

THE COUNTY COUNCIL OF THE CITY & COUNTY OF CARDIFF

The County Council of the City & County of Cardiff met at County Hall, Cardiff on 14 February 2019 to transact the business set out in the Council summons dated 8 February 2019.

Present: County Councillor Dianne Rees (Lord Mayor)

County Councillors Ahmed, Asghar Ali, Dilwar Ali, Bale, Berman, Bowden, Bowen-Thomson, Boyle, Bradbury, Bridgeman, Carter, Cowan, Cunnah, De'Ath, Derbyshire, Driscoll, Ebrahim, Elsmore, Ford, Goddard, Goodway, Gordon, Henshaw, Gavin Hill-John, Philippa Hill-John, Hinchey, Howells, Hudson, Jacobsen, Jenkins, Jones-Pritchard, Jones, Owen Jones, Joyce, Kelloway, Lancaster, Lay, Lister, Mackie, McEvoy, McGarry, McKerlich, Merry, Michael, Molik, Morgan, Naughton, Owen, Parkhill, Jackie Parry, Keith Parry, Patel, Phillips, Robson, Sattar, Simmons, Singh, Stubbs, Taylor, Graham Thomas, Huw Thomas, Lynda Thorne, Walker, Weaver, Wild, Williams and Wong

113 : APOLOGIES FOR ABSENCE

Apologies were received from Councillors Burke Davies, Congreve, Davies, Lent, Sandrey and Wood.

114 : DECLARATIONS OF INTEREST

The following declarations of interest were received in relation to Item 3 – Notice of Motion.

Councillor	Interest
Cllr Gavin Hill –John	Personal Interest as a Non-Executive Director of Cardiff Bus
Cllr Ramesh Patel	• Personal Interest as a Non-Executive Director of Cardiff Bus until resignation on 31 January 2019
	• Personal Interest as a Member of the Unite Union.
Cllr Adrian Robson	Personal Interest as a Non-Executive Director of Cardiff Bus until resignation of 30 November 2018
Cllr Ed Stubbs	• Personal interest as Non-Executive Director and Chair of the Cardiff Bus Board
	• Personal Interest as a Member of the GMB, Unison and NUJ unions
Cllr Elaine Simmons	• Personal Interest as a Non-Executive Director of Cardiff Bus until resignation on 31 January 2019

Councillor	Interest
Cllr Elaine Simmons	<ul style="list-style-type: none"> Personal Interest as a Member of the Unite Union.
Cllr Shaun Jenkins	Personal and Prejudicial interest as father is employed by Cardiff Bus.
Cllr Dan Naughton	Personal interest as family member is a former employee of Cardiff Bus in receipt of a pension.
Cllr Chris Lay	<ul style="list-style-type: none"> Personal Interest as a Non-Executive Director of Cardiff Bus. Personal Interest as a Member of the GMB & BFAWU unions
Cllr Joel Williams	Personal Interest as family member id trade Union Official for GMB
Cllr Frank Jacobsen	Personal Interest as a Member of the ASLEF Union
Cllr Caro Wild	Personal Interest as a Member of the Community Union
Cllr Huw Thomas	Personal Interest as a Member of the GMB, Unite and Community unions
Cllr Owen Jones	Personal Interest as a Member of the USDAW Union
Cllr Keith Parry	Personal Interest as a Member of the RMT Union
Cllrs Ali Ahmed, Dilwar Ali, Rodney Berman, Lee Bridgeman, Saeed Ebrahim, Jane Henshaw, Keith Jones, Heather Joyce, Ashley Lister, Norma Mackie , Mary McGarry, Michael Michael, Jackie Parry, Kanaya Singh, and Thorne.	Personal Interest as Members of the GMB Union
Cllrs Dan De'Ath and Bob Derbyshire	Personal Interest as Members of the PCS Union
Cllrs Graham Hinchey and Ashley Lister	Personal Interest as Members of the Prospect Union
Cllrs Susan Elsmore and Iona Gordon	Personal Interest as Members of the Unison Union
Cllrs Phil Bale, Bernie Bowen Thomson, Peter Bradbury, Stephen Cunnah, Susan Goddard, Russell Goodway, Sarah Merry, Abdul Sattar, Chris Weaver and Peter Wong.	Personal Interest as Members of the UNITE Union.

In accordance with the Members' Code of Conduct Councillor Shaun Jenkins left the meeting prior to the commencement of the debate on Item 3 – Notice of Motion. All

other Elected Members who had declared an interest remained for the debate on Item 3 – Notice of Motion.

115 : NOTICE OF MOTION

The Lord Mayor advised that a Notice of Motion had been received in accordance Council Procedure Rule 4 (b) and (c).

The Lord Mayor reminded Members that the subject matter under discussion in the motion related to the governance arrangements of the Cardiff Bus Board and its membership and not operational or business decisions made by Cardiff Bus, which by law have to be made on a commercial basis. Members should therefore not refer to any commercially sensitive information during the debate.

The Lord Mayor invited Councillor Joel Williams to propose the Motion as follows:

Cardiff Bus is a wholly owned subsidiary of Cardiff Council, it is therefore owned by Cardiff Taxpayers and as a Council we have a duty to ensure the Board of Cardiff Bus is best equipped to deal with present and future business challenges.

The Board of Cardiff Bus currently comprises eleven Directors and there is also a Company Secretary, five are Non-Executive County Councillors who are appointed by Full Council.

In November 2018 Full Council formally agreed to change the level of County Councillor representation from seven to five to allow two independent individuals to be appointed on the basis of their professional skills and experience in areas such as financial & general management; corporate governance; and transport policy and/or management.

In order to ensure Cardiff Bus is best equipped to deal with present and future business challenges the Council formally proposes the following:

It is proposed that the number of Councillors appointed as Non-Executive Directors be reduced from five to one in order to provide for the appointment of an additional four Independent Non-Executive Directors who are neither Elected Members of the Council nor employees of the Council or the Company.

In accordance with good practice in terms of corporate governance, the proposed appointment of an additional four Independent Non-Executive Directors would supplement the expertise of Board members, providing constructive challenge and holding management to account.

It is therefore proposed that the Council, as the Shareholder, will write formally to the Company to notify it of the proposed amendments to the Articles, which can then also be considered formally by the Company in accordance with the Company's decision making process. As the sole shareholder, the Council is able to require such amendment to be made to the Articles.

This provision would not fetter the ability of any future Council to appoint up to seven Councillors as Non-Executive Directors should it wish to do so. The priority at this time must be the appointment of Non-Executive Directors based solely on their professional skills and experience however it is felt there should remain one County Councillor representative.

Councillor Williams under Council Procedure Rule 25 (a) (xiii) (Motions without Notice) requested that a resolution be passed to exclude the public and media to allow discussion of confidential matters. The motion was seconded by Councillor Jayne Cowan.

At this point the Lord Mayor called for a vote on the Motion without notice to exclude the public and media as proposed by Councillor Williams.

The Vote was LOST.

Councillor Williams concluded his proposal of the Motion.

The motion was formally seconded by Councillor Thomas Parkhill.

The Lord Mayor invited debate on the motion and asked Members to structure their contributions to ensure that the opportunity for debate did not stray into business outside of the scope of the motion. The following Members participated in the debate Councillors Bradbury, Bowden, Robson, Stubbs, Carter, Boyle, Walker, Huw Thomas, Michael, Keith Parry, Bale, Goodway and Patel.

At the end of the debate the Lord Mayor invited Councillor Williams to respond to matters raised during the debate before the vote was taken.

The Lord Mayor called for the vote on the Motion as proposed by Councillor Williams and seconded by Councillor Parkhill.

The Vote was LOST.

116 : URGENT BUSINESS

There was no urgent business.

(The meeting concluded at 18.35pm)