

Agenda Item 17

NORTH LONDON WASTE AUTHORITY	
REPORT TITLE: URGENT ACTION TAKEN BY THE CLERK UNDER STANDING ORDER A.30.3(iii)	
REPORT OF: DEPUTY CLERK	
FOR SUBMISSION TO THE NORTH LONDON WASTE AUTHORITY	DATE: 10 FEBRUARY 2010
SUMMARY OF REPORT Details urgent action taken by the Clerk to delegate Authority to sign and seal documents on behalf of the Authority. Local Government Act 1972 – Access to Information Documents used in the preparation of this report: None Contact Officer: Frances Wake Deputy Clerk, NLWA Camden Town Hall Judd Street London WC1H 9JE Telephone: 020 7974 5726 frances.wake@camden.gov.uk	
RECOMMENDATION: The North London Waste Authority is RECOMMENDED to note the urgent action taken by the Clerk, under the provisions of Standing Order A.30.3(iii), as detailed in the report and the consultation with members undertaken in accordance with the decision of Authority on the 9 th December 2009.	

Signed by:

Deputy Clerk

Date:

1. Report

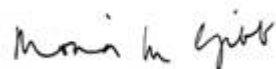
- 1.1 As Members will be aware from the Director of Procurement's letter of 23 December 2009 to the Chair and copied to all Members, the NLWA completed the purchase of SITA's shareholding in LondonWaste Limited at 2am on 22 December 2009. This was in accordance with the Authority's decision on 9 December to agree the acquisition of SITA's shareholding and to:
- Agree delegated authority to the Clerk or (in her absence) the Finance Adviser in consultation with the Chair and Vice Chairs to agree any improvement in the terms of the deal that can be negotiated with SITA between the date of this paper and completion of the acquisition;
 - Authorise the Clerk or (in her absence) the Finance Adviser in consultation with the Chair and Vice Chairs to sign a share purchase agreement and related documents to give effect to these decisions.
- 1.2 The acquisition was put into legal effect by way of a share purchase agreement and associated documents. The transaction was completed at a meeting of the parties and their lawyers on the 21st/22nd December 2009. Negotiations continued through the night with the need for the documents to be signed and sealed, once they were to the parties' satisfaction. They were finalised at 2am on 22 December 2009. Present at the meeting were the Director of Procurement, Financial Adviser and Deputy Director of Procurement.
- 1.3 Standing orders give power to the Clerk, Deputy Clerk and Legal Adviser to sign and seal documents on behalf of the Authority. However, none of these officers were available because of annual leave and weather-related travel disruption. Accordingly and acting under her powers pursuant to A.30.3(iii), the Clerk authorised the Financial Adviser to apply the seal and sign documents for the NLWA, having previously consulted the Chair – officers were unable to contact the two vice chairs.
- 1.4 The Financial Adviser duly executed the documents once negotiations had been completed. For the avoidance of any doubt, the next day the Deputy Clerk sealed a confirmatory deed.
- 1.5 In accordance with Standing orders, the exercise of this delegated authority to act when matters do not admit of delay, which in these circumstances they did not, should be reported for information to the next meeting of the authority. Members are therefore asked to note the urgent action of the Clerk.
- 1.6 The two documents attached, together with the Director of Procurement report to the Finance Adviser circulated to Members under cover of the 23 December to the Chair, formally record the relevant consultations and authorisations which followed from the decision of the Authority on the 9th December 2009.
- 1.7 The Clerk and Legal Adviser propose to provide advice to the Authority on updating Standing Orders at its June 2010 meeting.

REPORT ENDS

Email exchange with Clerk providing authority for the Financial Adviser to sign and seal documents.

From: Glass, Barbara (Chx Office)
To: Taylor, Ursula; Judson, Tim
Cc: O'Donnell, Mike; Maughan, Andrew
Sent: Mon Dec 21 15:46:37 2009
Subject:

I, Moira Gibb, Clerk to the North London Waste Authority ("the Authority"), pursuant to the authority given to me by Standing Order A.30.3(iii)(a) to act in situations of urgency, hereby authorise either Mike O'Donnell (Finance Adviser to the Authority) or Ursula Taylor (senior legal adviser) to sign and seal (as appropriate) on behalf of the Authority all documents relating to the acquisition of SITA's shareholding in LWL (including the Share Purchase Agreement and the Deed of Release and Discharge).



Moira Gibb CBE
Clerk to the North London Waste Authority

From: Judson, Tim
To: Gibb, Moira; Taylor, Ursula
Cc: O'Donnell, Mike; Maughan, Andrew; 'Cllr.Clyde.Loakes@walthamforest.gov.uk' <Cllr.Clyde.Loakes@walthamforest.gov.uk>
Sent: Mon Dec 21 15:54:49 2009
Subject: Re:

Moira

Thank you. As you requested I have consulted the Chair on your behalf. He agrees with your course of action.

Tim

This message has been sent from a Blackberry handheld.

Annex D

CONSULTATION WITH NLWA CHAIR AND VICE CHAIRS ON 18 DECEMBER 2009 RELATING TO DECISION

1. This note records the consultation with the Chair and Vice Chairs in regard to the proposed deal and their e mailed confirmations of agreement. All consultations took place on 18 December 2009.
2. The following e mail exchanges took place on 18 December 2009 (times are shown):

E Mail of 11.25 from Tim Judson (Director of Procurement, NLWA) to Councillors Loakes, Lavender and Moffitt (Chair and 2 Vice Chairs, NLWA): "I attach a letter to the 3 of you as Chair and Vice Chairs of the NLWA that seeks your urgent attention concerning the LWL deal which we have previously discussed ... (attachment as set out below);

E Mail of 12.11 from Councillor Keith Moffitt to Tim Judson: "As you know I am on holiday but fortunately I have broadband access here and have been able to read the attachment. It seems to me that you have done as well as we could reasonably expect in difficult circumstances and I am happy for you to proceed on the basis outlined in your letter"

E Mail of 15.33 from Councillor Michael Lavender to Tim Judson: "I am comfortable with these proposals and that the deal should proceed on the terms suggested"

E Mail of 16.14 from Councillor Clyde Loakes to Tim Judson: "All in all I'm happy to progress as recommended".

3. A copy of the consultation letter is attached (File Annex D2).