

LEP Board Constitution (agreed 2012)

CONSTITUTION

1. Name and Status

- 1.1 This is the constitution of the Local Enterprise Partnership known as the York, North Yorkshire & East Riding Enterprise Partnership, a voluntary unincorporated association.

2. Definitions

Accountable Body	means North Yorkshire County Council
Area	means the Local Authority areas of York City, North Yorkshire and the East Riding of Yorkshire
Assistant Director	means the Assistant Director – Economic and Partnership Unit of the Accountable Body, who shall also (by reason of his or her appointment as the Assistant Director) be the Chief Operating Officer of the YNYERLEP
Board	means the Board of the York North Yorkshire and East Riding Enterprise Partnership
Board Member	means any member of the Board
Chair	means the Chairman for the time being of the Board who shall be a Private Sector Member
Local Authority Member	means a member of the Board appointed by a Local Authority in the Area
Local Authority	means a county, district or unitary authority in the Area
Majority Vote	means a simple majority of those voting subject to the condition that a majority of those voting are Private Sector Members
Private Sector Member	means a member of the Board who is not a Local Authority representative
Section 151 Officer	means the Chief Finance Officer of the Accountable Body
Sub-Committee	means a sub-group appointed by Majority Vote of the Board consisting of any number of Board Members.
Task & Finish Group	means an ad hoc group appointed by Majority Vote of the Board consisting of at least one Board Member and such other persons as the Board may determine
Transparency Code	means the Code of Recommended Practice for Local Authorities on Data Transparency issued by the Department for Communities and Local Government in September 2011 (or as it may be amended or replaced)
Vice-Chair	means the Vice-Chairman for the time being of the Board who shall be a Private Sector Member
YNYERLEP	means the York North Yorkshire and East Riding Local Enterprise Partnership

3. Mission and Role of the YNYERLEP

- 3.1 The mission of the YNYERLEP is to help the businesses in the Area to grow.
- 3.2 To achieve this ambition the YNYERLEP will deliver a series of actions against its strategic economic priorities, namely:
- York as an economic driver
 - Grow a sustainable rural economy
 - Coastal regeneration

- Strengthen links between rural economies and neighbouring Urban centres

3.3 The key roles of the YNYERLEP will be:

- For members of local authorities and private enterprise to inspire and facilitate business growth
- To lobby Government on issues of economic importance
- To provide local economic leadership and accountability
- To demonstrate added value and efficiency

3.4 The YNYERLEP will have a decision making role, which is likely to evolve over time according to the development of the role of the Board.

4. Membership of the Board and Related Matters

4.1 Membership of the Board will comprise:

- A minimum of nine Private Sector Members; and
- Six Local Authority Members.

4.2 The Local Authority Members will be the respective Leaders of the following Councils:

- North Yorkshire
- York
- East Riding
- Scarborough
- A representative for Ryedale, Hambleton & Richmondshire)
- A representative for Craven, Harrogate & Selby

4.3 Private Sector Members shall be appointed having regard to the geography of the Area, key business sectors and different sizes of business operation.

4.4 Private Sector Members shall each (excepting the Chair) be appointed for a term not exceeding 12 months. They may subsequently be re-appointed.

4.5 Private Sector Members shall each be appointed by the Chair of the Board with the agreement of the Leader of the Accountable Body. Each such appointment shall be reported to, and take effect from the day of, the following Board Meeting.

4.6 The Chair shall be appointed for a term not exceeding three years. S/he may subsequently be re-appointed. When a Board Member ceases to be the Chair, his or her appointment as a Board Member shall lapse.

4.7 The Chair shall be appointed by Majority Vote of the Board.

4.8 The Vice-Chair shall be appointed for a term not exceeding 12 months. S/he may subsequently be re-appointed.

4.9 The Vice-Chair shall be appointed by Majority Vote of the Board.

5. Functions and Remit

5.1 Board Members have responsibility for ensuring that the YNYERLEP complies with any statutory or administrative requirements for the use of public funds. Other responsibilities of Board Members include;

- 5.1.1 Establishing the overall strategic direction of the YNYERLEP within the policy and resources agreed with Government;
- 5.1.2 Overseeing the delivery of planned results by monitoring performance against agreed strategic objectives and targets;
- 5.1.3 Ensuring the Board operates sound environmental policies and practices;
- 5.1.4 Ensuring that high standards of corporate governance are observed at all times;
- 5.1.5 Ensuring that, in reaching decisions, the Board has taken into account any guidance issued by Government;
- 5.1.6 Ensuring that the Board operates within the limits of its authority and in accordance with any conditions relating to the use of public funds.
- 5.1.7 Appointing Task & Finish Groups as required, determining clear terms of reference
- 5.1.8 Approval of Annual Business Plan.

6. Meetings

Chair

6.1 The Chair shall preside at Meetings of the Board. If the Chair is absent, the Vice-Chair shall preside. If both are absent, the Board Members present shall as the first item of business choose one of their number to preside.

- Quorum**
- 6.2 The quorum for Board Meetings shall be seven or more Board Members.
- Decisions**
- 6.3 Decisions shall be taken on the basis of consensus where possible and otherwise by Majority Vote taken by a show of hands. In the event of a tied vote the presiding Board Member shall exercise a casting vote. No decisions shall be taken by the Board except at a duly-constituted Meeting.
- Substitutes and Observers**
- 6.4 Board Members shall not appoint substitutes in their absence from Meetings. Observers may attend only with the Chair's prior approval.
- Other matters**
- 6.5 This Constitution includes a Code of Best Practice at **Appendix 1** to which Board Members shall adhere so to ensure the highest standards of propriety in decision-making.
- 6.6 Ancillary arrangements relating to the convening and conduct of Board Meetings are set out in **Appendix 2** to this Constitution.
- Appointment and Conduct of Sub-Committees**
- 6.7 Any matters for decision of the Board (including the appointments of the Chair and Vice-Chair) may be delegated for decision to a Sub-Committee by a Majority Vote of the Board.
- 6.8 The proceedings of Sub-Committees shall be those as for Meetings of the Board as set out in this Constitution (save that a Majority Vote of a Sub-Committee may be achieved without compliance with the condition relating to a voting majority of Private Sector Members but may be achieved by a simple majority of those voting).
- 7. Openness of Information**
- 7.1 Agendas, reports and other relevant documents related to Meetings of the Board will be available to the public (on the website of the YNYERLEP) unless indicated as not being for publication.
- 7.2 The YNYERLEP shall comply with the Transparency Code.
- 8. Financial Management**
- 8.1 The management of any financial affairs of the Board shall be conducted in accordance with the Financial, Contract and Property Procedure Rules and Acceptance Procedures of the Accountable Body.
- 8.2 The Board shall not enter into contracts.
- 9. Financial Responsibilities**
- 9.1 Delegated authority for incurring any expenditure that may be incurred by the Board is as follows:
- 9.1.1 The Assistant Director has authority for all expenditure and income associated with the day to day running of the YNYERLEP including the provision of operational management and support that is funded either from the Accountable Body, partner contributions or external eligible grant. Expenditure and income under this category falls under the authority of the Accountable Body.
- 9.1.2 The Board may recommend allocations of eligible grant or loans to third parties as part of meeting the objectives of the YNYERLEP. Selection criteria will be adopted by the Accountable Body following a recommendation by the Board. Decisions to award grants or loans relating to the YNYERLEP objectives shall be taken by the Accountable Body upon receiving any recommendation by the Board. The terms and conditions upon which such grants or loans are to be made by the Accountable Body will require the prior approval of the Section 151 (finance) Officer and the Accountable Body's Monitoring (Legal) Officer.
- 10. Business Plan and Reporting**
- 10.1 An annual business plan will be produced by the Assistant Director, in conjunction with the Chair, to be presented to the Board for agreement by March each year. This will set out the following:
- Vision, objectives, activities, measurable outcomes
 - Annual budget including authorised officers and members ability to incur expenditure associated with agreed activities.
- 10.2 The Board will receive a performance and finance monitoring report at each of its core meetings (Quarterly) throughout the course of each year. These reports will present progress against objectives, the current and forecast financial position and information on decisions taken by the Assistant Director and by the Board as set out in this Constitution and on decisions by the Accountable Body as they relate to the objectives of the YNYERLEP.
- 10.3 Additional reports will be presented to the Board as required in relation to recommendations to be made to the Accountable Body for the allocation of grant funds. Process and decision making for these activities are subject to specifically agreed selection processes tailored to the particular funds and activities in question.

APPENDIX 1 - CODE OF BEST PRACTICE FOR BOARD MEMBERS

Introduction

1. This document sets out a Code of Best Practice for Board Members of the YNYERLEP. It is written in the context of the current legal position of the YNYERLEP and is in keeping with the current level of resource management and funding decisions likely to be required of the Board. Should the legal status or funding arrangements change significantly it will be necessary to amend this code accordingly.
2. The current legal position of the YNYERLEP is that it is a voluntary association with no statutory power or responsibilities. Public funds are however being placed at the disposal of the YNYERLEP, at the direction of the Accountable Body.
3. The processes and procedures by which the YNYERLEP conducts its business, therefore, need to be sound in order to safeguard both the public interest and the individual reputations of Board members.

Public Service Values

4. The Board of the YNYERLEP will at all times:
 - a. Observe the highest standards of propriety, impartiality, integrity and objectivity in relation to stewardship of any public funds and management of YNYERLEP affairs;
 - b. In accordance with Government policy on openness, comply fully with the principles of the Citizen's Charter and the Code of Practice on Access to Government Information;
 - c. Be accountable to Government and users of services for the YNYERLEP's activities, its stewardship of public funds and the extent to which key performance targets and objectives have been met; and
 - d. Maximise value for money through ensuring that services are delivered in the most efficient and economical way and within available resources.

Role of the Chair

5. Communications between the Board and Government will normally be through the Chair except where the Board has agreed that an individual Board Member should act on their behalf. Nevertheless, an individual Board Member has the right of access to Ministers on any matter that they believe raises important issues relating to their duties as a Member of the Board. In such cases the agreement of the rest of the Board would normally be sought.
6. The main point of contact between the YNYERLEP and Government departments (BIS, DCLG & DTI) on day to day matters will normally be the Assistant Director or another member of staff employed by the Accountable Body.
7. The Chair will ensure that all Board members, when taking up their seat, are fully briefed on the terms of their appointment, and on their duties, rights and responsibilities. They will be given a copy of a YNYERLEP Induction Pack containing the necessary information.
8. The Chair has particular responsibility for providing effective strategic leadership on matters such as:
 - a. formulating the Board's strategy for achieving its key objectives;
 - b. representing the views of the Board to the general public;
 - c. ensuring the Board, in reaching decisions, takes proper account of Government guidance
 - d. encouraging high standards of propriety, promoting efficient and effective use of staff and other resources throughout the organisation; and
 - e. providing an assessment of performance of individual Board members, on an annual basis, when they are being considered for re-appointment to the Board.
9. The Chair will ensure the Board meets at regular intervals throughout the year and that minutes of meetings accurately record decisions taken and, where appropriate, the views of individual Board Members.

Responsibilities of Individual Board Members

10. Individual Board members have wider responsibilities as Members of the Board. These include the duty to comply at all times with this Code of Best Practice and with rules relating to the use of public funds; and to act in good faith and in the best interests of the LEP.

11. Board Members will adhere to the Seven Principles of Public Life (Nolan Principles): Selflessness; Integrity; Objectivity; Accountability; Openness; Honesty; Leadership.
12. The Board adopts for its own purposes the Members' Code of Conduct for the time being of the Accountable Body to which all Members shall adhere. Board Members are required to complete a "Declarations of Interest" form which is part of the Agenda of each meeting, the minutes shall confirm the action taken when a Declaration of Interest is made by a Board Member.
13. Board Members will not use information gained in the course of their public service for personal gain or for political purposes; nor seek to use the opportunity of public service to promote their private interests or those of connected persons, firms, businesses or other organisations.
14. Board Members will not make public information which is confidential except as they are legally permitted to do so

APPENDIX 2 – MANAGEMENT OF BOARD MEETINGS

1. Time and Place

Meetings of the Board shall be held at such time and place as the Board may from time to time determine, provided that the Chair may call a meeting of the Board at any time. The proposed frequency of Board meetings is 6 weekly.

Video-conferencing facilities may be used to facilitate attendance at Board Meetings with the consent of the Chair.

2. Notice of Meetings

Notice in writing of each meeting of the Board, specifying the date, time and place, shall be sent to every Member of the Board at least five working days before a meeting, except where the Chair agrees that, on the grounds of urgency or expediency, a meeting should be convened on shorter notice. Board meeting papers shall be sent out on the same timescale.

3. Agenda

Any Board Member may require an item of business to be placed on the agenda of a Board Meeting subject to giving the Chair and the Assistant Director not less than 14 days' written notice prior to the following Board Meeting.

4. Minutes

All meetings shall be minuted and a copy kept on file. A copy shall also be sent to Board Members where practicable prior to the next meeting and, if approved or amended as a true and accurate record, shall be signed by the person presiding. If amendments are agreed, the revised minutes shall be sent to each Board Member.

5. Communication

In order to facilitate communication between Board Members and between meetings it is proposed that personal contact details are issued to all Board Members.

6. Task and Finish Groups

The Board may establish Task & Finish Groups to take forward specific objective(s) and to draw up a detailed action plan. The Chair of each group will not necessarily be a member of the Board although at least one Private Sector Member will be expected to participate in each Task & Finish Group. Unless otherwise specified, these groups will make recommendations to the Board: they cannot make decisions on behalf of the Board.