



**COUNCIL SUMMONS**

THURSDAY, 14 FEBRUARY 2019

**GWYS Y CYNGOR**

DYDD IAU, 14 CHWEFROR 2019,

You are summoned to attend an **EXTRAORDINARY** meeting of the **COUNTY COUNCIL OF THE CITY AND COUNTY OF CARDIFF** which will be held at Council Chamber, City Hall, Cathays Park, Gorsedd Gardens Road, Cardiff, CF10 3ND on Thursday, 14 February 2019 at 5.30 pm to transact the business set out in the agenda attached.

**Davina Fiore**  
**Director of Governance & Legal Services**

County Hall  
Cardiff  
CF10 4UW

8 February 2019

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Promotion of equality and respect for others | Objectivity and propriety | Selflessness and stewardship  
Integrity | Duty to uphold the law | Accountability and openness

*This document is available in Welsh / Mae'r ddogfen hon ar gael yn Gymraeg*

## **WEBCASTING**

**This meeting will be filmed for live and/or subsequent broadcast on the Council's website. The whole of the meeting will be filmed, except where there are confidential or exempt items, and the footage will be on the website for 6 months. A copy of it will also be retained in accordance with the Council's data retention policy.**

**If you make a representation to the meeting you will be deemed to have consented to being filmed. By entering the body of the Chamber you are also consenting to being filmed and to the possible use of those images and sound recordings for webcasting and/or training purposes. If you do not wish to have your image captured you should sit in the public gallery area.**

**If you have any queries regarding webcasting of meetings, please contact Committee Services on 02920 872020 or email [Democratic Services](#)**

<i>Item</i>		<i>Approx Time</i>	<i>Max Time Allotted</i>
<b>1</b>	<b>Apologies for Absence</b>  <i>To receive apologies for absence.</i>	5.30 pm	5 mins
<b>2</b>	<b>Declarations of Interest</b>  <i>To receive declarations of interest (such declarations to be made in accordance with the Members Code of Conduct)</i>		
<b>3</b>	<b>Notice of Motion</b>  <p>To consider the following Notice of Motion which has been submitted in accordance with Council Meeting Procedure Rule 4(b) and (c) on 4 February 2019.</p> <p>Proposed by: Councillor Joel Williams</p> <p>Seconded by: Councillor Thomas Parkhill</p> <p>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.</p> <p>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.</p> <p>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 &amp; general management; corporate governance; and transport policy and/or management.</p> <p>In order to ensure Cardiff Bus is best equipped to deal with present and future business challenges the Council formally proposes the following:</p> <ul style="list-style-type: none"> <li>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.</li> </ul>	5.35 pm	30 mins

	<p>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.</p> <ul style="list-style-type: none"> <li>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.</li> </ul> <p>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.</p>		
<b>4</b>	<p><b>Urgent Business</b></p> <p>To receive any urgent business in accordance with Council Meeting Procedure Rule 4(d)(iv).</p>	6.05 pm	