

Report to: **Governance Committee**

Date: **26 January 2016**

By: **Director of Communities, Economy and Transport**

Title of report: **Appointment of a Director representing East Sussex County Council on the Board of the Trip Rate Information Computer System Consortium Ltd - a Local Authority Trading Company.**

Purpose of report: **To seek agreement to appoint Alex Jack to represent East Sussex County Council on the Board of Directors for the Trip Rate Information Computer System Consortium Ltd, in place of the current Director, Claire Warwick.**

RECOMMENDATION: The Governance Committee is recommended to appoint Alex Jack to represent East Sussex County Council on the Board of Directors for the Trip Rate Information Computer System Consortium Ltd on Claire Warwick's resignation to the Board.

1. Background Information

1.1 TRICS Consortium Limited (TCL), a Local Authority Trading Company (LATC) owned by East Sussex County Council and five other County Councils in the South East has been trading since January 2015. In this first year TCL has operated effectively to the benefit of the Local Authority owners, each receiving a share dividend.

1.2 TRICS (Trip Rate Information Computer System) is a nationally and internationally recognised database used in Development Management Planning. Over 25 years it has become the industry standard in trip rate assessment for development. The creation of the LATC allowed the Authorities to retain tighter control of that shared database and exploit the commercial potential of the database.

2. Supporting Information

2.1 On 1 July 2014, East Sussex County Council's Cabinet agreed that the County Council would be part of the new TCL, with our five partner County Councils (Dorset, Hampshire, Kent, Surrey and West Sussex). The Director of Communities, Economy and Transport was given delegated powers to agree the Shareholders Agreement, the Articles of Association and to take any other actions necessary including entering into contractual arrangements on behalf of the County Council following completion of appropriate due diligence.

2.2 The company has a staff of four (including a Managing Director) and each Local Authority is represented by one Director. Appendix 1 outlines the Director's duties. The day to day running of the company is covered by the employed staff but the Board of Directors has a steering role, with responsibility for providing strategic direction for the company. The Directors will make decisions on the operation of

TRICS (including decisions on TRICS technical matters) in conjunction with the TRICS Managing Director.

2.3 On 9 September 2014, the Governance Committee appointed Claire Warwick as the County Council representative on the new TCL Board of Directors.

2.4 Transport Development Control officers represented the County Council on the TRICS Management Group for 25 years (prior to the creation of the LATC) given that the Transport Development Control Team is the only County Council team that uses the TRICS database on a day to day basis, in both development management planning and development policy work. Claire Warwick has continued her TRICS role as Director for the County Council, but is taking a period of leave for 2016.

2.5 It is appropriate for Alex Jack, Team Manager for Transport Development Control to take on the Director role given Transport Development Control's years of involvement to date, the likely level of input required and the need for continuity for TCL.

2.6 Board meetings are held every month and Directors are expected to attend at least ten of these per year. They are also expected to take on a TRICS workload to the equivalent of 0.5 days a week.

3. **Conclusion and Recommendations**

3.1 The Committee is asked to agree that Alex Jack be appointed as the East Sussex County Council representative on the TCL Board on Claire Warwick's resignation to the Board.

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LOCAL MEMBERS

All

BACKGROUND DOCUMENTS

None

Appendix 1

Directors' Duties (Companies Act 2006)

Directors' duties are described in the Companies Act 2006. The main duties are as follows-

- ❖ Duty to act within a company's constitution
- ❖ Duty to promote the success of the Company
- ❖ Duty to Exercise independent judgement
- ❖ Duty to Exercise reasonable care, skill and diligence
- ❖ Duty to Avoid conflicts of interest
- ❖ Duty not to Accept Benefits from third parties
- ❖ Duty to declare interest in a proposed transaction or arrangement with the Company
- ❖ Declaration of interest in an existing transaction or arrangement
- ❖ Record Keeping and notification to Companies House