

Terms of Reference

Buckinghamshire Enterprise Zone Board

Date: December 2021

Status: Draft

1. Title: Terms of Reference for the Buckinghamshire Enterprise Zone Board.

2. Definitions

2.1. Within these Terms of Reference, the following definitions apply:

2.1.1. *Buckinghamshire Enterprise Zone (BEZ) formerly Aylesbury Vale Enterprise Zone (AVEZ) is an Enterprise Zone designated by Government. Enterprise Zones are single or multiple sites which may offer business rate discounts or enhanced capital allowances for new businesses locating on the sites. BEZ comprises 3 sites at Silverstone Park, Westcott Park and Woodlands.*

2.1.2. *The Local Enterprise Partnership in respect of Buckinghamshire is Buckinghamshire Local Enterprise Partnership (BLEP).*

2.1.3. *The Accountable Body for both BLEP and BEZ is Buckinghamshire Council. The Accountable Body is responsible to the BLEP Board and its functions include ensuring appropriate arrangements are in place for the proper use and administration of funding, building on existing local government systems, which fall under the annual audit of the local authority's accounts.*

a) For BEZ the Accountable Body's role is to

- *Act as the collecting authority for all business rates within the Enterprise Zone.*
- *Establish suitable systems for monitoring and reporting on funds collected.*
- *Ensure government subsidies provided for the Enterprise Zone (including the subsidy provided under the EZ Memorandum of Understanding and the Regulations) are used for the objectives of the Enterprise Zone and in compliance with relevant laws.*
- *Distribute the funds according to the priorities agreed in the EZ MOU and by the Strategic Board.*

b) *The Accountable Body, working with relevant Buckinghamshire LEP officers, will put in place appropriate arrangements for the proper use and administration of EZ funding.*

- c) *Government's expectation is that Accountable Bodies cannot use Business rates funding generated from within an Enterprise Zone for their own purposes, or without any clear mandate from the LEP.*

2.1.4. The Memorandum of Understanding is the agreement between BLEP and Buckinghamshire Council.

3. Purpose / Role of the Enterprise Zone Board

- 3.1. The BLEP Board is responsible for the delivery of BEZ.
- 3.2 The Buckinghamshire Enterprise Zone Board (BEZ Board) is a Subgroup appointed by the BLEP Board. It is accountable to the BLEP Board for its operation and delivery.
- 3.3 The BLEP Board delegates responsibility to the BEZ Board for the management and delivery of the EZ programme to meet BLEP agreed priorities and objectives and to maintain oversight and scrutiny of its delivery and operation. Delegation is subject to annual reporting on BEZ activity and successfully meeting annually agreed objectives with the BLEP Board.
- 3.4 The BEZ Board operates within the framework of the Memorandum of Understanding established at the beginning of the Enterprise Zone's activity and updated in 2021.
- 3.5 The BLEP Board receives monitoring and performance management reports for EZ at each of its meetings.
- 3.6 The BEZ Board will meet while BEZ remains operational. The EZ Board will cease operation either after the EZ's 25-year operational life expires, or where Government ends Enterprise Zones policy nationally.
- 3.7 The BEZ Board may:
- 3.7.1. Endorse the governance and delivery arrangements for the constituent schemes of BEZ;
 - 3.7.2. Provide strategic oversight of, and direction to BEZ;
 - 3.7.3. Approve the Implementation Plan(s) for BEZ and forward to the BLEP Board for ratification;
 - 3.7.4. Endorse any subsidiary Memoranda of Understanding made between the Relevant Local Authority and other parties involved in BEZ delivery;
 - 3.7.5. Use all reasonable endeavours to promote BEZ, including the approval of a Marketing plan;
 - 3.7.6. Ensure appropriate resources and capacity are secured to deliver BEZ and provide appropriate direction and support to any dedicated staff;
 - 3.7.7. Monitor the performance of EZ at a strategic level, offer both challenge and support to proposals, and collaborate with BLEP, the Accountable Body and other partners in the provision of monitoring information to central Government;

- 3.7.8. Promote the interests of BEZ at all levels including with national and local government, BLEP, industry bodies, academic institutions, businesses and potential investors;
- 3.7.9. Review and revise the EZ Implementation Plan and other tools in the light of performance monitoring information.
- 3.7.10 work on agreed propositions outside the physical EZ Boundaries in the wider interest of the EZ, and the Economic Development of Buckinghamshire
- 3.7.11 Develop new programme ideas as the existing EZ programme is delivered.

4. Membership

4.1. The BEZ Board shall consist of the following members:

- BLEP – 4 private sector members (including BLEP CEO)
- Buckinghamshire Council - 2 members

In addition, an Accountable Body representative will be invited to attend the BEZ Board.

- 4.2. Where a Council member is unable to attend a Board meeting, they may nominate a suitable Alternate to take their place. Where an Alternate is attending a Board meeting they must register any Conflicts of Interest.
- 4.3. BEZ Board members will be bound by the BLEP Code of Conduct and register all interests on BLEP's Register of Interests form which will both be published via the BLEP website to be compliant with the BLEP Assurance Framework.
- 4.4. Members may resign from the Board by giving no less than 20 working days' notice to the Chair. Should a member resign, they shall be replaced according to the role or skills required.

5.Membership / Quorum

5.1. The nominated Board Members are: -

- Adrian Brown – BLEP (Chair)
- Cllr Martin Tett – BC
- Cllr Gareth Williams – BC
- Clare Pelham – BLEP
- Richard Harrington – BLEP
- Professor James Tooley – BLEP

5.2 The quorum of the Board shall be 3, of which one must be a member of the Council.

5.3. Should a Board meeting not be quorate, the Chair may arrange a Special Meeting of the Board to deal with outstanding business or may allow business to adjourn to the following ordinary Board meeting or may allow Board members to convey their views electronically to all the other Board members.

6. Officer Attendance

6.1. The Board will be supported by officers from BLEP and Buckinghamshire Council. Attendees will include: -

- BEZ Director - BLEP
- Head of Finance and Assurance – BLEP
- Secretariat - BLEP
- Accountable Body representative– Buckinghamshire Council

7. Chair

- 7.1. The Chair of the Board shall be appointed with the agreement of the BLEP Board.
- 7.2. The BLEP Board may also elect a Vice-Chair from the Members of the BEZ Board.
- 7.3. The Chair shall preside at meetings of the BEZ Board. In the absence of the Chair, the Vice-Chair shall preside. In the absence of the Chair and the Vice Chair, the Board shall elect a Member of the Board to act as Chair for that meeting only.

8. Observers

- 8.1. With the prior agreement of the Chair, observers from partner stakeholders may attend meetings of the Board.
- 8.2. Observers may, at the discretion of the Chair, participate in discussion (subject to the Conflicts of Interest procedure set out in section 9 below). However, observers may not vote.

9. Conflicts of Interest

- 9.1. At the beginning of each Board meeting the Chair shall invite Board members to declare any interests they may have in relation to any issues or items on the agenda of that meeting. Should a Board Member be aware that they have any interest, direct or indirect, in any matter being considered by the Board at that meeting, then they shall:
 - 9.1.1. disclose the interest to the meeting and not take part in any consideration or discussion of the matter or vote in any questions with respect to it; and,
 - 9.1.2. unless the meeting invites them to remain, withdraw from the meeting.

10. Secretariat

- 10.1. Secretariat functions for the Board shall be arranged or carried out by representatives of BLEP.

11. Minutes and Agenda

- 11.1. Draft minutes of meetings of the Board shall be prepared by BLEP and circulated to Board Members [10] working days after each Board meeting.
- 11.2. Draft minutes shall be approved by the following meeting of the Board.
- 11.3. The Agenda for the Board meeting shall be agreed by the Chair prior to circulation.
- 11.4. The Agenda and papers for the Board meetings shall be circulated to the Board by the Secretariat not less than 5 working days before each Board meeting.

12. BEZ Board Decision-making and Voting arrangements

- 12.1. The following Board Members will be entitled to a vote, should debates require a final vote on proposals.

- BLEP x 4 voting members
 - BC x 2 voting members
- 12.2. The Chair of the Enterprise Zone will be able to use a casting vote should this be required.
- 12.3. In making decisions, the Board shall aim to reach consensus. However, exceptionally where consensus is not possible, a vote may be held. A vote may be carried by a simple majority of those present and voting, with the Chair having a casting vote in the event of a tie. The following matters shall require the support of at least 75% of Board members present:
- 12.3.1. Variation to the Board's Terms of Reference;
 - 12.3.2. Approval or variation of the Implementation Plan;
 - 12.3.3. Election of the Chair or Vice-Chair.
- 12.4. The Chair may decide that a matter requires an urgent decision. If an urgent decision is required, the Chair may either:
- 12.4.1. Through the EZ Director, call a Special Meeting giving no less than three working days' notice. In such a case, the quorum requirements set out in (5) shall apply; or
 - 12.4.2. Through the EZ Director, request that a decision be made by e-mail. In such cases, the EZ Director shall provide Board Members with appropriate information requesting a decision in no less than three working days. The minimum response for a decision to be made shall be 3 Board Members. In the absence of consensus, the provisions set out in paragraph 12.3 shall apply.

13. Transparency

- 13.1. The Board shall seek to operate in an open and transparent manner.
- 13.2. Meetings of the Board shall not be open to the public, given the commercially sensitive nature of information discussed. However, following approval by the Board, the agenda, papers, and summary minutes of each meeting shall be made available to the public via the EZ website, the BLEP website and Buckinghamshire Council website, subject to the removal of commercially sensitive information.
- 13.3. Where items for discussion could be regarded as commercial in confidence, this shall be clearly specified.
- 13.4. Commercially sensitive information may be circulated to the Board: all such papers must be marked "Restricted – Commercial". A summary outcome of the Board's discussions and its recommendations shall be recorded in the published minutes, but with appropriate exclusions for commercially sensitive information.

14. Reporting

- 14.1. The Board shall consider and approve an Annual Report setting out the progress of BEZ over the preceding year. This shall be approved by the BLEP Board.
- 14.2. In addition, the Board may provide updates on its activities to interested organisations and partnership bodies on either a regular or ad hoc basis.

15. Frequency of Meetings

- 15.1. The Board shall meet 6 times per year. It may meet more frequently if business needs dictate, at the discretion of the Chairman.
- 15.2. Board meetings shall be scheduled and located in such a way that the business of the Board can be expedited efficiently including the use of remote access and video technology.

16. Termination

- 16.1. The Board shall terminate its activities when the operation of the Enterprise Zone ceases.

17. Variation to Terms of Reference

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