

# Executive Committee Meeting

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Wednesday 17th April 2024

**Lower Severn IDB Office/Hybrid  
10:30am**

# **LOWER SEVERN (2022) INTERNAL DRAINAGE BOARD**

## **TERMS OF REFERENCE OF THE NEW IDB EXECUTIVE COMMITTEE**

**Approved xx December 2022, Minute xxxx**

### **Matters for determination by the Executive Committee**

#### Policy & Guidelines

##### 1. Purpose

The purpose of the Executive Committee is to undertake delegated tasks from the LSIDB Board including for key and immediate decisions from LSIDB's Current Sub Committee's:

The development and implementation of strategy, operational plans, policies, procedures and budgets;

- the monitoring of operating and financial performance of the Revenue Budget;
- the monitoring of operating and financial performance of the Capital Programme;
- the assessment and control of risk;
- the prioritisation and allocation of resources.

##### 2. Membership

The Executive Committee will be made up of the Chief Executive Officer, the Chair, the Vice Chair. all the Committee Chairs and Key Officers of the LSIDB as required. The Chief Executive Officer shall act as Chair of the Committee. In his/ her absence the LSIDB Chair will act as Chair.

##### 3. Meetings

The Executive Committee should meet on a monthly basis with prepared agendas of items for discussion. A quorum of three Members is required. The LSIDB's Governance Officer will act as secretary and take minutes of the meetings. The minutes of the meetings will be circulated at the LSIDB's Board Meetings and the Chief Executive Officer will present a written Chief Executive Officer Report at each quarterly LSIDB's Board meeting.

#### 4. Duties

##### (i) Management

- The successful execution of strategy.
- Recommending objectives and strategy for the LSIDB in the development of its businesses.
- Identifying and executing new business opportunities, Capital Investment Projects if approved, outside the current core activities
- Reviewing the organisation structure of the LSIDB and making recommendations for change.
- Implementing policies relating to health and safety, environment, treasury and Statutory social responsibility.
- Ensuring the control, co-ordination and monitoring of risk and internal controls.
- Ensuring compliance with relevant legislation and regulations.
- Prosecution, defence or settlement of litigation.
- Ensuring appropriate levels of authority are delegated to LSIDB officers throughout the LSIDB's Annual Planning and delivery of Operations.

##### (ii) Financial reporting and controls

- Presentation of the LSIDB's budgets and five year plan to the LSIDB's Board and, following their approval, the achievement of the budgets and plans.
- Approval of capital projects between £50,000 and £500,000 for budgeted items and between £25,000 and £250,000 for unbudgeted items. Identification of the necessary funds when making these approvals. Reporting to the Board at the earliest opportunity.
- Adherence to Financial Regulations when authorising procurement.
- Renewal of banking facilities and arrangements for treasury management.
- Insurance, including LSIDB's and officers' liability insurance.

##### (iii) Statutory IDB Governance



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The Committee shall conduct an annual review of its work and terms of reference and an assessment of its own effectiveness and make recommendations to the LSIDB's Board.

# Lower Severn IDB

## MISSION STATEMENT

We provide land drainage, flood risk management and surface water management to achieve safe, prosperous communities that enjoy the amenity and biodiversity benefits of the water environment.

### **Phase Three of Board Governance Transformation: Paper to the Executive Committee**

**Recommendation. That the CEO is asked to undertake a consultation before the June 2024 Board Meeting, to receive Boards Members' views on:**

- 1. Reducing the size of the Board to 21 members in Autumn 2027**
- 2. Make changes to the Committee structure and the number of meetings per year**

#### **1. Board Size**

Since the Lower Severn Internal Drainage Board amalgamations (the last one took place c. 2005), the Board has consisted of 29 Members, 15 nominated by the local Councils who pay levies to the Board, and 14 directly elected farmers and landowners (or persons nominated by them) elected every three years by ratepayers. There must be **one** more nominated Member from a Council than the number of directly elected farmers and landowners.

The Board employs 18 staff and has an income of £1.7 M per year. 91% of the rates levied comes from levies paid by local Councils and 9% paid by landowners and farmers.

The Board has a very unique situation that it has many more Board Members than employees. A larger Board does cost more officer time and money to run than a smaller Board.

Nationally there has been a trend to reduce the number of Members of IDBs and the recommended board size is 21 Members.

The next Board elections are in the Autumn 2024. Reducing the number of Board Members does need the permission of DEFRA and this can take between one to two years to achieve. Therefore, there is an opportunity now to review the size of the Board for the elections to be held in Autumn 2027.

Below, there are two proposals to reduce the Board to 21 Members, 11 nominated by the local councils and 10 directed elected by ratepayers.

**A. Nominated Members form Local Councils**

	<b>Current: 29 Member Board</b> entitlement based on historic agreement. 29 Member Board (15 nominated by local Councils)	Levy Paid (%)	21 Member Board (11 nominated by local Councils, based on % of levies paid)	<b>Option A Proposed 21 Member Board</b> proposed new distribution of nominated Members. Each Council has at least ONE Member	<b>Option B Proposed 21 Member Board</b> proposed new distribution of nominated Members. Shared/ joint Members for some Councils
Bristol CC	6	54.6	6	3	6
South Gloucestershire Council	3	24.43	2.68	2	2
Stroud DC	1	11.52	1.26	1	1
Gloucester CC	1	5.22	0.57	1	1
Forest of Dean DC	1	3.21	0.35	1	
Herefordshire Council	1	0.88	0.96	1	1
Tewksbury BC	1	0.52	0.05	1	
Malvern Hills DC	1	0.12	0.01	1	
<b>Total</b>	<b>15</b>	<b>100</b>	<b>11</b>	<b>11</b>	<b>11</b>

**Option A.** By retaining at least one Member nominated by each contributing local Council it ensures a good geographic spread of Board Members across the whole of the Board's area, which is good for the governance of the Board as many issues that arise are local to an area. While the directly elected Member elections by ratepayers do not necessarily produce the same geographical spread (all Members elected could come from just one part of the Board's area), in practice over the years and because vacancies can be filled by co-option it has given a good geographical spread. There are currently two vacancies from the local Councils.

**Option B.** This distribution of Board Members is done in proportion to the levies paid by each Council. It is not exact science as Board Members are not divisible. It will result in several Councils nominating one Member between them. This could be done on rotation if the Council wish, eg Gloucester CC nominates a Member, the next time that place becomes vacant Forest of Dean DC nominates.

## **B. Directly Elected Board Members**

The current Elected Members of which there could be up to 14 Members, stands currently at 11 Members due to three resignations not being filled since the Autumn 2021 elections. The proposal would reduce Elected Members to 10 Members. While the directly elected Member elections do not necessarily produce the same geographical spread (all Members elected could come from just one part of the Board's area), in practice over the years and because vacancies can be filled by co-option it has given a good geographical spread.

## **2. Review of the Committee Structure and number of Meetings per Annum**

The Board currently has 25 meeting scheduled per annum across: -

- Full Board Meetings (4)
- Executive Committee (11)
- Business Services Committee (2)
- Operation Services Committee (2)
- Finance Committee (4)
- Business Development & Growth Committee (2)

When the new Committee structure was implemented in June 2023 the Board did agree to review the new structure within 12 months.

Following comments already received from some Board Members it is proposed to:

1. Remove the Development and Growth Committee and for its work to be picked up by the other Committees.
2. Reduce the Board Meetings from four to three per year by removing the September Board Meeting. Comments have already been received that this clashes with Landowner and Farmer Members' work when they are very busy making the most of the shorter day lengths for field work, before the winter. This will also remove one cycle of Committee meetings leading up to the September Board Meeting.

Therefore, it is proposed that that there be a maximum of 20 meetings per annum as follows: -

- Full Board Meetings (3)
- Executive Committee (11)
- Business Services Committee (2)
- Operation Services Committee (2)
- Finance Committee (2)

Meetings can be cancelled if there is nothing substantive to decide.

An example applied to 2024, see Appendix A.



**Recommendation. That the CEO is asked to undertake a consultation before the June 2024 Board Meeting, to receive Boards Members’ views on:**

- 3. Reducing the size of the Board to 21 members in Autumn 2027**
- 4. Make changes to the Committee structure and the number of meetings per year**

Appendix A

<b>Review of Meetings - Proposal</b>					
<b>Current</b>	<b>Current</b>		<b>Proposed</b>	<b>Proposed</b>	
<b>Meeting</b>	<b>Date of Meeting</b>	<b>Month</b>		<b>Date of Meeting</b>	
Executive Committee	17/01/2024	Jan	Executive Committee	17/01/2024	Budget & Rates, Preparation for Board meeting
Finance Committee	24/01/2024				
<b>Full Board - Rate Setting</b>	<b>07/02/2024</b>	<b>Feb</b>	<b>Full Board - Rate Setting</b>	07/02/2024	Rate Setting, Budget, and Plan approval
Executive Committee	21/02/2024	Feb	Executive Committee	21/02/2024	
Business Services Committee	28/02/2024	Feb	Operation Service Committee	28/02/2024	
Executive Committee	20/03/2024	Mar	Executive Committee	20/03/2024	
Operation Service Committee	10/04/2024	Mar	Business Services Committee	10/04/2024	
Executive Committee	24/04/2024	Apr	Executive Committee	17/04/2024	
Finance Committee	15/05/2024	May	Finance Committee	15/05/2024	Year end financial results
Executive Committee	22/05/2024	May	Executive Committee	22/05/2024	General update & Preparation for the Board meeting
Business Development & Growth Committee	29/05/2024				
<b>Full Board Meeting - AGAR</b>	<b>05/06/2024</b>	<b>Jun</b>	<b>Full Board Meeting - AGAR</b>	05/06/2024	AGAR prior year report for DEFRA
Executive Committee	26/06/2024	Jun	Executive Committee	26/06/2024	
Executive Committee	24/07/2024	Jul	Executive Committee	24/07/2024	
Executive Committee	21/08/2024	Aug	Executive Committee	21/08/2024	
Finance Committee	04/09/2024				
<b>Full Board Meeting</b>	<b>18/09/2024</b>	<b>Sep</b>	Executive Committee	18/09/2024	General update & Preparation for the Board meeting
Executive Committee	25/09/2024				
Business Services Committee	09/10/2024	Oct	Business Services Committee	09/10/2024	
Business Development & Growth Committee	16/10/2024				
Executive Committee	23/10/2024	Oct	Executive Committee	23/10/2024	
Operation Service Committee	06/11/2024	Nov	Operation Service Committee	06/11/2024	Operational Investment setting 2025/26
<b>Full Board - AGM</b>	<b>20/11/2024</b>	<b>Nov</b>	<b>Full Board - AGM</b>	20/11/2024	AGM
Executive Committee	27/11/2024	Nov	Executive Committee	27/11/2024	
Finance Committee	04/12/2024	Dec	Finance Committee	04/12/2024	Budget for the new year 2025/26
Finance Committee	22/01/2025				
Executive Committee	29/01/2025				
<b>Full Board – Rate Setting</b>	<b>05/02/2025</b>				
<b>Number of meetings in the Year</b>	<b>25</b>			<b>20</b>	