

FREEPORT EAST SHADOW SUPERVISORY BOARD

MINUTES OF MEETING HELD ON 26 AUGUST 2022	
Present:	Shadow Supervisory Board Members: George Kieffer (Acting Chair), Mark Taylor (Acting CEO, Hutchison Ports), Cllr Steve Gallant (East Suffolk Council), Cllr Neil Stock (Tendring District Council), Emily Atack (Gateway 14), Cllr Richard Smith (Suffolk County Council), Chris Starkie (NALEP), Clemence Cheng (Hutchison Ports), Cllr Harry Richardson (Mid Suffolk District Council) and Cllr Lesley Wagland (Essex County Council)
Others in attendance:	Andy Jarvis, Paul Wood, Brian Mew and Chris Bing (ESC), Paul Davey and Andrew Durrant (Hutchison Ports), Fiona Duhamel (MSDC), Steve Evison and Cllr Tom Cunningham (ECC), Ian Davidson and Lee Heley (TDC), Marie Finbow and Michael Cousens (NALEP), Andrew Cook and Jai Raithatha (SCC), Emily Wright (DLUHC), Robert Edge (Haven Gateway), Alex Riley (SELEP) and Alex Lucas and Peter Ware (Browne Jacobson)
Apologies:	Professor Anthony Forster, Stephen Baker, Neil Glendinning and Michelle Gordon
1.	Welcome and introductions
	GK welcomed everyone to the meeting and stated that the most pressing item on today's agenda was item 5 and he thanked everyone for their efforts in getting us to this point.
2.	Apologies for absence
	Noted above.
3.	Minutes of the last meeting
	The notes of the meeting held on 12.07.22 were approved. Matters arising: <ul style="list-style-type: none"> • Good progress is being made with a programme of introductory meetings for the new Chief Executive who starts on 12.09.22. GK will be arranging a meeting programme for the incoming Chair next week.
4.	Declarations of interest
	None declared beyond those on record.
5.	Freeport East incorporation - approval of Articles of Association and Members' Agreement + nomination of company directors
	<ul style="list-style-type: none"> • Good progress made by all partners. • Once approved, the Articles will be adopted on incorporation and will be filed at Companies House. The Members' Agreement does not need to be filed. • Browne Jacobson provided an overview of the Articles including quorum, remuneration, voting rights etc. • Browne Jacobson provided an overview of the Members' Agreement including funding, liabilities, provisions relating to retained business rates, governance frameworks, consent matters, role of the Lead Authority etc. • Following agreement, a deep dive will be undertaken to ensure consistency, final versions will be issued and confirmation obtained from those members ready and willing to join on incorporation (subject to the completion of appropriate paperwork). • All of the above will allow for the Chief Executive to be employed from 12.09.22. • Members' Agreement will be dated once everyone has joined the company.

	<ul style="list-style-type: none"> • Comments were raised in relation to equity for all Founding Members with regard to “lock in” and withdrawal of membership from the company, in both the Articles and Members’ Agreement. Government guidance states that members should be locked in for a period of up to 5 years until the Governance Review Date and thereafter a 12 month notice period applies. • The Board was of the view that the removal of some clauses will impact on other elements of the documentation and so it would not be appropriate to agree anything until further revised documentation was shared. • SG proposed that it should be possible to resolve fairly quickly, with Felixstowe Dock & Railway Company (FDR) to temporarily employ the Chief Executive if the Company was not set up in time. This was agreed by the Board. • Governance Working Group to produce revised wording in relation to clauses 30.4, 30.5 and 30.6 to allow finalisation of documentation.
6.	Full Business Case update + update on Critical Actions
	<ul style="list-style-type: none"> • The FBC has passed through various iterations since it was submitted in April and the Government’s final feedback is expected next week. • Any final actions need to be resolved by the submission date of 26.09.22 in order to be considered by the Treasury Approval Panel in October. • Formal designation expected in November/December 2022.
7.	Update on draft MoU and draft Performance Management Framework
	<ul style="list-style-type: none"> • PW confirmed that we were working with Government on documentation including a Memorandum of Understanding, the monitoring and evaluation approach and performance framework. • Revised versions received from DLUHC in July. • Still a number of key issues to resolve including the main concern which is the monitoring and compliance proposals which we feel are disproportionate and may hamper delivery. Ongoing discussion.
8.	Tax Site updates
	<ul style="list-style-type: none"> • Felixstowe – much focus on getting the customs site approved. Word received from HMRC this week that they have completed their compliance checks and are satisfied. Now going through the legal process of designation for Ministerial sign-off expected in next 2-3 weeks. • Harwich – discussions are ongoing with the Government around various options for investment. • Gateway 14 – infrastructure works are progressing well and are on schedule. Ongoing discussions with several potential occupiers - details to be shared in due course. MSDC have agreed further funds to support the accelerated programme of delivery. Reserved Matters planning application has been submitted (The Range) and is scheduled to be considered by the Planning Committee in October.
9.	Update on recruitment
	<ul style="list-style-type: none"> • Extensive introductory programme for the incoming Chief Executive and Chair is being pulled together. • At the first formal meeting of Freeport East Limited GK will take the Chair before handing over formally to the new postholder. • In the process of recruiting the Programme Manager – various applications received and reviewed and will be shared with the incoming Chief Executive. Agreed that the next Board meeting should be in person.
10.	Capacity funding + latest budget statement

	<ul style="list-style-type: none"> • Report considered. Some additional projections for the rest of the year have not been included and an updated report will be circulated. • Tranche 3 funding request to be submitted by 09.09.22. Will require an estimate of match funding from members – email to follow. Submission of tranche funding requires the agreement of the Chair.
11.	Any Other Business
	<ul style="list-style-type: none"> • SG acknowledged that this was the last meeting at which GK and MT would be in place as Acting Chair/Chief Executive and thanked them on behalf of all partners for their diligence, support and patience. The Board recorded its thanks for all the work carried out by both, which was hugely appreciated. • Agreed that FE will require appropriate media and press support once incorporated – thought required around advertising, trade press and opportunities.
	Meeting closed at 11:45
12.	Date of next meeting
	It was agreed to hold the next meeting on Monday 17 October 2022 at 10:00 as a face to face meeting to be arranged by ESC.