



north wales economic ambition board
bwrdd uchelgais economaidd gogledd cymru

REPORT TO ECONOMIC AMBITION BOARD

DATE 15 MARCH 2019

Title: North Wales *Economic Ambition Board Governance*
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1. PURPOSE OF THE REPORT

To continue to progress the adoption of the governance structures for the Economic Ambition Board .

2. DECISION SOUGHT

- 1. To accept the report.**
- 2. To accept that the North Wales Economic Ambition Board as far as reasonably practicable will meet at a single appropriate North Wales venue in accordance with the report.**
- 3. Pending the establishment of a formal Business Leaders Group to appoint the Chairman of North Wales Business Group as an Adviser to the Economic Ambition Board and to confirm the Advisers structure.**
- 4. That a further report on proposed Sub-Boards be presented to the next meeting of the North Wales Economic Ambition Board.**
- 5. To accept the Operating Protocol for the North Wales Economic Ambition Board.**

3. REASONS FOR THE DECISION

Following the commencement of the First Governance Agreement (“GA1”) and the establishment of the Economic Ambition Board (“EAB”) as a decision making Joint Committee there are matters around governance which need to be progressed to decision.

4 BACKGROUND AND RELEVANT CONSIDERATIONS

- 4.1 The Partners formally entered into GA1 on the 18th of December 2018. This provided for the establishment of a Joint Committee under the provisions of the Local Government Acts 1972 and 2000. This is a Joint Committee exercising Executive functions which are subject to a particular statutory regime which stems from the implementation of the “Cabinet “ system for local authorities in Wales. It legislates for a clear separation of the functions of the Executive and non-Executive functions. GA1 provided powers for the EAB to establish a framework of “Sub-Boards” which are to be constituted as formal Sub-Committees of the Joint Committee.
- 4.2 In legal terms the status of a Sub-Committee in relation to membership and arrangements for meetings and publication vary little from the Joint Committee. As such meetings of Sub-Committees would need to be supported through Committee Services and will need legal governance support particularly if they are exercising delegated decision making powers. These will need to be resourced.
- 4.3 The framework as put forward in GA1 and the Proposition Document foresaw a series of Sub-Boards around key themes in the Growth Bid and Growth Vision, Appendix 1. These areas are as follows:
- Digital Delivery
 - Skills and Employment Delivery
 - Transport Delivery
 - Enterprise and Innovation Delivery
 - Property, Sites and Premises Delivery
- 4.4 Although it was not envisaged that all Sub-Boards would come into being immediately, two in particular were highlighted for implementation as soon as reasonably practicable by the Joint Committee namely in areas of Transport and Digital.
- 4.5 Within GA1 the proposed Sub-Boards would as a minimum undertake the functions listed in the agreement within their remit and in accordance with standard Terms of Reference. They would also be able to assume powers delegated to them by the EAB although it can be envisaged that in relation to the Growth Bid these are likely to be in relation to management and supervision of specific projects.

- 4.6 In relation to skills there is an existing Regional Skills Partnership (“RSP”) which is described as “voluntary partnership”. The membership and terms of reference are such that were the EAB to move to form a formal Sub Board around Skills and Employment it is likely that there would be overlap with aspects of its work which would also fall within the remit of the RSP. The cross sectoral membership of the RSP Means that key stakeholders in relation to skills are represented on the body.
- 4.7 The proposed implementation plan identifies a governance structure for GA2 which will influence the precise nature of the Sub-Boards and whether they become formal sub-committees. The framework is in place to take this route. It is also acknowledged that the Transport Sub –Committee will need to be established as a Sub-Committee but in the light of on-going discussions with Welsh Government the precise terms of reference will need to be reviewed having regard to wider regional transport initiatives. The implementation of the Digital Sub-Group will also be addressed. It is proposed that a detailed report on the required Sub-Boards and support body framework be prepared and submitted to the next meeting of the EAB.

Advisors

- 4.8 As part of GA1 a structure of Advisers to the EAB was put in place to secure a voice for key partners in the EAB. They have a specific status including a right to present to the EAB. Advisers who are also Parties have the right with other Parties to instigate a “cooling off” period for decisions. The EAB has power under GA1 to appoint other bodies as Advisers. Currently the following bodies are formally identified as Parties and Advisers to the EAB:

Bangor University

Glyndwr University

Coleg Cambria

Grwp Llandrillo Menai

North Wales and Mersey Dee Business Council although not Parties have the right to attend as Advisers.

- 4.9 It is envisaged that as part of GA2 a formal stakeholder body, the Business Leadership Group will be constituted and have a key role in being the private sector voice advising the EAB. It has always been envisaged that the chair of this proposed body will sit as an Adviser to the EAB. In the interim and pending the

appointment of this body it is recommended that the current chair of the North Wales Business Workshop be appointed as an Adviser to the EAB.

Economic Ambition Board Operational Protocol

- 4.10 Appendix 1 sets out the arrangements for supporting the Work of the EAB and ensuring that its arrangement provide for appropriate standards of governance and legislative compliance.
- 4.11 There has been an ongoing discussion about the location of EAB meetings. From a purely practical perspective it is recommended that the meeting take place in appropriate Council or Committee chamber which will be equipped both to facilitate the meeting its self, including translation but also convenient public access. Committee Services have secured the use of the Council Chamber at Bodlondeb Conwy for some of the next meetings. However, it is suggested that arrangements might be made with Denbighshire to meet in Ruthin as an alternative venue.

5. FINANCIAL IMPLICATIONS

These are out lined in the Chief Finance Officers comments.

6. LEGAL IMPLICATIONS

The report sets out the legal requirements in relation to the governance structures and procedures of the Economic Ambition Board.

7. STAFFING IMPLICATIONS

None identified

8. IMPACT ON EQUALITIES

None Identified

9. CONSULTATIONS UNDERTAKEN

N/A

STATUTORY OFFICERS RESPONSE:

i. Monitoring Officer – Accountable Body

The report has been prepared by the Monitoring Officer

ii. **Head of Finance – Accountable Body:**

These governance issues are matters for the Board members' consideration, but it would be a pragmatic decision to meet at a central north Wales venue.

Further, it should be noted that relevant costs (as presented in the planned budget which is also on today's agenda) will vary with the number of sub-committees established and their meetings' frequency.

APPENDIX 1

North Wales Economic Ambition Board

Operating Protocol

The North Wales Economic Ambition Board ("EAB") is a statutory Joint Committee. It has terms of reference and delegated powers from the Councils to lead regionally on the Growth Bid and wider Growth Vision. Its detailed Terms of Reference and governance are set out in the First Governance Agreement ("GA1").

1. Membership

The Leaders of the six Councils are the statutory members of the EAB. The Chair and Vice Chair will be appointed from amongst these members. There is provision for appointing deputies.

They are initially supported by Advisors who represent the parties to GA1 and key stakeholders. Although not members of the Committee they have rights in relation to speaking at the Committee and review of decisions. The EAB may invite other bodies or organizations to appoint Advisors. Advisors have a significant voice in the meetings of the EAB and their appointment should be considered accordingly.

2. Officers

Officers will attend the meeting to provide advice advisors namely Lead Director, Chief Executives and the Statutory Officers, Monitoring and Finance. Other officers will attend meetings as required to present reports.

3. Meetings

As a statutory Joint Committee the meetings and documents will be open to the press and public. There are therefore statutory requirements in relation to notice and publication of agendas and reports.

The press and public may be excluded on specific statutory grounds which include potential disclosure of information which is confidential material, relates to contractual negotiations or is commercially sensitive information. The decision on the status of the reports will be taken by the Monitoring Officer acting as Proper Officer on the statutory grounds and subject to a public interest test..

Agendas and reports for the meetings will be published no later than 5 clear days before the meeting.

Meetings will be held at appropriate venues in North Wales .

Ordinary meetings will commence at 13:00 on the dates set out in the meeting calendar. The EAB may set its own calendar of meetings and if required there are provisions in the Standing Orders for Extraordinary meetings.

4. Executive Group

In accordance with GA1 draft reports to the EAB will be submitted to the Executive Board for final approval as to content and recommendations.

5. Agenda and Reports

Agendas and Reports to the EAB will be in a standard format. They will be prepared and translated by their author relevant officer. There is no provision for oral reports and reports must be published with the agenda.

Reports and Appendices will be circulated to the Monitoring Officer and Finance Officer for inclusion of the Legal and Financial sections. Applications for exempt items will be made at this stage. Any subsequent amendment to the report recommended by the Executive group must be re-submitted to the Statutory Officers to review before publication in the EAB Agenda.

This is the timetable for reports

1. Draft report to Statutory Officers – no later than 3 working days before Exec Group meeting agenda released.
2. Submission to Executive Group – 4 days (Monday) prior to Exec group meeting
3. Delivery of reports to contact point in host authority with statutory officer comments – Welsh and English version – on the day prior to publication of Agenda -7 working days prior to EAB (Wednesday week prior to EAB)
4. Publication of Agenda – *5 clear days prior to EAB (Thursday week prior to EAB)
5. EAB meeting (usually 3rd Friday of the month – see timetable)

In order to ensure that reports to the EAB are properly prepared and published this timetable must be adhered to. Late reports will be deferred to the next suitable EAB meeting.

(* the statutory minimum is 3 clear days as reflected in GA1)

6. Publication and Publicity

Agendas will be published electronically on the Gwynedd Council website. The link will be circulated to all members, advisers, and officers.

The link will be circulated to the press

The link will also be published on the EAB Twitter feed and Facebook.

7. Voting and Decisions.

Voting on decisions will be by a majority of the Council Leaders. The Chair does not have a casting vote but matters where the vote is tied will be deferred to the next meeting.

Advisers have the right to speak on any matter before the EAB and those representations must be given consideration. However if any two Parties (being Members or Advisers) make such a request the matter will be deferred to the next meeting of the EAB.

8. Codes of Conduct and Conflicts of Interest

Local authority members and attending the EAB will be governed by their Codes of Conduct and will declare and deal with personal interests in accordance with those requirements. GA 1 includes a similar "mirrored" provision for representatives of Advisers attending at the meetings (Appendix B). The Monitoring Officer will advise on issues related to Codes of Conduct.

9. Language and Translation.

All meetings of the EAB will be conducted bilingually and all participants may speak through the medium of Welsh and/or English. Simultaneous translation will be provided by the host authority.

10. Minutes and Decision Notices

As a statutory Executive Joint Committee, there is a legal requirement that all decisions are published in a formal decision notice which records the following information:

- (a) the decision including the date it was made;
- (b) the reasons for the decision;
- (c) declaration of interest and/or dispensation in relation to the matter

- (d) details of any consultations undertaken in accordance with the authority's constitution e.g. statutory officers

There is no formal requirement to produce minutes of the meeting however, decision notices are limited to recording the statutory details so minutes of the meeting will also be prepared.

Draft decision notices and minutes will be approved by the Lead Director and Statutory Officers.

11. Scrutiny

GA 1 provides that scrutiny will be retained in the individual Councils. It is anticipated that the EAB will work to facilitate the role of scrutiny and other elected members by providing for regular briefing on the work of the EAB. There is provision for establishment of Joint Scrutiny Forum within GA1 which would need to be jointly established by the Councils.

12. Accountable Body

The role of the Accountable Body in relation to GA 1 is to provide the support services to facilitate the work of the EAB and Sub Committees (Boards) includes not only the statutory officers but also the provision of legal financial and other technical advice. It also includes Committee support and translation services both for the preparation of agendas minutes and decision notices and other related documentation.

APPENDIX A

CODE OF CONDUCT FOR NWEAB ADVISERS

1. You must in all matters consider whether you have a personal interest and whether this code of conduct requires you to disclose that interest.
2. You must regard yourself as having a personal interest in any business of the North Wales Economic Ambition Board if:
 - a it is likely to affect the well-being or financial position of such persons below to a greater extent than other tax payers in North Wales:
 - i you;
 - ii anyone with whom you live; or
 - iii anyone with whom you have close personal association;
 - b it relates to or is likely to affect any of the following:
 - i any employment or business of such a person;

- ii any person who employs or has appointed such a person, any firm in which such a person is a partner or any company for which such a person is a remunerated director;
- iii any corporate body which has a place of business or land in North Wales, and in which any such persons has a beneficial interest in a class of securities of that body that exceeds the nominal value of £25,000 or one hundredth of the total issued share capital of that body;
- iv any contract for goods, services or works made between the NWEAB and:
 - aa any such person;
 - bb a firm in which such a person is a partner;
 - cc a company of which such a person is a remunerated director; or
 - dd a body of the description specified in sub-paragraph (iii) above;
- v any land in North Wales:
 - aa in which such a person has a beneficial interest; or
 - bb which such a person has a licence (alone or jointly with others) to occupy for 28 days or more;
- vi any land where the landlord is the NWEAB and the tenant is:
 - aa a firm in which such a person is a partner;
 - bb a company of which such a person is a remunerated director; or
 - cc a body of the description specified in sub-paragraph (iii) above;
- vii any of the following bodies in which such a person is a member or holds a position of general control or management:
 - aa a public authority or body exercising functions of a public nature;
 - bb a company, industrial and provident society, charity, or body directed to charitable purposes;
 - cc a body whose principal purposes include the influence of public opinion or policy;
 - dd a trade union or professional association; or
 - ee a private club, society or association operating within North Wales.

Declaration of Personal Interests

- 3 Where you have a personal interest in any business of the NWEAB and you attend a meeting at which that business is considered, you must declare the existence and nature of that interest before or at the commencement of that item, or when the interest becomes apparent.
- 4 Where you have a personal interest in any business of your authority and you write or speak to an officer or member of the NWEAB then you must:
 - a include details of that interest in the written communication; or
 - b declare the interest at the commencement, or when it becomes apparent to you that you have such an interest.
- 5 You must, in respect of a personal interest not previously declared, before or immediately after the close of a meeting where the declaration is made, give written notification to the NWEAB's monitoring officer on the prescribed form, containing:
 - a details of the personal interest;
 - b details of the business to which the personal interest relates; and
 - c your signature.

- 6 A personal interest is also a prejudicial interest if it is one which a member of the public with knowledge of the relevant facts would reasonably regard as so significant that it is likely to prejudice your judgement of the public interest except as set out in paragraph 7 below.
- 7 You will not be regarded as having a prejudicial interest in any business where that business is not the determination of any approval, consent, licence, permission or registration and:
 - a It relates to:
 - i another public authority or body exercising functions of a public nature in which you hold a position of general control or management;
 - ii a body to which you have been elected, appointed or nominated by the NWEAB;
 - iii your role as a school governor (where you are not appointed or nominated by an authority which is a member of NWEAB) unless it relates particularly to the school of which you are a governor; or
 - iv your role as a member of a Local Health Board where you have not been appointed or nominated by an authority which is a member of the NWEAB;
 - v save that an interest shall not be considered as being personal and prejudicial where it relates to or is likely to affect the Party which has appointed the Adviser to the Joint Committee.
 - b It relates to:
 - i the housing functions of an authority which is a member of the NWEAB where you hold a tenancy or lease with that authority, provided that you do not have arrears of rent of more than two months, and provided that those functions do not relate particularly to your tenancy or lease; or
 - ii the functions of an authority which is a member of the NWEAB in respect of school meals, transport and travelling expenses, where you are a guardian, parent, grandparent or have parental responsibility (as defined in section 3 of the Children Act 1989) of a child in full time education, unless it relates particularly to the school which that child attends.
 - c It relates to or is likely to affect an Adviser which has appointed you as its representative to the Joint Committee.

Overview and Scrutiny Committees

- 8 You also have a prejudicial interest in any business before an overview and scrutiny committee of any authority (or of a sub-committee of such a committee) where:
 - a that business relates to a decision made (whether implemented or not) or action taken by the NWEAB or another of its committees, sub-committees, joint committees or joint sub-committees; and
 - b at the time the decision was made or action was taken, you were an adviser to the NWEAB, committee, sub-committee, joint-committee or joint sub-committee AND you were present when that decision was made or action was taken.

Participation in Relation to Disclosed Interests

- 9 Where you have a prejudicial interest in any business of the NWEAB, unless you have obtained a dispensation from the Accountable Body's Standards Committee, you must:

- a withdraw from the room, chamber or place where a meeting considering the business is being held:
 - i where sub-paragraph (ii) below applies, immediately after the period for making representations, answering questions or giving evidence relating to the business has ended and in any event before further consideration of the business begins, whether or not the public are allowed to remain in attendance for such consideration; or
 - ii in any other case, whenever it becomes apparent that that business is being considered at that meeting;
 - b not exercise NWEAB functions in relation to that business;
 - c not seek to influence a decision about that business;
 - d not make any written representations (whether by letter, facsimile or some other form of electronic communication) in relation to that business unless the public has a right to do so; and
 - e not make any oral representations (whether in person or some form of electronic communication) in respect of that business or immediately cease to make such oral representations when the prejudicial interest becomes apparent unless the public has a right to do so.
- 10 Where you have a prejudicial interest in any business of your authority you may attend a meeting but only for the purpose of making representations, answering questions or giving evidence relating to the business, provided that the public are also allowed to attend the meeting for the same purpose, whether under a statutory right or otherwise.
- 11 Paragraph 10 does not prevent you attending and participating in a meeting if:
- a you are required to attend a meeting of an overview or scrutiny committee, by such committee exercising its statutory powers;
 - b you are attending only for the purpose of making representations, answering questions or giving evidence relating to the business, provided that the public are also allowed to attend the meeting for the same purpose, whether under a statutory right or otherwise; or
 - c you have the benefit of a dispensation provided that you:
 - i state at the meeting that you are relying on the dispensation; and
 - ii before or immediately after the close of the meeting give written notification to your authority containing:
 - aa details of the prejudicial interest;
 - bb details of the business to which the prejudicial interest relates;
 - cc details of, and the date on which, the dispensation was granted; and
 - dd your signature.
- 12 Where you have a prejudicial interest and are making written or oral representations to the NWEAB in reliance upon a dispensation, you must provide details of the dispensation within any such written or oral representation and, in the latter case, provide written notification to the NWEAB within 14 days of making the representation.