



Shared Services Joint Committee

Agenda

Date: Friday 10th January 2014
Time: 12.30 pm
Venue: Committee Room 1 - Wyvern House, The Drumber, Winsford, CW7 1AH

The agenda is divided into 2 parts. Part 1 is taken in the presence of the public and press. Part 2 items will be considered in the absence of the public and press for the reasons indicated on the agenda and at the foot of each report.

PART 1 – MATTERS TO BE CONSIDERED WITH THE PUBLIC AND PRESS PRESENT

1. **Apologies for Absence**

To note attendances, substitutes, and any apologies for absence.

2. **Declarations of Interest**

To provide an opportunity for Members and Officers to declare any disclosable pecuniary and non-pecuniary interests in any item on the agenda.

3. **Public Speaking Time/Open Session**

Members of the public are entitled to address the Joint Committee on reports contained within the agenda. One person can speak in support of each item, and one against, with a limit of three minutes each. It would be helpful if any person wishing to speak would give prior notice to the Democratic Services Officer named below.

4. **Minutes of Previous meeting** (Pages 1 - 4)

To approve the minutes of the meeting held on 29 November 2013.

For any apologies or requests for further information, or to give notice of a question to be asked by a member of the public

Contact: Rachel Graves
Tel: 01270 686473
E-Mail: rachel.graves@cheshireeast.gov.uk

5. **Shared Services Position Statement** (Pages 5 - 12)

To consider a joint report of the Chief Operating Officer, Cheshire East Council, and the Director of Resources, Cheshire West and Chester Council, on the current position of the Shared Service arrangements between Cheshire East and Cheshire West and Chester Councils

6. **Exclusion of the Press and Public**

The report relating to the remaining item on the agenda has been withheld from public circulation and deposit pursuant to Section 100(B)(2) of the Local Government Act 1972 on the grounds that the matters may be determined with the press and public excluded.

The Committee may decide that the press and public be excluded from the meeting during consideration of the following items pursuant to Section 100(A)4 of the Local Government Act 1972 on the grounds that they involve the likely disclosure of exempt information as defined in Paragraph 3 of Part 1 of Schedule 12A to the Local Government Act 1972 and public interest would not be served in publishing the information.

Paragraph 3 - Information relating to the financial or business affairs of any particular person (including the authority holding that information)

PART 2 - MATTERS TO BE CONSIDERED WITHOUT THE PUBLIC AND PRESS PRESENT

7. **Principles of On-Boarding Further Partner into CoSocius Ltd** (Pages 13 - 22)

To consider a report of the Managing Director, CoSocius Ltd

Minutes of a meeting of the **Shared Services Joint Committee**
held on Friday, 29th November, 2013 at Committee Room 10 - Wyvern House,
The Drummer, Winsford, CW7 1AH

PRESENT

Councillor D Brown (Chairman)
Councillor L Ford (Vice-Chairman)

Councillors B Moran, P Raynes, L Jones and L Riley

Officers

Cheshire East Council

Peter Bates, Chief Operating Officer
Chris Mann, Corporate Resources Manager
Jackie Gray, Shared Services Manager and Temporary Procurement Unit Manager
Suzanne Antrobus, Senior Lawyer
Rachel Graves, Democratic Services

Cheshire West and Chester Council

Julie Gill, Director of Resources
Mark Wynn, Head of Finance
Roz Lewis, Senior HR Manager
Sharon Barclay, Project Manager, Change Management Service

Dominic Whelan, Managing Director CoSocius

23 APOLOGIES FOR ABSENCE

There were no apologies for absence.

24 DECLARATIONS OF INTEREST

No Declarations of Interest were made.

25 PUBLIC SPEAKING TIME/OPEN SESSION

No members of the public were in attendance and no questions had been submitted prior to the meeting.

26 MINUTES OF PREVIOUS MEETING

RESOLVED:

That the minutes of the meeting held on 13 September 2013 be approved as a correct record and signed by the Chairman.

27 SHARED SERVICES UPDATE AT MID YEAR REVIEW

Consideration was given to a report which provided a summary of the financial position at Mid Year for the remaining Shared Services.

Details of the overall performance for each Shared Services were shown in Appendix 1 to the Report. It was noted that five of the services were rated Green (performing well) and the remaining three were rated Amber (mixed performance).

The mid year financial performance showed that for Cheshire East shared services there was a total projected underspend of £67k, which related to a reduction in the ICT overspend from £0.298m to £69k. The overspend in HR and Finance had also reduced from £31k to £14k. Archives and Libraries were forecasting an over spend which would be offset by the forecast underspends in Farms and Occupational Health.

For Cheshire West and Chester the overall shared services projected outturn at mid year was a £0.151m underspend. The forecast overspend in ICT shared services had reduced (£91k from £0.129m), as had overspends in HR and Finance. The Library Shared Services overspend had increased from £13k to £23k due to redundancy settlements. These overspends were reduced by the forecast underspends within Farms and Occupational Health.

RESOLVED:

That the overall Mid Year performance position relating to the Shared Services arrangements be noted.

28 GOVERNANCE ARRANGEMENT - COSOCIUS LIMITED

Consideration was given to a report which detailed the proposed arrangements for the governance of CoSocius Limited, its relationship with the Councils and the relationship between Cheshire East Council and Cheshire West and Chester Council.

To enable the Councils to progress the establishment of CoSocius Limited approval was sought for the Draft Articles of Association, the Reserved Decisions list, the draft terms of reference for the Shareholder Board and the Heads of Terms for the key legal documentation to be entered into with the Company.

The Committee thanked the officers for their work in producing these documents.

RESOLVED: That

- (1) the Draft Articles of Association for CoSocius Limited, as set out in Appendix 1, be approved.

- (2) the Decisions reserved to the Councils as shareholders, as set out in Appendix 2, be approved.
- (3) the proposals for the establishment of, and composition and terms of reference for the Shareholder Board, as set out in paragraph 10.6 of the report and Appendix 3, be approved.
- (4) the Heads of Terms for the Shareholder Agreement, contract for services, working capital and support services, as set out in Appendix 4, be approved.
- (5) The Section 151 Officers at each Council be authorised to make minor changes in consultation with their respective monitoring officers.

29 COMPANY BOARD OF DIRECTORS STRUCTURE - COSOCIUS LIMITED

Consideration was given to a report which sought agreement on the structure for the Board of Directors for CoSocius Limited and the high level design for the Company operation model.

Agreement for the Board Structure was necessary to commence the recruitment process for the three Non-Executive positions (including Chairman) and the new post of Commercial & Corporate Development officer. It was hoped that the Board would start operating during the latter part of the shadow mode in order to deliver effectively after 1 April 2014.

Whilst some organisations were able to recruit non-executive directors at nil cost it, was agreed that a remuneration package would be offered as it would encourage a range of applicants to apply and held with board member retention. A budget for non-executive director costs had been included in the original Business Case.

RESOLVED: That

- (1) the CoSocius Limited Board structure, as outlined in section 11 of the report, and the high level organisational design for the Company, as outlined in section 12 of the report, be approved.
- (2) approval be given for the recruitment of the Chairman, Non-Executive Directors and the Commercial & Corporate Development Officer.
- (3) approval be given for a remuneration package for Non-Executive Directors.

30 EXCLUSION OF THE PRESS AND PUBLIC

RESOLVED:

That the press and public be excluded from the meeting during consideration of the following item pursuant to Section 100(A)4 of the Local Government Act 1972 on the grounds that it involved the likely disclosure of exempt information as defined in Paragraph 3 and 4 of Part 1 of Schedule 12A to the Local Government Act 1972 and public interest would not be served in publishing the information

Para 3 – Information relating to the financial or business affairs of any particular person (including the authority holding that information)

Para 4 – Information relating to any consultations or negotiations, or contemplated consultations or negotiations, in connection with any labour relations matter arising between the authority or a Minister of the Crown and employees of , or officer-holders under the authority.

31 COSOCIUS: CONTRACT AND OPERATING PRINCIPLES

Consideration was given to the joint report of the Chief Operating Officer, Cheshire East and the Director of Resources, Cheshire West and Chester, which set out the key principles for the establishment of CoSocius Limited.

RESOLVED:

That the key principles for the establishment of CoSocius be endorsed by the Committee and that Members' observations on specific detail be noted and addressed in the production of the final Contract for Services and/or Shareholder Agreement.

The meeting commenced at 1.35 pm and concluded at 3.25 pm

Councillor D Brown (Chairman)

CHESHIRE EAST COUNCIL CHESHIRE WEST & CHESTER COUNCIL

SHARED SERVICES JOINT COMMITTEE

Date of Meeting: 10 January 2014
Report of: Cheshire East – Chief Operating Officer
Cheshire West & Chester – Director of Resources
Subject/Title: Shared Service Position Statement

1.0 Report Summary

This report provides a summary of the current position of the Shared Service arrangements between Cheshire East (CE) and Cheshire West and Chester Councils (CWAC). In particular it highlights the Transfer Agreement recently concluded in the Libraries Shared Services and progress on the feasibility study relating to the potential re-location of the Cheshire Archive.

- 1.1 Appendix 1 provides a summarised position statement on all current Shared Service arrangements.

2.0 Recommendations

- 2.1 That the overall position statement relating to current Shared Service arrangements be noted
- 2.2 That the proposal to enter into a Transfer Agreement for staff employed in the Cheshire Archives and Local Studies (CALs) Shared Service be approved.

3.0 Reasons for Recommendations

- 3.1 The position statement aims to ensure that the Joint Committee are up to speed on recent developments concerning current Shared Service arrangements.

4.0 Wards Affected

- 4.1 This report relates to Shared Services that operate across both Cheshire East and Cheshire West and Chester so all wards are affected in both Councils.

5.0 Local Ward Members

- 5.1 Not applicable.

6.0 Policy Implications

- 6.1 None.

7.0 Financial Implications

- 7.1 None

8.0 Legal Implications

- 8.1 The Administrative Agreement sets out the overall arrangements in relation to the manner in which the Authorities will work together. The Shared Service Agreement and Secondment Agreement set out the mechanisms for disaggregating transitional Shared Services.
- 8.2 The Secondment Agreement sets out the arrangements for seconding staff to the host authority for the Shared Service. Under these arrangements the secondees retain their employing council's terms and conditions. However in practice it has been necessary to develop several scenarios based on emerging case studies to ensure that staffing situations that arise in sharing arrangements are dealt with in an equitable way. In some areas this has resulted in an inordinate amount of management time being spent on addressing more complex staffing situations.
- 8.3 In November 2012 the Joint Committee agreed a recommendation that Cheshire East Staff employed in the Libraries Shared Service (LSS) be subject to a transfer to Cheshire West and Chester under TUPE regulations. It was anticipated that this arrangement would be in place by 1 April 2013 subject to staff consultation. However delays in implementation mean that the Transfer Agreement was finally achieved on 5 December 2013.
- 8.4 The CALS Shared Service Manager has indicated desire to move to a similar Transfer Agreement on the basis that similar benefits to would be gained to that in the LSS. This proposal has been agreed by the Joint Officer Board.

9.0 Risk Management

- 9.1 Differentials in terms and conditions between the two staffing groups employed in Shared Services are becoming difficult to manage and may result in staff dissatisfaction which may result in loss of skills and knowledge. A transfer shared services will help mitigate this risk and make such issues easier to manage.

10.0 Background and Options

- 10.1 Legal arrangements, business plans and service delivery statements have been developed for all Shared Services and presented to the Joint Officer Board and the Joint Committee.
- 10.2 The Business Plans supplement the Service Agreement and these are in place for all remaining Shared Services to cover the period 2013 – 2016. These provide details of the Shared Service operation, objectives and in particular focus on improving service delivery to clients. Shared Service Business Plan 2013-16 were endorsed by the Joint Committee in June 2013 and set the framework for ongoing performance management. In November

2013 the Joint Committee received the mid year performance report for all of the remaining Shared Services.

- 10.3 A position statement for each of the Shared Services is contained in Appendix 1

Libraries Support Services

- 10.5 Outcomes from a strategic and operational review of the LSS and the Education Library Service (ELS) were agreed by the Joint Committee in November 2012. This included a recommendation that Cheshire East staff employed in the LSS be transferred to Cheshire West and Chester under TUPE regulations. Following some delays this exercise has now been completed with the Transfer Agreement becoming operational on 5th December 2013.

Cheshire Archives and Local studies

- 10.8 Given the success of the transfer arrangements put in place in the LSS the Cheshire Archives and Local Studies (CALS) Shared Service Manager is seeking to put a similar arrangements in place. This is being pursued with a view to reducing the amount of management time spent on managing two sets of staff on differing terms and conditions of employment. This approach has been endorsed by JOB with a view to getting the transfer arrangement in place by 1st April 2014
- 10.9 Work on exploring the potential relocation of the Archive continues with Consultants being engaged to commence a site review in January with the Feasibility Study report due to be delivered in March 2014. A high level delivery plan is contained in Appendix 2.
- 10.10 On delivery of the Feasibility Report and a preferred option being identified work will then commence on securing external funding from the Heritage Lottery Fund an indicative timetable for which is detailed below:

Mar 2014	Feasibility study report
Apr 2014	Project enquiry to Heritage Lottery Fund (HLF)
Aug 2014	Round 1 bid to HLF
Nov 2014	Decision from HLF
Dec 2014-Mar 2016	Development of Round 2 bid to HLF: (can be up to 24 months)
Apr 2016:	Round 2 bid to HLF: at this point capital funding needs to be secured for 16/17 or 17/18
July 2016	Decision from HLF:

11.0 Conclusion

- 11.1 The remaining Cheshire Shared Services are maturing and initial difficulties with sharing arrangements are gradually being resolved. As they develop it will be fundamental to demonstrating the Shared Services' ability to respond to the challenges presented by both Councils as they break the traditional service

delivery model to become predominantly commissioning organisations. It will be important for them to ensure that service delivery improves and supports a shared ambition to deliver more efficient, cost effective and competitive services in the future.

- 11.2 Given the reduction in the number of Shared Services it is proposed that the governance arrangements be reviewed to ensure that these remain fit for purpose going forward.

12.0 Access to Information

The background papers relating to this report can be inspected by contacting the report writers:

*Officer: Peter Bates, Chief Operating Officer – Cheshire East Council /
Julie Gill, Director of Resources – Cheshire West & Chester Council
Tel No: 01270 686013 / 01244 977830*

Email: peter.bates@cheshireeast.gov.uk / Julie.gill@cheshirewestandchester.gov.uk

Background Documents:

*Cheshire East Cabinet Report – Shared Services – 7th October 2008
Cheshire West and Chester Executive Report – Joint Liaison Committee
Recommendations: Caretaker and Nominated Councils; Shared Services: Service
Delivery Option; Shared Back Office Services – 15th October 2009
Cheshire East Cabinet Report – Shared Services – 3rd March 2009
Cheshire West and Chester Executive Report – Shared Services – 18th March 2009
Cheshire East Cabinet Report – Shared Services – 23rd March 2009
Cheshire Shared Services Joint Committee Report – 10th June 2009
Cheshire Shared Services Joint Committee Report – 13th July 2009
Cheshire Shared Services Joint Committee Report – 3rd September 2009
Cheshire Shared Services Joint Committee Report – 30th September 2009
Cheshire Shared Services Joint Committee Report – 26th October 2009
Cheshire Shared Services Joint Committee Report – 26th November 2009
Cheshire Shared Services Joint Committee Report – 3rd February 2010
Cheshire Shared Services Joint Committee Report – 12th March 2010
Cheshire Shared Services Joint Committee Report – 31st March 2010
Cheshire Shared Services Joint Committee Report – 28th May 2010
Cheshire Shared Services Joint Committee Report – 16th July 2010
Cheshire Shared Services Joint Committee Report – 17 September 2010
Cheshire Shared Services Joint Committee Report – 29 October 2010
Cheshire Shared Services Joint Committee Report – 26th November 2010
Cheshire Shared Services Joint Committee Report – 7th January 2011
Cheshire Shared Services Joint Committee Report – 25th February 2011
Cheshire Shared Services Joint Committee Report – 18th March 2011
Cheshire Shared Services Joint Committee Report – 29th July 2011
Cheshire Shared Services Joint Committee Report – 30th September 2011*

Cheshire Shared Services Joint Committee Report – 25th November 2011
Cheshire Shared Services Joint Committee Report – 27th January 2012
Cheshire Shared Services Joint Committee Report – 24 February 2012
Cheshire Shared Services Joint Committee Report – 27th April 2012
Cheshire Shared Services Joint Committee Report – 18th May 2012
Cheshire Shared Services Joint Committee Report – 29th June 2012
Cheshire Shared Services Joint Committee Report – 27th July 2012
Cheshire Shared Services Joint Committee Report – 31st August 2012
Cheshire Shared Services Joint Committee Report – 28th September 2012
Cheshire Shared Services Joint Committee Report – 11th November 2013
Cheshire Shared Services Joint Committee Report – 22nd February 2013
Cheshire Shared Services Joint Committee Report – 22nd March 2013
Cheshire Shared Services Joint Committee Report – 22nd March 2013
Cheshire Shared Services Joint Committee Report – 26th April 2013
Cheshire Shared Services Joint Committee Report – 28th June 2013
Cheshire Shared Services Joint Committee Report – 26th July 2013
Cheshire Shared Services Joint Committee Report – 13th September 2013
Cheshire Shared Services Joint Committee Report – 29th November 2013

Documents are available for inspection at:

Cheshire East Democratic Services

Westfields

Middlewich Road

Sandbach

CW11 1HZ

or:

Cheshire West & Chester Democratic Services

HQ Building,

Nicholas Street,

Chester,

CH1 2NP

SERVICE NAME	REVIEW / END	CURRENT STATUS
HR and Finance	N/A	These Shared Services are currently transitioning to a Separate Legal Entity – CoSocius Limited, which will “go live” on 1 April 2014. A Managing Director has been appointed and is now leading the services towards the transition. Governance arrangements have been agreed including Articles of Association, Reserve Matters, shareholder Board and Heads of Terms. A structure has been agreed for the company Board and work is currently underway to recruit Non-Executive directors. The Company will co-located in Goldsmith House, Chester before the end of the year. Work continues on developing the service contract and in securing an additional partner.
ICT	N/A	
Occupational Health	N/A	Work on implementing a new staffing structure has been completed and modest efficiencies have been achieved. Further review activity is anticipated in the new year when client Councils are set to reconsider service provision in this area.
Farms Estate	N/A	The division of the Farms Estate portfolio has been agreed between CE and CWAC. In response to a request by Joint Committee a review of the continuing shared Estate Management arrangements will be commissioned in due course but this is currently not a priority
Civil Protection / Emergency Planning	N/A	The team has recently relocated to Nicholas house in Chester. Governance for this Shared Service has been transferred to the Joint Emergency Planning Liaison Board as agreed by the Joint Committee in June 2013.
Libraries Specialist Service	N/A	Recommendations arising from a strategic review of the LSS have recently been completed with Transfer Agreement being completed on 05.12.13. Planned efficiencies have been secured.
Archives	N/A	A scoping document to inform the feasibility study for the relocation of the Archives and Local Studies Service has been completed and consultants to undertake the study have been procured. This aims to take account of the requirements for alternative premises and improved outreach capability. It is anticipated that the feasibility study will be completed and a report issued in March 2014.
Rural Touring Arts Network	N/A	The RTA provides high quality professional arts activities and events for rural areas across Cheshire and involving local communities
Archaeology Planning and Advisory Service	N/A	A revised long term sharing arrangement was agreed by Joint Committee on 29.07.11. This involved a move away from the Secondment Agreement in favour of the TUPE transfer of 2 CE staff to CWAC.

	Shared Services being considered as part of separate legal entity
	Shared Services to continue under governance model

Scope of Service for Site Selection and Feasibility Study

Task	Stage One - Preparation and Site Review 6th January 2014 to 31st January 2014	Review Period 3rd February 2014 to 14th February 2014	Stage Two - Feasibility Study and Report 17th February 2014 to 21st March 2014
External Consultant			
Core Objectives	Identification and review of Client's Brief and Background Information (see Section 7). Development of Project Objectives for Stage 1 - Site Review and execution of the same.		Develop the Project Objectives, Project Outcomes and Project Budget and undertake the three Feasibility Study on the selected sites. Review all site information and constraints. Include a similar Feasibility Study option on the current CALS premises at Duke Street, Chester.
Procurement	Completion of consultants project team appointments (if required).		No project specific procurement proposals required.
Programme	Finalise Project Programme for Stage 1 and Stage 2 and adjust as required following review of all information made available post appointment.		Review Stage 2 Project Programme and adjust if required. Prepare a procurement (assume D&B from Regional Framework), design and construction programme, including Stage 1 and 2 HLF funding bids to accompany the Feasibility Study.
(Town) Planning	Review selected sites against Local Plans to identify published constraints.		Pre-application discussions to determine the suitability of the Feasibility Studies and constraints on the sites selected and Duke Street.
Support Tasks	Review regional and national developments in Archives and Local study Centres, together with schedule of Standards and Guidelines set out in the Brief (see Section 7). Consider the Off-site storage option that may make a site selected for review more attractive due to site constraints/location.		Develop a feasibility proposal for the selected sites and Duke Street in conjunction with the project partners based on the Brief and national guidelines. Attend and participate in HLF funding discussions for the proposed new developments. Include funding proposals in final report in consultation with the Council's External Funding Team. Review and prepare a schedule of site specific surveys and investigations for each site and Duke Street to be undertaken at Stage 3. Prepare a option for off-site shortage, that could be applied to a suitable site, in liaison with the Council's In-house Business Planning Team. Organise, manage, facilitate and report the Risks associated with each site and Duke Street with the full project team. Include a Risk Schedule in the final report.
Sustainability	Review the Council's Sustainable Buildings Policy in preparation for the Stage 2 Feasibility Study.		Review the feasibility proposals against the Council's Sustainable Building Policy and make provision as required e.g. solar panels on south facing roofs, biomass boiler suitability etc.
Cost Planning	Review typical building costs from previous projects and published cost data in preparation for the Stage 2 Feasibility Study. Prepare a cost plan budget estimate based on the Client's minimum requirements set out in the Brief.		Prepare an elemental cost plan for each of the sites and Duke Street to support the Feasibility Study and inconjunction with the Council's Capital Delivery Team include a schedule of typical Client side costs normally excluded.
Information Exchange	Completion of Site Reviews and publication of the Stage 1 report. Stage 1 report to include three sections for insertion of information from the Council's in-house teams (see below). Consultant to liaise and co-ordinate the production of final report. Presentation of Stage 1 report.	Presentation of Stage 1 Report to both West Cheshire and East Cheshire members (allow for two separate presentations).	Completion of the Feasibility Studies for selected sites and Duke Street and publication of the Stage 2 report. Stage 2 report to include three sections for insertion of information from the Council's in-house teams (see below). Consultant to liaise and co-ordinate the production of final report. Presentation of Stage 2 report.
UK Government Information Exchange	Not required.		Not required.
Communications	Provide weekly progress report by email and attend fortnightly progress meeting(s) to be held at Duke Street - 9:00 am Thursday.		Provide weekly progress report by email and attend fortnightly progress meeting(s) to be held at Duke Street - 9:00 am Thursday.
CW&C In-house Services			
External Funding Team	Review external funding opportunities for both the Council and external partners, that may be suitable for future grant applications. Contribute to the Stage 1 Report.		Develop the proposals, including a HLF bid in conjunction with the full project team. Contribute to the Stage 2 developments and Report.
All Together Better Team			

Scope of Service for Site Selection and Feasibility Study

Task	Stage One - Preparation and Site Review 6th January 2014 to 31st January 2014	Review Period 3rd February 2014 to 14th February 2014	Stage Two - Feasibility Study and Report 17th February 2014 to 21st March 2014
Consultation & Communications Team	Prepare a Consultation Strategy in readiness to execute a major consultation exercise during Stage 2 for the selected sites and Duke Street.		Execute the Communication Strategy during Stage 2 and contribute feedback to the Feasibility Study final report.
Business Planning Team	Contribute to the Stage 1 Report.		Contribute to the Stage 2 developments and Report.
	Review the Service Level Agreement with Halton and Warrington Borough Councils and the provision of secondary material in Libraries.		Develop the SLA opportunities and options for delivery of secondary material at a local level.
	Develop the proposal with the Canal and Rivers Trust to transfer their archive collection to a proposed new development.		Include the proposal (if sucessful at Stage 1).
	Explore the potential of a partnership project with other organisations or Local Authorities to drive regeneration with wider economic benefits.		Develop the proposals, including a HLF bid in conjunction with the full project team.
	Contribute to the Stage 1 Report.		Contribute to the Stage 2 developments and Report.
Communications	Attend fortnightly progress meeting(s) to be held at Duke Street - 9:00 am Thursday.		Attend fortnightly progress meeting(s) to be held at Duke Street - 9:00 am Thursday.

NOT FOR PUBLICATION

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