

## **Appendix 1**

# **Terms of Reference and Constitution for the Gloucestershire City Region Board**

### **TERMS OF REFERENCE/CONSTITUTION**

#### **1. Governance**

- 1.1 The Gloucestershire City Region Board ("**GCR Board**") is a Joint Committee under ss101(5), 102 Local Government Act 1972 and under Part1A Chapter 2 Section 9EB of the Local Government Act 2000 and pursuant to the Local Authorities (Arrangement for the Discharge of Functions) (England) Regulations 2012.
- 1.2 Political Proportionality rules will not apply to the GCR Board as so constituted.
- 1.3 The GCR Board will include all of the Partner Authorities.

#### **2. Host Authority**

- 2.1 The GCR Board will be hosted under local government arrangements by Gloucestershire County Council. The Host Authority will provide Secretary/Clerk, s151 and Monitoring Officer roles of the GCR Board.

#### **3. Functions of the GCR Board**

- 3.1 Each of the Partner Authorities empowers the GCR Board to:
  - 3.1.1 engage in strategic discussion and act as the primary consultative forum to set a dynamic vision for Gloucestershire and to present and discuss issues relating to the following:
    - (a) economy and growth;
    - (b) funding and bids;
    - (c) devolution; and
    - (d) skills and employment;

- 3.1.2 develop and support a shared vision for strategic growth and economic success for the County of Gloucestershire;
- 3.1.3 champion that shared vision and its delivery with a single voice inside and outside Gloucestershire, including with strategic partner organisations such as the Western Gateway Partnership.
- 3.1.4 lobby and bid for funding and support via government growth programmes and Western Gateway Partnership and other partners to support the delivery of the GCR Board's ambitions;
- 3.1.5 promote the success of the Gloucestershire City Region and its strengths to attract inward investment and growth;
- 3.1.6 work closely with all sections of the Gloucestershire City Region communities, businesses and agencies to engage them in the generation and delivery of the vision;
- 3.1.7 build upon the inter-related strengths of the communities of the Gloucestershire City Region to fulfil the ambitions of each place and maintain their identities;
- 3.1.8 create a positive vision for vibrant rural communities, businesses and infrastructure to maximise their contribution to Gloucestershire;
- 3.1.9 work with partners to ensure the Gloucestershire City Region Vision can guide and integrate with future strategic spatial and infrastructure plans;
- 3.1.10 ensure the development of a Gloucestershire Vision complements other visioning and strategic plans in the County of Gloucestershire;
- 3.1.11 aim to create, through the Gloucestershire City Region Vision, a special county which has uniquely attractive offers as a place to live and visit and a vibrant economy firmly based on modern commercial activity, built on the strengths of our communities;
- 3.1.12 discharge on behalf of Partner Authorities the power to do anything it considers likely to achieve the promotion or improvement of the economic wellbeing of the area of Gloucestershire together with such additional functions as the respective constituent Councils may determine from time to time;

- 3.1.13 facilitate and enable collaboration between the Partner Authorities on economic development, employment and skills, and associated activities;
  - 3.1.14 formulate and agree the GCE Strategy from time to time and other plans and strategies related to economic growth, and to work jointly to ensure their delivery;
  - 3.1.15 lobby and carry out other activities that help achieve the promotion or improvement of the economic wellbeing of the area of Gloucestershire;
  - 3.1.16 promote the vision contained in the GCE Strategy;
  - 3.1.17 seek the allocation of resources to achieve the promotion or improvement of the economic wellbeing of the area of Gloucestershire; and
  - 3.1.18 ensure a co-ordinated approach to and liaise with such relevant Groups/Boards as the Partner Authorities and/or the Senior Officer Group may determine from time to time.
- 3.2 To provide political and democratic accountability by:
- 3.2.1 monitoring the delivery of each priority, plan, project or programme included in the GCE Strategy and by ensuring that action is taken to review and prepare revised action plans as necessary;
  - 3.2.2 monitoring the Annual Budget;
  - 3.2.3 advising and making recommendations to the Partner Authorities;
  - 3.2.4 providing Leadership Gloucestershire with regular updates in respect of the work of the GCR Board and (where appropriate) the governance of the GCR Board.

#### **4. Membership of the GCR Board and appointment of the Chair**

- 4.1 The GCR Board shall be comprised of:
  - 4.1.1 One member from each of the District Authorities: each such member to be an appointed executive member (where executive

arrangements are in place) from the relevant District Authority (voting); and

- 4.1.2 One member from the Administering Authority, such member to be an appointed executive member (where executive arrangements are in place) from the Administering Authority (voting), who shall also act as the Chair.

The GCR Board may from time to time at its absolute discretion appoint one non-voting member to the GCR Board from Gloucestershire's business community. Each such appointment shall continue for a fixed term (to be determined by the GCR Board) unless removed earlier by the GCR Board.

- 4.2 Each District Authority shall appoint a substitute member (being an executive member of the relevant District Authority where executive arrangements are in place). The substitute member shall have the same rights of speaking and voting at meetings as the member for whom the substitution is made.
- 4.3 The Administering Authority shall appoint a substitute member (being an executive member of the Administering Authority where executive arrangements are in place). The substitute member shall have the same rights as the member for whom the substitution is made in respect of speaking, voting and acting as the Chair at meetings.
- 4.4 Each GCR Board member appointed by a Partner Authority shall remain in office until removed and replaced by his or her appointing Partner Authority, or in the case of an executive member, until he or she ceases to be a member of the Executive of the appointing Partner Authority.

## 5. **Voting**

- 5.1 One member one vote for each Partner Authority.
- 5.2 Normal rules as to declarations of interest to be applied in accordance with the Gloucestershire County Council Code of Conduct.
- 5.3 Except as otherwise provided by the Local Government Acts 1972 and 1985 and subject to the protocol in respect of the Chair's casting vote set out in **Error! Reference source not found.**, all matters shall be decided by a majority of the votes of the voting members present.

5.4 Subject to the protocol in respect of the Chair's casting vote set out in **Error! Reference source not found.**, in the event of an equality of votes the Chair shall have the casting vote in addition to their vote as a member of the GCR Board.

## 6. **Quorum**

6.1 The quorum for a meeting shall be the member from the Administering Authority together with 3 (three) other voting members. No business shall be transacted unless quorum is reached. If quorum is not reached within thirty (30) minutes of the start of the meeting (or if quorum ceases to be present during a meeting), the meeting shall be adjourned to the same time and venue to a date determined by the Chair.

## 7. **Meetings**

7.1 The Chair of the meeting shall be the member from the Administering Authority or their substitute, also from the Administering Authority.

7.2 Each member entitled to attend will send a substitute member as per paragraphs 4.2 and 4.3 in the event of his or her unavailability. The Secretary/Clerk for the GCR Board shall be informed prior to the commencement of the meeting of any substitute members attending.

7.3 A meeting of the GCR Board must be convened by the Chair within twenty-eight (28) days of the receipt of a requisition of any two voting members of the GCR Board addressed to the Secretary/Clerk to the GCR Board. All requisitions shall be in writing and no business other than that specified in the requisition shall be transacted at such a meeting.

## 8. **Constitution**

8.1 The Constitution of Gloucestershire County Council shall apply to the GCR Board.

## 9. **Attendance**

9.1 Members of the SOG, together with the Administering Authority's s151 Officer, Legal Advisor and the Clerk shall be entitled to attend meetings of the GCR Board to advise the GCR Board on matters relevant to the functions and activities of the GCR Board but shall have no voting rights.

9.2 Each Partner Authority may send any of its officers (as it considers to be appropriate) to meetings of the GCR Board, or any sub-committee thereof, to support its GCR Board Members or those invited to observe the meeting.

10. **Responsibilities of the Chair and (if applicable) their substitute**

10.1 The role of the Chair and (if applicable) their substitute, is to ensure that the meetings of the GCR Board are conducted efficiently and in accordance with the Standing Orders and Rules of Procedures.

10.2 The role of the Chair's substitute is to deputise for the Chair during any period of the Chair's absence or at other times as appropriate and his responsibilities shall be the same as those of the Chair.

10.3 Subject to the protocol in respect of the Chair's casting vote set out in **Error! Reference source not found.**, the Chair or (if applicable) their substitute shall have a second or casting vote in the event of an equality of votes when presiding at a meeting of the GCR Board.

11. **Meetings of the GCR Board**

11.1 Part I of Schedule 12 of the LGA 1972 shall apply to meetings of the GCR Board.

11.2 At its first meeting and at each Annual General Meeting thereafter the GCR Board shall:

11.2.1 adopt a Scheme of Delegation; and

11.2.2 approve the schedule of meetings for the remainder of the year.

11.3 Subject to paragraph 11.5 below, and the need exceptionally to call additional meetings, the GCR Board shall meet at least four times each year. The Chair shall decide the venue, date and time of all meetings of the GCR Board. Wherever practicable, at least ten (10) Business Days' notice of such meetings shall be given to each GCR Board Member, the Senior Manager, the Administering Authority's s151 Officer, the Legal Advisor and to each of the Partner Authorities by the Clerk.

11.4 Meetings of the GCR Board shall be open to the public and press except during consideration of items containing confidential or exempt information in accordance with the provisions of sections 100 to 100K of the LGA 1972; and

reports to and the minutes of the GCR Board shall (subject to the provisions of sections 100 to 100K of the LGA 1972) be available to the public and press as though they were the reports or minutes of a meeting of a Partner Authority.

- 11.5 Any GCR Board Member may requisition a meeting of the GCR Board by giving notice of such requisition to the Chair and to the Clerk. Immediately upon receipt of such requisition, the Chair shall call a meeting of the GCR Board in accordance with paragraph 11.3 which shall be no later than ten (10) Business Days after the receipt by the Clerk of the notice of requisition.
- 11.6 The Standing Orders and Rules of Procedure shall be applicable to meetings of the GCR Board. The Standing Orders and Rules of Procedure may only be amended or replaced if the amendment or replacement is agreed by not less than three-quarters of the GCR Board Members.
- 11.7 If a quorum is not present within thirty (30) minutes of the time set for the commencement of a meeting of the GCR Board (or a quorum ceases to be present during a meeting) the meeting shall be adjourned to the same time and venue five (5) Business Days later or to such other date, time and venue as the Chair (or other person who is chairing the meeting) shall determine.
- 11.8 The Chair shall normally preside at all meetings of the GCR Board. If the Chair is not present within fifteen (15) minutes of the time for the commencement of a meeting, or being present does not wish to preside or is unable to do so, then their substitute shall preside at that meeting. If (in the event of the absence or non-availability of the Chair) their substitute is not present within fifteen (15) minutes of the time for the commencement of the meeting or does not wish to preside or is unable to do so, the meeting shall be adjourned to the same time and venue five (5) Business Days later.

## **12. DELEGATION TO SUB COMMITTEES AND OFFICERS**

- 12.1 The GCR Board may arrange for any of its functions to be discharged in accordance with the provisions of a Scheme of Delegation as approved by the GCR Board.
- 12.2 The GCR Board may appoint working groups consisting of GCR Board Members, officers from the Administering Authority (including of the SOG) and officers of any of the Partner Authorities to consider specific matters and report back to the GCR Board or any sub-committee with recommendations.

### 13. **Scrutiny Arrangements**

- 13.1 Subject as set out in this paragraph 13 the decisions made by the GCR Board shall for the time being be subject to the Scrutiny Arrangements of each Partner Authority and each Partner Authority acknowledges the requirements in paragraph 13.6 below for cooperation between the respective Scrutiny Committees of each Partner Authority and Stroud's Strategy and Resources Committee.
- 13.2 Any decision of the GCR Board, except those agreed as urgent in accordance with paragraph 13.3 shall not be implemented until the Scrutiny Arrangements of the Partner Authority whose membership has called in the decision or action has been completed.
- 13.3 Where the GCR Board decides that a decision must be implemented without delay and as a matter of urgency it shall record the reasons for such urgency in the minutes of the meeting and any subsequent 'call in' of that decision should normally relate only to the process leading to the decision and not to the decision itself and the chairmen of the Partner Authorities Scrutiny Committees and Stroud's Strategy and Resources Committee shall be advised immediately.
- 13.4 A summary record of decisions made by the GCR Board will be made available to the public via the website of the Administering Authority within two (2) Business Days of the decision being made. At the same time the Administering Authority will provide a copy of the summary record of decisions to all Partner Authorities for them to make available to their members as they see fit. The summary record will indicate which of the decisions are subject to the urgency provision and therefore are not available to be 'called in' prior to implementation.
- 13.5 All decisions of the GCR Board (unless urgency is specified in accordance with paragraph 13.3) to be subject to call-in processes of each Partner Authority. If not called in during that period any decision shall then be available for implementation.
- 13.6 The GCR Board Members and the relevant officers from each Partner Authority shall fully cooperate with the relevant Scrutiny Committee of any of the Partner Authorities or (as applicable) Stroud's Strategy and Resources Committee and attend as directed by the Scrutiny Committee/Stroud's



Strategy and Resources Committee. The GCR Board Chair may nominate the GCR Board Member(s).

- 13.7 Where a decision is called in by more than one Partner Authority, the Scrutiny Committee of each of the Partner Authorities or (as applicable) Stroud's Strategy and Resources Committee calling in the decision will be invited to request the County Council to convene a meeting of the Gloucestershire Economic Growth Scrutiny Committee (GEGSC) to hear evidence, views, options considered, reasons for decision and to ask questions of appropriate GCR Board Member(s) and officers of the Administering Authority (including of the SOG) and others invited to participate.
- 13.8 After these "hearings", each relevant Scrutiny Committee or (as applicable) Stroud's Strategy and Resources Committee will meet separately to decide on what comment, view or recommendations (if any) it wishes to make to the GCR Board.
- 13.9 Where the account to be given to the Scrutiny Committee or (as applicable) Stroud's Strategy and Resources Committee requires the production of a report, then the GCR Board Member or officer concerned will be given sufficient notice to prepare the documentation.
- 13.10 Once it has formed recommendations on a call-in (or proposals for development in accordance with paragraph 13.13) a Scrutiny Committee or (as applicable) Stroud's Strategy and Resources Committee shall prepare a formal report and submit it for consideration by the GCR Board.
- 13.11 The GCR Board shall consider the report of a Scrutiny Committee or (as applicable) Stroud's Strategy and Resources Committee at its next suitable meeting and shall issue a formal response to such a report.
- 13.12 The Clerk shall monitor the operation of the provisions relating to call-in and urgency annually, and submit a report to the GCR Board with proposals for review if necessary.
- 13.13 A Scrutiny Committee or (as applicable) Stroud's Strategy and Resources Committee should notify one of the GCR Board Members for its Partner Authority if it includes in its work programme any aspect of policy development or review relating to the work or functions of the GCR Board.

## 14. ANNUAL BUDGET

- 14.1 The GCR Board and the Partner Authorities will prepare the Annual Budget for future Financial Years in accordance with the following deadlines:
- 14.1.1 No later than 31 July in each Financial Year the Administering Authority or the Senior Manager (if appointed) shall submit a draft Annual Budget to the SOG in respect of the next Financial Year;
  - 14.1.2 The SOG shall within twenty (20) Business Days of receipt of the draft Annual Budget consider and provide comments on or suggest amendments to be included in a revised draft Annual Budget;
  - 14.1.3 No later than 30 September in each Financial Year the GCR Board will approve the draft Annual Budget;
  - 14.1.4 Each Partner Authority will consider, as part of its budget setting process the draft Annual Budget;
  - 14.1.5 No later than 30 November in each Financial Year each Partner Authority will provide any comments or proposed amendments to the draft Annual Budget to the GCR Board;
  - 14.1.6 No later than 15 January in each Financial Year the Administering Authority's s151 Officer will insert the actual costs to the GCR Board into the draft Annual Budget and circulate it to the s151 officer and to the GCR Board;
  - 14.1.7 No later than 18th February in each Financial Year each Partner Authority will approve any amendments to the draft Annual Budget; and
  - 14.1.8 The GCR Board will approve the Annual Budget by no later than 28 February in each Financial Year.
- 14.2 If the Partner Authorities or the GCR Board are unable to approve the draft Annual Budget for a Financial Year before 26 February in any year, the GCR Board shall perform its delegated functions and activities set out in paragraph 2 in conformity with the approved Annual Budget for the previous Financial Year, subject to an adjustment for inflation using indices determined by the Administering Authority's s151 Officer from time to time, until such time as an Annual Budget is approved in accordance with this paragraph 14.

- 14.3 At any time within a Financial Year the GCR Board may agree by a majority vote amendments to the Annual Budget for that Financial Year to accommodate any unforeseen change in circumstances and to assist the GCR Board in performance of its functions.
- 14.4 Where the GCR Board is to consider amendments in accordance with paragraph 14.3 above, the County Council or the Senior Manager (if appointed) shall forthwith notify the Chief Executive of each of the Partner Authorities of the proposed amendments to the Annual Budget. Each Partner Authority shall have a period of twenty (20) Business Days from receipt of the proposed amendments in which to consider them and to notify the County Council or the Senior Manager (if appointed) that such amendments require the approval of the Partner Authority.
- 14.5 Where no Partner Authorities serve notice (in accordance with paragraph 14.4) on the County Council or the Senior Manager (if appointed) the GCR Board may implement such proposed amendment.
- 14.6 Where one or more of the Partner Authorities has notified the County Council or the Senior Manager (if appointed) that it needs to approve the proposed amendments, the GCR Board shall not implement such proposed amendments unless and until the notifying Partner Authority has approved the proposed amendments and informed the County Council or the Senior Manager (if appointed) that it has approved such proposed amendments.
- 14.7 The Partner Authorities shall pay any due contribution of the Annual Budget to the Administering Authority in accordance with clause **Error! Reference source not found.** of the Agreement and any additional contributions which may arise as a result of the operation of paragraphs 14.3 to 14.6 above shall be paid in accordance with clause **Error! Reference source not found.** of the Agreement.

## 15. **GCR BOARD MEMBER CONDUCT**

- 15.1 GCR Board Members shall be subject to the code of conduct for elected members adopted by the Partner Authority that nominated them to be a GCR Board Member.

## 16. **LIABILITY OF GCR BOARD MEMBERS**

- 16.1 A GCR Board Member shall have the same responsibilities and liabilities as those that apply when sitting on other committees and bodies as an appointed representative of his nominating Partner Authority.

## **Appendix 1 (incorporated and referred to within the Inter Authority Agreement)**

### **PROTOCOL IN RESPECT OF THE CHAIR'S CASTING VOTE**

The GCR Board agrees the following Protocol in respect of the Chair's right to cast a second or casting vote in the event of an equality of votes at a GCR Board meeting:

#### **Deferral Vote**

In the event of an equality of votes the GCR Board Members agree to proceed as follows:

1. the Chair shall move to defer the agenda item ("**Deferral Vote**").
2. If the Deferral Vote is passed by a majority the item shall be deferred and the deferral process will be triggered.
3. If the Deferral Vote is tied, the Chair shall have a casting vote to decide whether to defer the item or not.
4. If the Deferral Vote is lost then the agenda item shall stand and be voted on, with the Chair having a casting vote.

#### **Deferral Process**

The deferral process shall be as follows:

1. The agenda item shall be deferred for a period of not less than five (5) Business Days ("**Deferral Period**") and the GCR Board meeting shall be adjourned to a date beyond the expiry of the Deferral Period as determined by the Chair. During the Deferral Period the GCR Board Members shall be able to consult their Partner Authorities and discuss the agenda item with other GCR Board Members.

2. At the adjourned GCR Board meeting the agenda item shall be discussed again and any written views received from Partner Authorities shall be reported to the GCR Board for consideration by the meeting.
3. If, at the adjourned meeting, there is an equality of votes in relation to that agenda item the Chair shall have a casting vote.