

TERMS OF REFERENCE

Approved March 2017

1. Purpose

- 1.1 This document sets out the terms of reference for the Kent and Medway Economic Partnership (KMEP). The Partnership is a federated board of the South East Local Enterprise Partnership (SELEP).

2. Aims and functions of the Kent and Medway Economic Partnership

- 2.1 KMEP is a private-public body which aims to drive forward economic growth and prosperity in Kent and Medway.
- 2.2 Working collectively, the Partnership is responsible for:
- a) Shaping, defining, endorsing, signing-off and monitoring the Strategic Economic Plan;
 - b) Considering the local strategic economic investment priorities and driving forward the vision for economic growth in Kent and Medway;
 - c) Considering and developing responses to new economic opportunities and challenges in Kent and Medway;
 - d) Providing a strong voice for Kent and Medway business and government at national and regional level;
 - e) Championing the work of KMEP and SELEP to local communities;
 - f) Maintaining strategic oversight of and reporting on the use of all funding devolved from SELEP to Kent and Medway;
 - g) Engaging with public and private sector partners to inform key decisions and set out how they will evidence effective engagement;
 - h) Providing local engagement with and feedback to the general public about future strategy development and progress against delivery of the SEP via the KMEP website.
 - i) Publishing arrangements for developing, prioritising, appraising and approving projects, with a view to ensuring that a wide range of delivery partners can be involved.
- 2.3 KMEP will engage local businesses and utilise public and private sector knowledge and expertise to ensure prioritisation and delivery to provide the greatest benefit in terms of achieving economic growth through the delivery of development, infrastructure and regeneration projects.

3. Governance

- 3.1. The Partnership shall be governed by a **Partnership Board**, which shall fulfil the functions set out in para. 2.2.

4. Membership of the Partnership Board

4.1 The Board shall consist of 33 members, as follows:

- Business representatives (17)
- All the Local Authority Leaders in Kent and Medway, which are:
 - The Leader of Kent County Council (1)
 - The Leader of Medway Council (1)
 - Leaders of Kent District Councils (12)
- Higher education representative (1)
- Further education representative (1)

4.2. The Board shall seek to ensure a balanced representation of businesses, reflecting Kent and Medway's geography and the diversity of its business base (by size and scale).

4.3 The KMEP Business Representatives shall be selected by the Kent and Medway Business Advisory Board (BAB). The KMEP Secretariat will alert the BAB when a vacancy on KMEP arises. The Secretariat will also provide details to BAB of the geographical, sector and diversity balance of the current KMEP business representatives to support informed decision-making.

4.1 Appointments to the Kent and Medway Business Advisory Board are conducted through a competitive procedure which is open, transparent and non-discriminatory. The process is set out within the Business Advisory Board's terms of reference, which is available on the KMEP website.

4.2 KMEP also shall have power to co-opt other members as it may from time to time judge necessary to assist it in the discharge of its responsibilities.

4.6. Should a Board member be unable to attend a Board meeting, s/he may nominate an Alternate to take his/her place. In such cases, the Board member should notify the Chairman in advance, via the Secretariat.

5. TERMS OF OFFICE

5.1 A Local Authority Leader's appointment to the Board will run concurrently with his/her tenure as Leader of the Council.

5.2 The HE & FE representatives shall be selected by the universities and FE colleges located in Kent and Medway. The HE & FE representatives shall remain a Board Members until the KMEP Chairman (via the Secretariat) is advised by the universities or the FE colleges that a new nominee is proposed.

5.3 The term of the Business Representatives is three years* commencing at the KMEP Annual General Meeting, following which they may be reappointed by the Business Advisory Board for an additional successive term. There is no maximum number of terms that a Business Representative can serve.

5.4 *If a Business Representative does not attend three consecutive meetings of KMEP, without the prior approval of the KMEP Chairman, then it will be deemed that the Business Representative has resigned from the Board.

- 5.5 Members may resign from the Board by giving no fewer than 20 working days' notice to the Chairman and Secretariat.

6. Quorum

- 6.1 The quorum of the Board shall be 13 of which no fewer than 7 shall be business representatives.
- 6.2 Should a Board meeting not be quorate, the Chairman may arrange a Special Meeting of the Board to deal with outstanding business, or may allow business to adjourn to the following ordinary Board meeting, or may allow Board members to convey their views electronically to all the other Board members via the Secretariat.

7. Chairman

- 7.1 The Board shall elect a Chairman through the process outlined in Section 11. The Chairman shall serve as both Chairman of the Board and Chairman of the Partnership.
- 7.2 The Board may also elect a Vice-Chairman.
- 7.3 Both the Chairman and the Vice-Chairman shall be business representatives.
- 7.4 The Chairman shall preside at meetings of the Board. In the absence of the Chairman, the Vice-Chairman shall preside. In the absence of the Chairman and the Vice-Chairman, the Board shall elect any Member of the Board to act as Chairman for that meeting only.
- 7.5 The KMEP Chairman is responsible for providing the SELEP Team with clear and updated nominations for membership of the SELEP Strategic Board.

8. Other participants

- 8.1 With the prior agreement of the Chairman, Other Participants may attend meetings of the Board. Other Participants may include representatives of agencies with a significant economic role, such as (*inter alia*) the Environment Agency, the Homes and Communities Agency or the Skills Funding Agency.
- 8.2 Other Participants may, at the discretion of the Chairman, participate in discussion (subject to the Conflicts of Interest procedure set out in 8 below. However, they shall not be considered to be members of the Board.
- 8.3 Officers shall also attend Board meetings where they are presenting papers or other information for the Board's consideration.

9. Conflicts of interest

- 9.1. A Register of Interests shall be held by the KMEP Secretariat. All Board Members are required to complete a Declaration of Interest form, recording details of any relationship or other financial or personal interest which might conflict with their duties to KMEP and SELEP. This includes recording memberships of external bodies, undertaking outside work (voluntary or paid) with anyone who has or seeks to have, dealings with KMEP and SELEP.

They are also required to identify close family members who are also a KMEP and/or SELEP representative, or has the ability to exercise significant influence over KMEP's or SELEP's agenda or activity. The Register will be available on the KMEP website.

- 9.2 Should a Board Member become aware that s/he has any interest, direct or indirect, in any matter being considered by the Board, then s/he shall: -
- (a) disclose the interest to the meeting and not take part in any consideration or discussion of the matter or vote in any questions with respect to it; and
 - (b) unless the meeting invites him/her to remain, withdraw from the meeting.
- 9.3. The rules in 9.2 apply whether or not the interest concerned is already set out in the Register of Interests.
- 9.4 However, the rule in 9.2 above does not apply where the interest concerned relates primarily to the general interest of any public sector Member in his/her area of geographical responsibility, or to the interests of Kent and Medway as a whole.
- 9.5 The rules in 9.2 also apply to any Non-Voting Participant, save that Non-Voting Participants do not have voting rights.

10. Secretariat, minutes and agenda-setting

- 10.1. The Secretariat of the Board and the Partnership shall be carried out by Kent County Council.
- 10.2 In exercising this function, the Secretariat shall work with a KMEP **Joint Management Group (JMG)**. The JMG shall consist of chief executives (or other senior officers as delegated) from Kent County Council, Medway Council and at least six District Councils, and shall consider both forthcoming agenda items and the strategic monitoring of actions determined by the Board.
- 10.3 The agenda for the Board meeting shall be agreed by the Chairman prior to circulation.
- 10.4 The agenda and papers for the Board meetings shall be circulated to the Board by the Secretariat not less than five working days before each Board meeting.
- 10.5 Draft minutes of meetings of the Board shall be prepared by the Secretariat and circulated to Board Members within 10 working days after each Board meeting.
- 10.6 Draft minutes shall be approved by the following meeting of the Board. Once approved, they shall be made publicly available (see Transparency, section 12).
- 10.7 The KMEP Secretariat is responsible for ensuring that the SELEP Managing Director is informed of the dates of all KMEP meetings.

11. Making recommendations

- 11.1 The Board does not have delegated authority to make decisions regarding the use of public funds. However, the Board may provide a strategic partnership view on priorities for, or the use of, public funds and may make recommendations to local and central government and their agents.

11.2 In considering priorities and performance and in making recommendations, the Board shall at all times aim to reach consensus. Where consensus is not possible, the Board may set out majority and minority opinions.

12. Voting

12.1 The Board may vote on the following matters:

- a) Variation to the Terms of Reference of the Partnership and Board;
- b) Election of the Chairman or Vice-Chairman;
- c) Termination of the Partnership and Board

12.2 Determination of these matters shall require the support of at least 75% of Board members present.

13. Sub-groups

13.1 The Board may from time to time establish sub-groups. In such circumstances, the terms of reference for any sub-group shall be approved by the Board.

13.2 The current KMEP sub-groups are:

- Kent and Medway Business Advisory Board
- Kent and Medway Skills Commission.

14. Transparency

14.1 The Board shall seek to operate in an open and transparent manner.

14.2 Meetings of the Board shall be open to the public and notification of future meetings shall be publicised via the KMEP website (and those of partner organisations as appropriate).

14.3 KMEP will ensure the following information is published on its own website (www.kmep.org.uk):

- (a) Its terms of reference
- (b) Membership
- (c) Calendar of future meetings
- (d) All board papers and minutes (with the exception of any exempt items according to Schedule 12A of the Local Government Act 1972); and
- (e) The KMEP Register of interests
- (f) Contact Details for KMEP
- (g) The terms of reference and membership of any KMEP sub-groups.

14.4 The website will be linked to the SELEP website (www.southeastlep.com), where partners and the public can access supporting documentation for decision-making including:

- a) Forward plans
- b) SELEP agendas
- c) Reports and business cases
- d) SELEP minutes
- e) Summary of decisions of the SELEP boards.

- 14.5 The website will provide the opportunity for local engagement with and feedback to the general public about future strategy development and progress against delivery of the SEP, including key projects and spend against those projects and that this can be evidenced.
- 14.6 When a funding opportunity is announced (such as the Local Growth Fund), KMEP will publish details on its website, including how to submit a bid, and the prioritisation and appraisal criteria, with a view to ensuring that a wide range of delivery partners can be involved.
- 14.7 The Freedom of Information Act 2000 shall apply to Board papers and to records of the Board's discussions.

15. Annual Report and Annual General Meeting

- 15.1 The Board shall consider and approve an Annual Report, setting out the activities and membership of the Partnership and the Board over the course of the year, and its anticipated focus for the year ahead. This shall be publicly available and disseminated widely.
- 15.2 In addition, the Partnership shall hold an Annual General Meeting, reporting on the Partnership's activities over the course of the year.

16. Frequency of Board meetings

- 16.1 The Partnership Board shall meet at least 4 times per year. It may meet more frequently if business needs dictate, at the discretion of the Chairman.
- 16.2 Board meetings shall be scheduled and located in such a way that the business of the Board can be expedited efficiently.

17. Termination

- 17.1 The Board may decide to terminate the activities of the Board and Partnership, subject to the provisions in para. 11.4.

18. Indemnity

- 18.1. Unless otherwise indemnified by the organisations of which they are representatives, Kent County Council shall indemnify the members of the Board in respect of all decisions made by the Board.

19. Variation to Terms of Reference

- 19.1. The Board may decide to vary its Terms of Reference, provided the procedure in Section 12 is followed.

20. Equality and Diversity

- 20.1 KMEP is covered by the general equality duty as set out within the Equality Act 2010. Accordingly all decisions taken by the Accountability Board will pay 'due regard' to:

- (i) eliminate unlawful discrimination, harassment and victimisation and other conduct prohibited by the act;
- (ii) advance equality of opportunity between people from different equality groups; and
- (iii) foster good relations between people from different equality groups.

21. The Principles of Public Life

- 21.1 KMP board members are required to maintain high standards in the way they undertake their duties. As a member they are a representative of the KMEP, and therefore their actions can have both a positive and negative impact on the way in which the KMEP is viewed by the public.
- 21.2 All board members are required to have regard to the Principles of Public life, known as the Nolan Principles, contained within the provisions of S.29(1) of the Localism Act 2011. The Nolan Principles are available to view at:
<https://www.gov.uk/government/publications/the-7-principles-of-public-life>

22. Complaints to KMEP

- 22.1 KMEP has made all attempts to ensure that it operates in a fully transparent and engaging way, with its business partners, press and members of the public. However, if a member of the public wishes to complain about a particular function of KMEP, this can be done in writing to the KMEP Secretariat c/o County Hall, Maidstone, ME14 1XQ.
- 22.2 The KMEP Secretariat will aim to review and respond to all complaints received within 10 working days, ensuring that a full and fair response is provided. The complainant will be kept updated throughout the process and where it is not possible to respond within this time, an indicative timescale will be provided. If the complainant remains dissatisfied with the response received, they may further discuss this with the KMEP Secretariat or may choose to make a complaint to the Local Government Ombudsman.
- 22.3 The KMEP Secretariat will maintain a record of all complaints received.

Approved by the Kent and Medway Economic Partnership on 30 March 2017