

Board meeting 01.02.11

Secretariat memorandum

Author : Sharon Malley

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LTW 373

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Revised governance arrangements

1 Purpose of report

- 1.1. At its meeting on 19 May 2009, the Board agreed revised terms of reference for its subsidiary bodies (attached at Annex 1). In light of the reduction in the size of the Board as of 1 January 2011, revised arrangements for the Board and its subsidiary bodies are proposed.

2 Recommendation

- 2.1. Members are recommended to agree the revised governance arrangements for the Board and its subsidiary bodies as set out in Sections 3 and 4 of this report.
- 2.2. Members are recommended to agree that the terms of reference of the subsidiary bodies be updated as appropriate to take account of these changes.

3 Background

3.1. Existing arrangements

- 3.1.1. The Board is scheduled to meet six times in 2011. In addition there are four sub-committees – Consumer Affairs, Access to Transport, Transport Services and Fairs & Ticketing – three of which are scheduled to meet five times in 2011 with Consumer Affairs scheduled to meet six times.
- 3.1.2. In addition to the committees, the Executive Group of the Board meets monthly.
- 3.1.3. The Executive Group's remit is to exercise general oversight of the operation of the Board, with particular reference to governance, the role and responsibilities of members, preparing budgets and monitoring expenditure, staff, the overall performance of the organisation, and the conduct of Board meetings. The Group also keeps under review London TravelWatch's rules of procedure and the terms of reference of its subsidiary bodies, and proposes changes to the Board when appropriate.
- 3.1.4. The detailed terms of reference of the four committees are set out in the Annex. Broadly, the committees' focus is as follows:
 - The Consumer Affairs committee considers casework handling, including performance of the casework team and any substantive policy issues the

casework team identify, as well as considering the findings of passenger research and giving views on changes to transport operations that would directly affect consumers. The Consumer Affairs committee also has certain statutory functions in relation to unresolved cases.

- The Fares & Ticketing committee considers proposed changes to fares structures and levels, the means of retailing tickets and fares policy.
- The Access to Transport committee considers all matters affecting the journey experience of passengers including specifically how transport caters for people with disabilities.
- The Transport Services committee considers the provision of transport services as they affect passengers such as changes to routes, contracts or standards of service.

3.1.5. The Access to Transport and Transport Services committees were newly established in April 2009 and there is some clear overlap between the committees, both of which have terms of reference that have been interpreted fairly broadly in the past. These committees are both concerned with the physical aspects of travel such as stations, routes, timetables, stock and infrastructure, whereas Consumer Services and Fares & Ticketing are more consumer-facing, looking at issues of casework and the cost of travelling.

3.2. Proposed changes

3.2.1. As of 1 January 2011, the Board is expected to consist of six members plus the Chair. A Board of this size would find it difficult to continue with the structures currently in place because of the time commitment required of members to sit on the committees.

3.2.2. This provides a good opportunity to review existing working practices and agree a revised governance arrangement for the future.

3.2.3. It is proposed to merge the current four committees into two: Consumer Affairs and Fares & Ticketing to merge as a new Consumer Affairs committee; and Access to Transport and Transport Services to merge as a new Transport Services committee.

3.2.4. Section 4 below outlines the proposed terms of reference of the two new committees, with the substantive elements of each of the old committees replicated in the new merged ones.

3.2.5. There is no need to make any changes to the arrangements for convening meetings of the Closures Committee.

3.2.6. However, given the streamlined nature of the Board, it is proposed that arrangements for the Executive Group be amended. The work previously carried out by the Executive Group should become the responsibility of the whole Board, rather than delegated to a separate committee, with the work taking place in confidential session on the same days as Board meetings and Board briefings. The minutes of these sessions would be made publicly available, subject to the usual regard to confidentiality requirements.

- 3.2.7. It is proposed that the name of the Executive Group be amended to reflect the fact that this group has no executive function. It is recommended that the group be named the Governance Group, which is a more accurate representation of its function.

4 Proposed memberships

- 4.1. It is proposed that each committee should comprise six members, not including the Chair of the Board, who would remain an ex officio member of the committees. This would mean, in effect, that the committees would be formed of all members of the Board.
- 4.2. Given this, is it important to ensure that the Board and the committees' functions do not overlap and that members only carry out the work within the remit of the meeting that has been constituted at any given time.
- 4.3. To help clarify this, it will be important that the Board and each of the committees have different Chairs.
- 4.4. The Chair of the Board will continue to chair meetings of the Governance Group (formerly Executive Group).

5 Proposed terms of reference

5.1. Consumer Affairs

- 5.1.1. The remit of the committee shall be to:

- oversee the handling of casework by the secretariat;
- set and monitor targets for the handling of casework;
- discuss their complaints handling with transport operators;
- determine how best to progress matters where individual cases give rise to broader policy issues;
- review cases where the complainant is dissatisfied with the secretariat's response;
- consider changes to passengers' charters, bye-laws and other consumer law issues;
- consider the results of any general surveys of passenger opinion commissioned by London TravelWatch;
- consider proposed changes to fares and the structure of fares affecting transport services in the London TravelWatch area;
- consider proposed changes to the availability, validity and retailing of tickets for to transport services operating in the London TravelWatch area;

- consider any matter of fares and/or ticketing policy that it believes should, in the interests of transport users, be investigated;
- have regard for value for money for fare- and tax-payers in making its decisions; and
- receive for information reports from the secretariat relating to action it has taken on behalf of the committee under delegated authority approved by the Board.

5.1.2. There shall be no further opportunity for appeal within London TravelWatch from any decisions of the committee relating to individual cases, but every complainant whose case has been closed by the organisation shall be advised of their right of appeal to the Local Government Ombudsman if they believe that maladministration has occurred. In addition, London TravelWatch will maintain an internal complaints procedure for responding to complaints made about the organisation.

5.1.3. The committee shall refer matters to the Board for further consideration when the issues raised involve the establishment of (or a potential change to any) agreed perspectives by London TravelWatch on substantive issues of transport policy.

5.1.4. The committee may refer unresolved cases relating to the National Rail network to the Department for Transport under Section 252C(3) of the GLA Act 1999 (as amended), or any equivalent legislation that may supersede this.

5.1.5. The committee may arrange for London TravelWatch to consider appeals relating to the National Rail network jointly with Passenger Focus. Such joint working may include the formation of a joint committee of members of both London TravelWatch and Passenger Focus. But any referrals under paragraph 5.1.3 above, relating to issues arising solely in the London TravelWatch area (i.e. the London railway area as defined in Section 252A(2) of the Greater London Authority Act 1999, as amended) shall remain the responsibility of London TravelWatch members alone.

5.1.6. The committee shall regard a decision of the Board as precedent for the determination of similar complaints received at a later date, but it may invite the Board to review its decision provided that it offers a reason to justify a change in a policy perspective.

5.1.7. The committee shall not be chaired by a member who is either the chair of the Board or the chair of the Transport Services committee.

5.1.8. The committee shall normally meet four times a year.

5.2. Transport Services

5.2.1. The remit of the committee shall be to:

- consider any matter affecting the journey experience of transport users including (but not limited to):
 - actions to improve the end-to-end journey experience,
 - information provision,

- enhancing the design and operation of stations, stops and transport interchanges,
- the design of rolling stock, buses, taxis, etc.,
- access to healthcare facilities,
- community safety and personal security,
- social inclusion, and
- affordability;
- consider specifically the transport provided for and the needs of passengers with disabilities, including the convening, from time to time, of meetings of the Public Transport Design Panel; and
- consider matters affecting the provision of transport services as they affect passengers, including (but not limited to):
 - major changes to route patterns and timetables,
 - operational and performance reports,
 - standards of service delivery,
 - major changes to transport service contracts and rail franchises, and
 - transport infrastructure projects;
- receive for information reports from the secretariat relating to action it has taken on behalf of the committee under delegated authority approved by the Board.

5.2.2. The committee shall regard a decision of the Board as precedent for the consideration of any related proposals, but it may invite the Board to review its decision provided that it offers a reason to justify a change in a policy perspective.

5.2.3. The committee shall not be chaired by a member who is either the chair of the Board or the chair of the Consumer Affairs committee.

5.2.4. The committee shall normally meet four times a year.

6 Closures Committee

6.1. A Closures Committee shall be established when required to consider, and to determine policy and/or make recommendations (as appropriate) in respect of, any proposal for the total closure of a station and/or line in the London TravelWatch area under the relevant provisions of the Railways Act 2005 or any subsequent legislation.

7 Proposed meeting dates

7.1.1. Board meeting dates

7.1.2. Proposed dates for the Board remain unchanged as follows:

- 1 February
- 22 March
- 24 May
- 12 July
- 27 September
- 8 November

7.1.3. In addition, Board briefings are scheduled to take place on 22 February, 26 April, 27 June, 18 October and 6 December. We propose that these dates should remain in the diary, with the exception of the meeting scheduled for 26 April, which falls in the week between the Easter weekend and the long Royal Wedding weekend. An alternative date for this meeting is currently being arranged.

7.2. Consumer Affairs committee dates

7.2.1. The dates proposed for the new Consumer Affairs committee include some originally planned for the old Consumer Affairs committee and some originally planned for the old Fares & Ticketing committee, taking into account the most even spread possible through the year.

7.2.2. The proposed dates are as follows:

- 9 March
- 15 June
- 20 September
- 29 November

7.3. Transport Services committee dates

7.3.1. The dates proposed for the new Transport Services committee include some originally planned for the old Transport Services committee and some originally planned for the old Access to Transport committee, taking into account the most even spread possible through the year.

7.3.2. The proposed dates are as follows:

- 5 April
- 6 July

- 5 October
- 7 December

8 Equalities and inclusion implications

8.1. There are no specific equalities and inclusion implications arising from this report.

9 Legal and financial implications

9.1. Clause 11(4) of Schedule 18 of the Greater London Authority Act 1999 allows the Board to determine its own procedures. Clause 12 of the same Schedule allows the Board to delegate any of its functions to such sub-committees as it thinks fit.

9.2. There are no specific financial implications for London TravelWatch arising from the contents of this report, save that there will be a net reduction in the time commitment required from members in attending committee meetings.

Annex 1

Terms of reference of subsidiary bodies as agreed on 19 May 2009

1 General

- 1.1 These terms of reference should be read in conjunction with the Board's rules of procedure. If a conflict is found between the two documents, the rules of procedure shall take precedence.
- 1.2 In accordance with the rules of procedure, all members of the Board have a duty to consider the implications for minority interests prior to reaching a decision on any matter.
- 1.3 The committees and the Executive Group shall have delegated authority to act on behalf of the Board. A committee or the Executive Group may refer a matter to the Board if it is felt that the issue is of such importance that the full weight of a Board decision is required.
- 1.4 The committees and the Executive Group must have the Chief Executive or her nominated representative in attendance when operating as a committee, other than in exceptional circumstances.
- 1.5 The Board, a committee or the Executive Group may set up a task force or task forces to consider any matter that falls within its remit. The appointing body shall determine the membership and terms of reference of such task force(s). (A) task force(s) shall report back to the body that set it/them up with reports containing findings/recommendations as appropriate.
- 1.6 Meeting dates for committees for the following calendar year shall normally be approved by the Board in July each year. Recognising the difficulties caused to members when dates are changed, no committee meeting date shall be changed (unless all non-ex-officio members of the committee agree) without the approval of the Chair of the Board and then only for exceptional reasons.
- 1.7 In addition to the chair of a subsidiary body, the Chief Executive and the vice-chair of that subsidiary body shall be invited to participate in the agenda setting of meetings. The non-availability of the Chief Executive and/or the vice-chair shall not prevent an agenda being agreed.
- 1.8 The working papers of the Executive Group shall remain confidential to members of the Group and designated senior staff who attend its meetings (exceptions to this shall be at the discretion of the Chair), but minutes of those meetings and of other subsidiary bodies shall be available, so long as they are not designated 'confidential', to the press and public.
- 1.9 The chair (pro tem) of meetings of the committees, at his/her sole discretion, may invite members of the public to participate in discussions on a specific item or specific items on the agenda of meetings.

- 1.10 A committee may recommend to the Chair of the Board any public statements that it believes would be appropriate on any issue that it has considered.
- 1.11 Individual committees may recommend that research be commissioned on any matter to assist it in their work. The chair of the committee should then recommend to the Executive Group that this research be included in the organisation's programme, subject to resourcing implications and existing commitments.
- 1.12 A committee may agree that any research undertaken in fulfilment of its remit may be undertaken jointly with other agencies.

2 Consumer Affairs Committee

2.1 The remit of the committee shall be to:

- oversee the handling of casework by the secretariat;
- set and monitor targets for the handling of casework;
- discuss their complaints handling with transport operators;
- determine how best to progress matters where individual cases give rise to broader policy issues
- review cases where the complainant is dissatisfied with the secretariat's response;
- consider changes to passengers' charters, bye-laws and other consumer law issues
- consider the results of any general surveys of passenger opinion commissioned by London TravelWatch; and
- receive for information reports from the secretariat relating to action it has taken on behalf of the committee under delegated authority approved by the Board.

2.2 There shall be no further opportunity for appeal within London TravelWatch from decisions of the committee relating to individual cases, but every complainant whose case has been closed by the organisation shall be advised of their right of appeal to the Local Government Ombudsman if they believe that maladministration has occurred.

2.3 The committee shall refer matters to the Board for further consideration when the issues raised involve the establishment of (or a potential change to any) agreed perspectives by London TravelWatch on substantive issues of transport policy.

2.4 The committee may refer unresolved cases relating to the National Rail network to the Department for Transport under Section 252C(3) of the GLA Act 1999 (as amended), or any equivalent legislation that may supersede this.

2.5 The committee may arrange for London TravelWatch to consider appeals relating to the National Rail network jointly with Passenger Focus. Such joint working may include the formation of a joint committee of members of both London TravelWatch and Passenger Focus. But any referrals under paragraph 2.3 above, relating to issues arising solely in the London TravelWatch area (i.e. the London railway area as defined in Section 252A(2) of the Greater London Authority Act 1999, as amended) shall remain the responsibility of London TravelWatch members alone.

- 2.6 The committee shall regard a decision of the Board as precedent for the determination of similar complaints received at a later date, but it may invite the Board to review its decision provided that it offers a reason to justify a change in a policy perspective.
- 2.7 The committee shall provide the Board twice yearly with a review of the casework considered by London TravelWatch over the preceding six months.
- 2.8 The committee shall normally meet six times a year.

3 Fares and Ticketing Committee

- 3.1 The remit of the committee shall be to:
- consider proposed changes to fares and the structure of fares affecting transport services in the London TravelWatch area;
 - consider proposed changes to the availability, validity and retailing of tickets for transport services operating in the London TravelWatch area;
 - consider any matter of fares and/or ticketing policy that it believes should, in the interests of transport users, be investigated;
 - have regard for value for money for fare- and tax-payers in making its decisions; and
 - receive for information reports from the secretariat relating to action it has taken on behalf of the committee under delegated authority approved by the Board.
- 3.2 The committee shall regard a decision of the Board as precedent for the consideration of any related proposals, but it may invite the Board to review its decision provided that it offers a reason to justify a change in a policy perspective.
- 3.3 The committee shall normally meet six times a year.

4 Access to Transport Committee

- 4.1 The remit of the committee shall be to:
- consider any matter affecting the journey experience of transport users including (but not limited to) :
 - actions to improve the end-to-end journey experience,
 - information provision,
 - enhancing the design and operation of stations, stops and transport interchanges,
 - the design of rolling stock, buses, taxis, etc.,
 - access to healthcare facilities,
 - community safety and personal security
 - social inclusion, and
 - affordability;
 - consider specifically the transport provided for and the needs of passengers with disabilities; and
 - receive for information reports from the secretariat relating to action it has taken on behalf of the committee under delegated authority approved by the Board.

4.2 The committee shall regard a decision of the Board as precedent for the consideration of any related proposals, but it may invite the Board to review its decision provided that it offers a reason to justify a change in a policy perspective.

4.3 The committee shall normally meet six times a year.

5 Transport Services Committee

5.1 The remit of the committee shall be to:

- consider matters affecting the provision of transport services as they affect passengers, including:
 - major changes to route patterns and timetables,-
 - operational and performance reports,
 - standards of service delivery,
 - major changes to transport service contracts and rail franchises,
 - transport infrastructure projects.
- receive for information reports from the secretariat relating to action it has taken on behalf of the committee under delegated authority approved by the Board.

5.2 The committee shall regard a decision of the Board as precedent for the consideration of any related proposals, but it may invite the Board to review its decision provided that it offers a reason to justify a change in a policy perspective.

5.3 The committee shall normally meet six times a year.

6 Closures Committee

6.1 A Closures Committee shall be established when required to consider, and to determine policy and/or make recommendations (as appropriate) in respect of, any proposal for the total closure of a station and/or line in the London TravelWatch area under the relevant provisions of the Railways Act 2005 or any subsequent legislation.

7 Executive Group

7.1 The remit of the Group is to exercise general oversight of the operation of the Board, with particular reference to :

- governance;
- the role and responsibilities of members (insofar as this is an London TravelWatch and not a London Assembly responsibility);
- preparing budgets and monitoring expenditure;
- staff (including their general terms and conditions of appointment and salaries);
- the overall performance of the organisation; and
- the conduct of Board meetings.

7.2 The Group shall keep under review London TravelWatch's rules of procedure and the terms of reference of its subsidiary bodies, and propose changes to the Board when appropriate.

7.3 The Group shall normally meet ten times a year.