

Herefordshire Investment Partnership Terms of Reference

General information

The Herefordshire Investment Partnership board operates as an informal partnership of private and public representatives tasked with providing guidance to the council and other partners on the delivery of the Herefordshire Economic Vision.

The establishment of this partnership will support the delivery of the council priority – “Support the growth of our economy” through “Develop and start implementation of a countywide economic masterplan”.

The Herefordshire Investment Partnership will commence in October 2018 and its term will match the implementation and duration of the economic vision, a fifteen year period. A review of the term will take place every five years.

Partnership objectives

The purpose of the Herefordshire Investment Partnership is to ensure that the benefits of large scale regeneration and infrastructure projects are maximised for the county and region by supporting and guiding the council and other partners on the delivery of Herefordshire Economic Vision, in particular, specific projects that are contained within the economic vision.

The council will use its resource to make a significant contribution to the implementation of the economic vision and to support the Herefordshire Investment Partnership. The council will facilitate this by;

- delivering a number of economic regeneration projects from within the economic vision;
- ensuring that council departments will take a coordinated approach to the consideration of the projects contained within the economic vision;
- where there is the requirement to involve council resources or land, to develop business cases for the implementation of projects within the Economic Vision;
- reporting progress to the Board of any projects delivered by the council;
- securing public, private and third sector funding for the development of the Economic Vision;

Other partners will have their own responsibilities, including:

- responsibility for the delivery of their individual projects;
- securing public, private and third sector funding for the delivery of the economic vision;
- reporting progress of any projects delivered by the partner;
- identifying areas of activity where Herefordshire Investment Partnership intervention or support would be beneficial to delivery of projects.

Individual Members will be responsible for contributing expertise, opinions and guidance that will help to influence the delivery of projects within the Economic Vision.

The partnerships terms of reference, together with all minutes and actions (excluding commercially sensitive items) will be published via the council website or an Economic Vision specific website should one be created.

The Purpose of the Herefordshire Investment Partnership

The Herefordshire Investment Partnership will use its collective experience to provide opinions and guidance to assist the council and other partners in the delivery of the Invest Herefordshire economic vision. The partnership will advise on appropriate investment and delivery options to secure the implementation of projects and will provide guidance to the council on appropriate branding, marketing and promotion of the economic vision and its constituent projects.

The partnership will provide benefit by allowing the council to obtain a degree of independent commercial and financial opinion that can be used to inform council decisions. Securing this opinion will result in greater external challenge of projects within the economic vision and subsequently they will have a greater chance of successful delivery and being more commercially viable and sustainable.

The outcomes of this approach will be the successful delivery of a number of the economic vision projects, each will bring a combination of jobs, houses and investment to the county.

In broad terms the HIP board will have a remit to help shape the content of, and secure investment for, the implementation of projects and act as a vehicle for the active branding, marketing and promotion of the economic vision and its constituent projects.

Specifically the HIP will:

- 1 Promote the Herefordshire Economic Vision, as the overarching investment document for Herefordshire, and the various investment opportunities as specific projects.
- 2 Engage with potential international or national level businesses and investors to assist in the delivery of the investment opportunities.
- 3 Engage with Herefordshire based communities, businesses and special interest groups on a regular basis to develop a pipeline of potential new investment opportunities.
- 4 Assist in the development of the investment opportunities in terms of contributing expertise and experience to inform the council and partner's delivery and content of specific projects.
- 5 Help the council and other partner's source investment to deliver the investment opportunities.
- 6 Having regard to progress made in terms of delivering the investment opportunities to use their experience to provide advice and guidance to inform a review of the content, specifically the investment opportunities, of the Herefordshire Economic Vision.

The Board is not intended to be involved in the day to day delivery of individual investment opportunities, these are likely to have their own delivery arrangements or independent delivery partners.

Board Membership and Responsibilities

Code of Conduct

The Code of Conduct for Herefordshire Investment Partnership Board members and officers has been adopted to show members' commitment to operate in as open a way as is possible, whilst maintaining the highest standards of conduct for such a Partnership.

The provisions of the Code are detailed below and apply equally to each and every member of the Board; this includes when they are acting as members of a committee or group established by the Board.

Board members will review the provisions of the Code annually. Changes may be made during the year as and when this is thought to be appropriate.

Conduct of board business

- a) Support the aims and objectives of the Herefordshire Investment Partnership and promote the interests of the Partnership within their business community.
- b) Work co-operatively with other Board Members, secretariat and officers in the best interests of the Partnership.
- c) Actively support equal opportunities in the work of the Partnership and make provision for it within any Business Plan.
- d) Acknowledge that as an individual member they have no legal authority outside meetings of the Herefordshire Investment Partnership Board and its groups or committees.
- e) Act honestly, diligently and in good faith, noting that to do so may require taking professional advice.
- f) Resist any temptation or outside pressure to use the position of Board Member to benefit themselves or other individuals or agencies.
- g) Not accept offers of money, gifts or hospitality as an inducement or reward for anything they do as a member of the Herefordshire Investment Partnership Board.
- h) Avoid putting themselves in a position where there is a conflict (actual or potential) between their personal interests and those of the Herefordshire Investment Partnership Board.
- i) Acknowledge that differences of opinion may arise in discussion but once a decision has been made by the Herefordshire Investment Partnership Board to support the decision.
- j) Base their views on matters before the Herefordshire Investment Partnership Board on an honest assessment of the available facts, unbiased by partisan or representative views.
- k) Understand that an individual member does not have the right to make statements or express opinions on behalf of the Herefordshire Investment Partnership Board unless specifically authorised to do so.
- l) Respect the confidentiality of items of business which the Board decides should remain confidential.
- m) Honour the obligations on all members not to reveal to third parties the views expressed at meetings.
- n) Have regard to the broader responsibilities as a Member of the Board including the need to promote public accountability for the actions and performance of the Herefordshire Investment Partnership Board.
- o) Give priority, as far as practicable, to attendance at Board meetings and its committees or groups.

All business of the Herefordshire Investment Partnership will be conducted in accordance with The Seven Principles of Public Life, as defined by the Committee for Standards in Public Life. They are:

1. Selflessness: Holders of public office should act solely in terms of the public interest.

2. Integrity: Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.
3. Objectivity: Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.
4. Accountability: Holders of public office are accountable to the public for their decisions and actions and must submit themselves the scrutiny necessary to ensure this.
5. Openness: Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for doing so.
6. Honesty: Holders of public office should be truthful.
7. Leadership: Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

Membership

The business of the Herefordshire Investment Partnership shall be conducted by its members sitting as a Board and meeting on a regular basis.

Board Members will include:

- NMiTE – one member – executive level – name to be confirmed
- Hereford Enterprise Zone – one member – EZ board member – name to be confirmed
- Keepmoat – one member – executive level – name to be confirmed
- Engie – one member – executive level – name to be confirmed
- Herefordshire Council – two members – Cabinet Member for Economy & Communications, Chief Executive.
- A number of independent members to include:
 - Doug Barrat. Mr Barrat has a background in senior Manager and Director roles over the last 40 years and served two terms as a member of the Confederation of British Industry Council. He has experience of regeneration partnerships and infrastructure delivery as Chairman of the Hereford Futures infrastructure group on the Old Market Retail Development and the Flood alleviation scheme.
 - Experienced and expert individuals in the relevant fields of corporate and investment finance, property development, commercial property marketing.

Non Executive Members will include the Director for Economy and Communities (or equivalent replacement) and the Economic Development Manager (or equivalent replacement) acting in a professional and technical capacity as the lead operational officers from Herefordshire Council with responsibility for the delivery of economic growth and the economic vision.

Each member of the board shall have one vote. In the event of a tied vote the Chair will have the casting vote.

Members of the board are not entitled to nominate a representative with the exception of the Herefordshire Council member who will be able to nominate the relevant Cabinet Member support officer as their representative.

The term of membership will be set at three years and each member will be entitled to serve a maximum of three full terms. Each member will be able to tender their resignation from the board at any point in time.

Membership of the board will be reviewed on an annual basis or in the event of a board member resignation, whichever occurs sooner.

Remuneration

There will be no remuneration paid to any board members for the opinion and guidance they provide. If, in the course of HIP Board business, members are required to travel then expenses and/or subsistence will be entitled to be claimed by board members, the rates and requirements will follow the council policy on Travel Expenses and Subsistence and overnight accommodation.

Declarations of Interest

At each board meeting Board members will be required to declare any potential conflicts of interest they may have in relation to any individual project or policy matter discussed. A register of declarations of interest will be kept by the secretariat.

Chairperson

The Chair will be appointed from within the wider Board membership. Nominations for the role of Chair, and Vice Chair, will be sought from within the wider Board. Should more than one candidate be nominated a vote will take place involving the remaining board members. Nominees will be excluded from the room during this vote. The nominee receiving the most votes will be elected Chair, in the event of a tie the Herefordshire Council member representative will have the casting vote.

The Chair will be elected on the same terms as other board members and will be in position for a three year term. At the end of the three year term a new nomination, and if necessary, election process will take place. Members may serve for two terms of Chair (or Vice Chair).

For a period of no more than twelve months post formation of the Herefordshire Investment Partnership board, the chair of the shadow board (Doug Barrat) will fulfil the role of chair. Within this twelve month period the chair will hold elections as described above.

Secretariat

Herefordshire Council will provide the board secretariat, including but not limited to: preparation of agendas (following consultation and agreement with the Chair), taking and publishing of minutes, drafting of board papers, and arranging of meeting times and locations.

Herefordshire Council will function as the accountable body for any finances, if applicable.

Accountability and communication

Trading and Audit

The HIP board is not expected to be a trading entity and therefore there will be no requirement for any audit. Should the board legal structure change to one where trading is permitted the audit requirements will change and an appropriate audit schedule will be put into place.

Governance

The Board will act in an information and guidance role for its constituent partners, any decisions taken by the Board will be considered to be recommendations rather than binding decisions. As such governance arrangements and decisions will still be taken by individual partners.

The board secretariat will set the dates of the meetings at the start of each calendar year, there will be a minimum of 6 board meetings within each calendar year with the intention for the meetings to be broadly every two months.

Meetings will be private and will not be advertised beforehand.

The responsibility for setting the agenda will sit with the board secretariat, in consultation with and approval by, the board Chair. Papers will be circulated by the secretariat at least one working week before the board meeting.

Quorum for a board meeting will be a minimum of three members plus the Chair or Vice Chair. At least one of the three members must be either the Member or Officer representative from Herefordshire Council.

Openness

The Partnership will:

- a) Share Board approved, non-confidential agendas and minutes via the council website, or a Herefordshire Investment Partnership website should one be set up.
- b) Hold open events for discussion and engagement with the Private Sector and other stakeholders to monitor and discuss aspects of the Business Plan and Economic Vision at such time and place as the Partnership may from time to time determine.
- c) Share other details of the key practices and standards of the Partnership through its Terms of Reference published on the council, or future Herefordshire Investment Partnership website.

Performance and risk management

The executive will draft a business plan for the implementation of the economic vision. This will form the basis for the monitoring and reporting process. The business plan will be updated on an annual basis and will include information on the programme, required resource, outputs and outcomes.

Performance indicators will be drafted for the programme of projects falling within the economic vision and will be represented in the business plan. These will be monitored by the executive and reported at each meeting. Board members will be able to examine performance indicators and raise queries at the Board meetings. A process which establishes procedures for underperformance will be drafted by the executive team.

Data Protection

The council's data protection policies will be adopted. Members will be requested not to share data outside of the meetings and to delete emails and other correspondence. Information shared electronically with the Board will be password protected.

Executive Support

The council will provide dedicated executive support to the Herefordshire Investment Partnership board in the form of secretariat support to the Partnership meetings. Additionally the council will task the Head of Economic Development and the wider Economic Development team with providing project support to deliver and monitor the Economic Vision and the various individual projects contained within. Whilst this will not be a resource for the Partnership Board to direct, the team will need to work closely with individual members and the collective Board to deliver the component parts of the Economic Vision.

The Head of Economic Development will be responsible for the drafting and implementation of an annual business plan for approval by the Partnership Board. This will be incorporated within the annual work programme for the wider Economic Development team and will be a tool to monitor progress and outputs.

In addition to the production of a Business Plan the Head of Economic Development will be responsible for the drafting of a number of other programme documents including, but not limited to:

- Programme risk register
- Programme financial and funding strategy
- Output and outcome register
- Project programme
- Marketing and Communications plan

Economic Development Manager
September 2018

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