of the risks were sufficient (in light of the mitigation in place) to justify moving to a company structure with additional expenses (tax and governance arrangements costs). It was also agreed that where a proposal was made to trade with a none public sector body, the costs of creating an appropriate vehicle would be built into the business case for approval. The situation was to be reviewed periodically in the light of operations.
- 1.8 Subsequently in July 2014 YPO Procurement Holdings Ltd was incorporated. The shareholders are the 13 Authorities who are Founder members of YPO. An agreement is in place whereby costs of the limited company are recharged to the Company from YPO Joint Committee. The bulk of the costs sit with YPO itself and decisions are made under delegated authority of the MD reporting to management Committee as required. The company vehicle is used to trade where the Joint Committee Powers are not available. This dual structure means that Wakefield Council acts as Lead Authority employing the staff and holding property for and on behalf of the Founder members. It does impact on some arrangements such as banking and contracting. separate reports are needed for YPO and the Company and the decision making arrangements differ with restrictions through the shareholder agreements on major decisions that are not possible via the management agreement/joint committee arrangements.
- 1.9 It is now recommended that Founder Members conduct another review of legal powers, structures and governance arrangements with the following terms of reference

'To review the structural arrangements for the business of YPO conducted through the Joint Committee or through wholly owned limited companies and group companies including the Standing orders of the Committee and the delegations within both structures to ensure that the powers relied upon for activity are legally sound and financially efficient and that YPO can continue to meet its aims of being a public sector purchasing organisation delivering benefits for Members and shareholders.'
- 1.10 It is proposed that a small review group be formed from SOAG supported by tax advice from PWC and external legal advice and that the group be tasked with carrying out the review and reporting back to Committee alongside the YPO Management Team's future business plans.

2. STRATEGIC IMPLICATIONS

- 2.1 Any proposals to change the current structure must meet the future plans of the business and the needs of Members and customers.

3. FINANCIAL/RESOURCE IMPLICATIONS

- 3.1 Professional fees to be incurred in supporting the review will be met from within existing budgets.

4. LEGAL IMPLICATIONS

- 4.1 Whilst there is no indication that the current structures are not legally compliant, the time that has elapsed since the previous review and developing caselaw on acceptable legal structures indicates that another review is appropriate.
- 4.2 Any fundamental changes to the arrangements such as moving to alternative structures or amending the Management Agreement will require decisions by individual Founder Member Authorities on a recommendation from the Management Committee.

5. RISK IMPLICATIONS

- 5.1 Conducting a review will minimise any risk of acting unlawfully.

6. CONSULTATION

- 6.1 Not applicable.

7. OPTIONS APPRAISAL

- 7.1 Option 1 – carry out the review and make decisions in the light of findings. This option is recommended for the reasons set out in the Report.
- 7.2 Option 2 – do not carry out a review. This option is not recommended in the light of advice received.

8. RECOMMENDATIONS

- 8.1 That a review group be formed to conduct a review with the Terms of Reference set out above.

9. REASONS FOR RECOMMENDATIONS

- 9.1 To ensure legally sound arrangements and good governance.

SERVICE DIRECTOR: MONITORING OFFICER

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	<p style="text-align: center;">REPORT TO</p> <p style="text-align: center;">MANAGEMENT COMMITTEE</p> <p style="text-align: center;">23RD JULY 2021</p>
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TITLE: DRAFT ANNUAL INTERNAL AUDIT PLAN 2021

REPORT OF: SERVICE MANAGER FOR INTERNAL AUDIT & RISK (WAKEFIELD COUNCIL)

1. PURPOSE OF REPORT

- 1.1. The Public Sector Internal Audit Standards (PSIAS) require the Chief Audit Executive (Service Manager for Internal Audit and Risk, for Wakefield Council) to establish risk-based plans to determine the priorities of the internal audit activity, consistent with the organisation's goals. This must take into account the requirement to produce an annual internal audit opinion and the assurance framework. As part of this report input is required from key stakeholders.
- 1.2. The report details the proposed Internal Audit Plan for 2021. The purpose of the report is to share the draft internal audit plan with key stakeholders to ensure that effective engagement has taken place throughout the planning process.
- 1.3. The Management Committee is asked for comments on the proposed Audit Plan.

2. BACKGROUND INFORMATION

- 2.1 In setting the Internal Audit Plan, and conforming to the PSIAS requirements, the Service Manager for Internal Audit and Risk considers the following:
 - The objectives and priorities of the organisation, as set out in the YPO Overall Plan on Page.
 - The YPO Risk Register.
 - Previous internal audit work and findings.
 - Consultation with the Audit and Scrutiny Sub-Committee, the Section 151 Officer (Chief Finance Officer, Wakefield Council) and senior management at YPO.
 - Any other independent assurances that can be relied upon, for example external audit and commissioned pieces of work.
- 2.2 For the period 2019-21, Internal Audit has used an indicative 3 Year Audit Plan to identify audit work to conduct each year (see Table 2 of Appendix A). This is updated on an annual basis and aligned to the organisations Risk Register and current

objectives. The rest of this report details the process that has been followed to determine the priorities for the 2021 Internal Audit Plan.

Objectives and priorities of YPO

- 2.3 The overall vision for YPO is about achieving value for money when procuring its goods and services. It also has a mission to 'be the UK's number one public sector buying organisation'. This is then supported by the following:
- Relevance, meaning a greater degree of local stakeholder management so that YPO is a commercial partner of choice for local authorities.
 - Market Focus, developing a broad range of commercial activities and having the right level of skills and focus on key markets.
 - New commercial activities that reflect the changing market and benefit the small and medium enterprise business market.
 - Financial resilience through the expansion of the local government framework business.
 - Customer focus by maintaining a reputation of excellence and making sure the customer continues to be at the heart of everything that YPO does.
- 2.4 Following the challenges faced during 2020, the Board concluded that 2021 would be a period of recovery for YPO. This has resulted in the development of an overall 'Plan on a Page' which was approved at the Management Committee on 26 March 2021. The Plan sets the objectives and priorities for the organisation for the coming year. This has been used as a basis for the development of the Internal Audit Plan for 2021. We have linked our proposed audits to these objectives and themes to ensure that the audit plan reflects the strategic direction of YPO in 2021.

Strategic Risks

- 2.5 Internal Audit has access to the risk registers used by YPO, for which all risks are now scored on a 4 x 4 matrix (probability and impact). The highest rated strategic risks (i.e. a score of 8 or more) have been considered during the planning process and mapped to the proposed audits in Appendix A.

Input from key stakeholders

- 2.6 This plan has factored in issues that were previously agreed with this Committee, the Audit and Scrutiny Sub-Committee, and senior management when the Three Year Internal Audit Plan 2019-21 was approved. In conformance with PSIAS requirements this has been reviewed, as set out in this report to ensure that it is still focussed on the significant risks facing YPO.
- 2.7 Discussions have also been held with the Section 151 Officer, the Head of Finance and Assistant Financial Controller to help identify potential new and emerging areas for consideration. An overview of this plan was also shared with all members of the Strategic Officers Group to ensure that there has been sufficient consultation prior to discussion at the Audit and Scrutiny Sub Committee on the 2nd July 2021.

Conclusion for the proposed audit plan

- 2.8 Based upon the methodology set out in this report the proposed audit plan is summarised in Appendix A. This plan will continue to be delivered within the previously agreed 125 days of Internal Audit work per year (annual cost of £45,000). In line with agreed protocols, progress reports will be submitted to this Committee to provide updates against the agreed plan.

Internal Audit Opinion Levels

- 2.9 The Audit Plan for 2019 proposed changes to the opinion levels for the control environment and compliance with existing controls. These opinion levels were agreed and will continue to be used during 2021 and are detailed below for information.

Table 3 – Internal Audit Opinion Level for the Control Environment

Opinion	Definition
Substantial	There are minimal control weaknesses and they present a very low risk to the control environment. This maximises the likelihood of achieving the key business objectives and priorities.
Good	There are minor control weaknesses that present a low risk to the control environment. Some opportunities have been identified that would further support the achievement of key business objectives and priorities.
Moderate	There are some control weaknesses that present a medium risk to the control environment. Improvement is required to ensure that key business objectives and priorities are achieved.
Limited	There are significant control weaknesses that present a high risk to the control environment. There is a significant risk that the area being reviewed is not effectively or efficiently supporting the achievement of key business objectives and priorities.
None	There are fundamental control weaknesses that present unacceptable levels of risk to the Organisation.

Table 4 – Internal Audit Opinion Level for Compliance with Existing Controls

Opinion	Definition
Substantial	The control environment has substantially operated as intended.
Good	The control environment has largely operated as intended although some minor errors have been identified.
Moderate	The control environment has mainly operated as intended although errors have been identified.
Limited	The control environment has not operated as intended with significant errors identified.
None	The control environment has fundamentally broken down and is open to significant error or abuse.

Plan for 2022 onwards

- 2.10 As we have reached the end of the three year planning process, it is proposed that new cycle commences in 2022. To ensure compliance with PSIAS, we strongly recommend that the plan includes an audit on ethical standards to ensure effective governance arrangements are in place and also coverage of the safeguarding of assets.

3. STRATEGIC IMPLICATIONS

- 3.1 Section 2 of this report details how the audit plan has been developed, in particular linking with the 2021 Strategic Plan and the risk registers maintained by YPO.

4. FINANCIAL IMPLICATIONS

- 4.1 The annual cost for the provision of Internal Audit for YPO is £45,000 per year.
- 4.2 The audit plan also takes into account the need to provide the Section 151 Officer (Chief Finance Officer for Wakefield Council) with independent assurance of the effectiveness and efficiency of controls for the main financial systems.

5. LEGAL IMPLICATIONS

- 5.1 There is a statutory requirement for an Internal Audit function within YPO, as set out in the Accounts and Audit Regulations and implied within the Local Government Act 1972, relating to the responsibility of a designated statutory s151 Finance Officer to gain assurance on the proper administration of the Organisation's financial affairs.

6. EQUALITY IMPLICATIONS

- 6.1 Equality issues are taken into account when considering the Organisation's key strategic risks.

7. RISK IMPLICATIONS

- 7.1 In line with the Public Sector Internal Audit Standards there is a requirement to set a risk-based audit plan. As detailed in Section 2 of this report one of the sources of information is YPO's risk register (for strategic and operational risks). In addition, input has been sought from senior management to help identify new and emerging areas of risk.

8. RECOMMENDATION

- 8.1 The Management Committee is asked to review and provide comments on:
- The proposed Internal Audit Plan for 2021 (see Appendix A).

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Draft Internal Audit Plan 2021

Table 1: Proposed Audits for 2021 Calendar Year

Audit Area	Type of Audit	Brief Summary	Audit Days	Links to YPO Priorities	Links to YPO Risks
Section 151 Assurance Work					
Budgetary Control	Key Financial System	To gain assurance that the budgetary control process is operating effectively.	20	Sustainable Cost Base, Future Growth	SRR-07 SRR-08 SRR-13
Main Accounting System	Key Financial System	To gain assurance that the Main Accounting System is operating effectively, with a focus on credit notes/refund processes.	20	Sustainable Cost Base, Future Growth	SRR-07 SRR-08
Consultancy Work					
Counter-Fraud and Corruption Arrangements	Consultancy	To act in a 'critical friend' role for the YPO in the review of counter-fraud policies and procedures. The work will also assist Internal Audit in its development of assurance mapping for the YPO and will link with YPO's ongoing review of counter fraud and bribery.	5 ¹	All	SRR-17
Risk Management	Consultancy	To act in a 'critical friend' role for the YPO in offering advice on risk management arrangements.	5 ¹	All	ALL
Governance and Risk-Based Work					
Adherence to legislation	Risk Based	To provide assurance over Health and Safety risk areas ensuring compliance with key policies and legal frameworks, with a focus on the effective record management of training records in Health and Safety.	15	Governance, People	SRR-02 SRR-12
Business Continuity arrangements – contract break clauses	Risk Based	Two stage audit process: 1. Q2 2021 – assist YPO in identifying the key contractual arrangements/single points of failure on which it relies and ensure that these are reflected in operational and strategic risk registers including contract break clauses. 2. Q4 2021 – check that the controls in place to mitigate the risks identified in stage 1 are operating effectively.	15	Governance, Future Growth	SRR-09
Stock Control	Risk-Based	To focus on ensuring effective controls are in place to manage stock control and alignment for accounting purposes.	20	Sustainable Cost Base, Future Growth, Governance	SRR-07 SRR-08

¹ These days will not be included as part of the chargeable days for 2021

Audit Area	Type of Audit	Brief Summary	Audit Days	Links to YPO Priorities	Links to YPO Risks
Warehouse Management System	Risk-Based	A review is required of the newly implemented Warehouse Management System to gain assurance that effective controls are in place.	20	Governance, Technology, Culture	SRR-05 SRR-08
Follow-Up Reviews					
Implementation of High Priority Audit Recommendations	Follow Up	As required – a review will be completed of any audits with an opinion of ‘partially effective’ or ‘ineffective’. None in 2020 work so far.	5	-	-
Contingency Time					
Contingency Time	-	Time set aside for new and emerging risks.	5	-	-
Liaison, Consultancy and Advice					
Liaison, Consultancy and Advice	-	Development of the 2021 Calendar Year Audit Plan and update of the rolling 3-Year Audit Plan. Drafting of the Annual Internal Audit Opinion Report. Drafting of regular update reports to Elected Members and senior management. Travel to, and attendance at, relevant YPO Committee’s (e.g. YPO Management Committee and YPO Audit Sub-Committee). Liaison as and when required.	5	-	-
		Total (excluding 10 days non chargeable time)	125		

Table 2 Indicative Three Year Audit Plan for 2019 to 2021

Audit Area	2019	2020	2021	Comments
Section 151 Assurance Work				
Asset Management	✓			Last reviewed in 2019.
Budgetary Control			✓	Last reviewed in 2018.
Creditors (including ordering).	✓			Last reviewed in 2019.
Debtors		✓		Last reviewed in 2020.
Main Accounting System.			✓	Last reviewed in 2018.
Payroll		✓		Last reviewed in 2020.
Consultancy Work				
Counter-fraud and Corruption Arrangements	✓	✓	✓	5 days consultancy service, at no cost to YPO, will be provided to YPO in 2021. This will be used to help develop Internal Audit assurance maps for YPO and will link with YPO's ongoing review of counter fraud and bribery.
Risk Management.	✓	✓	✓	As above, 5 days consultancy service will be provided at no extra cost. This will help develop Internal Audit assurance maps and future coverage.
LINK – implementation of new ICT system.	✓	✓		We have allocated 10 chargeable days in the audit plan for ongoing liaison in this area.
Governance and Risk Based Audit Work				
Adherence to Legislation – Health and Safety	✓	✓	✓	Time will be made available in each year for a review of health and safety.
Business Planning	✓			The audit will cover a review of the sufficiency of business planning documentation for decision making.
Customer Engagement		✓		The audit will provide assurance over a core strategy objective.
Data Quality		✓		Audit to take place in 2021 covering data quality in relation to the LINK programme, ensuring the accurate of data to provide good quality management information.
ICT Arrangements		✓		This will typically cover areas such as: <ul style="list-style-type: none"> • Access Controls; • Change Controls; • Cyber Security; • File Controls; • Network Controls.
Governance arrangements			✓	Audit of governance arrangements focussing on decision making processes.
Limited Company Governance Arrangements			✓	Audit of governance arrangements relating to the limited company.
Rebate Income	✓			To gain assurance on the adequacy of controls relating to rebate income.
Stock Control			✓	This area was reviewed in 2018, however, we have not reviewed all depots.
Transport Logistics		✓		Largest expenditure cost centre therefore audit review is required.
Warehouse Management System			✓	Review required following implementation of new Warehouse Management System in 2021.
Follow-up Reviews				
Follow-up work	✓	✓	✓	As required – a review will be completed of any audits with an opinion of 'partially effective' or 'ineffective'.

Audit Area	2019	2020	2021	Comments
Liaison, Consultancy and Advice				
As appropriate	✓	✓	✓	Attendance at Committees, reporting, liaison and advice.

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