



Jacqui Sinnott-Lacey
Chief Operating Officer
52 Derby Street
Ormskirk
West Lancashire
L39 2DF

Tuesday, 19 April 2022

TO: COUNCILLORS J WILKIE, A YATES, I DAVIS, D WESTLEY, D WHITTINGTON

Dear Councillor,

A meeting of the **TAWD VALLEY DEVELOPMENTS SHAREHOLDERS COMMITTEE** will be held in the **COUNCIL CHAMBER, 52 DERBY STREET, ORMSKIRK L39 2DF** on **WEDNESDAY, 27 APRIL 2022 at 5.30 PM** at which your attendance is requested.

Yours faithfully

A handwritten signature in black ink, appearing to be "JS", written over a horizontal line.

Jacqui Sinnott-Lacey
Chief Operating Officer

AGENDA
(Open to the Public)

- 1. APOLOGIES**
- 2. MEMBERSHIP OF THE COMMITTEE**
To be apprised of any changes to the membership of the Committee in accordance with Council Procedure Rule 4.
- 3. URGENT BUSINESS**
Note, no other business is permitted unless, by reason of special circumstances, which shall be specified at the meeting, the Chairman is of the opinion that the item(s) should be considered as a matter of urgency.

4. **DECLARATIONS OF INTEREST** 39 - 40
If a Member requires advice on Declarations of Interest, he/she is advised to contact the Legal and Democratic Services Manager in advance of the meeting. (For the assistance of members a checklist for use in considering their position on any particular item is included at the end of this agenda sheet).
5. **MINUTES OF THE PREVIOUS MEETING** 41 - 46
To receive as a correct record, the minutes of the meeting held on the 28 March 2022.
6. **TERMS OF REFERENCE**
- Functions**
1. To facilitate a cross party Committee to allow meaningful and productive discussions to take place in relation to the future direction of TVDL.
 2. To evaluate the effectiveness of the TVDL board and the delivery of performance against strategic objectives and the business plan.
 3. To assess any risks to the council offered by TVDL activities.
- Delegations**
1. Agreed comments to be referred to full Council and TVDL for consideration.
7. **WORK PROGRAMME / DATES OF FUTURE MEETINGS** 47 - 48
8. **EXCLUSION OF PRESS AND PUBLIC**
It is recommended that members of the press and public be excluded from the meeting during consideration of the following items of business in accordance with Section 100A(4) of the Local Government Act 1972 on the grounds that they involve the likely disclosure of exempt information as defined in paragraph 3 of Part 1 of Schedule 12A to the Act and as, in all the circumstances of the case the public interest in maintaining the exemption under Schedule 12A outweighs the public interest in disclosing the information.
9. **TVD FINANCIAL INFORMATION** 49 - 68
To consider the following financial information:
- Shareholders Position tab – this provides an indicative projected forecast of both the P&L and the shareholder funds position for the existing approved schemes and those 5 schemes in progress [please note there are many variables that impact this final financial position and the firming of figures is dependent on any sites that are taken forward]
 - Debtors, creditors and WIP listings are as at last week
 - TVD Forecast 21/22 P&L and Balance Sheet that were attached to

- agenda item 08 TVD Business Plan – Current Forecast
- 12 month projected cashflow forecast
- actual cashflow of previous 12 months
- accounting policy for stock/WIP

We can provide this document, upon request, on audiotape, in large print, in Braille and in other languages.

FIRE EVACUATION PROCEDURE: Please see attached sheet.

MOBILE PHONES: These should be switched off or to 'silent' at all meetings.

For further information, please contact:-

Jill Ryan on 01695 585384

Or email Jill.Ryan@westlancs.gov.uk

**FIRE EVACUATION PROCEDURE FOR:
COUNCIL MEETINGS WHERE OFFICERS ARE PRESENT
(52 DERBY STREET, ORMSKIRK)**

PERSON IN CHARGE:	Most Senior Officer Present
ZONE WARDEN:	Member Services Officer / Lawyer
DOOR WARDEN(S)	Usher / Caretaker

IF YOU DISCOVER A FIRE

1. Operate the nearest **FIRE CALL POINT** by breaking the glass.
2. Attack the fire with the extinguishers provided only if you have been trained and it is safe to do so. **Do not** take risks.

ON HEARING THE FIRE ALARM

1. Leave the building via the **NEAREST SAFE EXIT**. **Do not stop** to collect personal belongings.
2. Proceed to the **ASSEMBLY POINT** on the car park and report your presence to the **PERSON IN CHARGE**.
3. **Do NOT** return to the premises until authorised to do so by the **PERSON IN CHARGE**.

NOTES:

Officers are required to direct all visitors regarding these procedures i.e. exit routes and place of assembly.

The only persons not required to report to the Assembly Point are the Door Wardens.

CHECKLIST FOR PERSON IN CHARGE

1. Advise other interested parties present that you are the person in charge in the event of an evacuation.
2. Make yourself familiar with the location of the fire escape routes and inform any interested parties of the escape routes.
3. Make yourself familiar with the location of the assembly point and inform any interested parties of that location.
4. Make yourself familiar with the location of the fire alarm and detection control panel.
5. Ensure that the zone warden and door wardens are aware of their roles and responsibilities.
6. Arrange for a register of attendance to be completed (if considered appropriate / practicable).

IN THE EVENT OF A FIRE, OR THE FIRE ALARM BEING SOUNDED

1. Ensure that the room in which the meeting is being held is cleared of all persons.
2. Evacuate via the nearest safe Fire Exit and proceed to the **ASSEMBLY POINT** in the car park.
3. Delegate a person at the **ASSEMBLY POINT** who will proceed to **HOME CARE LINK** in order to ensure that a back-up call is made to the **FIRE BRIGADE**.
4. Delegate another person to ensure that **DOOR WARDENS** have been posted outside the relevant Fire Exit Doors.

5. Ensure that the **ZONE WARDEN** has reported to you on the results of his checks, **i.e.** that the rooms in use have been cleared of all persons.
6. If an Attendance Register has been taken, take a **ROLL CALL**.
7. Report the results of these checks to the Fire and Rescue Service on arrival and inform them of the location of the **FIRE ALARM CONTROL PANEL**.
8. Authorise return to the building only when it is cleared to do so by the **FIRE AND RESCUE SERVICE OFFICER IN CHARGE**. Inform the **DOOR WARDENS** to allow re-entry to the building.

NOTE:

The Fire Alarm system will automatically call the Fire Brigade. The purpose of the 999 back-up call is to meet a requirement of the Fire Precautions Act to supplement the automatic call.

CHECKLIST FOR ZONE WARDEN

1. Carry out a physical check of the rooms being used for the meeting, including adjacent toilets, kitchen.
2. Ensure that **ALL PERSONS**, both officers and members of the public are made aware of the **FIRE ALERT**.
3. Ensure that **ALL PERSONS** evacuate **IMMEDIATELY**, in accordance with the **FIRE EVACUATION PROCEDURE**.
4. Proceed to the **ASSEMBLY POINT** and report to the **PERSON IN CHARGE** that the rooms within your control have been cleared.
5. Assist the **PERSON IN CHARGE** to discharge their duties.

It is desirable that the **ZONE WARDEN** should be an **OFFICER** who is normally based in this building and is familiar with the layout of the rooms to be checked.

INSTRUCTIONS FOR DOOR WARDENS

1. Stand outside the **FIRE EXIT DOOR(S)**
2. Keep the **FIRE EXIT DOOR SHUT**.
3. Ensure that **NO PERSON**, whether staff or public enters the building until **YOU** are told by the **PERSON IN CHARGE** that it is safe to do so.
4. If anyone attempts to enter the premises, report this to the **PERSON IN CHARGE**.
5. Do not leave the door **UNATTENDED**.

Agenda Item 4

MEMBERS INTERESTS 2012

A Member with a disclosable pecuniary interest in any matter considered at a meeting must disclose the interest to the meeting at which they are present, except where it has been entered on the Register.

A Member with a non pecuniary or pecuniary interest in any business of the Council must disclose the existence and nature of that interest at commencement of consideration or when the interest becomes apparent.

Where sensitive information relating to an interest is not registered in the register, you must indicate that you have an interest, but need not disclose the sensitive information.

Please tick relevant boxes

Notes

	General		
1.	I have a disclosable pecuniary interest.	<input type="checkbox"/>	You cannot speak or vote and must withdraw unless you have also ticked 5 below
2.	I have a non-pecuniary interest.	<input type="checkbox"/>	You may speak and vote
3.	<p>I have a pecuniary interest because</p> <p>it affects my financial position or the financial position of a connected person or, a body described in 10.1(1)(i) and (ii) and the interest is one which a member of the public with knowledge of the relevant facts, would reasonably regard as so significant that it is likely to prejudice my judgement of the public interest</p> <p>or</p> <p>it relates to the determining of any approval consent, licence, permission or registration in relation to me or a connected person or, a body described in 10.1(1)(i) and (ii) and the interest is one which a member of the public with knowledge of the relevant facts, would reasonably regard as so significant that it is likely to prejudice my judgement of the public interest</p>	<input type="checkbox"/> <input type="checkbox"/>	<p>You cannot speak or vote and must withdraw unless you have also ticked 5 or 6 below</p> <p>You cannot speak or vote and must withdraw unless you have also ticked 5 or 6 below</p>
4.	<p>I have a disclosable pecuniary interest (Dispensation 20/09/16) or a pecuniary interest but it relates to the functions of my Council in respect of:</p> <p>(i) Housing where I am a tenant of the Council, and those functions do not relate particularly to my tenancy or lease.</p> <p>(ii) school meals, or school transport and travelling expenses where I am a parent or guardian of a child in full time education, or are a parent governor of a school, and it does not relate particularly to the school which the child attends.</p> <p>(iii) Statutory sick pay where I am in receipt or entitled to receipt of such pay.</p> <p>(iv) An allowance, payment or indemnity given to Members</p> <p>(v) Any ceremonial honour given to Members</p> <p>(vi) Setting Council tax or a precept under the LGFA 1992</p>	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<p>You may speak and vote</p> <p>You may speak and vote</p> <p>You may speak and vote</p> <p>You may speak and vote</p> <p>You may speak and vote</p> <p>You may speak and vote</p>
5.	A Standards Committee dispensation applies (relevant lines in the budget – Dispensation 15/09/20 – 14/09/24)	<input type="checkbox"/>	See the terms of the dispensation
6.	I have a pecuniary interest in the business but I can attend to make representations, answer questions or give evidence as the public are also allowed to attend the meeting for the same purpose	<input type="checkbox"/>	You may speak but must leave the room once you have finished and cannot vote

‘disclosable pecuniary interest’ (DPI) means an interest of a description specified below which is your interest, your spouse’s or civil partner’s or the interest of somebody who you are living with as a husband or wife, or as if you were civil partners and you are aware that that other person has the interest.

Interest

Prescribed description

Employment, office,
trade, profession or
vocation

Any employment, office, trade, profession or vocation carried on for profit or gain.

Sponsorship

Any payment or provision of any other financial benefit (other than from the relevant authority) made or provided within the relevant period in respect of any expenses incurred by M in carrying out duties as a member, or towards the election expenses of M.

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	This includes any payment or financial benefit from a trade union within the meaning of the Trade Union and Labour Relations (Consolidation) Act 1992.
Contracts	Any contract which is made between the relevant person (or a body in which the relevant person has a beneficial interest) and the relevant authority— (a) under which goods or services are to be provided or works are to be executed; and (b) which has not been fully discharged.
Land	Any beneficial interest in land which is within the area of the relevant authority.
Licences	Any licence (alone or jointly with others) to occupy land in the area of the relevant authority for a month or longer.
Corporate tenancies	Any tenancy where (to M's knowledge)— (a) the landlord is the relevant authority; and (b) the tenant is a body in which the relevant person has a beneficial interest.
Securities	Any beneficial interest in securities of a body where— (a) that body (to M's knowledge) has a place of business or land in the area of the relevant authority; and (b) either— (i) the total nominal value of the securities exceeds £25,000 or one hundredth of the total issued share capital of that body; or (ii) if the share capital of that body is of more than one class, the total nominal value of the shares of any one class in which the relevant person has a beneficial interest exceeds one hundredth of the total issued share capital of that class.

"body in which the relevant person has a beneficial interest" means a firm in which the relevant person is a partner or a body corporate of which the relevant person is a director, or in the securities of which the relevant person has a beneficial interest; "director" includes a member of the committee of management of an industrial and provident society;

"land" excludes an easement, servitude, interest or right in or over land which does not carry with it a right for the relevant person (alone or jointly with another) to occupy the land or to receive income; "M" means a member of a relevant authority;

"member" includes a co-opted member; "relevant authority" means the authority of which M is a member;

"relevant period" means the period of 12 months ending with the day on which M gives notice to the Monitoring Officer of a DPI; "relevant person" means M or M's spouse or civil partner, a person with whom M is living as husband or wife or a person with whom M is living as if they were civil partners;

"securities" means shares, debentures, debenture stock, loan stock, bonds, units of a collective investment scheme within the meaning of the Financial Services and Markets Act 2000 and other securities of any description, other than money deposited with a building society.

'non pecuniary interest' means interests falling within the following descriptions:

- 10.1(1)(i) Any body of which you are a member or in a position of general control or management and to which you are appointed or nominated by your authority;
- (ii) Any body (a) exercising functions of a public nature; (b) directed to charitable purposes; or (c) one of whose principal purposes includes the influence of public opinion or policy (including any political party or trade union), of which you are a member or in a position of general control or management;
- (iii) Any easement, servitude, interest or right in or over land which does not carry with it a right for you (alone or jointly with another) to occupy the land or to receive income.
- 10.2(2) A decision in relation to that business might reasonably be regarded as affecting your well-being or financial position or the well-being or financial position of a connected person to a greater extent than the majority of other council tax payers, ratepayers or inhabitants of the ward, as the case may be, affected by the decision.

'a connected person' means

- (a) a member of your family or any person with whom you have a close association, or
- (b) any person or body who employs or has appointed such persons, any firm in which they are a partner, or any company of which they are directors;
- (c) any person or body in whom such persons have a beneficial interest in a class of securities exceeding the nominal value of £25,000; or
- (d) any body of a type described in sub-paragraph 10.1(1)(i) or (ii).

'body exercising functions of a public nature' means

Regional and local development agencies, other government agencies, other Councils, public health bodies, council-owned companies exercising public functions, arms length management organisations carrying out housing functions on behalf of your authority, school governing bodies.

A Member with a personal interest who has made an executive decision in relation to that matter must ensure any written statement of that decision records the existence and nature of that interest.

NB Section 21(13) of the LGA 2000 overrides any Code provisions to oblige an executive member to attend an overview and scrutiny meeting to answer questions.

Agenda Item 5

TAWD VALLEY DEVELOPMENTS SHAREHOLDERS COMMITTEE

HELD: Monday, 28 March 2022

Start: 7.00 pm

Finish: 9.05 pm

PRESENT:

Councillors: D Westley (Chair)
I Davis (Vice-Chairman) D Whittington
J Wilkie A Yates

In attendance: Councillors Finch, Thompson, Rigby, Owens, Johnson
and Councillors Moran & Upjohn (virtually)

Officers: Chris Twomey, Corporate Director of Transformation & Resources
Heidi McDougall, Corporate Director of Place & Community
Kay Lovelady, Legal & Democratic Services Manager
Jacky Denning, Democratic Services Manager
James Pierce, Head of Finance, Procurement and Commercial
Services
Simon Peet, Corporate Finance Manager (Deputy S151)
Marc Taylor, Investments Project Advisor
Tom Dickinson, Principal Solicitor

1 APOLOGIES

There were no apologies received.

2 MEMBERSHIP OF THE COMMITTEE

There were no changes to the Membership of the Committee.

3 URGENT BUSINESS

There were no urgent items of business.

4 DECLARATIONS OF INTEREST

There were no Declarations of Interest.

5 TERMS OF REFERENCE OF THE COMMITTEE

RESOLVED: That the Terms of Reference approved at Council on 23 February 2022, be noted as follows:

"Functions

- (i) To approve any necessary changes to the Business Plan, if required
- (ii) To monitor and make any necessary decisions (other than to

cease development/progression) in respect of the sites in progress.

- (iii) To communicate the shareholders' views to TVDL
- (iv) To evaluate the effectiveness of the TVDL board and the delivery of performance against strategic objectives and the business plan
- (v) To assess any risks to the council offered by TVDL activities
- (vi) To consider and make any recommendations to Council to implement a phased and controlled wind down of TVDL

Delegations

This Committee shall exercise the full powers, duties and functions of the Council in relation to points (i) to (vi) above, except in the case of the following:

- 1. The final decision to wind down TVDL;
- 2. The decision not to continue with the development/progression of a site that is already in progress;
- 3. Any decision which would result in the Council incurring a cumulative financial loss on any site which is already in progress,

all of which will be a decision of full Council."

6 WORK PROGRAMME / DATES OF FUTURE MEETINGS

RESOLVED: That the next meeting be held on Monday 11 April 2022, subject to the financial information being available for circulation with the agenda.

(Note: this item was dealt with after item 13 on the agenda.)

7 EXCLUSION OF PRESS AND PUBLIC

RESOLVED: That under Section 100A(4) of the Local Government Act 1972, the public be excluded from the meeting during consideration of the following item of business on the grounds that it involves the likely disclosure of exempt information as defined in paragraph(s) 3 of Part 1 of Schedule 12A of that Act and as, in all the circumstances of the case, the public interest in maintaining the exemption under Schedule 12A outweighs the public interest in disclosing the information.

8 TVD BUSINESS PLAN - CURRENT FORECAST

Consideration was given to the report of the Chief Operating Officer, as contained on pages 3 to 14 of the Book of Reports, which provide an update on the TVDL

Business Plan and the Council's financial position in relation to the Development Company.

Comments and questions were raised in respect of the following:

- TVDL Forecast Financial Performance for 2021/22 (paragraph 5.1, bullet point 2)
- Equity funding / loan funding
- Debarture / Preference Shares
- Financial information required, including profit and loss accounts, cash flow forecast, assets & liabilities and balance sheet
- Working capital requirements
- Auditing of accounts

- RESOLVED: A. That the current TVDL Business Plan position and the Council's interests in the Company, be noted.
- B. That the next meeting to consider the following financial information:
- (i) Actual Profit & Loss Account
 - (ii) Debtors, creditors and Work in Progress listings
 - (iii) Shareholder funds position for the existing approved schemes and those 5 schemes in progress
 - (iv) Balance Sheet
 - (v) 12 month projected cashflow forecast
 - (vi) Actual cashflow of previous 12 months
 - (vii) Accounting policy for stock/WIP
- C. That the issue of debarture / preference shares be considered at a future meeting.

9 DEVELOPMENT SCHEMES IN PROGRESS - APPRAISAL

Consideration was given to the report of the Chief Operating Officer, as contained on pages 21 to 25 of the Book of Reports, which provided details on TVDL development schemes that are in progress but where construction has not yet started, and sought comments and feedback on what should be included in the next version of the TVDL Business Plan.

Comments and questions were raised in respect of:

- Risk assessment
- Tendering of work
- Out of borough sites
- Funding of schemes

RESOLVED: That the report be noted and it be recommended that the following sites detailed in Appendix B to the report be removed from the list of pipeline properties, subject to consideration of a full breakdown of

work in progress costs etc:

- A. Much Hoole
- B. Heswall
- C. Cheshire East
- D. South Ribble
- E. St Helens
- F. Wigan
- G. Warrington
- H. Preston
- I. Liverpool

And consideration of the remaining pipeline schemes, other than those previously approved by Council, be considered when the Committee has been provided with the relevant detailed financial information.

10 PWLB GUIDANCE & CIPFA PRUDENTIAL CODE NOTE

Consideration was given to the report of the Chief Operating Officer, as contained on pages 45 to 56, which provided an overview of the PWLB Borrowing Guidance (Aug 2021) and CIPFA Prudential Code (Dec 2021) and Guidance Notes (Jan 2022) in response to the queries raised at Full Council from the Local Partnerships Independent Review of the TAWD Valley Development Company.

Reference was made particularly to paragraph 6.6 of the report.

RESOLVED: That the review, interpretation and the requirement for further clarifications, of the PWLB Borrowing Guidance (Aug 2021) and CIPFA Prudential Code (Dec 2021) and Guidance Notes (Jan 2022) be noted.

(Note: This item was considered prior to item 8 on the agenda.)

**11 INDEPENDENT REVIEW - RESPONSES TO LOCAL PARTNERSHIPS REPORT
RECOMMENDATIONS**

Consideration was given to the revised Appendix 2 document approved by Council on 23 February 2022, as contained on pages 15 to 20 of the Book of Reports.

RESOLVED: That in respect of the following paragraphs listed in Appendix 2 'Proposed responses to Local Partnerships Report Recommendations:

- 1. That a report be brought back to Committee
- 5. Needs to be addressed as quickly as possible.
- 6. Consideration be given to repayment of excess funds.
- 7. To be considered as soon as possible
- 11. That a report be submitted to a future meeting.

12. It be noted that the Head of Finance, Procurement and Commercial Services, has resigned from the TVD Board.
13. Not required.

12 LEGAL ADVICE

The Legal & Democratic Services Manager advised that independent external legal advice would be sought once the future of the company and the overarching principles are known.

RESOLVED: That the update be noted.

13 HUMAN RESOURCES

The Committee received a presentation from the Corporate Director of Transformation and Resources, as contained on pages 57 to 62 of the Book of Reports, which advised on the TVD management structure, contractual considerations, programme delivery options and resource retention options and recommendation.

Comments and questions were also raised in respect of the following:

- That the Head of Finance at TVD has sought alternative employment
- Issues around TUPE
- Recruitment issues for specialist work
- More detailed analysis would be required to understand what resource is required, which would be made clearer when the purpose and what schemes TVD will be progressing is identified.

RESOLVED: That the update be noted.

.....
Chairman

TVD Shareholders Committee Work Programme – March 2022

Date	Items

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A
of the Local Government Act 1972.

Document is Restricted

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A
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