

Your Ref.

Our Ref

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Date 09 July 2025

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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, 18 JULY 2025**

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, 18 July 2025** at the **YPO HQ, 41 Industrial Park, Wakefield** to consider the items set out in the agenda detailed overleaf.

Yours sincerely



Tony Reeves
Secretary to the Joint Committee

PLEASE NOTE: A buffet lunch is to be provided at the conclusion of the meeting. Please contact Kayley on the details above if you have any dietary requirements.

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, 18 July 2025**

AGENDA

1. Members' Declaration of Interest.
2. Apologies for Absence.
3. Election of Chair.
Nominations are requested for the position of Chair of the Management Committee who in turn would become the Chair of the Joint Consultative Committee/Appointments Sub-Committee for the year 2025/26.
4. 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 Joint Consultative Committee/Appointments Sub-Committee for the year 2025/26.
5. Election of Chair of Audit & Governance Sub-Committee
Nominations are requested for the position of Chair of the Audit & Governance Sub-Committee for the year 2025/26.
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 & Governance Sub-Committee meeting held on 4th July 2025 and agree the recommendations for each report contained within the minutes. (Pages 1 - 8)
8. To approve as a correct record, the Minutes of the Management Committee meeting held on 22nd November 2024. (Pages 9 - 14)
9. Membership of the YPO Management Committee. (Pages 15 - 16)
10. Appointments to Sub Committees & Joint Consultative Committee (Pages 17 - 18)
11. Terms of Reference & Work Programme 2025-2026. (Pages 19 - 29)
12. Update from Chair of Audit & Governance Sub-Committee - Verbal
13. Lead Authority Issues - Verbal.
14. Exclusion of the Public and Press.
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 15-18 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

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| 15. | Business Update. | (Pages 31 - 47) |
| 16. | Dividend Distribution | (Pages 49 - 52) |
| 17. | Non-Executive Director Contract | (Pages 53 - 56) |
| 18. | Report of Non-Executive Director | (Pages 57 - 63) |

Date and Time of Next Meeting- proposed as 21st November 2025.

YORKSHIRE PURCHASING ORGANISATION

AUDIT & GOVERNANCE SUB-COMMITTEE

FRIDAY, 4TH JULY 2025

Present: Councillors: Frost (Barnsley), White (North Yorkshire), Rose (York).

1.	CHAIR'S INTRODUCTION & WELCOME & ELECTION OF A TEMPORARY CHAIR
	<p>Nominations were requested for a temporary Chair of the Audit & Governance Sub Committee.</p> <p>Resolved: (1) It was seconded and agreed by all for Councillor Frost (Barnsley) to be elected as the meeting Chair.</p> <p>Introductions took place.</p>
2.	ACCEPTANCE OF APOLOGIES FOR ABSENCE
	<p>Apologies for absence were received on behalf of Councillors Baker-Rogers (Rotherham), Lonergan (Knowsley), Khurram (Bolton), and Turner (Kirklees).</p>
3.	MEMBERS DECLARATION OF INTEREST
	<p>No declarations of interest were made.</p>
4.	URGENT ITEMS
	<p>No urgent items were raised.</p>
5.	PREVIOUS AUDIT & GOVERNANCE SUB COMMITTEE MINUTES
	<p>Resolved – (1) The minutes of the YPO Audit & Governance Sub-Committee held on 8th November 2024 were approved by all.</p>
6.	AUDIT & GOVERNANCE SUB COMMITTEE TERMS OF REFERENCE & WORK PROGRAMME 2025-2026
	<p>Consideration was given to the report of the Managing Director which provided members with an overview of the work scheduled for the 2025/26 committee cycle.</p> <p>The report also proposed the Terms of Reference, Principal Agenda Items, and 2025/26 Meeting Schedule.</p> <p>Simon explained we are proposing to further review the Audit & Governance Sub-Committee Terms of Reference in the second half of the year and bring these back to a future meeting, to better align with the updated CIPFA guidance.</p> <p>Resolved – (1) That the report be noted and submitted to the Management Committee for sign off by all Members.</p>

<p>7.</p>	<p>YPO GOVERNANCE GROUP UPDATE</p> <p>Consideration was given to a report of the Head of Finance entitled Governance Group Update. The report picks up from November 2024 and looks ahead for the next 12 months.</p> <p>Simon Hill shared the governance group is a central group within the business that was set up to ensure all governance across the organisation is captured in one place, to review the risks, and maintain oversight. The group also ensures policies remain up to date, and maintain best practise across the organisation.</p> <p>The governance group are completing an exercise whereby policies are being placed onto a system so that there will be better version control and tracking in place going forward.</p> <p>Simon noted that the decision was taken not to bring the full set of declarations of interest back to Committee, but these will be reviewed on a sample basis going forward and audited internally by the governance group.</p> <p>Matthew Hirst noted there is an on-going piece of work around KPIs, which are continually being reviewed to ensure they are fit for purpose to enable management to review performance and make any required decisions. The Power BI system is being used more across the business to ensure everyone has the accessibility to view the data and ensure efficiencies.</p> <p>Resolved - (1) That the Audit & Governance Sub-Committee receive the report on the Governance Group’s work over the last nine months and consider the work programme for 2025.</p> <p>(2) That the Audit & Governance Sub-Committee members include, from paragraph 1.12 onwards, commentary on the fulfilment of their own role and contribution to YPO’s governance arrangements, creating a joint member and officer report to Management Committee. It was agreed to use the proposed wording contained in appendix 1.</p>
<p>8.</p>	<p>LOCAL CODE OF GOVERNANCE & ANNUAL GOVERNANCE STATEMENT 2024</p> <p>The Head of Finance (Matthew Hirst) talked through the report. This is an annual report that sets out YPO’s compliance with the requirements of the Accounts & Audit Regulations 2015 (amended 2024) and CIPFA / SOLACE Delivering Good Governance in Local Government: Framework (2016) which has three key steps:</p> <ul style="list-style-type: none"> ▪ Publish a Local Code of Governance that sets out how YPO delivers the principles of the 2016 Framework (Appendix 1). ▪ Conduct an annual review of the effectiveness of our governance arrangements in practice. ▪ Report the results of the annual review in an Annual Governance Statement and publish it with the Statement of Accounts (Appendix 2). <p>Matthew Hirst explained the main changes are raising awareness and reporting</p>

	<p>on sustainability.</p> <p>Cllr Rose noted his congratulations on achieving the ISO accreditation, and highlighted the wording in the report should refer to Forvis Mazars. Matthew agreed we will amend the report wording to reflect this.</p> <p>Resolved - (1) The Audit & Governance Sub-Committee agree the updated Local Code of Governance and the draft Annual Governance Statement 2024.</p>
9.	FINANCIAL PROCEDURE RULES & CONTRACT STANDING ORDERS
	<p>The Committee considered a report of the Head of Finance which provides details and basis for the proposed amendments to the Organisations governance documentation.</p> <p>The Contract Standing Orders (CSO) have been updated to reflect changes to Procurement Legislation and to the Organisations operational processes.</p> <p>The Financial Procedural Rules (FPR) have been updated in line with their review date and following recommendation from Internal Audit.</p> <p>Matthew Hirst shared the key changes to the documents. Following the introduction of the new procurement act this year, our internal documents have been amended to reflect any changes that have arisen as a result of the new regulations. Internal structure change amends have also been reflected where required.</p> <p>Simon Hill raised that in certain exceptional circumstances we do have the ability to override the rules if necessary, although the need for this is very minimal.</p> <p>Resolved - (1) The Committee reviewed and approved the proposed amendments to be presented and approved at the Management Committee meeting held on 18th July 2025.</p>
10.	EXTERNAL AUDIT COMPLETION REPORT
	<p>Jordan Townend and Shaun Mullins (Forvis Mazars) shared the External Audit completion report.</p> <p>Shaun shared some areas of the report are subject to a final review of audit file and conclusion of the going concern.</p> <p>Jordan talked through the key headlines of the report and addressed the significant risks and the recommendations.</p> <p>Councillor White asked for confirmation on some of the figures contained in the report. Shaun Mullins addressed the question and provided an explanation on this.</p> <p>Simon Hill explained we have had an issue with the rebate income accounting, we are currently working on a system to automate this going forward to address these issues.</p>

	<p>Jordan raised that there is a recommendation around separating the JC and YPO Supplies Ltd within Navision. This will assist with future audits and ensure transactions are recorded in the correct entity.</p> <p>Jordan shared information around the non-adjusted misstatements picked up in the audit and talked through these. The unadjusted position is below.</p> <p>Jordan shared the adjusted misstatements, and provided an update on items that have since been updated.</p> <p>Jordan talked through the table in the report that addresses the key audit items, and shared information relating to the recurring and non-recurring items.</p> <p>It was agreed that Forvis Mazars will provide a further status update in the next meeting.</p> <p>Forvis Mazars thanked Matthew Hirst and the finance team for their co-operation during the audit process.</p> <p>Resolved – (1) That the report be noted.</p>
11.	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 2024.</p> <p>Matthew Hirst (Head of Finance) talked through the report and accounts.</p> <p>Matthew raised that EBITDA figures have been included in the accounts and noted that although the final reviews are still taking place, we do not expect any material changes to the figures stated in the accounts before the final sign off at the AGM.</p> <p>Resolved – (1) That the outstanding audit matters, and mainly cosmetic impact, are noted.</p> <p>(2) The Committee reviewed and approved the final accounts to be signed by the Management Committee Chairperson and Interim Chief Finance Officer at WMDC, at the Management Committee meeting held on 18th July 2025.</p>
12.	EXCLUSION OF THE PUBLIC AND PRESS
	<p>Resolved – That the public and press be excluded from the meeting during consideration of agenda items 13 - 18 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.</p>
13.	INTERNAL AUDIT ACTION UPDATE
	<p>The Head of Finance (Matthew Hirst) talked through the internal audit action update report, which provides an update on the progress made on agreed audit actions resulting from audits completed by Wakefield Council.</p>

It was noted there has been a slight reduction of actions year on year. We expect all actions to be completed this year.

It was raised that relating to the workforce development actions, 10 actions were contained in the stage 1 report, most of these have been implemented. Stage 2 is now commencing and any outstanding actions from stage 1 will now roll into stage 2.

Cllr Rose asked for clarification around the action relating to the change log reviews, Jason Brook agreed to provide a separate note on this to clarify further.

Resolved – (1) That the Audit & Governance Sub-Committee note progress on completion of Internal Audit actions.

14. ANNUAL ASSURANCE OPINION 2024

Consideration was given to the report of the Head of Internal Audit & Counter-Fraud (Wakefield Council) which provides Members with an update on the strength of YPO’s governance, risk management, and control processes. Internal audit provided by Wakefield Council as lead authority.

Jason Brook talked through the tables contained within the report, and shared there is a good working relationship with the finance team at YPO.

Jason raised the report on the effectiveness of the Audit & Governance sub-committee is attached. A discussion was held relating to the issues with attendance at Committee meetings. We are looking into the possibility of creating a skills matrix to try to ensure we get the appropriate mix of skillsets on the committee meetings. Jason noted work has started on this and Internal Audit are looking at how we can further support this area.

A discussion was held around the comparison year on year and the improvements made.

Gillian Marshall noted that as Monitoring Officer, there have been improvements to the governance approach over the last 6 years. YPO have strengthened their approach to governance and risk, including providing further transparency.

Councillor Rose asked for clarification on certain items within the report. Jason Brook provided detailed responses.

Helen Lisle (Non-Executive Director) shared she has been in post almost three years, and during that time there has been a robust and rigorous approach to risk management. New tools have been put in place, and Board are getting the required assurance and ensuring this also feeds down into the teams.

A further discussion was held around Member attendance. Helen Lisle noted her agreement that further action should be taken. Gillian Marshall noted this was also raised in the Legal Officer forum.

A suggestion was made around further use of substitutes to ensure consistency if the main member is not able to attend.

Cllr Rose said it would be useful to see updates to be brought back to next meeting.

	<p>Resolved – (1) That the Committee received and noted the audit annual assurance opinion.</p> <p>(2) The Committee notes the continued conformance to the Public Sector Internal Audit Standards.</p>
<p>15.</p>	<p>RISK MANAGEMENT FRAMEWORK & STRATEGIC RISK REGISTER</p>
	<p>Matthew Hirst (Head of Finance) talked through the Risk Management Framework and Strategic Risk Register report.</p> <p>The Risk Management Strategy & Framework has been reviewed for 2025 and some minor changes made to the document. These mainly focus on changes in risk reporting now that risk management information is available in real time on the new system. The system also provides an audit trail on any updates made to the risks.</p> <p>There are currently four higher rated risks, primary linked to IT and cyber.</p> <p>Matthew shared an update with Members on the new risks that were added in 2024.</p> <p>A discussion was held around the approach to risk and including opportunity risk. Andrea Hirst-Gee (Assistant Financial Controller) explained our aim going forward is to include opportunity risk. This also fits in well as we are currently developing our next strategy period for 2026 onwards, so we would like to build this into that.</p> <p>Resolved – (1) Audit & Governance Sub-Committee note this report and updated Risk Management Strategy and Framework (Appendix 1).</p> <p>(2) Audit & Governance Sub-Committee note the Strategic Risk Score Comparison report (Appendix 2) and identify any questions they wish to ask of risk owners (YPO Board).</p>
<p>16.</p>	<p>WORKFORCE INFORMATION REPORT</p>
	<p>Julie Hawley (Executive Director) presented the Workforce Information Report.</p> <p>The Workforce Information Report provides detail and analysis about YPO’s current workforce, including recruitment and induction, absence management, wellbeing and equity, diversity and inclusion. The report reflects the first five months of the year from January to May 2025.</p> <p>Julie shared we have recently launched a fully digital recruitment platform, which will hopefully improve our recruitment processes both internally and externally.</p> <p>Julie noted we have recently completed a culture survey across the business and are now reviewing the results of this, along with ensuring any required actions are picked up.</p>

	<p>A discussion was held around the possible need for further training as part of the digital transformation programme. It is important to maintain a balance and ensuring the skillsets are correct for all areas of the business.</p> <p>Councillors made a number of comments on the report and these were noted by Officers.</p> <p>Resolved – (1) That the Committee notes the information provided in relation to YPO’s workforce.</p>
17.	IT UPDATE
	<p>Consideration was given to the report of the Executive Director relating to an update on key IT areas, including AI, Cyber Security, and System Life Expectancy.</p> <p>Simon Hill talked through the report and key issue areas. We have recently received the ISO 27001 accreditation, which is hopefully another assurance mechanism to Members. We now need to ensure we maintain the on-going training. Simon shared the Cyber Essentials accreditation is our next target.</p> <p>A discussion was held around AI. We are mindful that a balance is required to embrace the efficiencies this can support with but also be aware of the risks. We are rolling out the use of AI in a controlled way.</p> <p>It was noted we are looking to introduce the Microsoft Purview system to support us in categorising our data and documents, to ensure that AI is not using any of YPO’s confidential information.</p> <p>A discussion was held around our systems. The planned ERP upgrade is the next big upgrade required. For business continuity purposes we want to ensure all systems are up to date.</p> <p>Cllr Rose asked why the risk relating to cyber is still red? It was noted this has been a consideration of the Board, and it is being kept as red due to the high risk nature of possible cyber-attacks. This is very high on the organisations radar.</p> <p>A discussion was held around the use of AI internally, and how this is monitored. There is also a cultural element around use of new technologies.</p> <p>Shaun Mullins (Forvis Mazars) suggested that if Mazars can support with any advice on best practice, this can be arranged.</p> <p>Resolved – (1) That the Audit & Governance Sub-Committee note the arrangements in place to address the three key areas of cyber and information security, Artificial Intelligence, and System Lifecycles and note currently they are being managed effectively.</p>
18.	TREASURY OUTTURN REPORT
	<p>Lisa Kitto (Wakefield Council - S151 Officer) talked through the Treasury Management Progress report.</p>

	<p>The report clarifies the end of year position for 2024 and confirms that YPO has been operating in its agreed investment strategy. Lisa noted that the loan from Wakefield Council has also now been re-paid, which supports the confidence that YPO have the ability to repay any loans on time.</p> <p>It was agreed it would be useful to include a note around the re-payment of the loan in the external audit report going concern.</p> <p>Lisa explained there are no major suggested changes to the 2026 investment strategy, the proposal is that it will be similar to this year's strategy.</p> <p>Resolved – (1) That Members note the positive assurances provided through this report in respect of treasury management for the period 1st January 2024 to 31st December 2024 in accordance with the agreed strategy.</p> <p>(2) Consider any potential amendments Members may wish to include in the Investment Strategy for 2026 (appendix 2).</p>
	DATE AND TIME OF NEXT MEETING
	Resolved – (1) That the next meeting of the YPO Audit & Governance Sub Committee is proposed to be held on 7 th November 2025, 10.30am.

YORKSHIRE PURCHASING ORGANISATION MANAGEMENT COMMITTEE

Friday 22nd November 2024

Present:

Barnsley
Councillor Barnard (Sub)

Calderdale
Councillor Barnes

Knowsley
Councillor Lonergan

Kirklees
Councillor Turner

Wakefield MDC
Councillor Pickersgill

York
Councillor Whitcroft (Sub)

1:	Members Declaration of Interest
	No declarations of interest were made.
2:	Apologies for Absence
	Apologies for absence submitted prior to the meeting were accepted on behalf of Councillors Frost (Barnsley), Merrett (York), Bond (St Helens), Rehman (Wigan), Thornton (Bradford), Cole (Doncaster), and Khurram (Bolton).
3:	Urgent Items
	No urgent items were discussed.
4:	Minutes of the Audit & Governance Sub-Committee – 8th November 2024
	Resolved – (1) That the Minutes of the meeting of the Audit & Governance Sub Committee held on 8 th November 2024 be accepted as a correct record, and the recommendations contained within the minutes are also agreed.
5:	Minutes of the Audit & Governance Sub-Committee – 19th July 2024
	Resolved – (1) That the Minutes of the meeting of the Audit & Governance Sub Committee held on 19 th July 2024 be accepted as a correct record, and the recommendations contained within the minutes are also agreed.

6:	Minutes of the Management Committee – 19th July 2024
	Resolved – (1) That the Minutes of the meeting of the YPO Management Committee held on 19 th July 2024 be accepted as a correct record.
7:	Verbal Update from Chair of Audit & Governance Sub-Committee
	<p>Councillor Turner (Chair of Audit & Governance Sub-Committee) shared a verbal update following the Audit & Governance Sub-Committee meeting held on 8th November 2024.</p> <p>Resolved – (1) That the verbal update be noted.</p>
8:	Lead Authority Issues
	<p>Gillian Marshall (Wakefield) shared we are still awaiting the signed Management Agreement from North Yorkshire CC. It is concerning how long this is taking to resolve.</p> <p>Gillian raised that the Lead Authority have concerns around the level of attendance at YPO Committee meetings. It is now getting to the point where is it impacting on the ability to make decisions.</p> <p>A discussion was held around how this can be improved.</p> <p>Cllr Barnes suggested a letter to go out in his name as Chair, to each group leader of all the 13 owning Councils, to advise them of the importance of the meetings and quoracy etc.</p> <p>Helen Lisle confirmed she would be supportive of that.</p> <p>Cllr Pickersgill noted that as much notice for meetings as possible is helpful to ensure attendance.</p> <p>Resolved – (1) That the Lead Authority update be noted.</p> <p>(2) It was agreed that a letter on behalf of the Chair of the Management Committee will be sent to all 13 owning Councils to stress the importance of meeting attendance.</p>
9:	Exclusion of the Public & Press
	<p>Resolved - <i>That the public and press be excluded from the meeting during consideration of Agenda Items 10 to 13 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.</i></p>
	IN PRIVATE:

10:	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>Simon noted there is just over one trading month left of this financial year. The efficiencies and business improvements made are now paying off, and we are confident as a team that we will achieve close to the profit target this year.</p> <p>The education market has been challenging this year. However, we have maintained good cost control, and we are continuing to increase our market share.</p> <p>Simon noted that our 50th year is coming to an end, we have used this as part of our marketing and general profile raising throughout the year.</p> <p>Simon provided updates on planned CPD courses, our account-based marketing approach, and our plans around pro-active public sector marketing.</p> <p>Cllr Pickersgill asked if there is a list of all YPO frameworks that could be shared? It was agreed we will circulate our framework booklet.</p> <p>Cllr Whitcroft noted his congratulations on YPO's 50th year. It is important we continue to celebrate our longevity in the market.</p> <p>Julie Hawley shared we have had an ambitious budget this year. We had a successful peak in July and mini-peak in September, despite the tough market conditions. We are continuing to monitor costs towards the year end and are reviewing where any costs will be deferred into next year, if required.</p> <p>Julie explained we are working hard to ensure we are getting cash in on time to pay suppliers when due. We are on track to be independent cash wise next year.</p> <p>Julie noted there are a number of projects on-going within the portfolio, as well as a lot of digital transformation across the business. This includes a new Health & Safety management system, an update to our internal Sharepoint system, a new automated recruitment system for HR, and the full refurb of the building.</p> <p>We also have a lot of initiatives around Health & Wellbeing on-going currently.</p> <p>Cllr Barnard asked if our fill rate needs to be so high, or could we lower it slightly to free up some cash?</p> <p>Jacque Lightfoot explained that focussing on having our key fast moving items in stock saves us money in the long run, so we don't have to re-deliver. The slower moving stock products are continually reviewed, and this is a balanced approach.</p>

A discussion was held around the automated recruitment system and how this will work. Julie confirmed it is more around automation of our manual processes.

Jacquie Lightfoot talked through the updates around logistics. This year has been our best ever peak, and having such good order fulfilment rates has helped us massively. We have much more efficient processes in place now.

The WMS / SQL upgrade happened in August, and this went well. A lot of prep work went into ensuring this was a success. The next phase is looking at implementing scanning in the warehouse.

IT are now focussing on the ISO27001 accreditation, work is progressing on this to prepare for next year.

A lot of background work has recently been taking place around Health & Safety, including implementing a new system for reporting and collecting data.

Cllr Turner asked a question around the sustainable fuel vehicles. It was agreed we will pull some information together on this and circulate to Members. Jacquie noted this is currently in the early stages.

A discussion was held around the timescales for the warehouse extension. We will continue to update Members with the progress on this.

Michelle Walker (Head of Procurement Services) shared the procurement update. The Trading & Procurement services teams have recently joined together under Andrea Smith's directive.

Michelle shared we are introducing a bespoke consultancy service and training academy as additional areas next year. This will include training on procurement best practice across the public sector.

The procurement act has been delayed from October 2024 until February 2025. We are working towards this new date.

Michelle talked through the trading performance; we have achieved the budget in this area. We are currently looking at the pricing strategies for 2025.

Our new Edtech solution, Learning Box, brings all Edtech together in one place, making it attractive for schools, parents, and children.

Michelle talked through the update relating to procurement services, including the focuses and challenges for the area up to the end of 2024. We have an engaged with some external organisations to complete an audit on any non-reported spend on our rebate system.

Councillors asked various questions on the report, and explanations were provided by Officers.

	<p>Strategic Opportunity Discussion</p> <p>Simon Hill talked through a strategic opportunity that has arisen and talked through some slides which shared further information on this.</p> <p>Key officers as well as Chair of both the Management Committee and the YPO Procurement Holdings Ltd company have been briefed on this. PWC are also involved from a legal perspective.</p> <p>Simon explained that the mechanism for the decision on this will be required in the YPO Procurement Holdings Ltd company Board meeting, which is to be held this afternoon.</p> <p>Councillors asked a number of questions, and a discussion was held around timescales.</p> <p>Cllr Barnard noted Barnsley Council's reservations.</p> <p>Resolved – (1) That the report be noted.</p> <p>(2) That the Management Committee note the proposal to issue a non-binding bid in relation to the investment opportunity, and that a final decision will be made on this in the YPO Procurement Holdings Ltd Company Board meeting, later today.</p>
<p>11:</p>	<p>Budget and Business Plan – (Exempt Paragraph 3)</p>
	<p>Matthew Hirst, Head of Finance, presented the report which presents the 2025 operational profit and loss budget. It also highlights exceptional cost items and Capital Expenditure that needs to be funded next year. Matthew talked through the headlines of the report.</p> <p>Matthew talked through the growth plans, we are working through the detailed sales and marketing plan currently. There are also growth plans in place regarding the rebate income.</p> <p>Matthew talked through the exceptional costs.</p> <p>Matthew explained that once the 2025 phasing is complete, we will be looking ahead to the next five-year plan. We are planning to have a rolling five-year plan in place going forward.</p> <p>Resolved - (1) That the Committee agree the proposed budget for 2025.</p> <p>(2) That the Committee reviewed the exceptional and capital items highlighted and the proposed funding of these.</p>

<p>12:</p>	<p>Non-Executive Director Role – Options appraisal of term - (Exempt Paragraph 3)</p>
	<p>Helen Lisle (Non-Executive Director) talked through the report, which provides an in-depth options appraisal for determining the optimal term length for the Non-Executive Director (NED) at YPO. A Non-Executive Director is pivotal in steering the strategic direction of an organisation and ensuring robust governance. NEDs offer independent oversight, strategic input, and a critical balance to the executive leadership. The effectiveness of a NED is influenced significantly by their term length, which affects continuity, governance, and the infusion of fresh perspectives.</p> <p>This report evaluates the benefits and drawbacks of various term lengths, including 2-year, 3-year, 4-year, and 5-year terms, to identify the most suitable approach for YPO.</p> <p>The Management Committee reviewed the NED options paper and following a lengthy discussion came to an agreement regarding the term.</p> <p>Resolved - (1) It was agreed that an initial term of a NED would be 3 years, there would then be an option for another term of 3 years, should the Board and Committee agree, and if the NED were agreeable to the 2nd term. The Management Committee also agreed that there should be an opportunity for a third term of up to 3 years, held for exceptional circumstances.</p> <p>(2) It was agreed for Cllr Barnes as Chair to discuss ‘exceptional terms’ wording with Ben Hitch-Bramley (Wakefield) and Simon Hill.</p>
<p>13:</p>	<p>Report of Non-Executive Director – (Exempt Paragraph 3)</p>
	<p>Members gave consideration to a report of the Non-Executive Director which detailed her recent observations of the organisation. Helen Lisle talked through the key headlines of the report.</p> <p>Resolved - (1) That the report of the Non-Executive Director be noted.</p>
<p>12:</p>	<p>DATE AND TIME OF NEXT MEETING</p>
	<p>Resolved – That the next meeting of the YPO Management Committee will be held on 18th July 2025.</p>



TITLE: MEMBERSHIP OF THE MANAGEMENT COMMITTEE OF THE YPO JOINT COMMITTEE 2025/26

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 2025.

1.2 Information has been received from all Authorities with regard to their representation on the Management Committee for 2025 into 2026, as follows:

AUTHORITY	MAIN REPRESENTATIVE	SUBSTITUTE REPRESENTATIVE
Barnsley MBC	Councillor Frost	Councillor Barnard
Bradford MDC	Councillor Thornton	Councillor Choudhry
Bolton MBC	Councillor Khurram	Councillor Morrissey
Calderdale MBC	Councillor Judge	Councillor Monteith
Doncaster MBC	Councillor Church	Councillor Nevett
Kirklees MBC	Councillor Turner	Councillor Hawkins
Knowsley MBC	Councillor Lonergan	Councillor Morgan
North Yorkshire CC	Councillor White	Councillor Thompson
Rotherham MBC	Councillor Baker-Rogers	No substitute
St Helens MBC	Councillor Bond	Councillor Laird
Wakefield MDC	Councillor Pickersgill	Councillor Speight
Wigan MBC	Councillor Anderson	Councillor Rehman
City Of York	Councillor Rose	Councillor Wilson

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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YPO
MANAGEMENT COMMITTEE
TO BE HELD ON
18TH JULY 2025

TITLE: APPOINTMENTS TO SUB-COMMITTEE AND JOINT CONSULTATIVE COMMITTEE 2025/26

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 2025.
- 1.2 The Audit & Governance Sub-Committee has a membership of eight members drawn from the Management Committee who meet a minimum of twice during the municipal year. Its primary purpose is to undertake the duties of 'those charged with governance' under delegation from the Management Committee. The committee scrutinises strategies and actions of the YPO management team and provides feedback, comment, and recommendations.
- 1.3 The Joint Consultative Committee (JCC) is concerned with employee relations. The JCC has a different constitution to the Audit & Governance Sub-Committee as it includes representation from trade unions as well as councillors; whereas the membership of the Audit & Governance Sub-Committee is drawn only from those councillors who sit on the Management Committee.

2 RECOMMENDATION

- 2.1 That the Chair of the Management Committee requests nominations for the Audit & Governance Sub-Committee (eight members) and Joint Consultative Committee (five members) for the 12-month period commencing July 2025.

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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YPO
MANAGEMENT COMMITTEE
TO BE HELD ON
18TH JULY 2025

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. The role of the Management Committee is to develop and monitor the strategic direction and performance of the organisation. The Management Committee is supported by the Audit & Governance Sub-Committee, and the Joint Consultative Committee (JCC).
- 1.2 The Audit & Governance Sub-Committee's primary purpose is to undertake the duties of 'those charged with governance' under delegation from the Management Committee. The committee scrutinises strategies and actions of the YPO management team and provides feedback, comment, and recommendations. The Joint Consultative Committee (JCC) is concerned with employee relations. The JCC has a different constitution to the Audit & Governance Sub-Committee as it includes representation from trade unions as well as councillors; whereas the membership of the Audit & Governance Sub-Committee is drawn only from those councillors who sit on the Management Committee.
- 1.3 The Management Committee, Audit & Governance Sub Committee, and JCC each meet a minimum of twice per annum.
- 1.4 Each member authority provides its representatives with access to Senior Officers from that council to provide advice and guidance to the councillor.
- 1.5 The Board of Directors (including the Non-Executive Director) 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 PRINCIPAL AGENDA ITEMS

2.1 The proposed Principal Agenda Items for each Committee are attached in Appendix 1.

3 TERMS OF REFERENCE

3.1 The Terms of Reference have been reviewed and are attached as Appendix 2 for approval.

4 MEETING SCHEDULE

4.1 Appendix 3 provides a proposed schedule for meetings from August 2025 – July 2026.

5 RECOMMENDATIONS

5.1 To agree the Principal Agenda Items for 2025/26.

5.2 To agree the Terms of Reference.

5.3 To agree the Meeting Schedule for 2025/26.

6 STRATEGIC IMPLICATIONS

6.1 There are no specific Strategic Implications associated with this report.

7. LEGAL IMPLICATIONS

7.1 The Monitoring Officer has been consulted in relation to this report.

8. FINANCIAL IMPLICATIONS

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

REPORT AUTHOR: SIMON HILL, MANAGING DIRECTOR

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APPENDICES:

Appendix 1 – Principal Agenda Items
Appendix 2 – Terms of Reference
Appendix 3 – Meeting Schedule 2025/26



PRINCIPAL AGENDA ITEMS 2025-2026

MANAGEMENT COMMITTEE AGENDA

July (AGM)

Election of Chair & Vice Chair of Management Committee
 Membership of the YPO Management Committee
 Appointment to Sub Committee & Joint Consultative Committee
 Terms of Reference & Work Programme
 Verbal update from Chair of Audit & Governance to Management Committee
 Lead Authority Issues - Verbal
 Business Update
 Dividend Distribution
 Annual Report
 Report of Non-Executive Director

November

Business Update
 Budget & Business Plan
 Verbal update from Chair of Audit & Governance to Management Committee
 Lead Authority Issues – Verbal
 YPO Pay Policy
 Report of Non-Executive Director

AUDIT & GOVERNANCE SUB COMMITTEE AGENDA

July

Audit & Governance Sub-Committee Terms of Reference & Work Programme
 Internal Audit Annual Assurance Opinion
 External Audit Report
 Internal Audit Actions Update
 Audited Accounts
 Treasury Outturn Report
 Local Code & Annual Governance Statement
 Governance Group update report (includes policy updates etc.)
 Risk Management Framework & Strategic Risk Register

November

Internal Audit Indicative plan for 2026
 Internal Audit Progress Report
 External Audit Update
 Treasury Management Progress report
 Yearend Closedown Timetable
 Risk Register
 Anti-Bribery
 Counter Fraud
 Members discussion with Internal & External Audit

The above are the proposed agenda items; however, Members may request specific additional reports at any time throughout the committee cycle where they feel it necessary.

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Yorkshire Purchasing Organisation

Management Committee Terms of Reference 2025/26

Number of Members

Thirteen Councillors – One from each Member Authority

Quorum

Member representation from at least five Member Authorities.

Substitutes

One agreed named substitute per authority is allowed.

Frequency of Meetings

A minimum of twice 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 & Governance 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. All Members of the Management Committee shall sit on the '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

Audit & Governance Sub-Committee Terms of Reference 2025/26

Membership

- Membership is open to eight elected members from across the 13 Founder Member Authorities, no more than one per local authority. The Chair and Vice Chair of the Management Committee cannot be members of the Sub-Committee.
- One agreed named substitute per Founder Member Authority is allowed.
- Membership is reviewed annually following Local Authority elections.
- The Chair and Vice Chair of the Sub-Committee are appointed at the YPO AGM.

Frequency of Meetings, Activity & Decision Making

- The Sub-Committee will meet at least twice per year, approximately one month prior to YPO Management Committee meetings. Emergency or ad hoc meetings may be arranged by agreement between the Chairs / Vice Chairs of the Sub-Committee and Management Committee, YPO's Managing Director and the Lead Authority.
- Meetings will be managed by YPO Business Services and Wakefield Council Chief Executive's Office in accordance with Local Government Act 1972.
- Meeting agendas will include standing items, cyclical and ad hoc reports. A list of principal agenda items will be published annually.
- Sub-Committee members must respect personal and commercial confidentiality of information shared.

Quorum

- At least three Founder Member Authorities must be represented for the meeting to be quorate.

Substitutes

One agreed named substitute per authority is allowed.

Authority, Accountability & Relationships

Audit & Governance Sub-Committee is an elected member committee set up by YPO and its Founder Member Authorities to meet the requirements for a local authority audit committee, as set out in the CIPFA Position Statement 2022 as far as is reasonable and practicable. The Sub-Committee retains some responsibilities of its predecessor Audit & Scrutiny Sub-Committee (and earlier Scrutiny Sub-Committee), set up in compliance with the Local Government Act 2000.

The Sub-Committee is accountable to the YPO Management Committee. In addition to its audit committee responsibilities, and its inherited overview and scrutiny powers, it may also undertake work and take decisions delegated by the Management Committee.

The Sub-Committee is not required to be politically proportionate, but it is expected to operate in an apolitical manner and to promote apolitical discussion.

Purpose, Role & Responsibilities

Audit & Governance Sub-Committee is a key component of YPO's governance and internal control framework. Its role is to provide an independent and high-level focus on the adequacy of YPO's governance, risk and control arrangements, and to give confidence to those charged with governance that there is sufficient control over governance, risk and control that arrangements are operating effectively. Audit & Governance Sub-Committee can also undertake overview and scrutiny functions.

Core Audit Committee Functions

Maintenance of governance, risk and control arrangements:

- Support a comprehensive understanding of governance across YPO
- Consider the effectiveness of YPO's risk management arrangements; understand YPO's risk profile; and seek assurances that risks are being actively managed
- Monitor the effectiveness of YPO's system of internal control, including financial management; standards and ethics; exposure to the risk of fraud and corruption

Financial and governance reporting:

- Be satisfied that YPO's accountability statements properly reflect the risk environment, and demonstrate how governance supports the achievement of YPO's objectives
- Support effective arrangements for YPO's financial reporting, and review the statutory statements of account and reports that accompany them
- Have oversight of YPO's Treasury Management arrangements

Establish appropriate and effective arrangements for audit and assurance:

- Oversee Internal Audit independence, performance and professional standards
- Ensure Internal Audit work is planned and carried out with regard to significant risk, to provide assurance that governance, risk and controls are operating effectively
- Consider the appointment, work programme, reports, opinion, and recommendations of External Audit, and their implications for governance, risk and internal control
- Ensure YPO Management implement audit actions and recommendations

Overview and Scrutiny Functions

- Gather information from diverse sources to conduct reviews over a range of issues
- Contribute to policy development and implementation
- Examine any decisions made or to be made

Review and Report

- YPO Management Committee may request a review of the Sub-Committee.
- The Sub-Committee should undertake an annual review of how it has complied with the position statement; discharged its responsibilities; its performance; evaluated its impact; and identified any improvements, and publish the results in a public report.

Yorkshire Purchasing Organisation

Joint Consultative Committee Terms of Reference 2025/26

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

A minimum of twice per annum, on the same day as Management Committee meetings (9:30am – 10:30am)

Quorum

Two Councillors and two Trade Union officials.

Substitutes

One agreed named substitute per authority is 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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MEMBER AUTHORITY ENGAGEMENT/GOVERNANCE SCHEDULE
2025/2026 MUNICIPAL YEAR

Date of Meeting	Directors Team Meeting <i>Inc S151 / Monitoring Officer by Invitation</i>	Board Meeting <i>Inc Non-Executive Director</i>	Member Authority Finance Directors Forum*	Member Authority Chief Executive Forum*	Member Authority Procurement Forum*	Member Authority Legal Officer Forum*	Audit & Governance Committee <i>Inc Non-Executive Director</i>	Joint Consultative Committee	Management Committee <i>Inc Non-Executive Director</i>
August	06/08/25	27/08/25							
September	02/09/25	29/09/25		11/09/25					
October	08/10/25	27/10/25	14/10/25		21/10/25	28/10/25			
November	05/11/25	n/a					07/11/25	21/11/25	21/11/25
December	03/12/25	01/12/25							
January	06/01/26	26/01/26							
February	03/02/26	23/02/26	10/02/26		18/02/26				
March	03/03/26	23/03/26							
April	07/04/26	27/04/26		22/04/26					
May	05/05/26	27/05/26							
June	02/06/26	22/06/26	09/06/26		17/06/26	23/06/26			
July	07/07/26	27/07/26					03/07/26	17/07/26	17/07/26

*Officer meetings will be arranged more regularly as and when required



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