

Version History:

v1.0	18 Jun 2014	First copy terms of reference.
v1.1	19 Aug 2015	Updated sections and inserted an additional appendix to make reference to the SELEP Accountability Framework and TES Register of Interests.
v1.2	16 Sep 2015	Reworded sections to add clarity in quorum and decision-making conditions.
v1.3	01 Aug 2016	Updated to establish formal processes for selecting new members, re-electing members, re-electing the Chair/Vice-Chair, and for terminating membership.
v1.4	20 Mar 2017	Updated to incorporate changes to the revised SELEP Assurance Framework.

1. Purpose

1.1. This document sets out the Terms of Reference for Team East Sussex (TES).

2. Aims and functions of TES

2.1. TES is a private/public body and is the federal East Sussex sub-board of the South East Local Enterprise Partnership (SELEP). The TES Terms of Reference are aligned to the overall SELEP Terms of Reference and the SELEP Assurance Framework, both of which can be viewed on the [SELEP website](#).

2.2. TES aims to drive forward economic growth and prosperity in the county of East Sussex. In pursuit of these aims TES shall:

- a) Approve, drive forward and monitor the Delivery Plan (or its equivalent) for East Sussex;
- b) Provide an evidence-based consideration of strategic economic investment priorities through funds such as the Local Growth Fund, European Structural and Investment Funds and other public funding sources that may become available;
- c) Monitor existing East Sussex projects and make recommendations for new project proposals in accordance with SELEP's overall Assurance Framework, recognising the role of the partnership to act in an 'advisory capacity' in respect of overseeing local accountability and delivery;
- d) Consider and develop responses to new economic opportunities and challenges in East Sussex;
- e) As appropriate, provide a strong voice at national, regional and SELEP level on economic issues for East Sussex business and government;
- f) Agree TES representation at SELEP Board meetings;
- g) Agree where possible an informed joint view or response in respect of East Sussex input to SELEP Board meetings via the TES representatives.

2.3. TES is required to adhere to the SELEP Assurance Framework in relation to allocations of SELEP funding, and to ensure consistency of prioritisation, programme management, project approval, cost control and risk management. A summary of TES's main roles, responsibilities and functions in relation to the SELEP Assurance Framework is given in Appendix A.

3. Membership of TES and general roles of members

3.1. TES shall consist of 16 members, as follows:

- Business representatives (8 including Chair)
- The Leader of East Sussex County Council (1)
- The Leaders of East Sussex District & Borough Councils (5)
- Higher Education (HE) representative (1)
- Further Education (FE) representative (1)

- 3.2. TES shall seek to ensure a balanced representation of businesses reflecting the county's geography and the diversity of its business base (by size and sector).
- 3.3. New TES members are selected through a competitive procedure: the Chair will initially invite nominations through TES's sub-groups / reference groups (as listed in 10.1 and 10.2) and their wider networks. The Chair will then review all applicants and make a recommendation based on the balance of representation in 3.1 and 3.2. The Chair will propose their recommended candidate to TES for electronic approval (providing full disclosure of all applicants), whereby the quorum and decision-making conditions in 4.1 and 9.2 shall apply. The Chair may choose at her/his discretion to invite candidates to a TES Board meeting before calling for a decision.
- 3.4. Each member shall act in a way that supports the aims of TES, as set out in section 2.
- 3.5. Each member is accountable to the constituency body that s/he represents at TES. Representatives are responsible for communicating the views of those bodies, but the decisions of TES cannot override the sovereign body decision-making structures.
- 3.6. Should a TES member be unable to attend a TES meeting, s/he may nominate an alternate to take her/his place. In such cases the TES member should notify the Chair in advance via the Secretariat. The first call for alternates should come from TES membership organisations.
- 3.7. TES members may resign from TES giving no fewer than 20 working days' notice to the Chair and Secretariat. Should a member resign, s/he shall be replaced according to the balance of representation in 3.1 and 3.2.
- 3.8. TES business members, including the Chair, can serve a term of up to 2 years at a time, at which point their position will be reconsidered by TES. The Secretariat will contact business members no less than 28 days before the end of their 2 year term to confirm whether they wish to continue as a member; TES will then be asked to electronically approve their re-election, taking in to account the member's record of attendance and overall contribution, and the balance of representation in 3.1 and 3.2. The quorum and decision-making conditions in 4.1 and 9.2 shall apply, other than in the condition set out in 3.9. If quorum is reached, the membership is automatically extended for another 2 years.
- 3.9. In renewing an individual's membership, TES members may ask for the decision to be brought to a TES Board meeting rather than be made electronically; this will be at the Chair's discretion. If the Chair agrees to this, or if a quorum isn't reached electronically, the matter will be tabled at the next scheduled TES Board meeting or, at the Chair's discretion, at an additional extraordinary meeting. The quorum and decision-making conditions in 4.1 and 9.2 shall apply at the scheduled/extraordinary meeting.
- 3.10. Continued TES membership is conditional on appropriate attendance, contribution etc. as described in 3.8. The Chair may choose to review an individual's membership if they believe these conditions are not being met. The TES member in question must have served at least six months of their two-year tenure before early termination can be considered.
- 3.11. In the case of 3.10 the Chair will table the matter at the next scheduled TES Board meeting or, at her/his discretion, at an additional extraordinary meeting. The Chair will give written notification to the TES member under review at least 28 days before the meeting. TES will then vote on the individual's continued membership; the quorum and decision-making conditions in 4.1 and 9.2 shall apply at the scheduled/extraordinary meeting.
- 3.12. Where the TES Board chooses to bring an individual's membership to an end, whether through early cessation or at the end of their two year tenure, the Chair will write to the individual member officially terminating their membership.

4. Quorum

- 4.1. The quorum of TES shall be 8 of which 4 shall be business representatives and 4 public sector.
- 4.2. Should a TES meeting not be quorate, the Chair may arrange a Special Meeting of TES to deal with outstanding business, or may allow non-attending TES members to convey their views electronically to all other TES members via the Secretariat.

5. Chair

- 5.1. The Chair, whose role is set out in Appendix B, shall be a business representative.
- 5.2. In selecting a Chair, the proposed nominees shall be interviewed as required by a specific panel drawn from TES membership. The panel of 6 shall comprise:
 - Two TES business representatives
 - The Leader of East Sussex County Council
 - One Leader of a District or Borough Council
 - One TES Higher Education representative
 - One TES Further Education representative
- 5.3. The business representatives of TES will select the business panel members and the Leaders of the District and Borough Councils will select their panel representative. In advance of the panel meeting the Secretariat will ask TES members to nominate a Chair for the panel, and this will need to be seconded by another member of TES.
- 5.4. With the Chair's agreement TES may also choose to elect a Vice-Chair from within the existing TES membership. The quorum and decision-making conditions in 4.1 and 9.2 shall apply in selecting the Vice-Chair.
- 5.5. The Chair shall preside at meetings of TES. In the absence of the Chair, the Vice-Chair shall preside. In the absence of both the Chair and the Vice-Chair, TES may elect any member in attendance to act as Chair for that particular meeting.
- 5.6. The Chair and Vice-Chair can serve in their roles for up to 2 years at a time, at which point their positions will be reconsidered by TES. The TES Secretariat will contact the Chair/Vice-Chair no less than 28 days before the end of their 2 year term to confirm whether they wish to continue in the role; TES will then be asked to electronically approve their re-election. The quorum and decision-making conditions in 4.1, 9.2 and 9.3 shall apply, other than in the condition set out in 5.7. If quorum is reached, the Chair/Vice-Chair is automatically re-elected for another 2 years.
- 5.7. In re-electing the Chair/Vice-Chair, TES members may ask for the decision to be brought to a TES Board meeting rather than be made electronically. If a TES member requests this, or if a quorum isn't reached electronically, the matter will be tabled at the next scheduled TES Board meeting or, at the Chair's discretion, at an additional extraordinary meeting. The quorum and decision-making conditions in 4.1, 9.2 and 9.3 shall apply at the scheduled/extraordinary meeting.
- 5.8. TES may choose to change its Chair/Vice-Chair before the end of the normal 2 year tenure. The proposal must be put forward by a TES member, and be seconded by another TES member, at a scheduled TES Board meeting; the Secretariat will then table the matter at the subsequent scheduled TES Board meeting where TES will vote on the matter; the quorum and decision-making conditions in 4.1, 9.2 and 9.3 shall apply at the meeting. The Chair/Vice-Chair must have served at least twelve months in their role before such a change can be considered.
- 5.9. Where the Chair/Vice-Chair discontinue in their role, whether through early cessation or at the end of their two year tenure, the process for electing a new Chair/Vice-Chair shall apply as set out in 5.2, 5.3 and 5.4.

6. Non-Voting Participants

- 6.1. With the prior agreement of the Chair, Non-Voting Participants may attend TES meetings. Non-Voting Participants may include representatives of agencies with an economic role, such as the Environment Agency, the Homes and Communities Agency, the Skills Funding Agency etc., as well as representatives of other specific organisations such as the South Downs National Park Authority.
- 6.2. Non-Voting Participants may, at the discretion of the Chair, participate in discussions subject to the Conflicts of Interest procedure set out in section 7, however they may not vote.
- 6.3. Local Authority Officers shall also attend TES meetings, presenting papers or providing other information for TES's consideration as appropriate.

7. Conflicts of interest

- 7.1. A Register of Interests shall be held by the TES Secretariat. All TES 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 TES and SELEP. This includes recording memberships of external bodies or undertaking outside work (voluntary or paid) with anyone who has, or may seek to have, dealings with TES or SELEP. They are further required to identify close family members who are also a TES or SELEP representative, or has the ability to exercise significant influence over TES/SELEP's agenda or activity. Copies of all declarations are retained by the Secretariats of both TES and SELEP. The Register will be available for public scrutiny, as described in 11.3.
- 7.2. All declarations are reviewed annually in accordance with the Register of Interest Policy; however each TES member is required to ensure their declarations are up to date and must notify the Secretariat of any changes immediately.
- 7.3. TES members are required to declare interests in any matter being considered by TES, direct or indirect, at the outset of the meeting at which the item is to be discussed. Such declarations will be recorded in the minutes of the meeting. After an interest is declared, the Chair may choose to ask the individual TES member to withdraw from the meeting; if permitted to remain, the individual TES member may not participate in any discussion of the matter, or vote in any questions relating to it.
- 7.4. The rules in 7.3 apply whether or not the interest concerned is already set out in the Register of Interests.
- 7.5. The rules in 7.3 do not apply where the interest concerned relates primarily to the general interest of any public sector member in her/his area of geographical responsibility, or to the interests of East Sussex as a whole.
- 7.6. The rules in 7.3 also apply to any substitute member or Non-Voting Participant.

8. Secretariat, minutes and agenda-setting

- 8.1. The Secretariat of TES shall be provided by East Sussex County Council.
- 8.2. The agenda for TES meetings shall be agreed by the Chair prior to circulation.
- 8.3. The agenda and papers for TES meetings shall be circulated to TES by the Secretariat not less than five working days before each TES meeting.
- 8.4. Minutes of TES meetings shall be taken by the Secretariat; draft minutes shall be prepared by the Secretariat and circulated to TES members within 10 working days of each TES meeting.
- 8.5. Draft minutes shall be approved at the following meeting of TES; once approved they shall be made publicly available, as described in 11.2.
- 8.6. The Secretariat of TES will keep a record of members' start dates and length of service, and manage the re-election process described in 3.8. The Secretariat will also manage the Conflicts of Interest policy described in section 7.

9. Decision-making

- 9.1. In making decisions TES shall aim to reach consensus. Where consensus is not possible the Chair may decide to call a vote.
- 9.2. Should a vote be held, the quorum conditions at 4.1 shall apply in order for the decision to be carried (other than as provided for in 9.3). In the event of a tie, the Chair shall have a casting vote.
- 9.3. The following extraordinary matters shall require the support of at least 12 Members, of which 6 must be business representatives and 6 public sector:
 - a) Variation to the Terms of Reference of TES;
 - b) Election / re-election of the Chair;
 - c) Termination of TES.
- 9.4. If an urgent decision is required outside of planned meetings the Chair may either:
 - a) Through the Secretariat, call a Special Meeting giving no less than three working days' notice. In such a case the quorum requirements set out in 4.1 shall apply; or
 - b) Through the Secretariat, request that a decision be made by e-mail. In such cases the Secretariat shall provide TES members with appropriate information requesting a decision in no less than three working days. The quorum requirements set out in 4.1 shall apply. In the absence of consensus, the provisions set out in 9.2 shall apply.

10. Sub-groups / working groups / reference groups

- 10.1. Sub groups may be set up by TES as and when required to fill a specific need or complete a specific project. Terms of Reference are required for any such sub-group; the Terms of Reference must be approved by TES and be aligned to the TES Terms of Reference (and by extension to the SELEP Assurance Framework). As at March 2017 there are four sub-groups operating under TES – Business East Sussex, Culture East Sussex, Developers East Sussex and Skills East Sussex – plus an additional 'business-reps' reference group (with wider business representation than that of the TES Board).
- 10.2. Where new groups are required, TES will consider using its existing groups first; this includes using partnership groups such as the East Sussex Rural Partnership, the SpeakUp Forum of East Sussex Voluntary and Community Groups, the East Sussex Economic Development Officers' Liaison Group, the Alliance of Chambers in East Sussex etc.
- 10.3. TES may, when appropriate, invite representatives of sub-groups to attend TES meetings as Non-Voting Participants, as described in 6.1.

11. Transparency

- 11.1. TES meetings are not public meetings, however TES shall seek to operate in an open and transparent manner at all times.
- 11.2. Following approval by TES, minutes shall be made publicly available via the ESCC website (and the websites of partner organisations if appropriate).
- 11.3. Other relevant operational documentation for TES shall also be made publically available on the ESCC website (and via partners' websites if appropriate), including TES membership, contact details, meeting schedule, annual reports, the Register of Interests and this Terms of Reference document.
- 11.4. The Freedom of Information Act 2000 shall apply to TES papers and to records of TES decisions.

12. Annual Report

12.1. TES shall consider and approve an Annual Report setting out the activities, including on the Delivery Plan (or equivalent), and membership of TES over the course of the year, and its anticipated focus for the year ahead. This shall be publicly available via the websites of ESCC and partner organisations, as described in 11.3.

13. Frequency of TES meetings

13.1. TES shall meet at least 4 times per year. It may meet more frequently if business needs dictate, or choose to hold additional workshops, at the discretion of the Chair.

14. Equality and Diversity

14.1. SELEP and its federal boards are covered by the general equality duty as set out within the Equality Act 2010. Accordingly all decisions taken by TES will pay due regard to:

- a) Eliminating unlawful discrimination, harassment, victimisation and other conduct prohibited by the act;
- b) Advancing equality of opportunity between people from different equality groups;
- c) Fostering good relations between people from different equality groups.

14.2. Members of all SELEP boards, including TES, are required to maintain high standards in the way they undertake their duties. All members of TES are de-facto representatives of SELEP, and therefore their actions impact on the way in which the SELEP is viewed by the public. All members are therefore 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, and set out below:

- a) SELFLESSNESS – to serve only the public interest and never improperly confer an advantage or disadvantage on any person;
- b) INTEGRITY – not to place themselves in situations where their integrity may be questioned, not behave improperly and on all occasions avoid the appearance of such behaviour;
- c) OBJECTIVITY – make decisions on merit, including when making appointments, awarding contracts or recommending individuals for rewards or benefits;
- d) ACCOUNTABILITY – to be accountable to the public for their actions and the manner in which they carry out their responsibilities and co-operate fully and honestly with any scrutiny appropriate to their office;
- e) OPENNESS – to be as open as possible about their actions and those of TES/SELEP and be prepared to give reasons for those actions;
- f) HONESTY – not to place themselves in situations where their honesty may be questioned, not behave improperly and, on all occasions, avoid the appearance of such behaviour;
- g) LEADERSHIP – promote and support these principles by leadership and by example and always act in a way that secures or preserves public confidence.

15. Termination

15.1. TES may decide to terminate the activities of TES subject to the provisions in 9.3.

16. Variation to Terms of Reference

16.1. TES may decide to vary its Terms of Reference, provided the procedure at 9.3 is followed.

Appendix A – SELEP Assurance Framework (governance & delivery)

- Local framework – key responsibilities, functions and main actions

	Key responsibilities	Practical Functions / Main Actions
Government	(i) Awarding LGF funding and contract for each Round, whilst ensuring correct and appropriate use of public money within the Local Growth Fund.	Agree projects and funding to SELEP area; award contracts on yearly advance payments; monitoring against grant contract targets.
South East Local Enterprise Partnership (SELEP)	(i) SELEP Strategic Board, the main SELEP interface with Government to influence and lobby, providing strategic leadership on vision and priorities, championing the SELEP area and supporting pan-LEP activity; (ii) The SELEP Accountability Board, to implement the SELEP Assurance Framework – the main management and accountability structure.	SELEP Strategic Board: East Sussex representation made up of 3 x TES local authority reps (including the ESCC Leader) and 3 x TES business reps (including the TES Chair); SELEP Accountability Board: East Sussex representation from ESCC Leader (executive member with voting rights) supported by ESCC S151 Officer (advisory capacity); to set tolerance levels, agree project over/underspend, agree inclusion of new projects and apply the monitoring and evaluation framework; Independent Technical Evaluator (ITE) assesses all business cases before approval.
Essex County Council (ECC)	(i) The Accountable Body for SELEP, to ensure all relevant legal requirements are followed and the SELEP Assurance Framework is adhered to.	ECC responsible for overall LGF funding, management and accountability and devolving these responsibilities to local federated accountability arrangements under the Assurance Framework; funds defrayed to local boards quarterly in advance; grant SLAs from ECC to federated areas on agreed projects require ESCC S151 officer approval.
East Sussex County Council (ESCC)	(i) Local Accountable Body for East Sussex – LGF programme management, accountability, monitoring spend, reporting and evaluation; (ii) Responsible for any project over/underspend and clawback.	Financial, monitoring and reporting responsibility – agree SLA from ECC; local procurement & contracts to include SELEP requirements under Assurance Framework (finance, outputs, monitoring & evaluation); robust ESCC internal programme management / checking process in place; funding changes within 10% tolerance levels retained for local over/underspends; above 10% or changes to total project costs above 30% or £500k for SELEP Accountability Board approval.
Team East Sussex (TES)	(i) Acts as an advisory partnership in respect of overseeing local delivery of LGF programme within agreed tolerance levels, working to the Assurance Framework provisions; (ii) To consider LGF project proposals under SELEP wide project evaluation matrix along with the Independent Technical Evaluator (ITE).	Consider and recommend project variance within tolerance levels to include impacts on outputs and outcomes agreed; consider and recommend local project prioritisation; monitoring and accountability procedures developed to include quarterly project reporting, agreed by ESCC S151 officer, to SELEP Accountability Board.
Project Deliverers (internal to ESCC and external)	(i) Delivery of schemes, adherence to contract requirements and Service Level Agreements; (ii) raising issues early including spend profile changes.	Contracts produced to include accountability and finance, alongside reporting, monitoring and evaluation requirements; cover for ESCC against clawback (external deliverers/Tier 1 contractors).

- **Local framework – main actions for Team East Sussex**

The following actions are applicable to TES in regards to the SELEP Growth Deal and Local Growth Funding (LGF):

1. *TES will operate as an advisory partnership to East Sussex County Council (ESCC), specifically the ESCC Section 151 Chief Finance Officer, on the Growth Deal programme; the S-151 Officer will be invited to attend all TES meetings.*
2. *TES will manage local LGF programme delivery within specified local tolerance levels for both spend and delivery, as agreed by the SELEP Accountability Board; TES is also responsible for agreeing a prioritised list of growth schemes that will deliver on SELEP objectives.*
3. *TES will submit quarterly reports, agreed by the ESCC S151 Officer, to the SELEP Accountability Board for formal approval.*
4. *Any significant modifications to project scope, outputs or outcomes arising during development or construction must be clearly reported to, and agreed by, the SELEP Accountability Board.*
5. *TES can recommend to the County Council the re-use of any underspend of LGF expenditure on any single project of up to 10%, provided that the overall schemes within the local federated programme are still delivered along with the overall benefits-realisation as set out in the individual business cases.*
6. *The re-use of monies in excess of 10%, or any changes to total project costs above a 30% or a £500,000 threshold, must be agreed by the SELEP Accountability Board; the inclusion of a new project shall also be determined by the SELEP Accountability Board.*

The full SELEP Assurance Framework can be viewed on the SELEP website: www.southeastlep.com/about-us/assurance-framework. The SELEP Terms of Reference document is also available to view: www.southeastlep.com/about-us/terms-of-reference.

- Volunteer – expenses paid
- Time Commitment: 4-5 days per month
- Initial length of tenure: up to 2 years

Role description

1. *Take the lead role in TES in driving the development and growth of the economy within the county of East Sussex.*

- 1.1. Provide rigorous leadership in the Chairing and development of TES, which comprises both public and private sector Leaders, to ensure a commonality of goals and purpose.
- 1.2. As Chair, take a lead role in the promotion of the interests of East Sussex and confidently work and negotiate with key influencers across Government, within SELEP and with local stakeholders, particularly with the private sector.

Experience and Attributes

2. *A successful track record operating in the private sector.*

- 2.1. A proven track record of leadership and/or Chair skills with experience of chairing well-managed, inclusive meetings, ensuring all members' views are taken into account and that a consensus and clarity of outcomes are achieved.
- 2.2. A well-developed leadership profile, with the ability to operate as a high-profile ambassador across East Sussex, the SELEP Region and nationally, with a range of stakeholders.
- 2.3. A strong understanding and experience of driving economic growth with a focus on East Sussex.
- 2.4. Proven ability to articulate and implement strategies and plans and to give passionate leadership to their execution.

Personal style, skills and characteristics

3. *A respected figure from the private sector with personal authority commensurate with the task.*

- 3.1. An ability to articulate strategies and plans and to work with key decision makers and influencers on a local, regional and national basis.
- 3.2. A natural ambassador, an effective high-level networker and a strong advocate for East Sussex.
- 3.3. A honed public speaker with presence, good media & communication skills and excellent interpersonal skills.
- 3.4. The ability to provide leadership to TES and generate enthusiasm for its aims: an engaging leader, diplomat, ideas-person and a good listener.
- 3.5. Experienced political antennae.
- 3.6. Ability to work effectively as a member of a cross-sectoral team in which colleagues work cooperatively with each other, accepting collective responsibility.