

## 1. Purpose

1.1. This document sets out the Terms of Reference for Team East Sussex (TES), also referred to as the TES Board.

## 2. Aims and functions of TES

2.1. TES is the federated East Sussex sub-board of the South East Local Enterprise Partnership (SELEP), allowing decision-making and project prioritisation at a local level. The TES Terms of Reference are fully aligned to the SELEP Terms of Reference and the SELEP Local Assurance Framework, both of which are available on the [SELEP website](#).

2.2. TES is a business-led, private/public body, and is the de-facto economic growth board for the county of East Sussex. TES's primary aim is to drive forward economic growth and prosperity in the county of East Sussex. **In pursuit of this aim, TES has the following key functions:**

a) Strategic direction and oversight;

b) Pipeline development and capital programme oversight;

c) Project consideration (prioritisation);

d) Lobbying and promotion;

e) Engagement;

f) SELEP activities.

2.3. Each of these key functions is described in detail in Appendix A, with a full list of roles and responsibilities.

2.4. TES fully adheres to the guidelines, policies and mandates set out in the SELEP Terms of Reference, the SELEP Local Assurance Framework and all of the associated SELEP Policies, as described in section 17. This includes such areas as project prioritisation and consistency of prioritisation across the federated areas, allocations of SELEP funding, programme management, project approval, cost control and risk management.

## 3. Membership of TES and general roles of members

3.1. TES shall consist of 17 members, as follows:

- Private sector / business representatives (including Chair/Vice-Chair) (9)
- Leader / Cabinet Member / Portfolio Holder of East Sussex County Council (1)
- Leader / Cabinet Member / Portfolio Holder of East Sussex Borough and District Councils (5)
- Higher Education (HE) representative (1)
- Further Education (FE) representative (1)

3.2. TES has a private sector majority. Higher Education and Further Education representatives are considered private sector members, as defined in the SELEP Recruitment Policy.

3.3. TES shall seek to ensure a balanced private sector representation, reflecting the county's geography and the diversity of its business base in terms of size and sector. Consideration will also be given to associations with other locally/nationally recognised business-representative bodies, the inclusion of the voluntary and community sector, and to the overall diversity of membership in terms of the

individual's protected characteristics as listed in the Equality Act 2010 (including, but not limited to, gender, race, sexual orientation and age).

- 3.4. Each member shall act in a way that supports the aims of TES, as set out in section 2.
- 3.5. Each business member will be considered for a portfolio role with one of TES's subgroups, as described in section 9, and act as a liaison between that subgroup and the TES Board.
- 3.6. Each TES 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.
- 3.7. 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 TES Secretariat, giving at least 24 hours' notice.
- 3.8. TES may choose to increase its membership to a maximum of 50 members, or decrease its membership to a minimum of 13 members, so long as the private sector majority is maintained. Any proposal to amend the number of TES members must be put forward by the TES Chair and have the approval of the TES Board, according to the quorum and decision-making rules in section 6.

#### **4. TES recruitment, terms of office and resignation**

- 4.1. TES business members are appointed to TES through an open, competitive and non-discriminatory recruitment procedure, with due consideration to the balance of representation described in section 3. The TES recruitment procedure is fully aligned to the SELEP Recruitment Policy, and is given in Appendix B.
- 4.2. TES business members, including the Chair/Vice-Chair, can serve a term of up to two years at a time, commencing March 2020. Business members may be reappointed as part of the recruitment process; there is no maximum number of terms that business members can serve.
- 4.3. In exceptional circumstances, and with the endorsement of the TES Board, the TES Chair may choose to *delay* the recruitment process by up to twelve months.
- 4.4. Higher Education and Further Education membership is not time limited. Appropriate senior level representation will be put forward by the HE/FE institutes of East Sussex, at the request of the TES Chair and with the endorsement of the TES Board.
- 4.5. Public sector representation will be a nominated Councillor from each of the six local authorities within East Sussex: Eastbourne Borough Council, Hastings Borough Council, Lewes District Council, Rother District Council, Wealden District Council and East Sussex County Council. It is *recommended* that the TES member for each Council be the Leader. If that is not possible, the Leader may choose to be represented by another Cabinet Member or appropriate Portfolio Holder for their Council. Public sector representation on TES is not time limited, and membership of the six local authority representatives will run concurrently with each member's tenure within their respective Council.
- 4.6. All new TES members will be provided with an 'induction pack' containing relevant information on both TES and SELEP. New members will also be offered an informal meeting with the TES Chair and the Head of Economic Development, Skills, Culture and Infrastructure at East Sussex County Council (the local authority lead officer for the TES Secretariat). If the TES Chair has not been appointed then the Leader of the County Council will attend the meeting instead. The SELEP Secretariat will also be invited to offer representation at the meeting.
- 4.7. Continued TES membership is conditional on appropriate attendance, contribution and compliance with the SELEP Policies described in section 17. The TES Chair may choose to review an individual's membership if they believe these conditions are not being met.

- 4.8. In the case of 4.7 the Chair will table the matter at the next scheduled TES Board meeting or, at the Chair's 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 section 6 shall apply at the scheduled/extraordinary meeting.
- 4.9. Where the TES Board chooses to bring an individual's membership to an end through early cessation, the Chair will write to the individual member officially terminating their membership.
- 4.10. TES members may resign from TES giving no fewer than 20 working days' notice to the Chair and TES Secretariat.
- 4.11. Should a TES member resign or have their membership terminated, s/he shall be replaced according to the balance of representation described in section 3. The procedure for recruiting to TES in such an event is given in Appendix B.

## **5. TES Chair and Vice Chair**

- 5.1. The Chair of TES shall be a business representative drawn from the existing TES membership. The full role of the TES Chair is set out in Appendix C.
- 5.2. The election of a new Chair will take place in the event of the current Chair's tenure coming to an end, the current Chair resigning their position, or the TES Board voting to change its Chair as described in 5.9.
- 5.3. In electing a new Chair, the TES Secretariat will invite electronic nominations from the existing TES business members. The matter is then tabled as the first item at the next scheduled TES Board meeting, which shall be chaired by the TES member for East Sussex County Council.
- 5.4. Should there be more than one nominee, each candidate will be given up to five minutes at the meeting to present their case for standing as Chair. Nominees will be asked to withdraw from the meeting while the matter is discussed by the remaining TES Board members and the new Chair is selected. The quorum and decision-making conditions described in section 6 shall apply in electing the Chair.
- 5.5. Following the election of a new Chair, and with the new Chair's agreement, TES may also choose to elect a Vice-Chair who shall also be a business representative drawn from the existing TES membership. In such a case, the TES Secretariat will again invite electronic nominations from existing TES business members; the matter is then tabled as the first item at the next scheduled TES Board meeting. The process described in 5.4 for selecting the Chair shall also apply in selecting the Vice-Chair.
- 5.6. 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.
- 5.7. The Chair and Vice-Chair can serve in their roles for up to two years at a time, concurrent with their TES business member tenures. The TES Secretariat will advise the Chair/Vice-Chair that their tenure in those roles is coming to an end not less than one month before the end of the two-year term.
- 5.8. The Chair/Vice-Chair may resign from their position, without prejudice to their continued membership of TES, giving no fewer than 20 working days' notice to the TES Secretariat.
- 5.9. TES may choose to change its Chair/Vice-Chair before the end of the normal two-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 TES Secretariat will then table the matter at the subsequent TES Board meeting where TES will vote on the matter; the quorum and decision-making conditions in section 6 shall apply at the meeting. The Chair/Vice-Chair must have served at least six months in their role before such a change can be considered.

## **6. Quorum and decision making**

- 6.1. In making decisions TES shall aim to reach consensus. Where consensus is not possible the Chair may decide to call a vote.
- 6.2. Should a vote be held, the quorum conditions at 6.3 shall apply in order for the decision to be carried, other than as provided for in 6.5. In the event of a tie, the Chair shall have a casting vote.
- 6.3. The normal quorum of TES shall be 9, of which 6 shall be private sector representatives and 3 shall be public sector representatives.
- 6.4. 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 TES Secretariat.
- 6.5. The following extraordinary matters shall require the support of at least 11 TES members, of which 7 shall be private sector representatives and 4 shall be public sector representatives:
  - a) Variation to the TES Terms of Reference;
  - b) Election / re-election of the Chair;
  - c) Termination of TES.
- 6.6. If an urgent decision is required outside of planned meetings, the Chair may either:
  - a) Through the TES Secretariat, call a Special Meeting giving no less than three working days' notice. In such a case the quorum requirements set out in 6.3 shall apply; or
  - b) Through the TES Secretariat, request that a decision be made by electronic procedure (email). In such cases the TES Secretariat shall provide TES members with appropriate information requesting a decision in no fewer than three working days. The quorum requirements set out in 6.3 shall apply. In the absence of consensus, the provisions set out in 6.2 shall apply.

## **7. Secretariat, frequency of meetings and agenda/minutes**

- 7.1. The Secretariat of TES shall be provided by East Sussex County Council.
- 7.2. TES shall meet at least four times per year, with the timing of TES Board meetings aligned to the quarterly SELEP Strategic Board meetings. TES may choose to meet more frequently if business needs dictate, or hold additional meetings for a specific purpose (such as those described at 7.3) at the discretion of the Chair.
- 7.3. As well as quarterly TES Board meetings, the meeting schedule should allow for at least two additional 'information sharing workshops' per year, if required, to be used for regular reporting from the subgroups and for informative presentations on specific topics.
- 7.4. TES meetings may be held in person or virtually, but at least one meeting per year must be held in person. It is *recommended* that the quarterly TES Board meetings alternate between in-person and virtual, meaning TES will meet in person approximately every six months, with all other meetings (workshops and additional meetings) held virtually.
- 7.5. A meeting schedule shall be prepared by the TES Secretariat ahead of each financial year and be made publicly available as described in section 11. The meeting schedule shall be sent directly to the TES Board, as well as to the Section 151 Officer of the County Council and the SELEP Chief Executive Officer, both of whom shall be invited to attend all TES meetings.
- 7.6. The agenda for each TES meeting shall be provided by the TES Secretariat and agreed by the Chair prior to circulation.
- 7.7. The agenda and papers for TES meetings shall be circulated to TES by the TES Secretariat not less than five working days before each TES meeting, and be made publicly available as described in section 11.

Leeway is granted for exceptional papers that cannot meet this timeframe, but in such an event the TES Board is permitted to request additional time at the meeting to review the papers, and may request that the matter is re-tabled at a subsequent meeting if necessary.

- 7.8. Minutes of TES meetings shall be taken by the TES Secretariat. Draft minutes shall be circulated to TES members and be made publicly available as described in section 11 within ten working days of the TES meeting.
- 7.9. Draft minutes shall be approved at the following meeting of TES. Final version minutes shall be made publicly available as described in section 11 within ten working days of being approved.
- 7.10. The TES Secretariat will maintain a record of members' start dates and length of service, and manage the recruitment/election process described in section 4. The TES Secretariat will also manage the Conflict of Interest policy described in section 10.
- 7.11. The TES Secretariat will advise the SELEP Secretariat of any changes to TES membership or declarations of interest within five working days of the change.

## **8. Non-voting participants**

- 8.1. 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, Homes England, the Education and Skills Funding Agency etc, as well as representatives of other specific organisations such as the South Downs National Park Authority.
- 8.2. Non-voting participants may, at the discretion of the Chair, participate in discussions subject to the Conflicts of Interest procedure set out in section 10, however they may not vote.
- 8.3. Local authority officers shall also attend TES meetings, presenting papers or providing other information for TES's consideration as appropriate.

## **9. Subgroups / working groups / reference groups**

- 9.1. Subgroups 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 subgroup; the Terms of Reference must be approved by TES and be aligned to the TES Terms of Reference.
- 9.2. As of the date of this document there are five subgroups operating under TES: Business East Sussex (BES), Culture East Sussex (CES), Developers East Sussex (DES), Environment East Sussex (EES) and Skills East Sussex (SES).
- 9.3. Each TES business member will be considered for a portfolio role with one of TES's subgroups, and will be expected to attend the subgroup's meetings as appropriate, acting as a liaison between the subgroup and the TES Board.
- 9.4. TES may, when appropriate, invite representatives of subgroups to attend TES meetings (such as the information sharing workshops described at 7.2) as non-voting participants, as described in section 8.

## **10. Conflicts of interest**

- 10.1. All TES members agree to act in accordance with the SELEP Conflict of Interest Policy, available to view on the [SELEP website](#).
- 10.2. All TES members are required to complete a Register of Interests form, recording details of any Disclosable Pecuniary Interest which might conflict with their duties to TES and SELEP. This may include business, financial or personal relationships/interests, including 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. Members are further required to identify close family members who are also a TES or SELEP representative, or have the ability to exercise significant influence over TES/ SELEP's agenda or activity.

- 10.3. All Registers of Interests must initially be registered with the TES Secretariat within 28 days of the individual becoming a TES member. Each TES member is required to ensure their own declarations are up to date and must review their Register of Interests form before each TES Board meeting. TES members must notify the TES Secretariat of any changes to their declarations within 28 days of the change occurring. To ensure declarations remain current, all Register of Interests forms must be reviewed and resubmitted to the TES Secretariat at least annually.
- 10.4. East Sussex local authority officers with direct input to SELEP advisory groups, such as the SELEP Senior Officers Group, are also required to complete a Register of Interest form as described in 10.2 and 10.3.
- 10.5. Copies of all declarations are retained by the Secretariats of both TES and SELEP. The Registers of Interests of TES members are made available for public scrutiny as described in section 11. The Registers of Interests of officers will not be published, but may be subject to FOI requests.
- 10.6. 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. The Chair will ask for declarations of interest at the start of every TES meeting, and any such declarations will be recorded in the minutes of the meeting. Where a Disclosable Pecuniary Interest is declared, the Chair may ask the individual TES member to withdraw from the meeting for the duration of the discussion on that particular item; the individual TES member may not participate in any debate on the matter, or vote in any questions relating to it.
- 10.7. The rules in 10.6 apply whether or not the interest concerned is already set out in the individual's Register of Interests.
- 10.8. The rules in 10.6 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.
- 10.9. The rules in 10.6 also apply to any substitute member or non-voting participant.

## **11. Transparency**

- 11.1. TES shall seek to operate in an open and transparent manner at all times.
- 11.2. Information on TES shall be published on the [SELEP website](#) and/or the [ESCC website](#).
- 11.3. TES welcomes public interest in its business and has a procedure for accepting representations from members of the public, as described in section 12.
- 11.4. TES meeting papers will be made publicly available via the SELEP website at least five working days prior to the TES meeting, except for those papers which are not suitable for release into the public domain as they are considered 'confidential information', as classified by the *Local Authorities (Executive Arrangements) (Meetings and Access to Information) (England) Regulations 2012*.
- 11.5. Draft minutes of TES meetings will be made publicly available via the SELEP website within ten working days of the meeting. The final-version minutes shall be made publicly available via the SELEP website within ten working days of being formally approved at the subsequent TES meeting.
- 11.6. Other relevant operational documentation for TES shall be made publicly available on the ESCC website, including TES membership, contact details, meeting schedule, Registers of Interest and this Terms of Reference document.
- 11.7. The Freedom of Information Act 2000 shall apply to TES papers and to records of TES decisions.
- 11.8. In terms of branding, TES will ask its project delivery partners to display the SELEP and/or TES logo as appropriate in compliance with the guidelines set out in the SELEP Local Assurance Framework.

## **12. Public representations at TES meetings**

- 12.1. Members of the public shall be permitted to make representations at TES meetings through a registration facility on the ESCC website. The online form shall allow questions to be submitted for the consideration of the TES Board, and give the opportunity for the individual member of the public to attend a TES meeting to present the query in person.
- 12.2. A question may be allowed under this procedure only if it has been submitted and received by the TES Secretariat no later than five working days before the meeting. Questions may only be submitted via the online form or by email to [economic.development@eastsussex.gov.uk](mailto:economic.development@eastsussex.gov.uk).
- 12.3. Any question may be subsequently withdrawn by the person submitting it at any time.
- 12.4. If any public questions are to be presented at a TES meeting, a period of up to fifteen minutes shall be allocated to the matter at the start of the meeting. Questions will be dealt with in the order in which they are received, except that the Chair may choose to group together similar questions if appropriate. If there is insufficient time to ask/answer all of the questions within the allotted fifteen minutes, the Chair will provide answers in writing within ten working days of the meeting.
- 12.5. If the member of the public has elected to make the representation in person, the speaker is allowed to ask the pre-submitted written question only. The question must be asked within a two-minute time limit. No further questions may be asked. Only one speaker will be permitted to make a representation on behalf of an organisation. If the speaker requires someone to read the question for them, the Chair will ask the question on their behalf, but the questioner must be present at the meeting. If the speaker is not present when called by the Chair, the Chair shall move on to the next question.
- 12.6. Public questions must not:
  - Ask for information which is already publicly available on the SELEP website or the ESCC website;
  - Concern subjects outside the responsibility or remit of the TES Board;
  - Criticise the motives or personal character of any TES member, or be defamatory, frivolous, vexatious or offensive;
  - Be substantially the same as a question put to a TES meeting in the previous six months;
  - Require the disclosure of confidential or exempt information;
  - Already be subject to separate appeal, adjudication, litigation, mediation or dispute resolution.
- 12.7. The Chair can decide that a question may not be asked or answered if it would not be in the public interest, or on any other reasonable ground. If this occurs, notification will be given at the earliest opportunity in writing with reasons for the rejection.
- 12.8. Answers to the questions may be given by the most appropriate TES member as designated by the Chair. The TES member giving the answer has full discretion as to the content of the reply and how it is given. In particular, s/he may decline to answer in full if this would involve an unreasonable amount of time, work or cost, or be contrary to the public interest. All oral answers to questions should be brief and relevant, with any detailed background or statistics given in writing following the meeting.
- 12.9. A record of all questions and answers will be recorded in the minutes, to be made publicly available as described in section 11.

## **13. Public misconduct**

- 13.1. Members of the public invited to participate in a TES meeting are not permitted to record any part of the meeting through audio and/or visual recording equipment.
- 13.2. If a member of the public interrupts a meeting or otherwise behaves irregularly, improperly or offensively, the Chair, with the consent of the TES Board, may request that s/he leave the meeting or

order that s/he is removed from the meeting. In the event of a general disturbance, the Chair, with the consent of the TES Board, may suspend the meeting or direct that the public be excluded from it. No one so removed or excluded will be permitted to return to the meeting.

#### **14. TES representation on the SELEP Strategic Board**

- 14.1. SELEP was registered as a company limited by guarantee in February 2020. As such, all members of the SELEP Strategic Board are also registered at Companies House as Directors of SELEP Ltd.
- 14.2. The SELEP Strategic Board is comprised of 25 members (SELEP Ltd Directors), including 5 co-opted members. TES is allocated 4 positions on the SELEP Strategic Board, made up of 1 public sector representative, stipulated as the TES member for East Sussex County Council, and 3 private sector representatives, to be determined by TES.
- 14.3. TES business members are appointed to the SELEP Strategic Board on a term not exceeding 2 years, to run concurrently with the term of their TES membership described in section 4. Business members may be reappointed after their term expires, up to a maximum tenure of 6 years. Public sector representation on the SELEP Strategic Board is not time limited.
- 14.4. TES is responsible for selecting which of its business members shall serve on the SELEP Strategic Board. Selection is achieved via an open, transparent discussion during a scheduled TES meeting. If a vote is required then the quorum and decision-making conditions in section 6 shall apply.
- 14.5. The 5 co-opted positions on the SELEP Strategic Board are appointed on a one-year rolling term, and are made up of 1 further education, 1 higher education and 1 social enterprise representative (each put forward by their respective working group), plus 2 District/Borough/City Council representatives from across the SELEP geography (nominated by federated boards). Each year the SELEP Strategic Board will discuss which two of the three shire areas will be invited to put forward a Council representative for the forthcoming year, looking for alignment with the SELEP Delivery Plan for that year. In the event that East Sussex is selected, TES is responsible for selecting which of its District/Borough members shall serve on the SELEP Strategic Board. Selection is achieved via an open, transparent discussion during a scheduled TES meeting. If a vote is required then the quorum and decision-making conditions in section 6 shall apply.
- 14.6. TES members may resign from their position on the SELEP Strategic Board, without prejudice to their continued membership of TES, giving no fewer than 20 working days' notice to the TES Chair and TES Secretariat. In such a case, a replacement TES member shall be selected through an open, transparent discussion during a scheduled TES meeting. If a vote is required then the quorum and decision-making conditions in section 6 shall apply. The newly appointed SELEP Strategic Board member shall continue to hold the position for the remainder of the two-year tenure.
- 14.7. The TES Secretariat will advise the SELEP Chief Executive Officer of any changes to TES representation on the SELEP Strategic Board within five working days of the change.
- 14.8. All TES members appointed as SELEP Ltd Directors are mandated to represent the views of TES at SELEP Strategic Board meetings.

#### **15. Funding calls, recommendations and project prioritisation**

- 15.1. All funding opportunities announced by SELEP will be openly publicised, with an Expression of Interest form for each funding call made publicly available, as described in section 11.
- 15.2. The TES Secretariat will forward the details of funding calls to the ESCC Communications Team for additional publicity through social media and press releases, and to all of the TES subgroups for further dissemination through their networks.
- 15.3. A simplified Expression of Interest form will also be made available on the ESCC website, irrespective of open funding calls, for project developers wishing to add their schemes to the ongoing East Sussex



Project Pipeline. Any EOIs submitted in this way will be considered and sifted by County Council senior officers in the first instance, before TES is asked to endorse each individual project's addition to the Pipeline.

15.4. If appropriate, TES may also support non-SELEP funding opportunities, such as Government funding calls delivered through local authorities, by assisting in promotion, endorsing project prioritisation and providing letters of support to accompany bids.

15.5. TES does not have delegated authority to make decisions regarding the allocation of public funds. Formal democratic decision-making is achieved through the SELEP Accountability Board for SELEP funding programmes, or by our County/Borough/District authorities for non-SELEP funding programmes. TES may however make recommendations to the appropriate bodies on its priorities and on which projects/programmes it endorses.

15.6. In considering pipeline projects, project prioritisation and making recommendations to SELEP, TES adheres to the guidelines, policies and mandates set out in the SELEP Local Assurance Framework, and to the agreed principles of the specific funding calls. In making recommendations TES shall aim to reach consensus. Where a vote is required, the quorum and decision-making conditions in section 6 shall apply.

## 16. Annual report

16.1. TES shall consider producing an annual report and/or an annual summary statement of its Delivery Plan (or equivalent), setting out the activities and membership of TES over the year and its anticipated focus for the year ahead. This shall be made publicly available as described in section 11.

## 17. Best practice, equality and diversity

17.1. SELEP and its federated boards must comply with the National Local Growth Assurance Framework, published by HM Government. Accordingly, TES adheres to the following SELEP policies, all of which are available to view on the [SELEP website](#):

- SELEP Local Assurance Framework;
- SELEP Terms of Reference;
- Code of Conduct;
- Complaints Policy;
- Conflict of Interests Policy;
- Expenses Policy and Hospitality Policy;
- Recruitment Policy;
- Whistleblowing Policy.

17.2. SELEP and its federated boards support the principles of general equality duty 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.

17.3. Members of all SELEP boards, including TES, are required to maintain high standards in the way they undertake their duties. 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 cooperate 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.

## 18. Variation to Terms of Reference

18.1. TES may decide to vary its Terms of Reference subject to the provisions in 6.5.

## 19. Termination

19.1. TES may decide to terminate the activities of TES subject to the provisions in 6.5.

## 20. 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 reference 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 Local Assurance Framework.
v2.0	01 Jun 2018	Rewritten to incorporate extensive changes/additions to the SELEP Local Assurance Framework following the Mary Ney Review and subsequent deep-dive audit of SELEP governance.
v3.0	01 Apr 2020	Updated after SELEP registered as a company limited by guarantee.
v3.1	13 Dec 2021	Revision to allow recruitment to be delayed and members' tenures extended in exceptional circumstances.
v3.2	05 Dec 2022	Updated the functions, roles and responsibilities of TES and the frequency of meetings.

### **Strategic direction and oversight**

- Set the vision, strategic direction and priorities of East Sussex.
- Ensure strategy development is intelligence- and evidence-based and reflects the view of business through engagement with businesses and business representative organisations.
- Ensure the vision and identified local priorities are aligned with SELEP's economic strategy (currently the SELEP Economic Strategy Statement), County Council and county-wide strategies and policies, and the strategies and local plans of our Borough and District authorities.
- Approve, drive forward and monitor the Delivery Plan (or its equivalent) for East Sussex (currently the Economy Recovery Plan).
- Consider and develop responses to new economic opportunities and challenges in East Sussex.
- Consider and agree a unified East Sussex position on major items of strategic importance.
- Provide input into setting the strategic priorities and direction of SELEP through the TES members elected as SELEP Ltd Directors, and contribute to SELEP-wide discussions of regional significance at SELEP Strategic Board meetings.
- Strategic oversight of and engagement with TES's sub-boards.

### **Pipeline development and capital programme oversight**

- Oversee arrangements for developing a pipeline of projects for capital and revenue investment.
- Provide strategic oversight of key programmes, including oversight of funding bids, and monitor existing East Sussex capital projects.
- Make recommendations for new project proposals in accordance with East Sussex's priorities.

### **Project consideration (prioritisation)\***

- As appropriate to the public funding sources that may become available, lead the funding programme's open call for projects and ensure the call is widely publicised (where it is appropriate for TES to do so).
- Oversee arrangements for appraising, approving and prioritising projects for investment, with a view to ensuring that a wide range of delivery partners can be involved (where it is appropriate for TES to do so).
- Provide evidence-based consideration of strategic fit with economic investment priorities during project prioritisation.
- Provide endorsement of programme/project bid submissions as appropriate.
- Ensure the transparency and accountability of all decisions and recommendations made by the TES Board.

### **Lobbying and promotion**

- Provide a strong voice for East Sussex at national, regional, local and SELEP level on economic issues and matters affecting the county's economic development.
- Champion and promote the activities, projects and programmes of East Sussex positively at local, regional and national level.
- Champion the successes of East Sussex, including bringing to the attention of Government local growth projects which should be recognised as innovative or examples of best practice.
- Oversee the development and implementation of a county-wide communications strategy.

## **Engagement**

- Act as a facilitator to develop strong relationships between key stakeholders and partners across the county, ensuring there is a shared vision for a prosperous East Sussex to unlock barriers to growth.
- Ensure appropriate representation on the TES Board from across the geography of the county, reflecting diversity.
- Maximise connections with SMEs across the county and the wider SELEP area, including in the voluntary and community sector (third sector).
- Maximise connections with further education and higher education sectors across the county and the wider SELEP area.
- Enable collective engagement with all Local Authority Leaders within the county to ensure there is a clear mandate for decision making on economic growth priorities, and support collaboration and joint delivery at county-wide level.
- Maximise connections and engagement by drawing on the established sub-boards of TES – Business East Sussex (BES), Culture East Sussex (CES), Developers East Sussex (DES), Environment East Sussex (EES) and Skills East Sussex (SES) – working with a broad range of stakeholders to facilitate further strategic collaboration, joint working and delivery at county-wide level.
- Support local engagement with, and feedback to, stakeholders about future strategy development and progress against delivery of existing programmes and projects.
- Support the development of good relationships with neighbouring economic partnerships.

## **SELEP activities**

- Agree TES representation on the SELEP Strategic Board (SELEP Ltd Directors).
- Agree where possible an informed joint view or response in respect of East Sussex input to SELEP Strategic Board meetings via the TES representatives.
- Support SELEP as appropriate in the implementation of its annual Delivery Plan.
- Support SELEP in progressing priorities of cross-border economic importance where there is added value in working together, and support priorities of local importance where they are designated a priority by federated boards (including by TES).
- Support SELEP as appropriate in increasing the overall diversity of its membership in terms of protected characteristics, including gender, age, ethnic origin, religion and sexual orientation as defined in the Equality Act 2010.
- Ensure that the SELEP Secretariat is informed of all TES meetings is given the opportunity to attend.

\* Note that TES does not have delegated authority to make decisions regarding the allocation of public funds. Formal democratic decision-making is achieved through the SELEP Accountability Board (for SELEP funding programmes) or by our County/Borough/District authorities (for the most recent funding programmes such as UKCRF and UKSPF). TES may however make recommendations to the appropriate bodies on its priorities and on which projects/programmes it endorses.

### **1. Tenures of TES Board members**

- 1.1. Team East Sussex (TES) business members, including the TES Chair/Vice-Chair, can serve a term of up to two years at a time, commencing March 2020. Business members may be reappointed as part of the recruitment process; there is no maximum number of terms that business members can serve.
- 1.2. Higher Education and Further Education membership is not time limited. Appropriate senior level representation will be put forward by the HE/FE institutes of East Sussex, at the request of the TES Chair and with the endorsement of the TES Board.
- 1.3. Public sector representation will be a nominated Councillor from each of the six local authorities within East Sussex: Eastbourne Borough Council, Hastings Borough Council, Lewes District Council, Rother District Council, Wealden District Council and East Sussex County Council. It is *recommended* that the TES member for each Council be the Leader. If that is not possible, the Leader may choose to be represented by another Cabinet Member or appropriate Portfolio Holder for their Council. Public sector representation on TES is not time limited, and membership of the six local authority representatives will run concurrently with each member's tenure within their respective Council.

### **2. Reappointing existing TES business members**

- 2.1. The TES Secretariat will advise all TES business members that their membership is coming to an end not less than two months before the end of their two-year term. The TES Secretariat will begin the recruitment process described in section 3, including the 'reappointment' process described in 2.3 and 2.4, not less than one month prior to the two-year termination date.
- 2.2. All existing TES business members will be invited to reapply to TES; there is no maximum number of terms that business members can serve.
- 2.3. Existing business members who wish to continue serving on the TES Board will not be asked to complete an application form, but will be asked simply to confirm their intention to be reappointed via email to the TES Secretariat.
- 2.4. The TES Secretariat will prepare a list of those business members seeking reappointment, along with a summary of their attendance at TES meetings over the previous two-year period, to be shared with the TES Board. The TES Board will then be asked to approve all of the 'reappointments' for a further two-year period, either at its next scheduled meeting or via electronic procedure if the next scheduled meeting is too late.
- 2.5. Business members can be reappointed in this manner twice, thereby serving for a total of 2+2+2 years. At the end of this period, if they wish to be reappointed again, the business member will need to reapply through the full, open recruitment process described in section 3.

### **3. Recruiting new TES business members**

- 3.1. The TES Secretariat will begin the recruitment process not less than one month prior to the two-year termination date of its existing business members.
- 3.2. The call for new applications to the TES Board will be made public and communicated via the East Sussex County Council (ESCC) website and ESCC social media platforms. The ESCC Communications team will also be asked to further promote the opportunity through relevant press releases. Additionally, the call will be distributed through TES's subgroups and business networks, all of whom will be asked to further distribute/promote as appropriate.
- 3.3. An application form will be made available on the TES pages of the ESCC website. All public promotion and communication will point to these website pages. Supplementary information on the role of TES

business members, such as the TES Terms of Reference, board induction material and application guidance, will also be available to view alongside the application form.

- 3.4. An application deadline of not less than three weeks (15 working days) will be given from the date the vacancy is first made public. Applicants will be required to submit their application by email to ESCC's Economic Development team: [economic.development@eastsussex.gov.uk](mailto:economic.development@eastsussex.gov.uk). Promotion as described in 3.2 will continue throughout the period of the vacancy.
- 3.5. The TES Secretariat will sift and shortlist all applications to ensure basic minimum requirements are met in terms of representing the business sector, business location within the county and commitment to attend TES Board meetings.
- 3.6. If required, a selection panel will be assembled to review the shortlisted applications. The selection panel may meet in person, virtually, or choose to ratify the recommendations of the TES Secretariat via email. The selection panel will be made up of:
  - 1 x TES local authority representative
  - 1 x TES HE/FE representative
  - 1 x TES Secretariat senior representative
  - 1 x TES/SELEP business representative – *see point 3.8 below*
  - 1 x SELEP Secretariat senior representative
- 3.7. The local authority representative on the panel shall be chosen by the TES local authority members, and the HE/FE representative shall be chosen by the TES HE/FE members. The TES Secretariat representative shall be the ESCC Head of Economic Development, Skills, Culture and Infrastructure, or their selected alternate senior officer. The SELEP Secretariat representative shall be the SELEP Chief Executive Officer or their selected alternate senior SELEP Secretariat member.
- 3.8. The TES/SELEP business representative on the selection panel is dependent on the following circumstances:
  - (a) Under normal conditions, the recruitment of new TES business members occurs every two years, alongside the reappointment of existing TES business members. While the reappointment process is likely to be concluded *before* the selection panel for new business members is required, any TES business member still involved in the reappointment process at the time the selection panel is to be convened cannot participate in the selection panel.
  - (b) In the event that *all* existing TES business members are involved in the reappointment process at the time the selection panel is to be convened, the business representative on the selection panel shall be another business member of the SELEP Strategic Board.
  - (c) In the event that one or more TES business members are not involved in the reappointment process, the business representative on the selection panel shall be a TES business member. The first choice TES business member is the TES Chair, then the TES Vice-Chair; otherwise, the remaining TES business members (not involved in the reappointment process) will nominate another TES business member to sit on the selection panel.
  - (d) When recruiting to a vacant position 'mid-term', such as when a business member has resigned from the TES Board, the business representative on the selection panel shall be a TES business member as described in 3.8(c).
- 3.9. The TES Secretariat will share all application information with the selection panel electronically, and if required, arrange a meeting for the panel to convene. The selection panel may meet in person, virtually, or choose to ratify the recommendations of the TES Secretariat via email.

- 3.10. If a selection panel meeting is arranged, panel members will firstly appoint a panel Chair from amongst themselves; it is *recommended* that the business representative be appointed as panel Chair. Panel members will be asked if they wish to invite individual candidates to the meeting for a short interview. The selection panel meeting will take place no more than two weeks (10 working days) after the application closing date. In the event that three or more selection panel members are unable to attend, then the meeting will be reconvened.
- 3.11. In choosing new TES business members, the selection panel shall seek to ensure a balanced representation of businesses reflecting the county's geography and the diversity of its business base in terms of size and sector. Consideration will also be given to associations with other locally/nationally recognised business-representative bodies, the inclusion of the voluntary and community sector, and to the overall diversity of membership in terms of the individual's protected characteristics as listed in the Equality Act 2010 (including, but not limited to, gender, race, sexual orientation and age).
- 3.12. The selection panel will aim to reach a consensus at the selection panel meeting. Should a vote be required then a majority ruling will suffice. In the event of a tie, the business representative on the selection panel will have the casting vote.
- 3.13. The selection panel may choose at their discretion to convene a second selection panel meeting, such as in the event that a large number of applications are received and the panel wishes to further shortlist them and invite individual candidates back to a later interview.
- 3.14. The selection panel will only appoint business members it feels will best serve the aims and functions of TES as set out in the TES Terms of Reference. Should the recruitment panel choose not to fill a vacancy, or if there is an insufficient number of applicants, then the vacancy shall be re-advertised according to the procedure described in section 5.
- 3.15. The TES Secretariat will advise each candidate of the outcome of their individual application within five working days of the selection panel reaching a decision. Successful candidates will be given induction information for both TES and SELEP, as described in paragraph 4.6 of the TES Terms of Reference, and be invited to the next scheduled TES Board meeting.
- 3.16. The TES Secretariat will advise the SELEP Secretariat of all changes to TES membership within five working days of the selection panel reaching a decision.

#### **4. Recruiting TES business members mid-term**

- 4.1. The recruitment process described in section 3 applies whether recruiting to business positions at the end of the standard two-year tenure, or to individual business vacancies that occur 'mid-term', such as when an existing business member chooses to leave the TES Board part-way through their two-year tenure.
- 4.2. In the event that a new TES business member is appointed mid-term, their tenure is aligned to the current two-year tenure period (so rather than the new business member serving a full two-year term, they will serve only for however many months remain of the current tenure).
- 4.3. A mid-term vacancy does not need to be recruited to if less than six months remain of the standard two-year tenure period.

#### **5. Re-advertising a vacancy**

- 5.1. In the event that a vacancy is not filled, either through the decisions of the selection panel or through an insufficient number of applicants, then the vacancy shall be re-advertised.
- 5.2. Prior to re-advertising, the TES Secretariat shall ask all current business members to recommend appropriate business contacts from their networks who they feel may be suitable for a position on the TES Board. The TES Secretariat shall contact the recommended individuals to encourage them to apply.

- 5.3. In re-advertising the vacancy, the full procedure for open calls described in 3.2–3.4 is again followed. All potential candidates must apply through this same open, competitive process, including any business contacts recommended by existing business members. The TES Secretariat will again sift and shortlist applications according to the criteria in 3.5.
- 5.4. The TES Secretariat will propose the shortlisted candidates to TES for electronic approval, providing full application information, whereby the quorum and decision-making conditions in section 6 of the TES Terms of Reference shall apply. TES members may elect to invite candidates to a TES Board meeting before calling for a decision, in which case the decision shall be made at the next scheduled TES Board meeting rather than electronically. TES members will consider the balance of representation described in 3.11 when making their decision.
- 5.5. The TES Board will only appoint business members it feels will best serve the aims and functions of TES, as set out in the TES Terms of Reference. Should the TES Board choose not to fill a vacancy, or if there is an insufficient number of applicants, then the vacancy shall again be re-advertised according to the procedure described in 5.2–5.4.
- 5.6. A vacancy does not need to be re-advertised if less than six months remain of the standard two-year tenure period.

Additional note on the timeline of TES business members' tenures, for clarity

- At its meeting on 2/12/19 the TES Board made the decision to 'reset the clock' on membership so that it is aligned to SELEP becoming a company limited by guarantee from March 2020.
- TES business members can serve for a period of two years at a time, but there is no limit to the number of times they may be reappointed to TES.
- Alongside the above decision to reset the clock, TES also decided to allow existing business members to be reappointed *without having to go through the full open recruitment exercise* (so existing business members don't need to complete the whole application form again, they just need to let us know their intention to be reappointed, and the TES Board approves those reappointments).
- Business members can be reappointed in this way twice – so they will serve for an initial two years, get reappointed, serve another two years, get reappointed for the second time, and serve another two-year term – i.e. they will serve 2+2+2 years.
- After the above six-year tenure, they can still reapply to continue being a TES member (as there is no limit on the length of membership) but they will need to complete the full application process and be assessed by a panel alongside any other applications at that time. If they are successful in being reappointed, the '2+2+2' starts again.
- Since introducing the above, there has been one further change to the timings. At its meeting on 27/9/21, due to the exceptional circumstances of the ongoing LEP Review, the TES Board took the decision to extend the current tenures of all members by up to one year. (This was later mirrored by SELEP at its Strategic Board meeting on 10/12/21, where they confirmed that MHCLG had issued a number of 'exemptions' to the National Assurance Framework, recognising the exceptional circumstances, allowing some flexibility to the minimum terms to be served by Board Members, which was later added as a permanent change to SELEP's governance.)
- That means that for our TES business members, their first two-year term is actually a *three*-year term, to March 2023. So overall, their ability to be reappointed as described above will be for a period of **3**+2+2 years (a total of seven years rather than six). That will take them up to March 2027 before they are required to complete the full application process.



- 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 and 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.