

1. Purpose of Document

- 1.1 The purpose of this document is to outline the governance arrangements for Sandwell's Towns Fund Programme for Phase 3 and supersedes the Towns Fund Governance Arrangements agreed in July 2021 which was relevant to Phases 1 and 2.
- 1.2 It has been updated to reflect the next phases of the programme now that the Town Deals have been signed and to reflect the latest Towns Fund Guidance (released by MHCLG December 2020 and April 2021).
- 1.3 The document includes Roles and Responsibilities, Code of Conduct for Board Members, Decision Making arrangements, Scrutiny arrangements, Transparency and Accountability and a List of Members of the three Local Boards

2. Context

- 2.1 Governance was provided to this programme through the Towns Fund Superboard and three Local Boards, and the Council as the Accountable Body for Phases 1 and 2.
- 2.2 For Phase 3 - Delivery, the work of the Local Boards will involve reviewing progress of the Towns Fund Programme and projects, assessing change requests and ensuring compliance with Heads of Terms. In accordance with the Towns Fund Guidance published June 2020 and updated guidance in, the Local Boards will each act as the Town Deal Board for their respective Towns.



2.3 MHCLG guidance outlines the following responsibilities for the Town Deal Board: -

2.3.1 Phase 3 of the Programme (project delivery) - that the Town Deal Board should ensure an element of independent 'on-the-ground' monitoring of the deal delivery and act as a 'critical friend' throughout the programme lifecycle.

2.3.2 Through project delivery, ensure regular catch ups with the Town Deal Board to enable the board to see through the town vision, take ownership of their proposed projects and provide a level of accountability.

2.3.3 The Town Deal Board should have an ongoing role and sight of decisions, the nature and degree of which should be agreed locally.

3. Roles and Responsibilities

3.1 Local Boards

3.1.1 The Local Board will be responsible for: -

- Leadership/ Direction - Provide strategic direction across all of the Town Deal Areas
- Coherent Governance - Ensure a coherent approach across all of the Town Deal Areas, maximising cross town initiatives where possible
- Consistency - Ensure interventions are not competitive across the Town Deal Areas and act to build the local economy
- Alignment to Strategic Priorities - Ensure alignment of projects to Local, Regional and National strategies
- Approve the Stakeholder Engagement Approach – ensuring that communities' voices are involved in shaping design and decision making at each phase of development, and ensuring diversity in its engagement with local communities and businesses
- Support and provide a steer (as required) to the Local Town Boards
- Upholding the Seven Principles of Public Life (Nolan Principles)
- Ensure compliance with Heads of Terms Agreements
- Have sight of and be consulted over project change requests
- Agree Full Business Cases and recommend them for appraisal and approval
- Act as a critical friend throughout the programme
- Fulfil any other duties and responsibilities required of the Town Deal Board by Central Government



3.1.2 The Chair of the Local Boards will be responsible for:

- Upholding the Seven Principles of Public Life (Nolan Principles)
- Leading the Local Boards to achieve its objectives, maintaining an overview of activity, and championing the supporting partnership working
- Ensuring that decisions are made by the Board in accordance with good governance principles
- Signing the submissions to Government on behalf of the Local Boards

3.2 Sandwell Council

3.2.1 Sandwell Council is the Accountable Body for Sandwell's Town Deal Programme.

3.2.2 Sandwell Council is responsible for: -

- Upholding the Seven Principles of Public Life (Nolan Principles)
- Developing a delivery team, delivery arrangements and agreements
- Ensuring that decisions are made by the Local Boards are in accordance with good governance principles.
- Ensuring transparency through the publication of agendas and minutes of the Local Boards on CMIS
- Developing agreed projects in detail and undertaking any necessary feasibility studies
- Undertaking any required Environmental Impact Assessments or Public Sector Equality Duties
- Monitoring and evaluating the delivery of Towns Fund projects and impact
- Submitting monitoring reports, as required
- Receiving and Accounting for the Town's Funding allocation and capacity funds
- Undertake business case assurance and sign off in line with local processes (approval from SMBC Cabinet)
- Engage with the Towns Fund Local Boards regarding project changes
- Proactively consult the Towns Fund Lead (MHCLG representative) on any potential changes to approved plans
- Ensure that all templates submitted to MHCLG are accurate and complete representations of current circumstances



4. Board Vacancies

- 4.1 **Local Board** - Vacancies occurring within the Local Boards are for the identified organisations to make an appointment to in line with their own governance procedures.
- 4.2 **Young People's Representatives** - Vacancies occurring in young people's representation at Local Boards will be identified and appointed to via the Sandwell Council Youth Service in consultation with the Chair of the Local Boards, as appropriate.

5. Code of Conduct

- 5.1 All Members of the Local Boards will sign the Councillor Code of Conduct which is based on the Seven Principles of Public Life (Nolan Principles) and contained within Article 13 of the Council's constitution.
- 5.2 Members of the Local Boards as a whole will be required to declare and register any gifts and/or hospitality which will be maintained by the Council.

6. Decision Making – Local Boards

- 6.1 The Council's Principles of Decision Making will apply to the Local Boards, as laid out in article 13 of the Council's Constitution. 'elected member' is taken to refer to Local Board member: -

6.1.1 Article 13.02 Principles:

- Proportionality (i.e. the action taken is proportionate to the desired outcome);
- Decisions are taken on the basis of due consultation and professional advice from officers (Decisions taken by elected members will be based on information provided in a written report prepared by the responsible officer/s);
- Respect for human rights and giving due regard to the Public Sector Equality Duty;
- A presumption in favour of openness (Reports will only be considered in private where they contain exempt information as defined in Schedule 12A to the Local Government Act 1972 (as amended)(see Part 4 Access to Information Rules – Rule 10);
- Clarity of aims and desired outcomes (The written reports submitted to elected members will contain a clear recommendation of the professional officer for every decision they are asked to take)



- 6.2 **Quorum** – the Local Boards will be considered quorate with one quarter of voting members present.
- 6.3 **Voting** – any matter will be decided upon by a simple majority of those members present in the room and eligible to vote.
- 6.4 **Confirmation of minutes** - The Chair presiding shall put the question that the minutes submitted to the meeting be approved as a correct record.
- 6.5 Declarations of Interest**
- 6.5.1 Members shall be required to declare interests in accordance with any relevant statutory provisions and the Members' Code of Conduct as set out in Part 5 of the Constitution.
- 6.5.2 Where a Local Board member has a disclosable pecuniary interest or pecuniary interest in the business of the authority he/she must withdraw from the room or chamber where the meeting considering the business is being held unless the member has obtained a dispensation from the Council's Monitoring Officer, Council's Ethical Standards and Member Development Committee.
- 6.5.3 Where a Local Board Member is nominated as the Lead Officer for a project and/or is involved in project delivery, they may attend the Local Board discussion relating to the project in the capacity of providing and presenting information but they may not participate in any deliberations or decision by the Local Board concerning that project.
- 6.6 In the event that Local Board wishes to move to a vote, any matter will be decided upon by a simple majority of those members present in the room and eligible to vote.
- 6.7 The Chair shall have a casting vote.



7. Scrutiny

- 7.1 Scrutiny of Sandwell's Towns Fund Programme will be provided by the Council's Economic, Skills, Environment and Transport Scrutiny Board on a quarterly basis and through the critical friend challenge that will be provided by the Local Boards.

8. Transparency and Accountability

8.1 Local Board Agendas and Minutes

- 8.1.1 The Council will publish Local Board meeting agendas on Modern.gov 5 clear days before the meeting.
- 8.1.2 Draft minutes of the Local Boards will be published within 10 clear working days; and
- 8.1.3 Approved minutes of the Local Boards will be published within 10 clear working days

8.2 Member profiles

- 8.2.1 Profiles of Local Board Members will be published on Mod.gov.

8.3 Conflicts of Interest

- 8.3.1 Members of the Local Boards will be required to declare any conflicts of interest (commercial, actual and potential). This will be maintained by the council in a declaration of interest register which will be managed by Sandwell Council.
- 8.3.2 Local Boards Members should take personal responsibility for declaring their interests before any decision is considered by the Local Boards. These will be formally noted within the published minutes of meetings of the Local Boards including action taken in response to any declared interest.
- 8.3.3 Local Board Members should take personal responsibility for declaring their interests prior to an item being discussed. These will be noted within the minutes including action taking in response to any declared interest. If any Member has any queries about their interests and the disclosure thereof, they should seek advice from the Monitoring Officer.



NB. Sections 9 – The Boards relationship with Sandwell Council, 10 – Membership and Annex 2 – Scheme of Delegation are new additions to the Towns Fund Programme Terms of Reference).

9. The Boards relationship with Sandwell Council

- 9.1 In accordance to the government guidance, the Town Deal Board will make decisions in partnership with the Accountable Body. Sandwell Council will remain the Accountable body for any Town Deal funding that is received, and any other funding received in future in relation to Town Deal projects.
- 9.2 These Terms of Reference do not change, replace, substitute for or amend in any way the statutory powers or duties or other responsibilities of any of the people or organisations represented on the Sandwell Town Deal Boards.
- 9.3 The procurement policies of Sandwell Council will apply. Any delivery partners will be identified using the procurement policies of Sandwell Council and contracts will be entered into between Sandwell Council and the delivery partner in accordance with Sandwell Councils policies and procedures including its contract procedure rules.
- 9.4 Sandwell Councils Cabinet will receive regular reports on progress of activities through regular performance monitoring.
- 9.5 Board Members shall make themselves available from time to time to meet Cabinet and / or Portfolio Holder and to attend meetings of the Council's Scrutiny Committee if invited.
- 9.6 The council's data protection policies will be adopted and are included as an annex to these Terms of Reference.
- 9.7 The Scheme of delegation in relating decision making are included as an annex to these Terms of Reference.



10. Membership

- 10.1 The Lead Council had responsibility for establishing the Town Deal Boards for the development and implementation of the Town Investment Plans
- 10.2 The Local Boards will now assume responsibility for future governance under these TORs in consultation with the Accountable Body.
- 10.3 Membership will be reviewed annually and seek to continue to be representative of a diverse range of sectors, skills and interests in Sandwell in order for the Sandwell Towns Boards to be a valuable resource to draw on at all stages of the Town Investment Plan implementation.
- 10.4 Advisors – Advisors are invited by Board Members and participate in the meetings but will have no voting rights or ability to make decisions on behalf of the Board.
- 10.5 S151 Officer – Sandwell Council is the Accountable Body for the Town Board. The Council's S151 Officer or substitute will have a standing invite on the Local Boards to ensure compliance with all necessary financial regulations.
- 10.6 These terms of reference may be reviewed and modified at any time at the discretion of the Board.
- 10.7 The council's data protection policies will be adopted and are included as an annex to these Terms of Reference.



Annex 2

1. Scheme of Delegation

- 1.1 The current scheme of delegation is for all strategic decisions to be made by the Local Boards.
- 1.2 Any financial decision must be signed off by Sandwell's S151 Officer as the Accountable Body. The Council's S151 Officer will ensure compliance with all necessary financial regulations, in order to protect the accountable body and ensure proper administration of all financial affairs.
- 1.3 A decision which is made in contravention of the process will be invalid based on non-compliance unless the Local Board has given prior approval for variation in the decision-making process.
- 1.4 Any decision that needs to be made by the Local Boards that does not fit within the timeframe of the scheduled meetings can be decided through the written/urgent procedure below.
- 1.5 Only in the most exceptional circumstances might it be considered necessary and appropriate for a matter of strategic importance usually reserved to the Main Board to be decided through this procedure.

Written/ Urgent Procedure:

- Following consideration by DoR/S151, a report in the usual meeting format and including reasons for urgency, will be circulated to the Chair and Vice chair to consider whether, due to the urgent nature of the decision to be made, it is necessary and appropriate for the decision to be made before the next meeting.
- The Chair may consult with DoR/S151 or other officers prior to taking the required decision.
- The Chair will take the required decision, if at all possible within 5 working days of the report being presented.
- For transparency the report, reasons for urgency, and decision will be presented to the next appropriate meeting.

2. Objections following Consultations

- 2.1 Project Leads will present any objections that have been received following consultation on Towns Fund projects to the Local Boards. The Local Board will consider the objections and alternative options prior to making a decision in consultation with the appropriate Cabinet member.
- 2.2 In the event that a decision cannot be agreed between Local Board and Cabinet member, a separate meeting will be held with the Leader, Cabinet



Member, Chair of Local Board and Director of Regeneration and Growth to discuss/ resolve difference of view.

12.2 The project will not proceed in the delivery phase until a decision has been made.

