

**DRAFT**

**CONSTITUTION  
OF THE  
WEST MIDLANDS COMBINED  
AUTHORITY**

WORKING DRAFT



**WEST MIDLANDS**  
COMBINED AUTHORITY

WORKING DRAFT

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and any other procedures, protocols, rules, policies and governance arrangements from time to time adopted by the Authority and designated as Standing Orders of the Authority.

- The Constitution sets out how the Combined Authority operates and how decisions are made and the procedures that are to be followed to ensure that the Combined Authority operates lawfully efficiently, effectively and is both transparent and accountable.

## **2. Interpretation**

2.1 The Constitution shall be interpreted in accordance with the provisions set out below:-

- (a) the masculine includes the feminine and vice versa;
- (b) the singular includes the plural and vice versa;
- (c) a reference to any clause, sub-clause, paragraph, schedule, appendix recital or annex is, except where expressly stated to the contrary, a reference to such clause, sub clause, paragraph, schedule, appendix, recital or annex of and to this Constitution;
- (d) save where otherwise provided in this Constitution any reference to this Constitution or to any other document shall include any permitted variation amendment or supplement;
- (e) any reference to any enactment, order, regulation or other similar instrument shall be construed as a reference to the enactment, order, regulation or instrument as amended, replaced, consolidated or re-enacted;
- (f) headings are for convenience of reference only; and
- (g) words preceding “include”, “includes”, “including” and “included” shall be construed without limitation by the words which follow those words.

## **3. Interpretation of Standing Orders**

3.1 The person presiding at a meeting of the Combined Authority shall make any final decision about how Standing Orders should be interpreted and applied to any of the Combined Authority’s meetings, and on any question of procedure not otherwise provided for within these Standing Orders.

## **4. Membership of the Authority**

4.1 Each Constituent Authority shall appoint two of its elected members to act as Members of the Combined Authority. Each Non-Constituent Authority shall appoint one elected member to be a Member of the Combined Authority in the case of Non Constituent Authorities which are local authorities and the Non

Constituent Authorities which are local enterprise partnerships will appoint one board member.

- 4.2 Each Member will act in the best interests of the Combined Authority as a whole, having considered all relevant matters and available information prior to making a decision on any matter. They will make decisions that are based in the best interests of the whole of the Combined Authority
- 4.3 A Member (or Substitute Member appointed under article 13.1) of the Combined Authority shall cease to be such a Member immediately upon it ceasing to be a member of the appointing Constituent or Non-Constituent Authority. The Constituent/Non-Constituent Authority will appoint a replacement Member as soon as practicable.
- 4.4 A Constituent/Non-Constituent Authority may at any time of its choosing terminate the appointment of a Member/Substitute Member and appoint another as a Member/Substitute Member. Such change in Member/Substitute becomes effective immediately upon the decision being taken by the appointing Constituent or Non- Constituent Authority. Each Constituent or Non- Constituent Authority has a duty to notify the Monitoring Officer in writing immediately upon any Member ceasing to be a Member of the Combined Authority.
- 4.5 The Combined Authority may co-opt additional non-voting representatives to attend its meetings as it considers necessary.
- 4.6 There shall be no Basic Allowance or Special Responsibility Allowance payable to any Member. The reimbursement of any travel or subsistence expenses will be the responsibility of each Member's appointing authority.

## **5. Suspension of Standing Orders**

- 5.1 The Combined Authority may by resolution suspend Standing Order 17 (order of business) for the duration of a meeting if at least five Members appointed by separate Constituent Authorities of the Combined Authority are present and resolve to do so.
- 5.2 Any motion to permanently add to, vary or revoke any Standing Order will, when proposed and seconded, stand adjourned without discussion to the next meeting of the Combined Authority.

## **6. Annual Meeting**

- 6.1 The Combined Authority will normally hold an annual meeting every year, between 1 March and 30 June, at a time fixed by the Combined Authority.
- 6.2 The annual meeting will:-
- (i) elect the Chair and up to two Vice Chairs of the Combined Authority from among the Members appointed by Constituent Authorities;

- (ii) appoint such committees, their membership and Chair/Vice-Chair as the Combined Authority considers appropriate;
- (iii) appoint Members to outside bodies;
- (iv) agree the date and time for the ordinary meetings of the Combined Authority for the forthcoming year; and
- (v) consider any other business set out in the notice convening the meeting.

## **7. Ordinary Meetings**

7.1 The Combined Authority may decide to hold any number of ordinary meetings in a municipal year, in addition to its annual meeting. Each ordinary meeting shall be held at such date and time as the Combined Authority decides.

7.2 At each ordinary meeting, the Combined Authority will:-

- (i) approve the minutes of the last meeting;
- (ii) receive any declarations of interest from Members;
- (iii) consider minutes/reports from any committee of the Combined Authority;
- (iv) consider motions submitted in the name of a Member of the Combined Authority; and
- (v) consider any other business specified in the notice convening the meeting.

## **8. Extraordinary Meetings**

8.1 An Extraordinary Meeting of the Combined Authority may be called in the following circumstances:-

- (i) by the Combined Authority resolution; or
- (ii) by the Chair of the Combined Authority at any time; or
- (iii) by the Head of Paid Service of the Combined Authority at any time, ; or
- (iv) any five Constituent Members of the Combined Authority who have signed a requisition which has been presented to the Chair of the Combined Authority (the meeting is called if, after seven days following the receipt of such a requisition, the Chair of the Combined Authority has refused to call a meeting).

8.2 Any requisition under clause 8.1 (iv) will be addressed to the Chair of the Combined Authority by being left for the Chair at a location designated by the Monitoring Officer. The requisition will indicate the business to be transacted at the meeting.

8.3 The date, time and location of any extraordinary meeting will be fixed by the Monitoring Officer after consultation with the Chair.

## **9. Place of Meetings**

9.1 The Combined Authority shall hold its meetings at any place within the Area of the Combined Authority, normally 16 Summer Row, Birmingham B19 3SD

## **10. Notice of Meetings and the Notice to Attend**

10.1 At least five clear working days before a meeting of the Combined Authority, the Head of Paid Service will sign a notice to attend the meeting, which sets out the business to be carried out at the meeting together with the date and time, which shall be sent by post (or in electronic format if so requested) to every Member.

10.2 The Chair shall have agreed the business to be considered at any ordinary meeting of the Combined Authority in consultation with the Head of Paid Service.

10.3 The notice of meetings will be carried out in accordance with the Access to Information Procedure Rules.

## **11. Public Access to Agenda and Reports**

11.1 Subject to 11.3 below, at least five clear working days before a meeting of the Combined Authority, the Head of Paid Service will make available for inspection by the public at the offices of the Combined Authority a copy of the agenda and (subject to 11.4 below) reports for the meeting.

11.2 Where an additional item is added to an agenda, copies of which are open to inspection by the public, copies of the item (or of the revised agenda) and copies of any report for the meeting relating to the item (subject to 11.4 below), shall be open to inspection from the time the item is added to the agenda.

11.3 Nothing in 11.1 or 11.2 above requires copies of any agenda, item or report to be open to inspection by the public until copies are available to Members.

11.4 Where a report or any part of a report is not open to public inspection, the Head of Paid Service will mark the report (or the part) 'Not for publication'; and state on the description of the exempt information by virtue of which the Combined Authority is likely to exclude the public.

11.5 All information shall be dealt with by the Combined Authority in accordance with the Access to Information Procedure Rules

## **12. Public Access to Meetings**

12.1 Every meeting of the Combined Authority shall be open to the public except to the extent that the public are excluded (during the whole or part of the

proceedings) to prevent the likely disclosure of confidential information, or, by resolution, to prevent the likely disclosure of exempt information.

- 12.2 A motion to exclude the public may be moved without notice at any meeting in relation to an item of business whenever it is likely that if members of the public were present for that item there would be disclosure of exempt information.

### **13. Substitute Members**

- 13.1 Each Constituent Authority will appoint two further elected members or two board members (as the case may be) to act as substitute member, one of whom may attend for an ordinary member of the Constituent Authority when the ordinary member is unable to attend or act. ("Substitute Members").

- 13.2 Each Non-Constituent Authority will appoint one further elected member or board member as the case may be, who may attend for an ordinary member of that Non-Constituent Authority when the ordinary member is unable to attend or act ("Substitute Members").

- 13.3 Substitute Members may attend meetings in that capacity only:

- (a) to take the place of the Member for whom they are the substitute where the Member will be absent for the whole of the meeting;
- (b) after they, or the Member they are substituting for has provided the proper officer with notice of the substitution before the commencement of the meeting in question;
- (c) where an adjourned meeting is reconvened and it is essential for that Substitute Member to continue to attend to comply with the spirit of natural justice.

- 13.4 Substitute Members will have all the powers and duties of an ordinary Member of the Combined Authority for the duration of the meeting at which they act as substitute but will not be able to exercise any special powers or duties exercisable by the person for whom they are the substitute.

### **14. Chair and Vice-Chair**

- 14.1 A person ceases to be Chair or Vice-Chair if they cease to be a Member of the Combined Authority. If a vacancy arises in the office of Chair or Vice-Chair, an appointment to fill the vacancy will be made at the next ordinary meeting of the Combined Authority.

- 14.2 At each meeting of the Combined Authority, the Chair shall preside. If the Chair is absent from a meeting, one of the Vice-Chairs, if present, shall preside. If both the Chair and Vice-Chairs are absent from a meeting, the Members present shall choose by a vote another Member to preside.

14.3 The person presiding at the meeting shall exercise any power or duty of the Chair.

## **15. Quorum**

15.1 No business shall be transacted at a meeting of the Combined Authority unless at least one Member from five separate Constituent Authorities are present.

15.2 A meeting of the Combined Authority will not commence unless there is a quorum of Members present. If a meeting has commenced within 15 minutes of the time specified on the summons and agenda, the meeting shall be postponed.

15.3 If during any meeting of the Combine Authority, the person presiding the meeting declares a quorum of Members is not present, the meeting will be adjourned for 15 minutes. If at 15 minutes, there is still no quorum present, the meeting shall be adjourned.

15.4 All business which would have been considered at the meeting or which has not been completed when the meeting was adjourned, shall stand referred to the next ordinary meeting unless arrangements are made for an extraordinary meeting to consider that business or the business, or part of it, is dealt with as a matter of urgency.

15.5 For the purposes of this clause 15, a meeting will not be considered inquorate where, the number of Members present falls below that specified in clause 15.1 above for the sole reason of a Member being unable to act on and individual items because of the need to temporarily leave the meeting due to a conflict of interests.

## **16. Items of Business**

16.1 No item of business may be considered at any meeting except:-

- the business set out in the notice;
- business required by law to be transacted at the annual meeting; or
- business brought before the meeting as a matter of urgency in accordance with 16.2 below.

16.2 Nor may an item be considered at any meeting unless:-

- a copy of the agenda including the item (or a copy of the item) has been open to public inspection for at least five clear days before the meeting; or

- by reason of special circumstances, which shall be specified in the minutes and the Chair of the meeting is of the opinion that the item should be considered at the meeting as a matter of urgency.

## **17. Order of Business**

- 17.1 If the Chair and Vice Chair are absent from any meeting of the Combined Authority, the Members at the meeting shall select a person to preside in accordance with 14.2.
- 17.2 All other items of business will be dealt with in the order specified in the notice of the meeting, except that such order may be varied:-
- at the discretion of the Chair;

## **18. Rules of Debate**

### **Speeches**

- 18.1 The Chair will introduce each item to be considered at the meeting in order they appear on the agenda or such order as it considers best for the effective conduct of the meeting. The Chair may invite an officer or other Member to present the item. Each Member shall then be given an opportunity to speak on the item and the report. The Chair will determine the order in which Members may address the meeting
- 18.2 Unless the Chair decides otherwise, each Member shall speak only once on each item, other than to seek a point of order, a point of personal explanation or where a right of reply is reserved to the Member.
- 18.3 When speaking, a Member shall address the Chair. While a Member is speaking, the other Members shall not speak, unless raising a point of order or a point of personal explanation.
- 18.4 Whenever, during a debate, the Chair rises or issues a clear instruction of the intention, all other Members shall be silent.
- 18.5 Any Member while exercising the right to speak on the item may:-
- Move a motion; or
  - move an amendment to a motion; or
  - move that an item be withdrawn.
- 18.6 A Member who has already spoken on any motion shall not speak on that same motion again while it is the subject of debate, except:-
- (a) to speak once on an amendment moved by another Member;
  - (b) if the motion has been amended since he/she last spoke, to move a further amendment;



- (c) if his/her first speech was on an amendment moved by another Member (whether or not the amendment was carried) but he/she wishes to speak on the main issue;
- (d) in exercise of a right of reply
- (e) on a point of order or by way of personal explanation;
- (f) where the person presiding is of the opinion that it would be prudent to provide an opportunity for clarification to be given or to allow the debate to proceed to an effective conclusion.

18.7 Subject to the outcome of any such motion, once each Member who wishes to speak has done so, the Chair shall move the item, which shall be decided in accordance with article 19.

18.8 When a motion is under debate, no other motion shall be moved except the following procedural motions:-

- (a) to amend the motion;
- (b) to withdraw the motion;
- (c) a closure motion;
- (d) a motion under Standing Order 24 (prevention of disorderly conduct);
- (e) a motion to exclude the public and press;
- (f) to not hear further from a named Member or to exclude them from the meeting (see Standing Order 24).

#### Motions raised in debate

18.9 A motion shall not be discussed unless it has been moved and seconded.

18.10 When seconding a motion, a Member may reserve his speech until a later period of the debate by declaring his intention to do so.

18.11 The following motions may be moved at any meeting at which they would be in order:-

- (a) to elect a person to preside, in the absence of the Chair and Vice Chair, for the duration of the meeting;
- (b) relating to the accuracy of the minutes;
- (c) to change the order of business;
- (d) to refer a matter to an appropriate body or individual;
- (e) to establish a committee or appoint a Member arising from an item on the agenda for the meeting;
- (f) to receive reports or adopt recommendations of a committee or officer and any relevant resolutions;
- (h) closure motions (see standing order 18.15);
- (i) the suspension of Standing Orders in accordance with the Constitution;
- (j) to exclude the public and press from a meeting where there is likely to be disclosure of exempt or confidential information;
- (k) to give the consent of the Combined Authority where it is required by the Constitution;
- (l) to prevent disorderly conduct

- 18.12 When any motion, notice of which has not been given in writing, has been moved and seconded, the person presiding may require that it shall be put into writing and handed to him before it is further discussed.
- 18.13 With the consent of the meeting, signified without discussion, a Member may:-
- (a) alter a motion of which he/she has given notice; or
  - (b) with the consent of the seconder, alter a motion which has been moved and seconded.
- 18.14 With the consent of the seconder and of the meeting, signified without discussion, the mover of a motion may withdraw it. No Member shall speak on a motion that is withdrawn.

### Closure Motions

- 18.15 At the conclusion of a speech by a Member on a motion before the meeting, any other Member may move, without comment, a motion:-
- (a) that the meeting proceed to the next business;
  - (b) that the matter be put to the vote;
  - (c) that the meeting is adjourned.
- 18.16 If the closure motion is seconded, then the person presiding shall proceed as follows:-
- (a) on a motion that the meeting proceed to the next business or that the matter be put to the vote, the person presiding shall first put the closure motion to the vote, without discussion. If this is passed, the mover of the original motion may exercise his right of reply under paragraph 18.18 below, before the original motion is put to the vote;
  - (b) on a motion to adjourn the meeting, the person presiding shall put the adjournment motion to the vote without discussion and without giving the mover of the original motion his right of reply on that occasion.
- If the meeting is not reconvened, the original motion or remaining business shall then stand over as uncompleted business until the next ordinary meeting, unless arrangements have been made for an extraordinary meeting to consider that business or the business is dealt with as a matter of urgency.
- (c) Closure motions not seconded shall lapse.
- 18.17 If the person presiding is of the opinion that the matter before the meeting has been sufficiently discussed, he/she may move from the Chair, that the matter be put to the vote.

### Right of Reply

18.18 The mover of any motion has a right of reply, immediately before the motion is put to the vote. The mover shall speak for no more than 5 minutes.

If an amendment is moved and seconded, the mover of the original motion shall, have a right of reply at the close of the debate on the amendment, of not more than 5 minutes, but he shall not otherwise speak on the amendment.

The mover of an amendment shall have no right of reply to the debate on his/her amendment.

(For the purposes of this paragraph a person who moves an amendment is not moving a motion).

### Amendments to Motions

18.19 An amendment shall be relevant to the motion and shall either be:-

- (a) to refer the matter to the appropriate body or individual for consideration or reconsideration;
- (b) to leave out words; or
- (c) to insert or add other words, but such omission, insertion or addition of words shall not have the effect of simply negating the motion before the meeting.

18.20 An amendment shall not be discussed unless it has been moved and seconded.

18.21 When seconding an amendment, a Member may reserve his/her speech until a later period of the debate by declaring his/her intention to do so.

18.22 No amendment shall be moved to an amendment.

18.23 When any amendment has been moved and seconded, the person presiding may require that it shall be put into writing and handed to him before it is further discussed.

18.24 With the consent of the seconder and of the meeting, signified without discussion, the mover of an amendment may amend it or withdraw it. No Member shall speak on an amendment that has been withdrawn

18.25 Under normal circumstances, only one amendment may be moved and discussed at a time, and no further amendment shall be moved until the amendment under discussion has been disposed of.

However, the person presiding may permit two or more amendments to be discussed together (but not voted upon) if circumstances suggest that this course would facilitate the proper conduct of business, and may direct the order in which such amendments are to be put to the vote.

18.26 If an amendment is not carried, other amendments may be moved to the original motion. If an amendment is carried, the motion as amended shall take the place of the original motion and shall become the substantive motion upon which any further amendment may be moved

#### Previous Decisions and Motions

18.27 At a meeting of the Combined Authority, no motion or amendment shall be moved to rescind any resolution of the Combined Authority which was passed within the preceding six months or which has the same effect as one which has been rejected within that period unless:

- (a) it is a recommendation of a committee; or
- (b) notice of such motion has been given by 5 Members of the Combined Authority under clause [40] (notices of motion).

#### Motions submitted in the name of a Member

18.28 With the exception of clause 18.29 below, any Member appointed by a Constituent or Non-Constituent may give notice of not more than one motion for consideration at any ordinary meeting of the Combined Authority. Such a motion may be considered at the request of that Member without prior reference to a committee.

18.29 Where a motion raised by a Member under this Standing Order was deferred from a previous meeting, that Member may still submit a further motion under standing order 18.28 above.

18.30 Where the motion seeks to remove the Chair of the Combined Authority from that office, the motion must be supported by at least one-third of the Non-Constituent Members of the Combined Authority and two-thirds of Constituent Members.

18.31 The Chair of the Combined Authority may give notice of more than one motion for consideration at any ordinary meeting of the Combined Authority.

18.32 Unless the person presiding at any meeting of the Combined Authority is of the opinion that a motion should be considered as a matter of urgency, notice of every motion to be moved at any meeting of the Combined Authority shall:-

- (a) be given in writing and signed by the Member or Members who propose to move the motion;
- (b) state the date of the Combined Authority meeting at which it is proposed to be moved;
- (c) be delivered to the Monitoring Officer not later than 12 noon on the eighth working day before the day of the Combined Authority meeting, but not including the day of the meeting itself.

- 18.33 Motions will be listed on the agenda in the order of which notice is received by the Monitoring Officer unless the Member giving notice states in writing that they propose to move it to a later meeting or withdraw it.
- 18.34 The Monitoring Officer shall only accept a notice of motion which relates to those matters for which the Combined Authority has powers and duties and responsibility or which affect the Area of the Combined Authority or part of it or its citizens or a number of them, and shall keep a record of the date and time at which every motion is delivered to him. That record shall be open to inspection by the public for a period of 12 months.
- 18.35 A motion shall only be moved at the relevant meeting by the person who has submitted it or by another member nominated by them where notice of this has been given to the Secretary prior to the commencement of the meeting.
- 18.36 Unless a Member requests otherwise under paragraph 18.1 above, a motion, notice of which has been received, shall stand referred to the appropriate committee to which the subject matter of the motion relates.
- 18.37 Where a Member has given notice of his intention to move a motion under this Standing Order, which relates to any matter which has already been determined by a committee or an officer acting under delegated powers, such a motion shall not seek to amend the decision.
- 18.38 At the close of the debate on the motion, and immediately before it is put to the vote, the mover has a right of reply for not more than 5 minutes.
- If an amendment to the motion is moved and seconded, the mover of the original motion shall have a right of reply on the amendment of not more than 5 minutes, but shall not otherwise speak on the amendment.
- 18.39 Where notice of a motion has been given and has been included on the agenda for a meeting of the Combined Authority, but the motion has not been moved and seconded (for whatever reason) nor deemed to have been referred to a committee that motion shall lapse.
- 18.40 Where a meeting of the Combined Authority is cancelled, postponed or adjourned to a later date any unconsidered motions will be considered at the next ordinary meeting of the Combined Authority or at a later meeting selected by the member proposing the motion.

## **19. Voting**

- 19.1 Any matters that are to be decided by the Combined Authority are to be decided by consensus of the Members where possible.

- 19.2 Where consensus is not achieved the provisions of this section shall apply.
- 19.3 Each Member is to have one vote and no Member including the Chair is to have a casting vote.
- 19.4 Subject to paragraph 19.5 below any question put to a vote will be decided on a show of hands and a decision will require a two thirds majority of Constituent Members appointed by Constituent Authorities present and voting.
- 19.5 Any questions put to a vote concerning the matters set out below shall require a unanimous vote of all Members appointed by Constituent Authorities present and voting:-
- (i) approval of land use plans;
  - (ii) such other plans and strategies as determined by the Combined Authority;
  - (iii) financial matters which may have significant implications on Constituent Authorities' budgets;
  - (iv) approval of borrowing limits, treasury management strategy including reserves, investment strategy and capital budget of the Combined Authority;
  - (v) agreement of functions transferred by the Constituent Authorities to the Combined Authority;
  - (vi) any change of voting rights to all or any Member appointed by a Non-Constituent Authority;
  - (vii) approval of specific proposals for individual co-optees to the Combined Authority;
  - (viii) use of general power of competence within the Local Democracy Economic Development and Construction Act 2009, including in relation to spatial strategy, housing numbers and the exercise of any compulsory purchase powers;
  - (ix) establishment of arms-length companies;
  - (x) approval to seek such other powers as may be appropriate and any new powers granted by central government and imposed on the Combined Authority;
  - (xi) material amendments to the Constitution;

(xii) changes to transport matters undertaken by the Combined Authority.

For the avoidance of doubt unanimous will be construed to mean that all Members appointed by Constituent Authorities present and voting, vote in favour of the relevant decision

19.6 On the request of any Member of the Combined Authority, supported by two other Members appointed by separate Constituent Authorities before a vote is taken, the voting on any question shall be recorded so as to show whether each Member present gave their vote for, abstained or against that question or did not vote

19.7 A Member may demand that his/her vote is recorded in the minutes of the relevant meeting.

19.8 The proceedings of the Combined Authority are not invalidated by any vacancy among its Members or any defect in the appointment or qualifications of any Member.

19.9 Members appointed by Non-Constituent Authorities will be entitled to vote on the matters set out in standing order 19.10.

19.10 Subject to standing order 19.4, Members appointed by Non-Constituent Authorities may vote on the following matters:-

- (i) adoption of growth plan and investment strategy and allocation of funding by the Combined Authority;
- (ii) the super Strategic Economic Plan strategy along with its implementation plans and associated investment activity being undertaken using funding provided to the Combined Authority;
- (iii) the grant of further powers from central government and/or local public bodies that impacts on the area of a Non Constituent Authority;
- (iv) land and/or spatial activity undertaken by the Combined Authority within the area of a Non-Constituent Authority;
- (v) public Service reform which affects the areas of Non-Constituent Authorities
- (vi) areas of LEP activity relevant to the Non Constituent Authorities through geographical location or as part of a joint committee;

- (vii) all Combined Authority matters concerned with education, employment and skills, enterprise and business support, access to finance, inward investment, business regulation, innovation, transport, environmental sustainability, housing, economic intelligence, digital connectivity and regeneration;
- (viii) future use of business rate retention funding generated beyond that retained within new and existing Enterprise Zones;
- (ix) specific decisions to bid for and allocate revenue and capital funding provided to the Combined Authority for use in economic development activities;
- (x) investment activity related to transport and connectivity, not funded by the transport levy and current Maintenance and Integrated Transport blocks;

19.11 Any vote including Members appointed by Non-Constituent Authorities will be carried on a simple majority subject to the requirement of standing order 19.4 that there is a majority of two-thirds of Constituent Members.

19.12 All decisions of the Combined Authority should be made in accordance with the following principles:-

- (i) proportionality (meaning the action must be proportionate to the results to be achieved);
- (ii) due consultation (including the taking of relevant professional advice);
- (iii) respect for human rights;
- (iv) presumption in favour of openness and complete transparency;
- (v) clarity of aims and desired outcomes;
- (vi) due consideration to be given to alternative options to guard against any form of predetermination in any decision making process;
- (vii) The public sector equality duty.

## **20. Point of Order**

20.1 A Member may ask to speak on a point of order or in personal explanation. The Member must be allowed to put the point of order or personal explanation immediately and without interruption.

20.2 A point of order shall only relate to an alleged breach of a specified statutory provision, a specified Standing Order or procedural rule, and the way in which the Member raising it considers that it has been broken.



A personal explanation shall be confined to some material part of a former speech by the Member during the meeting which may appear to have been misunderstood or taken out of context.

20.3 The ruling of the person presiding, on a point of order or on the admissibility of a personal explanation, shall be final and not challenged at the meeting.

## **21. Record of Attendance**

21.1 All Members will ensure that their names are recorded as being present during the whole or part of all meetings.

## **22. Attendance by Committee or Sub-Committee Chairs**

22.1 The chair of any of the Combined Authority's committees or sub-committees may be invited to attend and speak at any meeting of the Combined Authority to:-

- present any reports or recommendations of that committee or subcommittee; or
- answer questions about any matter set out in the minutes of that committee or sub-committee; or
- contribute to discussion about any matter which is relevant to the functions discharged by the committee of which they are Chair.

## **23. Reporting Proceedings**

23.1 Without prejudice to the Chair's powers in Standing Order 24, and subject to 23.2 and 23.3, any meeting of the Combined Authority is open to the public and any person attending may report on the meeting, and publish or disseminate the recording at the time of the meeting or after the meeting.

23.2 The Chair may decide not to permit oral reporting/commentary of the meeting as it takes place if the person reporting or providing the commentary is present at the meeting and such reporting/commentary is judged by the Chair to be disruptive to the meeting itself.

23.3 Where the public are excluded from a meeting to prevent the likely disclosure of confidential or exempt information, the Chair may also prevent any person from reporting on that meeting using methods:-

- which can be used without that person's presence, and
- which enable persons not at the meeting to see or hear the proceedings at the meeting as it takes place or later.

23.4 Reporting in this context of this Standing Order means:-

- filming, photographing and making an audio recording of proceedings;
- using any other means for enabling people not present to see or hear proceedings at a meeting as it takes place or later; or
- reporting or providing commentary on proceedings at a meeting, orally or in writing so that the report or commentary is available as the meeting takes place or later to persons not present.

## **24. General Disturbance**

24.1 If a general disturbance makes orderly business impossible, the Chair may:-

- adjourn the meeting for as long as they think necessary; or
- call for any part of the meeting room open to the public, to be cleared, if the disturbance is in that part.

24.2 If a member of the public interrupts proceedings, the Chair shall warn the person concerned. If they continue to interrupt, the Chair may order them to be removed from the meeting room.

24.3 If the Chair considers at any meeting that a Member is behaving improperly or offensively, or is deliberately obstructing business, the Chair may move that the Member should not be heard further. If seconded, the motion will be voted on without discussion. If the Member continues to behave in the same way, the Chair may:-

- adjourn the meeting for a specified period; or
- move that the member leaves the meeting (such a motion will be voted on without seconding or discussion).

## **25. Minutes**

25.1 A permanent record of the minutes of each meeting shall be retained by the Combined Authority.

25.2 The minutes of a meeting must be signed at the next meeting of the Combined Authority by the person presiding at that meeting. No discussion shall take place upon the minutes except about their accuracy.

## **26. Member Conduct**

Members shall comply with the Members' Code of Conduct including those relating to registering and disclosing of disclosable pecuniary and other interests.

## **27. Compliance with the Constitution**

- 27.1 All meetings of the Combined Authority will be conducted in accordance with the relevant Standing Orders set out in the Constitution when considering any matter.
- 27.2 All Members and Officers of the Combined Authority will observe the policies set out in the Appendices to this Constitution

## **28. Review and Revision of the Constitution**

- 28.1 The Monitoring Officer will monitor and review the operation of the Constitution on a yearly basis and shall make recommendations for amendments as appropriate, to ensure that the aims and principles of the Constitution are given full effect.
- 28.2 For the avoidance of doubt the Monitoring Officer may carry out any technical/non material amendments to the Constitution

## **29. Publication of the Constitution**

- 29.1 The Monitoring Officer will arrange for electronic copies of the Constitution to be made available to all Members and for public inspection. An electronic copy of the Constitution will also be made available on the Combined Authority's website.

WORKING DRAFT

## **PART 2 – SCRUTINY AND AUDIT**

### **Combined Authority Joint Overview and Scrutiny Committee**

#### **1. Governance**

1.1 The Joint Overview & Scrutiny Committee will act as a Joint Committee under sections 101 and 102 Local Government Act 1972 and s9F Local Government Act 2000 (as amended).

## **2. Access to Meetings**

2.1 Normal rules apply as to public access i.e. as a Joint Committee the public has access except for exempt business.

2.2 Administration costs will be met by the Combined Authority Levy.

## **3. Objects of Combined Authority Scrutiny Committee**

### **Appointment of committees**

3.1 The Combined Authority shall appoint one or more overview and scrutiny committees.

3.2 An overview and scrutiny committee may appoint one or more sub-committee and arrange for the discharge of any of its functions by any such sub-committee.

## **4. Membership**

4.1 The Combined Authority shall appoint at least one member of each of the Constituent Authorities and the Non-Constituent Authorities to any overview and scrutiny committee provided that provisions is made to ensure that the majority of members on any overview and scrutiny committee are members of the Constituent Councils.

4.2 An overview and scrutiny committee may not include any member of the Combined Authority.

4.3 The Combined Authority shall appoint at least one substitute member from each Constituent Authority and Non-Constituent Authority.

## **5. Co-opted Members**

5.1 The appointment of co-opted members is a matter reserved to the Combined Authority. An overview and scrutiny committee can make recommendations to the Combined Authority on the appointment of co-opted members. Any co-opted member appointed by the Combined Authority can attend and speak at meetings but cannot vote. Co-opted members must comply with the same attendance requirements as the Members.

## **6. Voting**

6.1 Each member of an overview and scrutiny committee has one vote.

6.2 All matters coming or arising before an overview and scrutiny committee shall be decided by a majority of the members of the committee present and voting on the question.

6.4 No member of an overview and scrutiny committee has a casting vote. If a vote is tied on any matter it shall be deemed not to have been carried.

All references to the Combined Authority in this standing order should be taken as including a committee of the Combined Authority with authority to consider and respond to reports and recommendations on behalf of the Combined Authority. The Monitoring Officer shall in consultation with the Chair of the overview and scrutiny committee determine whether a report or recommendation shall be considered by a relevant committee or the Combined Authority

## **7. Chair**

7.1 The Combined Authority will appoint the Chair and Vice-Chair of any overview and scrutiny committee.

## **8. Conflicts of Interest**

8.1 No member of an overview and scrutiny committee may scrutinise a decision (whether or not implemented) in which they were directly involved as a member of the decision making body which made that decision.

8.2 Such a member may only attend the overview and scrutiny committee to:-

- make representations;
- answer questions; or
- give evidence about the decision.

## **9. Quorum**

9.1 The quorum for an overview and scrutiny committee meeting will be five (which must include one elected member from five separate Constituent Authorities).

## **10. Working Groups**

10.1 An overview and scrutiny committee may appoint a working group to contribute to and inform the scrutiny process.

## **11. Work Programme**

11.1 Each overview and scrutiny committee will set its own work programme.

## **12. Requests for Overview and Scrutiny**

- 12.1 The Combined Authority or any of its committees may ask an overview and scrutiny committee to review any matter or assist in developing budget and policy proposals.
- 12.2 Any member of an overview and scrutiny committee may by notice in writing to the Monitoring Officer requiring an item to be included on the agenda for the next ordinary meeting of that overview and scrutiny committee, providing that the item is within the terms of reference of that overview and scrutiny committee

### **13. Meetings**

- 13.1 An extraordinary meeting of an overview and scrutiny committee may be called by:-
- the Chair of the committee ; or
  - any one member of the committee from at least five separate Constituent Authorities
  - the Head of Paid Service .

### **14. Attendees**

- 14.1 Any overview and scrutiny committee shall have the power to:-
- (i) require Members or officers of the Combined Authority to attend before it to answer questions, or provide information about any matter within its terms of reference;
  - (ii) invite other people, including members of the public, to attend meetings of the committee to give evidence.
- 14.2 Where a committee requires a Member/officer/others to attend, the Monitoring Officer shall inform them in writing giving at least 5 clear working days' notice of the meeting. The notice will state:-
- the date of the meeting they are required to attend;
  - the nature of the item; and
  - whether they must produce any papers for the committee.
- 14.3 A Member or officer must comply with any notice they are given.
- 14.4 Where, in exceptional circumstances, the Member or officer is unable to attend on the required date, the overview and scrutiny committee shall consult with the member or officer to arrange an alternative date.
- 14.5 A person is not obliged to answer any question which the person would be entitled to refuse to answer in relation to court proceedings.

14.6 Subject to the consent of the Combined Authority to the proposals and arrangements, the overview and scrutiny must publish details of how it proposes to exercise its powers in relation to the review and scrutiny of decisions made but not yet implemented and its arrangements in connection with those powers.

## **15. Reports and Recommendations**

15.1 An overview and scrutiny committee shall have the power to:-

- (i) review or scrutinise decisions made, or other action taken, in connection with the discharge of any functions which are the responsibility of the Combined Authority;
- (ii) make reports or recommendations to the Combined Authority on matters that affect the Combined Authority area or the inhabitants of the area;
- (iii) make reports or recommendations to the Combined Authority with respect to the discharge of any functions which are the responsibility of the Combined Authority.

## **16.0 Publishing Reports or Recommendations**

16.1 The overview and scrutiny committee may publish any report or recommendations.

16.2 In publishing a report or recommendations, the overview and scrutiny committee:-

- must exclude any confidential information; and
- may exclude any relevant exempt information.

16.3 Where information is excluded, the overview and scrutiny committee:-

- may replace so much of the document as discloses the information with a summary which does not disclose that information; and
- must do so if, in consequence of excluding the information, the document published would be misleading or not reasonably comprehensible.

16.4 In the exercise of its functions under standing order 17 of part two of the Constitution the power of the overview and scrutiny committee shall include the doing of anything which is calculated to facilitate, or is conducive or incidental to the discharge of those functions.

## **17. Notice**

17.1 An overview and scrutiny committee may by notice require the Combined Authority within two months of receiving any report or recommendations or (if later) the notice, to:-

- consider the report or recommendations;
- respond to the overview and scrutiny committee indicating what (if any) action the Combined Authority proposes to take;
- publish the response, if the overview or scrutiny committee has published the report or recommendations.

17.2 The Combined Authority shall comply with any notice given under standing order 16.1 of part 2 of the Constitution

## **18.0 Publishing a Response**

18.1 In publishing the response, the Combined Authority:-

- must exclude any confidential information; and
- may exclude any relevant exempt information.

18.2 Where information is excluded, the Combined Authority:

- may replace so much of the document as discloses the information with a summary which does not disclose that information; and

if, in consequence of excluding the information, the document published would be misleading or not reasonably comprehensible.

## **19. Call-in of Authority and Committee Decisions**

### **19.1 Publishing Decisions**

19.1. The Monitoring Officer shall publish details of the decisions of the Combined Authority and its committees on its website and provide notice of those details to all Members appointed under standing order 5.1 of part two of the Constitution no later than the close of business on the third a clear working day following the day of the meeting at which the decision was made.

## **20. Scope**

20.1 With the exception of any decision which the Combined Authority or a committee has formally resolved is urgent, any decision of the Combined Authority may be called-in for scrutiny.

## **21. Implementing Decisions**



- 21.1 A decision on a matter dealt with under the urgency provisions contained in this Constitution or otherwise resolved by the Combined Authority or a committee to be urgent may be implemented immediately.
- 21.2 Any other decision of the Combined Authority or its committee of the Combined Authority may be implemented after 5.00pm of the fifth clear working day after the publication of the decision under standing order 19.1 of part two of the Constitution, unless it is called-in.

## **22. Process**

- 22.1 Five members of the overview and scrutiny committee to include at least one member from five different Constituent Authorities may call-in a decision of the Combined Authority for scrutiny by notifying the Monitoring Officer.
- 22.2 On receipt of a call-in request, the Monitoring Officer shall:-
- notify the members of the Combined Authority or it's Committee of the call-in; and
  - call a meeting of the overview and scrutiny committee, to scrutinise the decision.

## **23. Scrutinising the Decision**

- 23.1 An overview and scrutiny committee must scrutinise the decision within 10 clear working days of the Monitoring Officer receiving the request for call-in. If it does not meet within this time or does not conclude its scrutiny of the decision, the decision will automatically take effect at the end of the period.
- 23.2 Where an overview and scrutiny committee has scrutinised a decision, it may:-
- endorse the decision; or
  - refer the decision back to the Combined Authority or committee for reconsideration, setting out, in writing the nature of its concerns.
- 23.3 A decision which has been endorsed by an overview and scrutiny committee may be implemented immediately
- 23.4 Where a decision has been referred back under standing order 23.2 of part two of the Constitution above, the Combined Authority or the committee shall reconsider the decision at its next ordinary meeting or at such earlier meeting as may be called to deal with the referral or dealt with under the urgency provisions within the Conisation, where the matter becomes urgent.
- 23.5 A decision will be urgent if any delay likely to be caused by the call in process would seriously prejudice the Combined Authority's, Constituent Authorities' or the public's interests.

23.6 A decision which has been recommended for re-consideration may not be implemented, except in accordance with standing order 24 below.

## **24. Re-considering the Decision**

24.1 The Chair of the overview and scrutiny committee or their nominee may attend the meeting which is re-considering the decision, to present the report or recommendations.

24.2 The Combined Authority or it's Committees may confirm, amend or rescind the decision.

24.3 A decision which has been confirmed or amended may be implemented immediately.

## **25. Linking Sub-regional Scrutiny with Local Scrutiny**

25.1 The scrutiny officer of each Constituent Authority and Non-Constituent Authority will ensure that the work programme and minutes relating to the work carried out by any overview and scrutiny committee are circulated appropriately within their own Constituent Authorities and Non-Constituent Authorities scrutiny arrangements.

## **26 Audit Committee**

26.1 The Combined Authority will establish an Audit Committee.

### **26.1 Composition**

#### **(a) Membership.**

The Audit Committee will be composed of:

- Four members of separate Constituent Authorities and three members of Non-Constituent Authorities who are not members of the Combined Authority or any of its other committees or sub-committees; and
- One person appointed by the Combined Authority who is not a Member or officer of the Combined or an elected member or officer of any of the Constituent Authorities (Independent Member).

And "Internal Audit" shall be construed as those officers charged with carrying out its functions

#### **(b) Independent Member.**

The Independent Member will not be entitled to vote at meetings.

#### **(c) Chairing the Committee.**

The Combined Authority will appoint the Independent Member as Chair of the Committee. In the absence of the appointed Chair, the Committee will be chaired as determined by the Committee.

(d) **Quorum.**

The quorum for the Audit Committee shall be five (of whom at least one must be the Independent Member), provided that the Independent Member is not prevented or restricted from participating by virtue of the Combined Authority Code of Conduct.

(e) **Questions at Meetings of the Combined Authority.**

The Committee will appoint one of its elected Members for the purpose of answering questions at meetings of the Combined Authority on the discharge of the Committee's functions.

## 26.2 **Functions**

The Combined Authority has delegated to the Audit Committee the following powers to deal with matters concerning internal audit and the Combined Authority's Audit Committee has the following role and functions:

### GENERAL

- a. Reviewing and scrutinising the combined authority's financial affairs.
- b. Reviewing and assessing combined authority's risk management, internal control and corporate governance arrangements.
- c. Reviewing and assessing the economy, efficiency and effectiveness with which resources have been used in discharging the combined authority's functions and
- d. Making reports and recommendations to the combined authority in relation to reviews conducted under paragraphs (a),(b) and (c)

## 26.4 **Delegation**

The Audit Committee may appoint one or more sub-committees for the purpose of discharging any of the Committee's functions. Any such sub-committee shall be chaired as determined by the Committee and shall have a quorum of three.

## **PART 3 - COMBINED AUTHORITY PROCEDURES**

### **1. Inspection of Land, Premises etc**

- 1.1 A Member of the Combined Authority shall not issue any order respecting any works which are being carried out by or on behalf of the Combined Authority or claim by virtue of his/her membership of the Combined Authority any right to inspect or to enter upon any lands or premises which the Combined Authority has the power or duty to inspect or enter.

### **2. Canvassing of Members**

- 2.1 Canvassing of Members directly or indirectly for any appointment under the control of the Combined Authority shall disqualify the candidate concerned for the appointment.
- 2.2 A Member shall not solicit for any person any appointment under the control of the Combined Authority but this shall not preclude a Member from giving a written testimonial of a candidate's ability, experience or character for submission with an application for employment.

### **3. Relatives of Members or Officers**

- 3.1 A candidate for any appointment who knows that he/she is related to any Member or officer of the Combined Authority shall when making application, disclose that relationship to the officer to whom the application for appointment is required to be submitted. A candidate who fails to disclose such relationship will be disqualified from the appointment and if appointed, shall be liable to dismissal without notice. Every Member or officer shall disclose to the officer concerned any relationship known to him/her to exist between himself/herself and any person whom he/she knows is a candidate for appointment. The officer concerned shall report to the Combined Authority any such disclosures made to him/her.

### **4. Inspection of Minutes and Documents**

- 4.1 Without prejudice to any rights which arise as an elector or member of the public, a Member may, for the purpose of his/her duty as such Member, but not otherwise, on application to the Monitoring Officer, inspect the minutes of the Combined Authority and any document which has been considered by the Combined Authority and shall on request be supplied for the like purposes with a copy of such a document, provided that a Member shall not knowingly call for a copy of any document relating to a matter in which he/she has a Personal Interest as defined in the Combined Authority's Code of Conduct for Members, and that this shall not preclude the Monitoring Officer from declining to allow inspection of any document which is, or in the event of legal proceedings would be, protected by privilege arising from the relationship of solicitor and client.

## **5. Petitions**

- 5.1 Any petition received by the Combined Authority shall be referred to the appropriate meeting to determine or make recommendations in accordance with the scheme of delegation set out in this Constitution. The Combined Authority may also set a threshold for petition signatories, and such petitions containing less than this threshold number may automatically be an appropriate body, for determination without the matter being first considered by the Combined Authority

## **6. Variation and Revocation of Standing Orders**

- 6.1 Any addition, variation or revocation to these Standing Orders shall when proposed and seconded stand adjourned without discussion to the next meeting of the Combined Authority. Provided that this Standing Order shall not apply to any review of Standing Orders at the annual meeting of the Combined Authority.

## **7. Suspension of Standing Orders**

- 7.1 Any Standing Order may be suspended at a meeting of the Combined Authority where such suspension is moved as regards any business at the meeting and approved by a majority of the Members at the meeting.

## **8. Committees, Sub-Committees and Working Groups of the Combined Authority**

- 8.1 The Combined Authority shall, at its Annual Meeting, appoint the Chairs of, and approve terms of reference for, such Committees, Sub-Committees and Working Groups as are deemed necessary to conduct the business of the Combined Authority in the forthcoming year.
- 8.2 Where a new Committee, Sub-Committee or Working Group is established during the year, or a casual vacancy occurs in the position of Chair of a Committee, Sub-Committee or Working Group, the meeting of the Combined Authority that establishes the new Committee, Sub-Committee or Working Group, or the meeting of the Combined Authority following the vacancy occurring (as the case may be), shall appoint the Chair of the Committee, Sub-Committee or Working Group.
- 8.3 The Chair and Vice-Chair of every Committee, Sub-Committee or working group shall be authorised to carry out any necessary duties (including attendance at meetings with officers) which are related to the discharge of powers or duties of such Committee, Sub-Committee or Working Group.
- 8.4 Standing Orders shall, with any necessary modifications, apply to meetings of Committees, Sub-Committees or Working Groups.
- 8.5 Subject to any statutory provision or to any resolution (including any such resolution as requires a decision of one Committee, Sub-Committee or Working

Group to be considered or approved by another committee) and to the provisions of this Standing Order, powers and duties allocated to any committee shall be delegated to and exercisable on behalf of the Combined Authority by that committee.

- 8.6 Every delegation to a Committee, Sub-Committee or Working Group of any power or duty shall be subject to any general or special instructions given by the Combined Authority to the Committee, Sub-Committee or Working Group as to how the power or duty shall be exercised or discharged.
- 8.7 The powers and duties allocated to a Committee, Sub-Committee or Working Group, in so far as they are not delegated powers and duties of that committee, shall be exercised by the committee subject to confirmation of their decisions by the Combined Authority.
- 8.8 Any decision of a committee with regard to a power or duty which is not delegated to that committee shall be taken as recommendation to the Combined Authority and shall be submitted to the Combined Authority for its consideration and decision.
- 8.9 The minutes of a meeting of a Sub-Committee shall be submitted to the next convenient meeting of the Committee by which it was appointed and no act of a Sub-Committee shall have effect until approved by that Committee.
- 8.10 Any member of a Committee, Sub-Committee or Working Group may appoint any other Member to attend and act on their behalf at a meeting which they are unable to attend and shall have notified the Monitoring Officer accordingly before the relevant meeting.

## **9. Common Seal**

- 9.1 The Common Seal of the Combined Authority shall be kept in the custody of the Monitoring Officer and the affixing of the Common Seal shall be attested by the Monitoring Officer or a person nominated by him/her.
- 9.2 A decision of the Combined Authority shall be sufficient authority for the sealing of any document necessary to give effect to the decision.
- 9.3 A record of every sealing of a document of which the Common Seal shall have been affixed shall be made and shall be signed by the person who has attested the Common Seal.
- 9.4 Common Seal of the Combined Authority shall be affixed to those documents which in the opinion of the Monitoring Officer require to be sealed.

## **10. Signing of Agreements and Contracts etc**

- 10.1 The Monitoring Officer is the agent of the Combined Authority to sign all formal written agreements and contracts entered into by the Combined Authority or by a Committee which has the power to act on behalf of the Combined Authority.

## **11. Adoption of Financial Regulations**

- 11.1 The Combined Authority shall adopt Financial Regulations which shall be observed by all committees, Members and officers.

## **12. Interpretation**

- 12.1 The decision of the Chair of the meeting on the question of the construction of the Standing Orders and on any question of order not provided for by the Standing Orders shall be final.
- 12.2 The inclusion or exclusion of any specific matters in any other regulation or resolution shall not be construed as limiting in any way the scope of these Standing Orders.
- 12.3 In these Standing Orders where the context so requires, reference to the Combined Authority shall mean the Combined Authority itself or acting through its committees or other committees exercising delegated powers.

## **13. Standing Orders to be Given Members**

- 13.1 A copy of the Combined Authority's Standing Orders and Financial Regulations shall be given by the Monitoring Officer to every Member on his/her first being appointed to the Combined Authority.

## **PART 4 - CODES AND PROTOCOLS**

**Code of Conduct for Members**

**Code of Conduct for Officers**

**Protocol for Member/Officer Relations**

**Anti-Fraud and Corruption Policy and Procedures**

**Guidance for Members and Officers on Publicity in the Pre-Election Period**

**Access to Information Procedure Rules**

**Monitoring Officer Protocol**

**Protocol of Recording and Filming of Meetings and the Use of Social Media**

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## CODE OF CONDUCT FOR MEMBERS

I ..... being a member of the West Midlands Combined Authority hereby declare that I will undertake my duties as follows:

1. I will represent the community and work constructively with our staff and partner organisations to secure better social, economic and environmental outcomes for all.
2. As a holder of public office, and as required by law, I will behave in a manner that is consistent with the following principles to achieve best value for our residents and maintain public confidence in the Combined Authority:

**SELFLESSNESS:** I will act solely in terms of the public interest. I will not act in such a way as to gain financial or other material benefits for myself, my family, or my friends.

**INTEGRITY:** I will not place myself under any financial or other obligation to outside individuals or organisations that might seek to influence me in the performance of my official duties.

**OBJECTIVITY:** I will make choices on merit, in carrying out public business, including when making public appointments, awarding contracts, or recommending individuals for rewards and benefits.

**ACCOUNTABILITY:** I am accountable for my decisions and actions to the public and must submit myself to whatever scrutiny is appropriate to my office.

**OPENNESS:** I will be as open as possible about all the decisions and actions I take. I will give reasons for my decisions and restrict information only when the wider public interest or the law clearly demands.

**HONESTY:** I will declare any private interests relating to my public duties and take steps to resolve any conflicts arising in a way that protects the public interests.

**LEADERSHIP:** I will promote and support these principles by leadership and example.

3. As a member of the Combined Authority I will act in accordance with the principles in paragraph 2 and, in particular, I will:-
  - (i) champion the needs of residents - the whole community and all my constituents, including those who did not vote for me - and put the public interest first;

- (ii) deal with representations or enquiries from residents, members of our communities and visitors fairly, appropriately and impartially;
- (iii) not allow other pressures, including the financial interests of myself or others connected to me, to deter me from pursuing constituents' casework, the interests of the West Midlands region or the good governance of the Combined Authority in a proper manner;
- (iv) exercise independent judgement and not compromise my position by placing myself under obligations to outside individuals or organisations who might seek to influence the way I perform my duties as a Member;
- (v) listen to the interests of all parties, including relevant advice from statutory and other professional officers, take all relevant information into consideration, remain objective and make decisions on merit;
- (vi) be accountable for my decisions and cooperate when scrutinised internally and externally, including by local residents;
- (vii) contribute to making the Combined Authority's decision-making processes as open and transparent as possible to ensure residents understand the reasoning behind those decisions and are informed when holding me and other members to account, but restricting access to information when the wider public interest or the law requires it;
- (viii) behave in accordance with all my legal obligations, alongside any requirements contained within the Combined Authority's policies, protocols and procedures, including on the use of the Combined Authority's resources;
- (ix) value my colleagues and staff and engage with them in an appropriate manner and one that underpins the mutual respect between us that is essential to good local government;
- (x) always treat people with respect, including the organisations and public I engage with and those I work alongside;
- (xi) provide leadership through behaving in accordance with these principles when championing the interests of the community with other organisations as well as within this Combined Authority.

#### **4. Gifts and Hospitality**

I will, within 28 days of receipt, notify the Monitoring Officer in writing of any gift, benefit or hospitality with a value in excess of £100 which I have accepted as a member from any person or body other than the Authority.

I acknowledge that the Monitoring Officer will place my notification on a public register of gifts and hospitality.

I am aware that this duty to notify the Monitoring Officer does not apply where the gift, benefit or hospitality comes within any description approved by the Combined Authority for this purpose.

## **5. Register of Interests**

I will:-

- (i) register and, where appropriate, disclose those disclosable pecuniary interests that I am obliged to declare under the Localism Act 2011 and associated regulations;
- (ii) register details of my membership of any organisation or body whose rules or requirements of membership could be regarded as suggesting a degree of loyalty to that organisation or body. I acknowledge that this could arise by reason of an organisation having an obligation of secrecy about its rules, its membership or conduct and/or a commitment of allegiance or support to that organisation or body. I understand that such organisations or bodies may or may not be charitable concerns and they may also have a local, regional, national or international aspect;
- (iii) register details of my membership of any trade union within the meaning of Section 1 of the Trade Union and Labour Relations (Consolidation) Act 1992.

I will do this by completing, signing and submitting the prescribed form to the Monitoring Officer. I will keep the register updated and acknowledge that its contents will be published on the Combined Authority's website and will be open to the public to inspect.

## **6. Disclosable Pecuniary Interests Entered on the Register**

I understand that if I am present at a meeting of the Combined Authority and:-

- (i) I am aware that I have a disclosable pecuniary interest under paragraph 5 above in any matter to be considered or being considered at the meeting; and
- (ii) the interest is entered in the Combined Authority's register.

I may not participate in any discussion or further discussion of an item of business or in any vote or further vote taken on that item which affects or relates to the subject matter in which I have such an interest, and I will leave the room where the meeting is held while any discussion or voting takes place.

## **7. Disclosable Pecuniary Interests NOT Entered on the Register**

I understand that if I am present at a meeting of the Combined Authority and:-

- (i) I am aware that I have a disclosable pecuniary interest under paragraph 5(a) above in any matter to be considered or being considered at the meeting; and
- (ii) the interest is not entered in the Combined Authority's register.

I must disclose the interest to the meeting. Furthermore, I may not participate or further participate in any discussion of the matter at the meeting or participate in any vote or further vote taken on the matter at the meeting and I will leave the room where the meeting is held while any discussion or voting takes place.

I also understand that if an interest referred to in 7 above is not entered on the Combined Authority's register and is not the subject of a pending registration, I must notify the Monitoring Officer of the interest within 28 days of the date of the disclosure.

## **8. Other Relevant Interests**

I understand that if I have an Other Relevant Interest (which is not a disclosable pecuniary interest) in any matter to be considered or being considered at the meeting) where:-

- (i) a decision in relation to that matter might reasonably be regarded as affecting the well-being or financial standing of me or a member of my family or a person with whom I have a close association, or an organisation or body under standing order 5(ii) and 5(iii) of this Code of Conduct above, to a greater extent than it would affect the majority of the Council Tax payers, ratepayers or inhabitants of the ward or electoral area for which I have been elected or otherwise of the Combined Authority's administrative area; and
- (ii) the interest is one that a member of the public, with knowledge of the relevant facts, would reasonably regard as so significant that it is likely to prejudice my judgement of the public interest.

I acknowledge that if I have an Other Relevant Interest as described above:-

- (i) I will make a verbal declaration of the existence and nature of that interest at or before the consideration of the item of business or as soon as the interest becomes apparent; and

- (ii) I will not participate in any discussion or further discussion of an item of business or in any vote or further vote taken on that item which affects or relates to the subject matter in which I have an Other Relevant Interest at any meeting at which I am present and I will leave the room where the meeting is held while any discussion or voting takes place.

Signed: .....

Full name: .....

Date: .....

## CODE OF CONDUCT FOR OFFICERS

### 1. Introduction

- 1.1 The public is entitled to expect the highest standard of conduct from all officers who work for the Combined Authority. The aim of this code is to lay down guidelines for officers that will help maintain and improve standards and protect officers from misunderstanding and criticism. The Code of Conduct incorporates the principles defined by the Nolan Committee's first report on standards in public life.
- 1.2 This Code of Conduct sets out guidelines that maintain the highest standards of propriety. If officers are in any doubt over any issue, e.g. whether or not to accept a gift or offer of hospitality, they should consult their manager. However, ultimate responsibility rests with the individual officer, who must at all times be able to justify their actions and be able to refute any allegations of impropriety.

### 2. Standards

- 2.1 The Combined Authority's officers are expected to give the highest possible standard of service to the public and, where it is part of their duties, to provide appropriate advice to Members and fellow officers with impartiality and in an objective manner. Officers will be expected, through agreed procedures and without fear of recrimination, to bring to the attention of the appropriate level of management any deficiency in the provision of service.

### 3. Open Government and Disclosure of Information

- 3.1 Officers can help contribute towards the achievement of open government. They must not restrict anyone exercising a right to access information and should be aware of what Combined Authority information is open to the public.
- 3.2. Officers must not use any information obtained in the course of their employment for personal gain or benefit, nor should they pass it on to others who might use it in such a way.

3.3 The confidentiality of the Combined Authority's business shall be maintained and officers shall not convey information to external persons or bodies for personal gain, or to compromise the integrity of the Combined Authority.

#### **4. Equal Opportunity Issues**

4.1 Officers must ensure that the Combined Authority's policies relating to equality and equal opportunity are followed in addition to the requirements of the law. All members of the community, customers and colleagues have a right to be treated with fairness and equity.

#### **5. Appointments**

5.1 Where officers are involved in appointments they must do so on the basis of merit and comply with the Combined Authority's Recruitment and Selection Policy as amended from time to time. In particular, officers involved in appointments must ensure that these are made on the basis of merit.

5.2 Officers should not be involved in an appointment where they are related to an applicant, or have a close personal relationship outside work with them. Similarly, officers should not be involved in decisions relating to discipline promotion or pay adjustments for any other employee who is a relative, partner, etc.

#### **6. Political Neutrality and Working with Members**

6.1 Mutual respect between officers of the Combined Authority and Members is essential to good local government. Close personal familiarity can damage that relationship and prove embarrassing to both colleagues and Members.

6.2 Whether or not an officer's post is politically restricted, they must follow every lawfully expressed policy of the Combined Authority and not allow their personal or political opinions to interfere with their work. Where they are required to give advice to Members and colleagues, it should be done with impartiality and in a way that does not compromise their political neutrality.

#### **7. Service Provision**

7.1 Each officer should understand the law governing their service and inform their manager or the Monitoring Officer of any impropriety, breach of procedure, unlawfulness or maladministration.

#### **8. Authority Property and Use of Facilities**

8.1 The use of public funds is entrusted to officers in a responsible and lawful manner, ensuring value for money for the local community.

8.2 Officers must use Combined Authority facilities only for Combined Authority business and respect the intellectual property of the Combined Authority which must not be used for personal gain or benefit. Officers must follow any Combined Authority rules on the ownership of intellectual property or copyright created during their employment.

## **9. Information Technology and Data Security**

9.1 Officers should ensure that they follow any requirements relating to security procedures when using computers and when storing and managing data.

## **10. Indemnification of Officers**

10.1 Officers will be indemnified from personal legal action against them when acting in good faith in the discharge of their duties.

## **11. The Media**

11.1 Unless required to do so in the course of their work an officer must not deal direct with the press or the media.

## **12. Contracts and Contractors**

12.1 An officer must not seek or accept any gift or personal inducement in connection with the procurement of works, goods or services. Attempts to bribe or corrupt you in connection with the award of contracts must be reported to the appropriate officer.

12.2 Officers should inform their manager about relationships of a business or private nature with external contractors or potential contractors.

12.3 Officers must follow the rules relating to procurement and the award of contracts at all times. In particular, officers must exercise fairness and impartiality when dealing with suppliers and contractors.

12.4 Officers who are privy to confidential information on tenders or costs of external contractors must not in any circumstances disclose that information to any unauthorised party or organisation, in particular, to any other external contractors or tenderers.

12.5 Officers must ensure that no special favour is shown to current or former officers or their partners, close relatives or associates.

## **13. Sponsorship**

13.1 Where the Combined Authority wishes to sponsor an event, officers must ensure that they, their partner, or relative, do not benefit in any way from such sponsorship without full disclosure to their manager or the Monitoring Officer.

## 14. Hospitality and Gifts

### *Hospitality*

- 14.1 Officers must only accept offers of hospitality for a genuine business reason such as a need to impart information or represent the Combined Authority in the community. In all cases you should be able to justify the arrangements as being in the interests of the Combined Authority.
- 14.2 The criteria that should be considered in determining whether or not you should accept hospitality include the scale and the location of hospitality offered and whether it can be justified as in furthering the interests of the Combined Authority. An officer must always be able to justify his/her actions as being in the best interests of the Combined Authority.
- 14.3 Offers to attend sporting, cultural or arts events should only be accepted if the purpose of attendance is to assist the Combined Authority in building good relationships or networking with local organisations that will better enable it to carry out the policies of the Combined Authority and if there are good reasons for the Combined Authority to be seen to be represented at the event.
- 14.4 Acceptance by officers of hospitality through attendance at relevant conferences and courses is acceptable where it is clear the hospitality is corporate rather than personal. Where visits to inspect equipment, etc. are required as part of the procurement process, officers must ensure that the arrangements for such visits do not jeopardise the integrity of the subsequent purchasing decision.
- 14.5 When hospitality has to be declined those making the offer should be courteously but firmly informed of the procedures and high standards and integrity expected of the Combined Authority's officers.

### *Hospitality Provided by the Combined Authority*

- 14.6 It is recognised that some of the operations of the Combined Authority are of a commercial character and that business is conducted in circumstances where the provision of hospitality is accepted practice.
- 14.7 When providing such hospitality officers must have particular regard to the principles of public accountability and to the public image of the Combined Authority. This means such hospitality must be provided on an appropriate scale that merits the occasion and within approved budget provision.

### *Gifts*

- 14.8 Officers, or their families or partners with the officer's knowledge must not accept significant personal gifts in terms of value from contractors and outside suppliers. The Combined Authority will allow officers to keep insignificant items of token value such as pens, diaries, etc. provided that the officer notifies their line manager that they have received such a gift and its receipt is recorded. All significant gifts, loans of goods, money or assets, bottles of wine or spirits,



prizes and other benefits in kind should be declined. Gifts delivered must be returned to the sender with an appropriately worded letter.

- 14.9 All trips, free travel, holidays, accommodation including payment of hotel bills and use of company cars/executive jets at the expense of contractors must be regarded as unacceptable.

## **15. Personal Interests: Financial and Non-Financial**

- 15.1 An officer must declare any financial interests which could conflict with the Combined Authority's interests to their manager or the Monitoring Officer.
- 15.2 Non-financial interests which could be considered to bring about conflict with the Combined Authority's interests should also be declared e.g. membership of outside bodies in a personal capacity.
- 15.3 Officers should be mindful not to place themselves in a situation where involvement in outside bodies could compromise their continuing professional duty to the interests of the Combined Authority.
- 15.4 When serving on outside bodies as a Combined Authority appointee, an officer will of course be expected to represent and promote the Combined Authority's interests and policies as the circumstance dictate.
- 15.5 Officers should also declare membership of any organisation which is not open to the public, has no formal membership and has commitment of allegiance and which has secrecy about its rules, membership or conduct.

## **16. Disciplinary Matters**

- 16.1 Failure to follow this Code of Conduct may amount to misconduct or gross misconduct and may lead to disciplinary action being taken against the officer.

## **PROTOCOL FOR MEMBER AND OFFICER RELATIONS**

### **1. Introduction**

- 1.1 The purpose of this Protocol is to guide Members, its committees and joint committees and Officers of the Authority, and of Constituent Authorities providing services to the Combined Authority, its committees and joint committees in their relations with one another.
- 1.2 In this Protocol, references to Members include references, where appropriate, to members of its committees and joint committees and, references to officers of the Combined Authority include references where appropriate to officers of the Constituent Authorities who provide services to the Combined Authority, its committees and joint committees.
- 1.3 Given the variety and complexity of such relations, this protocol does not seek to be either prescriptive or comprehensive. It seeks to offer guidance on some of the issues which most commonly arise. It is hoped, however, that the approach which it adopts to these issues will serve as a guide to dealing with other issues.
- 1.4 This protocol is to a large extent a written statement of usual practice and convention. It seeks to promote greater clarity and certainty. If the Protocol is followed it should ensure that Members receive objective and impartial advice and that officers are protected from accusations of bias and any undue influence from Members.
- 1.5 It also seeks to reflect principles underlying the respective codes of conduct which apply to Members and officers. The shared object of these codes is to enhance and maintain the integrity (real and perceived) of local government and they therefore demand very high standards of personal conduct. This Protocol should be therefore be read in conjunction with the Members' and officers' Codes of Conduct that apply from time to time and any guidance issued by the the Monitoring Officer.
- 1.6 The following basic principles are seen to be fundamental to continuing good relations between Members and officers.

### **2. PRINCIPLES**

#### **Respective Roles**

- 2.1 Both Members and officers are servants of the public but their responsibilities are distinct. Members are responsible to the electorate and their appointing Constituent Authorities or Non-Constituent Authorities and serve only so long as their term of office lasts. Officers are responsible to the Combined Authority, its committees and joint committees. Their job is to give advice to Members and the Combined Authority and to carry out work under the direction and control of the Combined Authority, its committees and joint committees and to support the Combined Authority in the exercise of its functions

## **Mutual Respect**

- 2.2 Members and officers should recognise that they each have an essential role to play in the success of the Combined Authority and they should each seek to achieve the Combined Authority's stated objectives and aims.
- 2.3 Both Members and officers will develop a relationship based on mutual respect and support. This is essential to achieving effective working relationships. Therefore, it is important that any dealings between Members and officers should observe reasonable standards of courtesy and that neither party should seek to take unfair advantage of their position or seek to exert undue influence on the other party.
- 2.4 The Chair and Vice-Chair of the Combined Authority have important roles in representing the Combined Authority and are entitled to particular respect from officers and Members.

## **Personal Relationships**

- 2.5 Members and officers need to understand the limitation of undue close personal familiarity and personal friendship. Both Members and officers should consider how any such relationship may be perceived by others.
- 2.6 There will however be situations where such relationships arise between officers and Members, for example through marriage, direct family connection or a close and long standing friendship. Such relations must always be disclosed, when relevant to the Combined Authority business.
- 2.7 Where such a personal relationship does exist, the officer should avoid professional contact with the Member concerned on any matter where a personal relationship may be perceived by others to affect the conduct or judgement of the officer or Member concerned. Furthermore, officers should avoid discussing within the context of a personal relationship any information of a private or personal and confidential nature which they become aware of in the course of their duties.

## **Concerns about Conduct or Capability**

- 2.8 Members should avoid making personal attacks on officers and avoid undermining respect for officers in public meetings of whatever kind. Likewise a Member should not raise matters relating to the conduct or capability of an officer at meetings held in public or before the press. Complaints can be made about the performance or ability of officers to the Head of Paid Service or to the Monitoring Officer.
- 2.9 If either a Member or an officer has a complaint about the conduct of the other such complaint should be made to the Monitoring Officer and not to the complainant direct.

## **Standards**

- 2.10 In carrying out their duties, Members and officers should have regard to their respective codes of conduct, internal policies/procedures, procedure rules and statutory provisions.
- 2.11 Members and officers will avoid any actions which could be perceived as being designed to achieve personal as opposed to the Combined Authority objectives.

### **3. Officer Support to the Combined Authority**

#### **Political Neutrality**

- 3.1 Officers are responsible to the whole Combined Authority and are required to act accordingly. Officers will be expected to discharge their responsibilities without political bias or favour. Advice to political groups must be given in such a way as to avoid compromising an officer's political neutrality and advice must be confined to Combined Authority business.
- 3.2 Relationships with particular individuals or party political groups should not be such as to create public suspicion that an officer favours that Member or group above others. Officers must not be involved in advising in matters of party business.

#### **Officer Support for Members**

- 3.3 Officers must act in the best interests of the Combined Authority, its committees and joint committees as a whole and must not give politically partisan advice.
- 3.4 Close personal familiarity between individual Members and officers can damage professional relationships and can prove embarrassing to other Members and officers. Situations should be avoided therefore that could give rise to the appearance of improper conduct or behaviour.
- 3.5 The following key principles reflect the way in which officers generally relate to Members:-
- officers undertaking work for the Combined Authority are accountable to the Combined Authority through the Head of Paid Service;
  - support from officers is needed for all the Combined Authority's functions including full Combined Authority, its committees and joint committees, individual Members representing their communities etc;
  - day-to day managerial and operational decisions should remain the responsibility of the Head of Paid Service and other officers.

- 3.6 Officers undertaking work for the Combined Authority are accountable to the Head of Paid Service and whilst officers should always seek to assist a Member, they must not, in so doing go beyond the bounds of whatever authority they have been given by the Head of Paid Service.

### **Officer Advice to Party Groups**

- 3.7 It must be recognised by all officers and Members that in discharging their duties and responsibilities, officers serve the Combined Authority as a whole and not any political group, combination of groups or any individual Member. The assistance provided by senior officers can take many forms ranging from a briefing meeting with a Member, Chair or other Members prior to a meeting, to a presentation, to a full political group meeting. It is an important principle that such assistance is available to all political groups and individual Members.

### **Attendance at Party Political Group Meetings**

- 3.8 It is common practice for party groups to give preliminary consideration to matters of Combined Authority business in advance of such matters being considered by the relevant decision making body. Senior officers may properly be called upon to assist and contribute to such deliberations by party groups but must at all times maintain political neutrality. All officers must, in their dealings with political groups and individual Members, treat them in a fair and even-handed manner.
- 3.9 Attendance at meetings of party groups is voluntary for officers and must be authorised by the Head of Paid Service..
- 3.10 Certain points must, however, be clearly understood by all those participating in this type of process, Members and officers alike. In particular:-
- (i) officer assistance must not extend beyond providing information and advice in relation to matters of Combined Authority business. Officers must not be involved in advising on matters of party business. Internal party debates and decision making should take place in the absence of officers;
  - (ii) party group meetings, whilst they form part of the preliminaries to Combined Authority decision making, are not formal decision making bodies of the Combined Authority and are not empowered to make decisions on behalf of the Combined Authority. Conclusions reached at such meetings do not therefore rank as Combined Authority decisions and it is essential that they are not interpreted or acted upon as such; and
  - (iii) similarly, where officers provide information and advice to a party group meeting in relation to a matter of Combined Authority business, this cannot act as a substitute for providing all necessary information and advice to the relevant Combined Authority decision making body when the matter in question is considered.

- 3.11 Special care needs to be exercised whenever officers are involved in providing information and advice to a party group meeting which includes persons who are not Members. Such persons are not bound by the Combined Authority's Code of Conduct for Members (in particular, the provisions concerning the declaration of interests and confidentiality). Officers would not be able to provide the same level of information and advice as they would to a Member only meeting.
- 3.12 Officers must respect the confidentiality of any party group discussions at which they are present. When information is disclosed to an officer during discussions with a party group that information should not be passed on to other groups. However, Members should be aware that this would not prevent officers from disclosing such information to other officers of the Combined Authority so far as that is necessary to performing their duties.
- 3.13 Any particular cases of difficulty or uncertainty in this area of officer advice to party groups should be raised with the Head of Paid Service who will discuss them with the relevant group leader(s).

#### **4. Other Matters**

##### **Media**

- 4.1 Officers and Members will in making decisions on publicity, take account of the provisions of the Code of Recommended Practice on Local Authority Publicity and any further guidance issued by the Head of Paid Service. If in doubt officers and/or Members should seek advice from the Head of Paid Service or the Monitoring Officer.
- 4.2 All press releases are issued through the Head of Paid Service on behalf of the Combined Authority. Press releases are not issued by the Combined Authority on behalf of political groups. They can contain the comments of Members where they are speaking in connection with the roles given to them by the Combined Authority. Officer's comments can be included on professional and technical issues.

##### **Recruitment**

- 4.3 Members shall only be involved in appointments for certain specified senior posts. Members must not seek to influence the appointment of other officers. It is unlawful to make an appointment based on anything other than the ability to undertake the duties of the post.

##### **Members' Access to Information and to Combined Authority Documents**

- 4.4 Members have various statutory and common law rights to inspect Combined Authority documents.
- 4.5 A Member must not disclose information given to him in confidence by anyone or information acquired which they believe is of a confidential nature, without

the consent of a person authorised to give it, or unless they are required by law to do so. Also they must not prevent another person from gaining access to information to which that person is entitled by law. A breach of these requirements is a breach of the code of conduct.

## **5. Guidance and Monitoring**

- 5.1 Further guidance to officers and Members on Combined Authority Member/Officer relations and particularly on the matters set out in this protocol is available from the Monitoring Officer.
- 5.2 Questions of interpretation of this Protocol will be determined by the Monitoring Officer.

## **ANTI-FRAUD & CORRUPTION POLICY AND PROCEDURES**

### **A Policy Statement**

1. The Combined Authority is committed to ensuring that the people of the West Midlands can have complete confidence that the affairs of the Combined Authority, its committees and joint committees are conducted in accordance with the highest standards of probity and accountability. The Combined Authority is, consequently, committed to combating fraud and corruption wherever it may arise in relation to any of the Combined Authority's activities or services and involving any Members, its committees or joint committees, or officers of the Combined Authority and the Constituent Authorities and Non-Constituent Authorities who provide services to the Combined Authority, its committees or sub committees or members of the public or other third parties.
2. In this policy, references to Members of the Combined Authority include references, where appropriate, to members of its committees and joint committees and, references to officers of the Combined Authority include references where appropriate to officers of the Constituent Authorities and Non-Constituent who provide services to the Combined Authority, its committees and joint committees.
3. The Combined Authority expects Members and officers to demonstrate the highest standards of honesty and integrity. This includes compliance with appropriate legislation, Member and officer codes of conduct, Standing Orders, Financial Regulations, conditions of service, standards of appropriate professional bodies, and any other standards, guidelines or instructions which are relevant to the particular service or activity.
4. The Combined Authority is committed to establishing and maintaining effective arrangements to prevent fraud and corruption. The Combined Authority recognises, however, that fraud and corruption cannot be prevented and so effective arrangements have been established to detect and investigate all incidents or situations where fraud and corruption is suspected.

5. The Combined Authority will not tolerate dishonesty on the part of any of the Members or officers of the Combined Authority or any persons or organisations involved in any way with the Combined Authority. Where fraud or corruption is detected, the Combined Authority will rigorously pursue appropriate action against the persons concerned including legal and / or disciplinary action.
6. The Combined Authority is committed to creating and maintaining an anti-fraud and corruption culture and this includes establishing arrangements which enable officers, or other persons, to express concerns and suspicions without fear or repercussions or intimidation and in the knowledge that the information will be treated confidentially and will be investigated fully and rigorously.
7. The Combined Authority is committed to working constructively with the police and other relevant agencies in relation to combating fraud or corruption within the Combined Authority or within the wider community.
8. The Combined Authority will seek to ensure that its stance on anti-fraud and corruption is widely publicised. All officers and Members of the Combined Authority will be made aware of this policy statement.
9. This policy statement is supported by guidance notes that set out the procedures for applying the policy.

## **1. Introduction**

- 1.1 The Combined Authority is committed to the highest standards of probity and accountability to safeguard public funds. It will not tolerate dishonesty on the part of Members, officers or others involved with the Combined Authority. It expects that Members and officers at all levels will act in a manner that ensures adherence to statutory requirements and to the rules and procedures of the Combined Authority.
- 1.2 The Anti-Fraud and Corruption Policy applies to all Members and officers of the Authority. It also applies as far as it can to any persons, companies or organisations in relation to their dealings with the Combined Authority including partnership arrangements and developments involving 'arms length' companies or organisations, contractors, consultants, suppliers and claimants.
- 1.3 The Combined Authority's primary objective, through the Anti-Fraud and Corruption Policy, is to ensure that fraud and corruption does not occur within the Combined Authority and if it does occur that it is detected and dealt with appropriately and effectively.
- 1.4 These procedures are intended to advise all Members and officers of obligations and rights within this policy and to assist senior officers in dealing with any matters which arise in relation to the policy.

## **2. Definitions**

### **Fraud**



2.1 The legal definition of fraud contained within the Fraud Act 2006 includes; fraud by false representation; fraud by failing to disclose information and fraud by abuse of position. Fraud is typically associated with financial loss however this policy relates to acts of dishonesty whether or not financial loss is incurred. For the purposes of these procedures fraud may include but is not limited to:-

- the intentional distorting of statements or other records by persons internal or external to the Combined Authority which is carried out to conceal the misappropriation of assets, evasion of liabilities or otherwise for gain;
- unauthorised use of the Combined Authority's property; or
- theft of monies or other property of the Combined Authority by persons internal to the Combined Authority.

2.2 The theft of the Combined Authority's property carried out by persons external to the Combined Authority through for example break-ins, burglary and opportunist theft falls outside the scope of the Anti-Fraud and Corruption Policy. Thefts of this nature should continue to be reported by Chief Officers directly to Internal Audit and the police in the normal way.

2.3 Fraud is a deliberate act of commission or omission by an individual or group of individuals. Fraud can occur in a number of ways including:-

- fraud perpetrated against the Combined Authority by members of the public or other third parties;
- fraud perpetrated against the Combined Authority by Members or officers of the Combined Authority;
- fraud perpetrated jointly by members of the public or other third parties in collusion with officers or Members of the Combined Authority.

2.4 Areas which may be most at risk in respect of fraud include but are not exclusively related to the following:-

- (i) cash collection (any situation where cash or cheques are received or collected) – misappropriation, failure to account, borrowing by delaying paying monies in, falsifying of receipts, not issuing receipts;
- (ii) credit income – suppression of invoices, issuing invoices for wrong amounts, unauthorised writing off of debts;
- (iii) payroll – falsification of records (time sheets, overtime claims); creation of fictitious officers;
- (iv) creditor payments – payments for work not completed or not in accordance with the specification, or for goods not supplied or not in accordance with the original order;

- (v) expenses claims – over claiming of expenses;
- (vi) false, fictitious or contrived claims. The unauthorised setting up or amendment of claims by officers (including payments to self, family, friends etc.). Officers aiding or abetting third parties in the completion or submission of false claims;
- (vii) bank accounts and imprest accounts – use of accounts for unauthorised purposes;
- (vii) equipment and vehicles – unauthorised personal use.

## **Corruption**

- 2.5 Corruption is defined as the offering, giving soliciting or acceptance of an inducement or reward that may influence the action of any person.
- 2.6 The main law relating to corruption in public bodies is contained the Bribery Act 2010.
- 2.7 The Bribery Act 2010 creates four new criminal offences:-
- (i) a general offence covering offering, promising or giving a bribe;
  - (ii) a general offence covering requesting, agreeing to receive or accepting a bribe;
  - (iii) a separate offence of bribing a foreign official to obtain or retain business;
  - (iv) a strict liability offence for commercial organisations where they fail to prevent bribery by those acting on their behalf.
- 2.8 The Act includes severe penalties for offences. Individuals can receive unlimited fines and up to a ten year custodial sentence; organisations can receive unlimited fines. Senior officers can also be convicted of an offence where they are deemed to have given their consent or connivance to giving or receiving a bribe or bribing a foreign public official. These offences could involve Members or officers of the Combined Authority, members of the public or other third parties.
- 2.9 Areas which may be most at risk in respect of corruption include but are not exclusively related to the following:-
- tendering and award of contracts;
  - settlement of contractors' claims for loss and expense, compensation, additional payments, or work not done or substandard;
  - award of permissions, consents, licences;
  - lettings; and
  - disposals of assets.

### **3. Anti-Fraud Culture and Key Principles**

- 3.1 The Combined Authority aims to ensure that Members and officers exercise proper stewardship of public money and that effective controls and procedures are embedded into all working practices which will prevent and detect fraud and corruption. Members and officers should be aware of their roles in preventing and detecting fraud and managers should ensure they lead by example in compliance with rules and regulations.
- 3.2 Legislation regulates local authorities and, amongst other things, sets out the framework that ensures that local authorities adopt effective control and governance arrangements. Within this framework, the Combined Authority has adopted a Constitution containing instructions, regulations and procedures which are designed to ensure high standards of probity in the conduct of the affairs of the Combined Authority of which this policy forms a part.
- 3.3 The primary defence against fraud and corruption is the establishment of sound practices, procedures and systems, incorporating effective controls, which are subject to effective monitoring, supervisory and managerial arrangements. It is the duty of every manager and supervisor to operate the systems and controls in their area of responsibility, necessary to prevent and detect fraud and corruption. Failure to do so, especially where such failure results in fraud, corruption or theft, may result in disciplinary action.
- 3.4 These control arrangements need to apply within an overall culture, within the Combined Authority, which positively promotes the highest standards of probity and which makes it absolutely clear that the Combined Authority will not tolerate dishonesty on the part of any of the officers or Members of the Combined Authority or any persons or organisations involved in any way with the Combined Authority.
- 3.5 Where the Members or officers are involved, or where any person acts on or as an agent of the Combined Authority, or where initiatives or schemes involve funding through the Combined Authority, the principles outlined in the Anti-Fraud and Corruption Policy and Procedures must be applied.

### **4. Roles and Responsibilities**

#### **Members**

- 4.1 All Members have a duty to act to prevent fraud and corruption. Every Member has a role to play in maintaining the standards of probity and integrity that the public is entitled to expect, which obviously includes compliance with relevant rules and procedures. The Code of Conduct for Members sets addresses standards and expectations.

#### **Audit Committee/Standards Committee**

- 4.2 The Audit Committee and Standards Committee will regularly review Anti-Fraud and Corruption Policy and will ensure that any matters arising from the

implementation of the policy are properly investigated. Internal Audit will report to the Audit Committee on significant matters arising from investigations of fraud and corruption.

### **The Treasurer**

- 4.3 The Treasurer is responsible for ensuring that suspected financial irregularity is reported and investigated. The Treasurer is responsible for deciding what investigation action is to be taken and ensuring it is completed.

### **Monitoring Officer**

- 4.4 Any concerns related to Members' compliance with the Code of Conduct would be addressed to the Standards Committee which would request the Monitoring Officer to investigate. The Monitoring Officer may ask Internal Audit or others to carry out investigation work.

### **Internal Audit**

- 4.5 Internal Audit acts on behalf of the Treasurer in relation to the investigation of reports of financial or other irregularity and can offer advice and support to managers during this process.
- 4.6 Internal Audit also provides advice on appropriate controls to help prevent and detect fraud and corruption and will work with Chief Officers to provide assurance that controls are working as intended and to improve internal control where necessary.

### **Management**

- 4.7 Chief Officers have a specific responsibility to publicise the anti-fraud and corruption policy to all officers and to ensure that they are aware of their responsibilities as outlined in this policy and of sanctions that can be levied.
- 4.8 Managers are responsible for actively dealing with suspected cases of fraud in a reasonable timeframe.
- 4.9 Responsibility for maintaining effective systems, procedures and controls to prevent fraud and corruption rests with Chief Officers and their managers responsible for relevant systems or particular areas of service.

### **Officers**

- 4.10 All officers have an obligation to be vigilant to the risk of fraud and corruption. They are expected and positively encouraged to raise concerns relating to potential fraud and corruption when they become aware of it. Officers should report matters of concern as soon as possible. Reports raised in good faith will be treated in a confidential manner and investigated.

- 4.11 The Officers' Code of Conduct addresses the Combined Authority's standards and expectations of personal conduct. Breaches of conduct will be addressed through disciplinary procedures. Officers must make sure that they read and understand the rules and regulations that apply to them, and act in accordance with them.

## **5. Reporting Irregularities**

### **Members**

- 5.1 Where Members wish to report alleged irregularities, the normal reporting route should be through the Head of Paid Service or the Treasurer.
- 5.2 The Head of Paid Service and Monitoring Officer must be informed where alleged irregularities involve Members. If allegations involve a breach of the Code of Conduct this will be referred to the Standards Committee where any appropriate action will be taken.

### **Officers**

- 5.3 As indications of suspected irregularities could arise in many different ways it is possible that any of the Combined Authority's officers could be the first to become alerted to a potential situation involving fraud or corruption.
- 5.4 Any officer, becoming aware of a potential financial irregularity must, under normal circumstances, report the situation to his/her line manager as soon as possible. The manager in turn should also report through the management structure and to Internal Audit as soon as possible.
- 5.5 At the appropriate management level, which is normally Chief Officer, the situation must be reported to Internal Audit which will then inform the Treasurer and agree a course of action.
- 5.6 Internal Audit will advise on and instigate such action as considered necessary for investigating the alleged irregularity. This will take into account whether the alleged financial irregularity warrants investigation by Internal Audit, whether the Police should be referred to immediately or whether the Combined Authority should conduct its own investigation.
- 5.7 Where an allegation or suspicion of fraud concerns an officer of the Combined Authority and is considered sufficiently serious to be investigated, then an Investigating Officer will be appointed. As appropriate and agreed Internal Audit will investigate fraud involving accounting and other records, evaluate systems and internal control and collate evidence providing an opinion on allegations made. This will be reported to the Investigating Officer who will have overall responsibility in taking the investigation forward for disciplinary purposes and reported to the Treasurer where system weaknesses and control issues are involved. The Combined Authority will consider the full range of sanctions, disciplinary, regulatory, civil and criminal which will be applied as appropriate to

each case. Where allegations are identified to have been made maliciously appropriate action will be taken.

### **Reporting Directly to Internal Audit or the Statutory Officers of the Combined Authority**

- 5.8 If an officer feels it would not be appropriate to report alleged or suspected irregularities through the normal line management structure, then the officer should report to a Statutory Officer of the Combined Authority. If the officer feels uncomfortable with this approach they can report directly to Internal Audit.
- 5.9 In certain circumstances it would be appropriate for an officer to report directly to Internal Audit anyway. For example, if there were reasons to believe that any subsequent investigation might be compromised if the situation were to be reported through managers. The most likely reasons for reporting direct to Internal Audit would include because line managers were implicated in the alleged irregularity and the officer was not sure who it was safe to report to within the team or there were reasons to believe that the situation might be suppressed or covered up by senior managers.

### **Alternative Contact Points**

- 5.10 The Combined Authority provides the reporting lines above to ensure that Members and officers are satisfied that reports will be treated seriously and that action will be taken. If they consider this is not the case then matters could be taken outside the Combined Authority to other contact points. The process for this is described in more detail in the Whistleblowing policy and guidance.

## **6. Monitoring**

- 6.1 The Treasurer is responsible for monitoring the effectiveness of the procedures for investigation of irregularities outlined in the guidance note and for amending the procedures as necessary. Internal Audit will review the effectiveness of the internal control environment and reports will be made to the Audit Committee where appropriate on the number, type and outcome of investigation matters as appropriate.

## **7. Sharing Information**

- 7.1 The Authority is committed to working and co-operating with other organisations to prevent organised fraud and corruption. They support the National Fraud Initiative and, wherever possible, the Combined Authority will be prepared to help and exchange information with other authorities and organisations to counter fraud. This information will be shared in accordance with the principles of the Data Protection Act 1998.

## **GUIDANCE FOR MEMBERS AND OFFICERS ON PUBLICITY IN THE PRE-ELECTION PERIOD**

### **Introduction**

1. In most years during May, elections to the Constituent Authorities and Non Constituent Authorities (other than those which are local enterprise partnerships) take place. This note has been prepared to provide guidance to officers on the Combined Authority's duty to comply at all times with the statutory restrictions on publicity. The note focuses in particular on publicity in the pre-election period.

### **The Purpose of Publicity**

2. The main purposes of the Combined Authority's publicity include increasing public awareness of the decisions that it takes, allowing the public to have an informed say about issues that affect them, explaining to the public the reasons for particular policies and priorities and, in general, improving local accountability.
3. 'Publicity' is defined as "any communication, in whatever form, addressed to the public at large or to a section of the public". Publicity is newspapers, newsletters, websites, posters, leaflets, booklets, banners, badges etc. Advertising is publicity. Campaigns, exhibitions, conferences and any other kind of public communication can be defined as publicity.

### **Prohibition of Political Publicity**

4. At all times, and not just in the pre-election period, there is in law an absolute prohibition of political publicity. The Combined Authority is under a duty not to publish any material which, in whole or in part, appears designed to affect support for a political party. In determining whether material falls within the prohibition, regard must be had to:-
  - the content and style of the material;
  - the time and circumstances of its publication;
  - the likely effect on those to whom it is directed;
  - whether the material refers to a political party or to persons identified with a political party or promotes or opposes a point of view on a question of political controversy which is identifiable as the view of one political party and not of another; and
  - where the material is part of a campaign, the effect which the campaign appears to be designed to achieve.

## Publicity in the Pre-election Period

5. The pre-election period, often referred to as the 'purdah' period, is the time from the date the notice of the election is published to polling day.
6. In almost all respects, it will be 'business as usual' for the Combined Authority during the pre-election period, and the publicity that this necessarily creates. The national code of practice recognises that publicity may include information about individual Member's proposals, decisions and recommendations where this is relevant to their position and responsibilities within the Combined Authority. The national code does not prohibit the publication of information on politically sensitive or controversial issues but it does provide guidance on publicity at sensitive times such as during the purdah period, in the following terms:

*"The period between the notice of an election and the election itself should preclude proactive publicity in all its forms of candidates and other politicians involved directly in the election. Publicity should not deal with controversial issues or report views, proposals or recommendations in such a way that identifies them with individual members or groups of members."*

7. It is however,

*".....acceptable for the authority to respond in appropriate circumstances to events and legitimate service enquiries provided that their answers are factual and not party political."*

8. The Code acknowledges that a degree of flexibility is necessary:

*"Members holding key political and or civic positions should be able to comment in an emergency or where there is a genuine need for a level response to an important event outside the authority's control. Proactive events arranged in this period should not involve members likely to be standing for election."*

## Non Prohibited Publicity - for Individual Members

9. Publicity about individual Members may include the contact details, the positions they hold at the Combined Authority and their responsibilities.
10. Publicity may also include information about individual Members' proposals, decisions and recommendations only where this is relevant to their position and responsibilities within the Combined Authority.
11. All such publicity should be objective and explanatory and whilst it may acknowledge the part played by individual Members as holders of particular positions at the Combined Authority, personalisation of issues or personal image making should be avoided.
12. Publicity should not be, or liable to misrepresentation as being, party political.



13. Whilst it may be appropriate to describe policies put forward by an individual Member which are relevant to his or her position and responsibilities within the Combined Authority, and to put forward his or her justification in defence of them, this should not be done in party political terms, using political slogans, expressly advocating policies of those of a particular political party or directly attacking policies and opinions of other parties, groups or individuals.

#### **Democratic Services and the Media**

14. During the forthcoming election period, the Democratic Services and Media teams will continue to offer as full a service as possible. However, in some instances, there may be certain activities that could be seen to promote local election candidates that we may not be able to undertake. Whilst officers in these sections are able to support Members in their capacity as Members of the Combined Authority, by law they are not able to support them in their capacity as local politicians.

WORKING DRAFT

## **ACCESS TO INFORMATION PROCEDURE RULES**

These rules are a summary of rights to attend meetings of the Combined Authority its Committees and Sub-Committees, and of access to documents. The Combined Authority will keep at its principal office a summary of various rights to attend meetings and to inspect documents in the Authority's possession, conferred by the Local Government Act 1972 and by some other legislation.

### **Access to Meetings**

1. A meeting of the Combined Authority (including meetings of its committees and subcommittees) is open to the public, except as stated in Rules 2 and 3 below.
2. The public must be excluded from a meeting during any item of business whenever it is likely that, if they were present, confidential information would be disclosed in breach of the obligation of confidence. Confidential information means information provided on a confidential basis by a Government department, and information the disclosure of which is prohibited by statute or by Court order.
3. The public may be excluded by resolution during an item of business whenever it is likely that there would be disclosure to them of 'exempt information'. Exempt information is defined to cover such matters as personal information, financial and business affairs of people or companies with whom the Combined Authority has dealings, and of the Combined Authority itself, action likely to lead to criminal proceedings, matters relating to industrial relations consultations and negotiations and matters relating to legal proceedings. A description of 'exempt information' is set out in Schedule 12A to the Local Government Act 1972, as amended.

### **Access to Agendas and Connected Papers**

4. Copies of the agenda and reports for a meeting of the Combined Authority or of any of its committees or sub-committees must be open for inspection by the public, except for any report on an item during the consideration of which the meeting is not likely to be open to the public. Documents must be available five clear days before the meeting, or as soon as the meeting is convened, or the item added to the agenda, if that is less than five clear days before the meeting. The papers will be made available for inspection at the principal offices of the Combined Authority, the Constituent Authorities and the Non-constituent Authorities between the hours of 10.00 am and 4.00 pm on working days. The agendas and reports will also be published on the Authority's website.
5. A reasonable number of copies of agendas and reports must be available for members of the public present at a meeting. The agendas and reports must also be made available to the media on request.

## **Inspection of Minutes**

6. After a meeting and once the minutes have been signed, a copy of the minutes (or, if any of the meeting was held in private, a summary of what took place in private), together with the documents made available for public inspection under Rule 4 above, will be available for public inspection at the offices of the Combined Authority at 16 Summer Lane, Birmingham B19 3SD, between the hours of 10.00 am and 4.00 pm on working days. The minutes will also be published on the Combined Authority's website. This right of inspection exists for six years from the date of the meeting concerned.

## **Inspection of Background Papers**

7. Members of the public may also inspect a list of background papers for any report (except those reports containing 'confidential' or 'exempt' information) and a copy of each of the documents included in that list. This right is available as soon as the report to which the list relates is published, and continues for four years from the date of the meeting. (In the case of the public right to inspect background papers, the right is subject to their production as soon as is reasonably practicable after the request is made). Background papers disclosing confidential or exempt information are not required to be listed, but, if they are listed, they will not be open to inspection.
8. Background papers are documents which relate to the subject matter of a report, disclose any fact or matter on which the report is based, and have been relied on to a material extent in preparing the report - but exclude any published work. Requests for inspection of such documents should be made to the Monitoring Officer who will arrange for the production of such documents as soon as reasonably practicable after the request. Where reasonably practicable, a link to the background papers will be published on the Combined Authority's website.

## **Additional Access for Members of the Combined Authority**

9. Any document in the possession or under the control of the Combined Authority which contains material relating to any business to be transacted at a meeting is open to inspection by a Member (subject to Rule 10 below).
10. Where a document discloses certain specified categories of exempt information it need not be open to inspection by a Member. These categories relate mainly to personal information relating to crime or legal proceedings, or matters concerned with negotiations or industrial relations.

## **Publication of Additional Information**

11. The Combined Authority must maintain a register stating the name of every Member and their appointing council or local enterprise partnership. The register is published on the website and is also open to inspection by the public at the offices of the Authority at 16 Summer Lane, Birmingham B19 3SD. between the hours of 10.00 am and 4.00 pm on working days.

12. The Combined Authority will maintain a list specifying the powers delegated to its officers, and stating the title of the officer by whom each of those powers is exercisable. The list is published on the website and also open to public inspection, but excludes delegations of less than six months' duration.

### **Financial Documents**

13. A Member has a right to inspect its accounts.
14. Any local government elector for the district of a Constituent Authority or a Non-constituent Authority has the right to inspect an order for the payment of money made by the Combined Authority, and the right to inspect the statement of accounts prepared by the Combined Authority under the Accounts and Audit (England) Regulations 2011 (as amended).
15. At the audit of the Combined Authority's accounts by the external auditor, any persons interested may inspect the accounts to be audited and all books, deeds, contracts, bills, vouchers and receipts relating to them - except that no personal information about a member of the Combined Authority's staff is required to be disclosed.

### **Documents Deposited with the Combined Authority**

16. Documents may be required to be deposited with a proper officer of the Combined Authority, either under an Act of Parliament or statutory instrument, or pursuant to the Standing Orders of either House of Parliament. A person interested in any such document may inspect it. Requests should be made to the Monitoring Officer.

### **Other Documents**

17. Any report received from the Local Government Ombudsman under section 30 of the Local Government Act 1974 must normally be open to public inspection for a period of three weeks, but the Ombudsman may direct that a particular report shall not be publicly available.
18. Where a public inquiry is to be held into a compulsory purchase order made by the Combined Authority, a statement of the Combined Authority's case to the inquiry, together with copies of any documents it intends to submit to the inquiry, must be made available for inspection by any person on request.
19. The Local Government (Inspection of Documents)(Summary of Rights) Order 1986 lists many other statutory provisions under which documents are required to be available to the public. None of the listed provisions applies to the Combined Authority, except for the matters mentioned in Rules 14, 15, 16, 18 and 19 above.

## **Fees**

20. No fee will be charged for providing the facility of inspecting background papers (Rule 7 above).
21. A person who is entitled to inspect a document may (unless copyright law forbids it) make copies of, or extracts from it, or require a photographic copy of, or extract from, the document. The Combined Authority reserves the right to make a charge for providing copies of documents.

WORKING DRAFT

## **PROTOCOL FOR THE MONITORING OFFICER**

### **General Introduction to Statutory Responsibilities**

1. The Monitoring Officer is a statutory appointment pursuant to section 5 of the Local Government and Housing Act 1989. This Protocol provides some general information on how those statutory requirements will be discharged within the Combined Authority
2. The Monitoring Officer undertakes to discharge their statutory responsibilities with a positive determination and in a manner that enhances the overall reputation of the Combined Authority. In doing so, they will also safeguard, so far as is possible, Members and officers, whilst acting in their official capacities, from legal difficulties and/or criminal sanctions.
3. In general terms, the Monitoring Officer's ability to discharge these duties and responsibilities will depend, to a large extent, on Members and officers:-
  - complying with the law of the land and any relevant codes of conduct;
  - complying with any general guidance issued, from time to time, by the Monitoring Officer;
  - making lawful and proportionate decisions; and
  - generally, not taking action that would bring the Combined Authority, their offices or professions into disrepute.

### **Working Arrangements**

4. Having excellent working relations with Members and officers will assist in the discharge of the statutory responsibilities of the Monitoring Officer and keep the Combined Authority out of trouble. Equally, a speedy flow of relevant information and access to debate (particularly at the early stages of any decision-making by the Combined Authority) will assist in fulfilling those responsibilities. Members and officers must, therefore, work with the Monitoring Officer in discharging these responsibilities.

5. The Monitoring Officer issues guidance to officers to assist them in understanding the nature, breadth and requirements that the Monitoring Officer puts upon all officers. The guidance also explains how the Monitoring Officer will approach the role. The Monitoring Officer considers that the role is a positive and preventative one, related to legality, avoidance of maladministration and observance of codes of conduct /practice where there is actual / potential transgression by the Combined Authority.
6. The Monitoring Officer gives authoritative advice and guidance on these issues which will be conducive to a culture of propriety and integrity. This will provide comfort for officers and Members alike. However, although the Monitoring Officer will seek to be positive about the role, it must be recognised that the role imposes a personal duty to make a public, statutory report where it appears to be necessary. This might ultimately force the Combined Authority to consider issues it might not wish to.
7. The Monitoring Officer and the Combined Authority should co-operate in every way possible so as to reduce the chance of the need for the Monitoring Officer to issue a formal report. In support of this, the Monitoring Officer places significant reliance upon the advice and support given by colleagues in Legal Services, Human Resources and Democratic Services, but particularly those in the Legal Services team who will, in providing corporate legal advice do so in an enabling manner, but also identify areas of particular risk and concern, assisting officers / members to achieve their objectives, but ultimately in a lawful and proper manner.
8. The following arrangements and understandings between the Monitoring Officer, Members and Chief Officers are designed to ensure the effective discharge of the Combined Authority's business and functions.
9. The Monitoring Officer will:-
  - be alerted by Members and officers to any issue(s) that may become of concern to the Combined Authority, including, in particular issues around legal powers to do something or not, ethical standards, probity, propriety, procedural or other constitutional issues that are likely to arise;
  - have advance notice (including receiving agendas, minutes, reports and related papers) of all relevant meetings of the Combined Authority at which a binding decision of the Combined Authority may be made (including a failure to take a decision where one should have been taken) at or before the Combined Authority's meetings;
  - have the right to attend any meeting of the Combined Authority before any binding decision is taken by the Combined Authority (including a failure to take a decision where one should have been taken);
  - in carrying out any investigation have unqualified access to any information held by the Combined Authority and to any officer who can assist in the discharge of these functions;

- ensure the other statutory officers are kept up-to-date with relevant information regarding any legal, ethical standards, probity, propriety, procedural or other constitutional issues that are likely to arise;
  - report to the Combined Authority, from time to time, on the Constitution and any necessary or desirable changes;
  - as per the statutory requirements, make a report to the Authority, as necessary on the staff, accommodation and resources they require to discharge their statutory functions;
  - have a special relationship of respect and trust with the Chair, and chairs of the committees, sub-committees and working groups with a view to ensuring the effective and efficient discharge of Combined Authority business;
  - develop effective working liaison and relationship with the External Auditor and the Local Government Ombudsman (including having the authority, on behalf of the Combined Authority, to complain to the same, refer any breaches to the same or give and receive any relevant information, whether confidential or otherwise, through appropriate protocols, if necessary);
  - maintain and keep up-to-date relevant statutory registers for the declaration of Members' interests, gifts and hospitality;
  - give informal advice and undertake relevant enquiries into allegations of misconduct;
  - defer the making of a formal report under s5 Local Government and Housing Act 1989 where another investigative body is involved;
  - have sufficient resources to enable them to address any matters concerning their Monitoring Officer functions;
  - be responsible for preparing any training programme for Members on ethical standards and Code of Conduct issues;
  - ensure that Members and officers of the Combined Authority are fully aware of their obligations in relation to probity.
10. To ensure the effective and efficient discharge of these arrangements, Members and officers will report any breaches of statutory duty or Combined Authority policies or procedures and other vices or constitutional concerns to the Monitoring Officer, as soon as practicable.
11. The Monitoring Officer is also available for Members and officers to consult on any issues in respect of possible maladministration, impropriety and probity issues, or general advice on the constitutional arrangements.



## **Monitoring the Protocol**

12. The Monitoring Officer will report to the Combined Authority as to whether the arrangements set out in this protocol have been complied with and will include any proposals for amendments in the light of issues which have arisen.

## **Conflicts and Interpretation**

13. Where the Monitoring Officer has received a complaint or is aware of an event which may lead to them issuing a statutory report relating to a matter upon which they have previously advised the Combined Authority, they shall consult the Head of Paid Service who may then either:-
  - (i) refer the matter to another officer for investigation and report to the Head of Paid Service; or
  - (ii) ask another authority to make their Monitoring Officer available to investigate the matter and report to the Head of Paid Service and/or the Combined Authority as appropriate; or
  - (iii) instruct another qualified person to undertake the investigation and report to the Head of Paid Service and /;or the Combined Authority as appropriate.
14. Questions of interpretation of this guidance will be determined by the Monitoring Officer.

## **WHISTLEBLOWING POLICY**

### **1. Preamble**

- 1.1 Officers are often the first to realise that there may be something seriously wrong within the Combined Authority. However, they may not express their concerns because they feel that speaking up would be disloyal to their colleagues or to the Combined Authority. They may also fear harassment or victimisation. In these circumstances, it may be easier to ignore the concern rather than report what may be just a suspicion of malpractice.
- 1.2 The Combined Authority is committed to the highest possible standards of openness, probity and accountability. In line with that commitment we expect officers, and others that we deal with, who have serious concerns about any aspect of the Combined Authority's work to come forward and voice those concerns. It is recognised that most cases will have to proceed on a confidential basis.
- 1.3 This policy is intended to encourage and enable officers to raise serious concerns within the Combined Authority rather than overlooking a problem or 'blowing the whistle' outside. This policy document makes it clear that you can do so without fear of victimisation, subsequent discrimination or disadvantage.

1.4 The policy applies to all members, officers and officers of the Combined Authority and its committees, and contractors working for the Combined Authority. It also covers suppliers with the Combined Authority.

## **2. Aims and Scope of this Policy**

2.1 This policy aims to:-

- (i) encourage you to feel confident in raising serious concerns and to question and act upon concerns about practice;
- (ii) provide avenues for you to raise those concerns and receive feedback on any action taken;
- (iii) ensure that you receive a response to your concerns and that you are aware of how to pursue them if you are not satisfied; and
- (iv) reassure you that you will be protected from possible reprisals or victimisation if you have a reasonable belief in the substance of your disclosure and have acted in good faith.

2.2 There are existing procedures in place to enable you to lodge a grievance relating to your own employment. The Whistle-blowing Policy is intended to cover major concerns that fall outside the scope of other procedures. These include:-

- (i) conduct which is an offence or a breach of law;
- (ii) disclosures related to miscarriages of justice;
- (iii) health and safety risks, including risks to the public as well as other officers;
- (iv) damage to the environment;
- (v) a misuse of Combined Authority or other public money;
- (vi) possible fraud and corruption and other unethical conduct.

2.3 Thus, any serious concerns that you have about any aspect of service provision or the conduct of officers or Members of the Combined Authority or others acting on behalf of the Combined Authority can be reported under this Whistle-blowing Policy. This may be about something that:-

- (i) makes you feel uncomfortable in terms of known standards, your experience, or the standards to which you believe the Combined Authority subscribes; or
- (ii) is against the Combined Authority's Constitution or policies; or

- (iii) falls below established standards of practice; or
- (iv) amounts to improper conduct.

2.4 This policy does not replace the Combined Authority's Anti-Fraud and Corruption Policy, but rather complements it.

### **3. Safeguards Against Harassment or Victimisation**

3.1 The Combined Authority is committed to good practice and high standards and wants to be supportive of officers.

3.2 The Combined Authority recognises that the decision to report a concern can be a difficult one to make. If what you are saying is true, or you in good faith believe it to be true, you should have nothing to fear because you will be doing your duty to your employer and those for whom you are providing a service.

3.3 The Combined Authority will not tolerate any harassment or victimisation (including informal pressures) and will take appropriate action to protect you when you raise a concern in good faith.

3.4 Any investigation into allegations of potential malpractice will not influence or be influenced by any disciplinary or redundancy procedures that already affect you.

### **4. Confidentiality**

4.1 All concerns will be treated in confidence and every effort will be made not to reveal your identity if you so wish. At the appropriate time, however, you may need to come forward as a witness.

### **5. Anonymous Allegations**

5.1 This policy encourages you to put your name to your allegation whenever possible.

5.2 Concerns expressed anonymously are much less powerful, but will be considered at the discretion of the Combined Authority.

5.3 In exercising this discretion the factors to be taken into account would include the seriousness of the issue raised, the credibility of the concern, and the likelihood of confirming the allegation from attributable sources.

### **6. Untrue Allegations**

6.1 If you make an allegation in good faith, but it is not confirmed by the investigation, no action will be taken against you. If, however, you make an allegation frivolously, maliciously or for personal gain, you may be subject to disciplinary action.

## **7. How to Raise a Concern**

- 7.1 As a first step, you should normally raise concerns with your immediate line manager or their manager. This depends, however, on the seriousness and sensitivity of the issues involved and who is suspected of the malpractice. For example, if you believe that management is involved, you should approach the Monitoring Officer or Internal Audit.
- 7.2 Concerns may be raised orally or in writing. Officers who wish to make a written report about their concerns are requested to provide the following information:-
- (i) the background to and history of the concern (giving relevant dates); and
  - (ii) the reason why you are particularly concerned about the situation.
- 7.3 The earlier you express a concern, the easier it is to take action.
- 7.4 Although you are not expected to prove beyond doubt the truth of an allegation, you will need to demonstrate to the person contacted that there are reasonable grounds for your concern.
- 7.5 Advice/guidance on how to pursue matters of concern may be obtained from the Monitoring Officer.
- 7.6 You may wish to consider discussing your concern with a colleague first and you may find it easier to raise the matter if there are two (or more) of you who have had the same experience or concerns.
- 7.7 You may invite your trade union, professional association representative or a friend to be present during any meetings or interviews in connection with the concerns you have raised.

## **8. How the Combined Authority will Respond**

- 8.1 Within ten working days of a concern being raised, the Monitoring Officer or Head of Internal Audit will write to you acknowledging that the concern has been received indicating how we propose to deal with the matter, giving an estimate of how long it will take to provide a final response, telling you whether any initial enquiries have been made, supplying you with information on staff support mechanisms and telling you whether further investigations will take place, and if not, why not. Do not forget that testing out your concerns is not the same as either accepting or rejecting them.
- 8.2 Where appropriate, the matters raised may be investigated by management, internal audit, or through the disciplinary process, be referred to the police, be referred to the external auditor or form the subject of an independent inquiry.
- 8.3 In order to protect individuals and those accused of misdeeds or possible malpractice, initial enquiries will be made to decide whether an investigation is

appropriate and, if so, what form it should take. The overriding principle, which the Combined Authority has in mind, is the public interest. Concerns or allegations which fall within the scope of specific procedures (for example, harassment or discrimination issues) will normally be referred for consideration under those procedures.

- 8.4 Some concerns may be resolved by agreed action without the need for investigation. If urgent action is required this will be taken before any investigation is conducted.
- 8.5 The amount of contact between the officers considering the issues and you will depend on the nature of the matters raised, the potential difficulties involved and the clarity of the information provided. If necessary, the Combined Authority will seek further information from you.
- 8.6 Where any meeting is arranged, off-site if you so wish, you can be accompanied by a union or professional association representative, or a friend.
- 8.7 The Combined Authority will take steps to minimise any difficulties which you may experience as a result of raising a concern. For instance, if you are required to give evidence in criminal or disciplinary proceedings the Combined Authority will arrange for you to receive advice about the procedure.
- 8.8 The Combined Authority accepts that you need to be assured that the matter has been properly addressed. Thus, subject to legal constraints, we will inform you of the outcome of any investigation.

## **9. The Responsible Officer**

- 9.1 The Monitoring Officer has overall responsibility for the maintenance and operation of this policy. The Monitoring Officer will maintain a record of concerns raised and the outcomes (but in a form which does not endanger your confidentiality) and will report as necessary to the Combined Authority.

## **10. How the Matter can be Taken Further**

- 10.1 This policy is intended to provide you with an avenue within the Combined Authority to raise concerns. The Combined Authority hopes you will be satisfied with any action taken. If you are not, and if you feel it is right to take the matter outside the Combined Authority, the following are possible contact points:-

- (i) the external auditor;
- (ii) your trade union;
- (iii) your local Citizens Advice Bureau;
- (iv) relevant professional bodies or regulatory organisations;
- (v) a relevant voluntary organisation;

(vi) the Police;

(vii) Public Concern at Work (telephone: 020 7404 6609 or email [whistle@pcaw.org.uk](mailto:whistle@pcaw.org.uk)).

10.2 If you do take the matter outside the Combined Authority, you should ensure that you do not disclose confidential information.

WORKING DRAFT

# PROTOCOL FOR RECORDING AND FILMING OF MEETINGS AND THE USE OF SOCIAL MEDIA

## RECORDING, FILMING AND SOCIAL MEDIA AT MEETINGS

The Combined Authority welcomes engagement by the public and through the media with the decision-making processes that determine the policies and strategies that shape provision of transport services in the West Midlands. Audio and video/visual recording, photography, blogging, tweeting or use of other social media at meetings open to the public (hereafter referred to as 'broadcasting activities') are allowed subject to the following restrictions:-

- (i) all broadcasting activities should take place from the public gallery or the designated press seating in the meeting room;
- (ii) anyone undertaking broadcasting activities must comply with any instructions given by the Chair of the meeting;
- (iii) the use of flash photography, additional lighting or professional microphones (i.e. by recognised media groups or for educational purposes) in connection with audio/visual recording at meetings will not be permitted without prior permission;
- (iv) the Combined Authority (or his/her representative) will ensure signs are prominently displayed at meetings to remind attendees that broadcasting activities may be undertaken and that the Combined Authority has no control over where material may appear (for example posted on the internet). Meeting agendas will also carry this message;
- (v) where the Chair of a meeting reasonably considers the broadcasting activity is disrupting the meeting, the operator of the equipment will be required to stop;
- (vi) anyone refusing to stop when requested to do so may be requested by the Chair to leave the meeting. If the person refuses to leave then the Chair may adjourn the meeting or make other appropriate arrangements for the meeting to continue without disruption. These will be in line with disorderly conduct procedures set out in the Constitution;
- (vii) anyone asked to leave a meeting because they have refused to comply with the Chair's requests may be refused permission to engage in broadcasting activities at future meetings;
- (viii) where a recording is made that features a minor (under the age of 18), it is the recorder's responsibility to gain the permission of the appropriate parent/guardian, both for the initial recording and for any subsequent dissemination of it (e.g. on social media), and to ensure compliance with any prevailing legislation in relation to such activity;

- (ix) any decision taken by the Chair on the interpretation of this protocol is final;
- (x) the media and public may only be excluded from a meeting in respect of business relating to confidential or exempt information if a resolution is passed under Section 100A of the Local Government Act 1972. The media and public will be told about the nature of the exclusion relating to the business to be discussed. No broadcasting activities will be permitted during this exclusion. All cameras, recording and sound equipment must then be removed from the meeting room;
- (xi) recognised media organisations and educational institutions may be given greater flexibility to record/film meetings for the purposes of news bulletins, programmes and education. These requests must be directed through the Clerk and approved by the Chair.

WORKING DRAFT



## **PART 5 FUNCTIONS OF THE COMBINED AUTHORITY**

### **Functions and Responsibility**

- 1.1 The Combined Authority has ultimate responsibility for public transport (amongst other things to be set out) within the Combined Authority Area, but may delegate responsibility for delivery as set out under the Local Government Act 1972.
- 1.2 Pursuant to the order the following provisions have effect as if the Combined Authority were a local authority for the purposes of these provisions:-
  - (i) Section 142(2) of the Local Government Act 1972 (the power to arrange for publication of information etc. relating to the functions of the authority);
  - (ii) Section 222 of the Local Government Act 1972 (the power to instigate and defend legal proceedings).
- 1.3 The Combined Authority shall have the power to exercise any of the functions described in subsection 1(a) and (b) of section 88 of the Local Government Act 1985 (research and collection of information) whether or not a scheme is made under that section.
- 1.4 The Apprenticeships Skills, Children and Learning Act 2009 shall have effect as if the Combined Authority were a local authority for the purposes of section 84(2).
- 1.5 The Combined Authority is a Local Authority for the purposes of the Local Authorities (Executive Arrangements)(Meetings and Access to Information)(England) Regulations 2012.

### **2. Functions conferred on a Combined Authority by Local Government Legislation**

- 2.1 The Combined Authority shall have such other powers and duties as are conferred on a Combined Authority by any enactment.
- 2.2 Without prejudice to the generality of the above, such powers and duties include:-
  - (i) the duty to appoint a Head of Paid Service, a Monitoring Officer and an officer with responsibility for the administration of the Combined Authority's financial affairs. Such officers will be appointed in accordance with the Combined Authority Employment Rules;
  - (ii) the power to borrow money
  - (iii) the power to appoint staff and to enter into agreements with other local authorities for the secondment of staff. Staff will be appointed in

accordance with the combined Authority Employment Rules as set in this Constitution;

- (iv) the power to acquire land by agreement or compulsorily for the purpose of any of its functions and to dispose of such land;
- (v) the power to pay subscriptions to the funds of local authority associations;
- (vi) the duty (without prejudice to any other obligation) to exercise its functions with due regard to the need to prevent crime and disorder, the misuse of drugs and alcohol or re-offending in the Combined Authority Area;
- (vii) the power under Section 99 of the Local Transport Act 2008 to promote the economic, social and environmental well-being of its area;
- (viii) the power under section 113A of the Local Democracy, Economic Development and Construction Act 2009 to do anything it considers appropriate for the purpose of carrying out any of its functions.

2.3 The Combined Authority is a local authority for the purpose of Section 101 of the Local Government Act 1972 (arrangements for the discharge of functions by local authorities).

2.4 The Combined Authority is a best value authority for the purpose of Section 1 of the Local Government Act 1999.

2.5 The Combined Authority is a public body for the purpose of the Freedom of Information Act 2000 and shall be registered as both “data controller” and “data processor” as defined by the Data Protection Act 1998.

2.6 The Combined Authority is a local authority for the purpose of the power of a Minister of the Crown to pay grants.

2.7 The Combined Authority has a statutory responsibility as Local Transport Authority (for the West Midlands to set out and ensure the implementation of policies and strategy to co-ordinate and promote the use of public transport in the West Midlands.

2.8 Officers of the Combined Authority shall deliver the Combined Authority’s public transport policies.

3. The Combined Authority is responsible for:-

#### **Transport**

- (i) High Speed 2 Connectivity package including the maximising of benefits of HS2 across the West Midland region

- (ii) formulating a long-term strategic vision for the West Midlands public transport system that is based on the vision of an integrated public transport system that contributes to the economic development of the West Midlands through a network of high volume public transport corridors;
- (ii) developing and championing the business case for a rapid transit network, including Midland Metro;
- (iii) developing and championing the 'Vision for Rail' as part of the development of the rail network, in partnership with Network Rail and train operating companies;
- (iv) operating a concessionary fares scheme and implementing the government's National Concessionary Scheme and any local variations;
- (v) championing and developing Smartcard integrated ticketing technology within the region;
- (vi) developing bus travel, by championing the modernisation of the bus network in the region through a culture that focuses on bus passengers and their needs through the Transforming Bus Travel partnership;
- (vii) financially supporting subsidised bus services that are socially necessary, but not commercially viable;
- (viii) providing an annual grant to enable the West Midlands Special Needs Transport Ltd to operate a 'Ring & Ride' service for people who have difficulty in using other public transport facilities;
- (ix) developing sustainable policies for the promotion and encouragement of safe, efficient and economic transport facilities and services to, from and within its area, in partnership with public transport operators, the police and district councils;
- (x) providing sustainable integration between public transport modes, including through the provision of interchanges, in order that a seamless network is developed across the region;
- (xi) promoting and publicising the public transport network through the provision of travel information as part of the 'Network West Midlands' initiative;
- (xii) constructing and maintaining bus stations and public transport infrastructure.

#### **4. Economic Growth**

- 4.1 The Combined Authority will have such well being powers as are set out in sections 99 and 102A of the Local Transport Act 2008 in order to promote

economic growth and such powers can be exercised in conjunction with general powers granted to the Combined Authority by virtue of Section 113A of the Local Democracy Economic Development and Construction Act 2009 (as amended by the Localism Act 2011).

4.2 The Combined Authority will exercise functions relating to economic growth including but not limited to:

- Setting a Combined Authority strategic economic plan and investment strategy in consultation with the Non-Constituent Members
- Ensuring effective alignment between decision making on transport and decisions on other areas of policy such as land use, economic development and wider regeneration.
- Using Combined Authority wide economic intelligence and analysis as a basis for strategic planning and coordination.
- Acting as an accountable body for a range of devolved funding.
- Strategic decision making on the skills agenda across the West Midlands.
- Providing a forum for local authorities to exercise the Duty to Cooperate in respect of strategic planning matters
- Coordinating inward investment activity through the development of a range of investment mechanisms. The Combined Authority has the General Power of Competence under Section 1 of the Localism Act 2011 and this will enable the Combined Authority to exercise powers in dealing with economic development and regeneration provided by the Local Democracy Economic Development and Construction Act 2009.

4.3 In order to carry out effective decision making in respect of the Combined Authority areas of responsibility, the Combined Authority may have dedicated committee/sub-committees having responsibility to exercise all or some of its function.

4.4 The Combined Authority will have the ability to determine the composition and the scheme of allowances of any of its committees/sub-committees, or any other body established by the Combined Authority.

## **5. Matters Reserved for Determination by the Combined Authority**

5.1 The following functions of the Combined Authority will remain *reserved matters* for determination by the Combined Authority only:-

- (i) setting its revenue budget for transport, including approving estimates of income and expenditure pursuant to s15 (1)(b) of the Transport Act 1968, determining the grants to be made to passenger transport companies under s13 of the Transport Act 1968, and the issue of a levy pursuant to the Transport Levying Bodies Regulations 1992;

- (ii) determining the borrowing limits of the Combined Authority in relation to transport matters, pursuant to s3 of the Local Government Act 2003;
- (iii) developing strategy policies for the promotion and encouragement of safe, sustainable, efficient and economic transport facilities and services and producing a Local Transport Plan/ Transport Strategy;
- (iv) considering and approving the creation and development of Bus Quality Contract Schemes;
- (v) formulating general policies with respect to the availability and convenience of public passenger services pursuant to s9A (5) - (7) of the Transport Act 1968;
- (vi) formulating policies in regards to a devolved rail franchise and West Midlands Rail Limited
- (vii) appointment of Chair and Vice Chair of the Transport Delivery sub-Committee;
- (viii) responsibility for management and oversight of the Integrated Transport Authority Pension Fund and the on-going maintenance and management of historic schemes;
- (ix) monitoring the Combined Authority's transport budget, pursuant to s15A (2) of the Transport Act 1968;
- (x) allocation and prioritisation of any central government grants and any other form of funding;
- (xi) transportation policy and strategy in respect of its functions detailed in Paragraph above;
- (xii) to determine a scheme of allowances for any committees/sub committees of the Combined Authority;

5.2 Any of the functions set out above may be referred to the Transport Delivery sub- Committee of the Combined Authority for it to make recommendations for consideration and determination by the Combined Authority.

**6. Matters referred from the Combined Authority to the Transport Delivery sub-Committee of the Combined Authority to make recommendations to the Combined Authority**

6.1 The following functions of the Combined Authority will be referred to the Transport Delivery sub- Committee of the Combined Authority in order for it to *make recommendations* to the Combined Authority for decision:-

- (i) Policies that promote and encourage safe, sustainable, efficient and economic transport facilities and services; and then securing appropriate level of rail services through rail devolution;
- (ii) policy issues as determined by the Combined Authority within the Work Programme;
- (iii) the relevant elements of the Combined Authority's revenue budget and levy;
- (iv) Bus Quality Partnership Schemes;
- (v) appointment of Combined Authority Transport Directors.

**7. The following Matters will be delegated from the Combined Authority to the Transport Delivery sub-Committee of the Combined Authority to determine.**

7.1 The following functions of the Combined Authority will be delegated to the Transport Delivery sub-Committee of the Combined Authority in order for it to *determine*, subject to the Transport Delivery sub-Committee of the Combined Authority exercising these functions in accordance with any transport policies of the Combined Authority, the Local Transport Plan/ Strategy and the Combined Authority's agreed transport budgets:-

- (i) monitoring and overseeing the delivery of transport activities (including the power pursuant to s15 (6) of the Transport Act 1968) to such directions to officers of the Combined Authority as appears to the Transport Delivery sub-Committee of the Combined Authority to be appropriate to secure the policy objectives of the Combined Authority;
- (ii) ensuring that the Combined Authority secures the provision of appropriate subsidised public passenger transport services under s9A (3) of the Transport Act 1968;
- (iii) considering and approving the creation and development of:-
  - Ticketing Schemes under s135 - 138 of the Transport Act 2000; and
  - Concessionary Travel Schemes under s93 - 104 of the Transport Act 1985;
- (iv) determining what local bus information should be made available, and the way in which it should be made available, under s139 - 143 of the Transport Act 2000;
- (v) ensuring that officers of the Combined Authority implement those actions delegated to it for promoting the economic, social and environmental well-being of the West Midlands in accordance with s99 of the Local Transport Act 2008;

- (vi) monitoring expenditure against its approved budget;
- (vii) approving Combined Authority minor works capital programme and the agreed budget for the scheme concerned;
- (viii) monitoring Combined Authority performance against the agreed Local Transport Plan/ Transport Strategy;
- (ix) formulating, developing and monitoring procedures for public consultation of, and lobbying for, the Combined Authority's transport policies;
- (x) considering issues arising from the implementation of schemes for the introduction of smart ticketing systems and state of the art technologies;
- (xi) authorising the disposal, acquisition and development of any land within any budget agreed by the Combined Authority;
- (xii) determining the operation, performance, contract management and development of tendered bus services, bus stations/stops, and passenger transport services, under s10 (1) of the Transport Act 1968 and within the agreed Combined Authority budget.

## **PART 6 DELEGATION TO OFFICERS**

### **Scheme of Delegation of Functions to Chief Officers and Schedule of Officers**

#### **Introduction**

- 1.1 The Combined Authority will produce and maintain a Scheme of Delegation to Chief Officers and Schedule of Proper Officers for various functions in accordance with section 101 of the Local Government Act 1972, which enables the Combined Authority to delegate any of its functions which are not reserved to the Combined Authority.
- 1.2 The Scheme referred to in 1 above, will be open to public inspection as required by section 100G of the Local Government Act 1972 and specifying those powers of the Combined Authority which are exercisable from time to time by officers of the Combined Authority, and stating the title of the officer in question by whom the powers are exercisable.
- 1.3 A Chief Officer in the context of this document means a Chief Officer as defined in the Combined Authority Employment Rules.
- 1.4 A Chief Officers to whom authority to act has been delegated may sub-delegate the authority to act to another officers where the officer is acting on behalf of a Chief Officer.

1.5 Any decisions or actions taken by a Chief Officer or other person on behalf of a Chief Officer, must be recorded and published in accordance with:-

- (i) the provisions of the Openness of Local Government Bodies Regulation 2014;
- (ii) statute or other legal requirements, including the principles of public law, the Human Rights Act 1998, statutory guidance and statutory codes of practice;
- (iii) the Constitution, the Combined Authorities Standing Orders and Financial Regulations;
- (iv) the revenue and capital budgets of the Combined Authority, subject to any variation thereof which is permitted by the Combined Authority's Financial Regulations; and
- (v) any policy or direction of the Combined Authority or any Committee acting in exercise of powers delegated to that Committee by the Combined Authority.

**2. Officers may not exercise delegated powers where:-**

- (i) the matter is reserved to the Combined Authority by law or by the Constitution;
- (ii) the matter is a function which cannot by law be discharged by an officer;
- (iii) the Combined Authority or a Committee, Sub-Committee or Joint Committee to which the Combined Authority is a party, has determined that the matter should be discharged otherwise than by an officer;
- (iv) the Head of Paid Service has directed that the officer concerned should not exercise a delegated function in special circumstances.

2.1 Before exercising delegated powers, particularly on matters involving the reputation of the Combined Authority, officers should consider the advisability of consulting the Head of Paid Service and/or the Chair of the Combined Authority.

2.2 Any reference in this Scheme of Delegation to any enactment shall include a reference to any amendment or re-enactment of the same. Where a change in the title of a Chief Officer has occurred and the timing of that change has not allowed for the amendment of this Constitution, where it is clear that the officer making the decision is clearly identifiable as the officer to whom the authority was originally delegated, any reference to the officer in the Scheme of Delegation will mean the duly authorised officer.

2.3 Where, in relation to an item before the Combined Authority, or a Committee, a Chief Officer is given specific authority to determine a particular matter, the



officer should ensure that there is an appropriate audit trail to evidence such determination.

### **3. General Delegations to all Chief Officers**

- 3.1 The day to day routine management, supervision and control of services provided for the Combined Authority by staff under their control in accordance with the Rules of Procedure and Financial Regulations of the Combined Authority.

### **4. Contracts and Accounts**

- 4.1 All contracts shall be in dealt in accordance with Contract Procedure Rules and Financial Regulations as may be agreed from time to time by the Combined Authority.

### **5. Delegations to the Head of Paid Service**

- 5.1 To discharge the functions of the Head of Paid Service in relation to the Combined Authority as set out in Section 4 of the Local Government and Housing Act 1989. The duties of the Head of Paid Service are to report to the Combined Authority where necessary setting out proposals with respect to the coordination of the Combined Authority's functions, the number and grades of staff required and the organisation, appointment and proper management of the Combined Authority's staff and approval of Annual Governance Statement.

- 5.2 To discharge any function of the Combined Authority which has not been specifically delegated to another officer, Committee or reserved to the Combined Authority under this Constitution, and may direct any officer not to exercise a delegated function in special circumstances unless they are required to do so by law.
- 5.3 Take any action which is required as a matter of urgency in the interests of the Combined Authority, in consultation (where practicable) with the Chair of the Combined Authority.
- 5.4 Take preliminary steps to protect the rights and interests of the Combined Authority subject to consultation with the Chair of the Combined Authority in relation to any Bill or Statutory Instrument or Order in Parliament.
- 5.5 To conduct before either House of Parliament any proceedings (including the retention of Parliamentary Agents and Counsel) connected with the passage of any Private Bill which the Combined Authority has resolved to promote or oppose, including the negotiation and agreement of amendments to any such Bill, and the negotiation and approval of any terms, agreement or undertaking offered in consideration of the Combined Authority not opposing any Private Bill.
- 5.6 Nominate, appoint and remove, in consultation with the Chair and Vice-Chairs of the Combined Authority representatives on the board of companies, trusts and other bodies, and to agree constitutional arrangements for such companies, trusts and other bodies and give any necessary consent required within relevant constitutions.
- 5.7 To provide a comprehensive policy advice service to the Combined Authority and in particular to advise on the Combined Authority's plans and strategies, including the sustainable community strategy and the local transport plan.
- 5.8 Control and co-ordinate press and media relations, the organisation of press conferences, publicity and public relations within prescribed policy including approval of the issue of all official Combined Authority publicity and official publications.
- 5.9 The appointment of the Head of Paid Service will be on the basis of unanimous agreement of the Members appointed by Constituent Authorities present and voting

## **6. Delegations to the Treasurer**

- 6.1 To effect the proper administration of the Combined Authority financial affairs particularly in relation to financial advice, procedures, records and accounting systems, internal audit and financial control generally and the Treasurer shall be the designated the proper officer under section 151 of the Local Government Act 1972.
- 6.2 The taking of all actions required on borrowing, investment and financing subject to the submission to the Combined Authority of an annual report of the

Treasurer on treasury management activities and at six-monthly intervals in accordance with CIPFA's Code of Practice for Treasury Management & Prudential Codes.

- 6.3 To effect all insurance cover required in connection with the business of the Combined Authority and to settle all claims under such insurances arranged for the Combined Authority's benefit.
- 6.4 The preparation of manuals of financial and accounting procedures to be followed by officers of the Combined Authority and officers of Constituent Authorities working on Combined Authority matters.
- 6.5 To accept grant offers on behalf of the Combined Authority, subject to all the terms and conditions set out by the grant awarding body.
- 6.6 The submission of all claims for grant to the UK Government or the European Community (EC).
- 6.7 To make all necessary banking arrangements on behalf of the Combined Authority, to sign all cheques drawn on behalf of the Combined Authority, or make arrangements for cheques to be signed by other officers or to arrange for such cheques to bear the facsimile signature of the Treasurer.
- 6.8 To monitor capital spending and submit a report to the Combined Authority at not more than quarterly intervals. This report will separately identify the capital expenditure relating to schemes promoted by the Combined Authority
- 6.9 In relation to revenue expenditure under the control of officers, to consider reports of officers on any likely overspending, and to approve transfers between expenditure heads up to a maximum of £100,000, provided that, where it is not possible to finance an overspending by such a transfer, the matter shall be referred to the Combined Authority for consideration of a supplemental estimate.
- 6.10 The collection of all money due to the Combined Authority, and the writing-off of bad debts.
- 6.11 To supervise procedures for the invitation, receipt and acceptance of tenders.
- 6.12 To administer the scheme of Members' allowances.
- 6.13 To discharge the functions of the 'responsible financial officer' under the Accounts and Audit (England) Regulations 2011 including the requirement under Regulation 8(2) to sign and date the statement of accounts, and certify that it presents a true and fair view of the financial position of the Combined Authority at the end of the year to which it relates and of the Combined Authority income and expenditure for that year.
- 6.14 To discharge the functions of the Combined Authority under the Accounts and Audit Regulations 2015 (with the exception of regulations 4(3), 6(4) and 8(3)).

- 6.15 To sign certificates under the Local Government (Contracts) Act 1997.
- 6.16 To be the officer nominated, or to nominate in writing another officer, as the person to receive disclosures of suspicious transactions for the purposes of the Proceeds of Crime Act 2002 and any associated regulations.
- 6.17 To determine an amount (not exceeding the sterling equivalent of £9,000 or 15,000 euros) being the maximum sum which the Combined Authority will receive in cash without the express written consent of the Treasurer.
- 6.18 To exercise the responsibilities assigned to the Treasurer in the Financial Regulations and the Contract Procurement Rules.
- 6.19 The appointment of the Treasurer will be on the basis of a unanimous agreement of the Members appointed by Constituent Authorities present and voting.

## **7. Monitoring Officer**

- 7.1 Under the provisions of the Local Government and Housing Act 1989, the Combined Authority shall appoint a Monitoring Officer. The functions of the Monitoring Officer shall be as follows:
- 7.2 Should at any time it appear to the Monitoring Officer that any proposal, decision or omission by the Combined Authority has given rise to, or is likely to give rise to unlawfulness or maladministration, he/she will prepare a report to the Combined Authority with respect to that proposal, decision or omission.
- 7.3 Contribute to the promotion and maintenance of high standards of conduct The Combined Authority has delegated to the Monitoring Officer the following powers to deal with matters of conduct and ethical standards in accordance with the requirements of the Localism Act 2011:-
- (i) to act as the Combined Authority Proper Officer to receive complaints that Members have failed to comply with the Combined Authority's Code of Conduct for Members;
  - (ii) to determine in accordance with the Combined Authority's Arrangements for dealing with Complaints that Members have failed to comply with the Combined Authority 's Code of Conduct for Members ("the Combined Authority 's Arrangements") whether to reject, informally resolve or investigate a complaint;
  - (iii) to seek informal resolution of complaints that Members have failed to comply with the Combined Authority's Code of Conduct for Members wherever practicable;
  - (iv) to arrange for the appointment of an Investigating Officer to investigate a complaint where the Monitoring Officer (in consultation with

an Independent Person) determines that a complaint merits formal investigation;

- (vi) to issue guidance to be followed by any Investigating Officer who may be appointed to investigate complaints;
- (vii) to confirm in accordance with the Combined Authority Arrangements, an Investigating Officer's finding of no failure to comply with the Combined Authority's Code of Conduct for Members;
- (viii) where an Investigating Officer's report finds that the Subject Member has failed to comply with the Combined Authority's Code of Conduct for Members, to determine, in accordance with the Combined Authority's Arrangements, either to seek a local resolution or to send a matter for local hearing;
- (ix) to maintain a whistleblowing policy in accordance with the terms of this Constitution and make the whistleblowing policy available to all Members and officers.

7.4 The appointment of the Monitoring Officer will be on the basis of unanimous agreement of the Members appointed by Constituent Authorities present and voting.

7.5 If Members appointed by Constituent Authorities [unanimously] decide that any statutory posts will be undertaken on a virtual, secondment or interim basis, the unanimous criterion is still required with respect to each statutory post.

7.6 The interview panel for the above posts will consist of one representative from each of the Constituent Authorities advised by the [clerk] to the Combined Authority.

7.7 The Monitoring Officer shall prepare and maintain a Register of Member's Interests to comply with the requirements of the Localism Act 2011 and the Combined Authority's Code of Conduct for Members, and ensure that it is available for inspection and published on the Combined Authority's website as required by the Act.

7.8 To grant dispensations from section 31(4) of the Localism Act 2011 in consultation with the Independent Person if, having had regard to all relevant circumstances, the Monitoring Officer:-

- (i) considers that without the dispensation the number of persons prohibited by section 31(4) of the Localism Act 2011 from participating in any particular business would be so great a proportion of the body transacting the business as to impede the transaction of the business; or
- (ii) considers that without the dispensation the representation of different political groups on the body transacting any particular business would be

so upset as to alter the likely outcome of any vote relating to the business;  
or

(iii) considers that granting the dispensation is in the interests of persons living in the Combined Authority's area; or

(iv) considers that it is otherwise appropriate to grant a dispensation.

7.9 Provide advice on the scope of powers and authority to take decisions, maladministration, financial impropriety, probity, budget and policy framework issues to all Members and officers.

7.10 To institute, conduct, prosecute and defend any legal proceedings on behalf of the Combined Authority, as may be necessary to protect and promote the Combined Authority's interests in accordance with any general policy laid down by the Combined Authority's, subject to consultation with the Chair in any case where the matter is of significance to the Combined Authority's reputation or where the Combined Authority is to appeal to the Court of Appeal or the Supreme Court.

7.11 To settle, if appropriate, and in the interests of the Combined Authority, any actual or threatened legal proceedings.

7.12 To instruct Counsel and professional advisers, where appropriate.

7.13 To give undertakings on behalf of Combined Authority.

7.14 To supervise the preparation and sealing or signature of legal documents.

7.15 To authorise other officers to seal documents in accordance the Constitution, or to sign documents which are not required to be under seal.

7.16 To complete all property transactions and contractual arrangements where terms have been agreed by the Combined Authority or Committees or Chief Officers acting under the Scheme of Delegation.

7.18 To deal with and determine exemptions under Section 36 of the Freedom of Information Act 2000.

7.19 To accept on behalf of the Combined Authority the service of notices, orders and legal procedures

7.20 To accept on behalf of the Combined Authority the service of notices, orders and legal procedures.

7.21 Under Section 223 of the Local Government Act 1972 to authorise officers who are not admitted solicitors to appear in Magistrates' Court on behalf of the Combined Authority.

## 8. Schedules of Proper Officers

8.1 Section 112(1) of the Local Government Act 1972, provides that the Combined Authority shall appoint such officers as it thinks necessary for the appropriate discharge by the Combined Authority of such of its functions as fall to be discharged by them.

8.2 There are a number of specific references in the 1972 and 1985 Local Government Acts, which call for functions to be undertaken by what is termed the "Proper Officer". The following Schedules list such references and identify the Chief Officers responsible for their discharge:

## 9. Treasurer

9.1 The Treasurer to the Combined Authority is appointed the Proper Officer in relation to the following:

Local Government Act 1972  
Section 115 Receipt of money due from Officers  
(2) Local Government Act 1985  
Section 73 Administration of the financial affairs of the Combined Authority

## 10. Monitoring Officer

10.1 The Monitoring Officer to the Combined Authority is appointed the Proper Officer in relation to the following:

Local Government Act 1972  
Section 146 (1) (a) and (b) Declaration and Certificates with regard to securities  
Section 225 (1) Deposit of Documents  
Section 229 (5) Certifications of photographic copies of documents  
Section 234 (1) and(2) Issuing and signing of formal notices  
Section 236 (9) and(10) Serving copies of Byelaws  
Section 238 Certification of Byelaws

## 11. Secretary

11.1 The Secretary to the Combined Authority is appointed the Proper Officer in relation to the following:-

Local Government Act 1972 Section100B (2)	Determination of those reports which should be available for public inspection prior to a meeting of the Combined Authority any Committee of the Combined Authority and those which are likely to be heard in private and consequently which should not be released to the public
Section 100B (7)	Provision of documents to the press, additional to Committee reports
Section	Preparing written summaries of proceedings

100C (2)	
Section 100D (1)	Making arrangements for list of, and background papers to reports, to be made available for public inspection.
Section 100F (2)	Determination of documents disclosing exempt information which may not be inspected by Members
Schedule 12 para 4 (2) (b)	Signature of Summonses to the Combined Authority
Schedule 12 para 4 (3)	Receipt of notices regarding address to which Summons to meetings of the Combined Authority is to be sent

## 12. General

- 12.1 All Officers in whose name reports are submitted to the Combined Authority via the Secretary and the Treasurer are appointed the proper officers in relation to the following:-

Local Government Act 1972

Section 100 D (1) (a)	Compilation and retention of lists of background papers and copies of the relevant documents and reports; and
Section 100 D (5)	Identifying and determining what are background papers

## PART 7-OFFICER EMPLOYMENT PROCEDURE RULES

### Officer Employment Procedure Rules

1. Definition of a Chief Officer and Deputy Chief Officer

For the purposes of these Rules:-

- (a) a Chief Officer shall mean one of the following whether employed directly by the Combined Authority, seconded to the Combined Authority by one of its Constituent or Non-Constituent Authorities otherwise engaged by the Combined Authority under any



agreement for the purpose of the delivery of any of the functions of the Combined Authority:-

- (i) a Statutory Chief Officer appointed under a specified statute for the purposes of carrying out any functions of the Combined Authority;
  - (ii) the Head of the Paid Service;
  - (ii) the officer having responsibility for the purposes of Section 151 of the Local Government Act 1972, Section 73 of the Local Government Act 1985, Section 112 of the Local Government Finance Act 1988, for the administration of the Combined Authority's financial affairs;
  - (iii) the officer designated as the Monitoring Officer under the provisions of the Local Government and Housing Act 1989;
  - (iv) a Non-Statutory Chief Officer:-;
    - (a) a person for whom the Head of Paid Service is directly responsible;
    - (b) a person who, as respects all or most of the duties of his post, is required to report directly or is directly accountable to the Head of Paid Service;
    - (c) a person who, as respects all or most of the duties of his post, is required to report directly or is directly accountable to the local authority themselves or any committee or sub-committee of the authority;
- (b) a Deputy Chief Officer means a person who is, as respects all or most of the duties of his post, is required to report directly or is directly accountable to one or more of the chief officers listed in (a) above.

A person whose duties are solely secretarial or clerical or otherwise in the nature of support services shall not be regarded as any of the persons in (a) or (b) above

## 2. **Recruitment and Appointment**

- (a) Unless specified otherwise in these Rules or in the Constitution of the Combined Authority, the recruitment and appointment of the Head of Paid Service, chief officers, or deputy chief officers, officers below chief or deputy chief officer and assistants to political groups shall be in accordance with the procedures contained in any scheme of recruitment and selection which has been approved or amended by the Combined Authority and is in force at the time.
- (b) Copies of any scheme under (a) shall be made available to any person on request to the Head of Paid Service or his/her nominee.
- (c) For the purposes of these Rules, appointment shall mean employment directly by the Combined Authority, secondment to the Combined Authority by a Constituent or Non-Constituent Authority otherwise engaged by the Combined Authority under any agreement for the purpose of the delivery of any of the functions of the Combined Authority.
- (d) **Declarations**
  - (i) Any candidate for appointment as an officer will be required to state in writing whether they are the parent, grandparent, partner, child, stepchild, adopted child, grandchild, brother, sister, uncle, aunt, nephew or niece of an existing Member or officer of the Combined Authority, or the partner of such persons.
  - (ii) No candidate related to a Member or officer as described above will be appointed without the agreement of the Chair of the Combined Authority for the purposes of officers listed in (1) above or by the Head of Paid Service or an officer nominated by him for the purposes of all other chief officers and officers.
- (d) **Seeking Support for Appointment**
  - (i) The Combined Authority will disqualify any applicant who directly or indirectly seeks the support of any for any appointment with the Combined Authority.
  - (ii) No Member of the Combined Authority will seek support for any person for any appointment with the Combined Authority.

**3. Recruitment of Chief Officer or Deputy Chief Officer**

Subject to Rule 2(a) above, where the Combined Authority proposes to appoint a chief officer or deputy chief officer and it is not proposed that the appointment be made exclusively from among their existing officers, the Combined Authority:-

- (a) will draw up a statement specifying:
  - (i) the duties of the officer concerned: and
  - (ii) any qualifications or qualities to be sought in the person to be appointed;
- (b) will make arrangements for the post to be advertised in such a way as is likely to bring it to the attention of persons who are qualified to apply for it; and
- (c) will make arrangements for a copy of the statement mentioned in paragraph (a) to be available to all applicants for any particular post and to any other person on request.

**4. Appointment of Head of Paid Service, Section 151 Officer and Monitoring Officer**

Subject to Rule 2(a) above, the Combined Authority will approve the appointment of the Head of Paid Service, the Section 151 officer and the Monitoring officer .

**5. Appointment of Chief Officers, Deputy Chief Officers and Interim Chief/Deputy Officers**

Subject to Rule 2(a) above the Combined Authority will:

- (1) approve the appointment of a person(s) to any of the positions listed in section 1(a) (i) and (iv) and 1(b) above following :-
  - (a) a report direct to the Combined Authority where the means of appointment is other than by competitive interview; or
  - (b) the recommendation of an appointment by a committee of the Combined Authority established for the purpose of conducting a competitive interview process; or
- (2) establish a committee of the Combined Authority for the purpose of conducting a competitive interview process and determining the appointment.
- (3) the temporary filling of a vacancy for a post of chief officer or deputy chief officer referred to in Section 5 above for a period of

no more than six months, shall be made by the Head of the Paid Service by the secondment of an officer from amongst the employee of a Constituent or Non-Constituent Authority. The Chair of the Combined Authority shall be informed of the process and invited to be a member of any interview Panel.

- (4) in the event of no suitable candidates for an interim appointment being identified under (3) above, the Head of Paid Service, in consultation with the Chair of the Combined Authority may authorise that an external appointment shall be made for a period of no more than six months. The appointment shall be made by the Head of Paid Service. The Chair of the Combined Authority shall be informed of the process and invited to be a member of any interview Panel.
- (5) an offer of employment as a chief officer, deputy chief officer under (3) and (4) above shall only be made where no well founded objection has been made by any Member appointed by a Constituent Authority.
- (6) in the event of a reasoned objection being received, the matter shall be referred to a specially convened meeting of a committee established in accordance with paragraph 5(2) above, whose decision shall be final

## 6. **Other Appointments**

### (a) **Officers below Chief/Deputy Chief Officer**

Subject to Rule 2(a) above, the appointment of officers below chief/deputy chief officer (other than assistants to political groups) is the responsibility of the Head of Paid Service or his/her nominee and may not be made by Members of the Combined Authority.

### (b) **Assistants to Political Groups**

Subject to Rule 2(a) above, the appointment of an assistant to a political group shall be made by a committee of the Combined Authority.

## 7. **Disciplinary Action**

- (a) Unless specified otherwise in these Rules or in the Constitution of the Combined Authority, any disciplinary action in respect of the Head of Paid Service, Monitoring officer or Section 151 Officer will be conducted in accordance with the Combined Authority's disciplinary procedures] and otherwise, along with action in respect of a chief officer, deputy chief officer, officer below chief/deputy chief officer and assistants to political groups, shall be in accordance with the procedures contained in any disciplinary, capability or related procedures which have been

approved or amended by the Combined Authority and are in force at the time.

- (b) Copies of any such procedures under (a) shall be made available to any person on request to the Head of Paid Service or his nominee.

- (c) **Suspension of Head of Paid Service, Monitoring Officer and Chief Finance Officer**

On consideration of a report by the Combined Authority, the Head of Paid Service, Monitoring Officer and Treasurer may be suspended from that role whilst an investigation takes place into alleged misconduct. Where the officer is a direct employee of the Combined Authority, suspension will be on full pay and will terminate no later than the expiry of two months beginning on the day on which the suspension takes effect.

- (d) **Suspension of other Chief Officers or Deputy Chief Officers**

The holders of all other chief officer or deputy chief officer posts (including interim) may be suspended whilst an investigation takes place into alleged misconduct. That suspension will be on full pay.

The decision to suspend shall be made by the Head of Paid Service in consultation with the Chair of the Combined Authority.

- (e) **Suspension/Discipline of officers below Chief Officer**

Members of the Combined Authority will not be involved in disciplinary action against any officer below chief officer or deputy chief officer level except where such involvement is necessary for any investigation or inquiry into alleged misconduct.

- (f) **Independent Person**

No other disciplinary action may be taken in respect of any of those officers in (c) and (d) above except in accordance with a recommendation in a report made by a designated independent person.

## 8. **Dismissal**

- (a) Unless specified otherwise in these Rules or in the Constitution of the Combined Authority, any action to dismiss the Head of Paid Service, the Monitoring Officer or the Section 151 Officer (Treasurer), will be conducted in accordance with the Combined Authority's published policies and otherwise, along with action against other chief officers or deputy chief officers, officers below

chief Officers and Assistants to political groups, in accordance with the procedures contained in any disciplinary, capability or related procedures which have been approved or amended by the Combined Authority and are in force at the time.

- (b) Copies of any such procedures under (a) shall be made available to any person on request to the Head of Paid Service or his nominee.

(c) **Dismissal of Head of Paid Service**

The Combined Authority will approve the dismissal of the Head of the Paid Service, the Monitoring Officer or the Treasurer following consideration of :-

- (a) a report direct to the Combined Authority; or
- (b) the recommendation of a committee of the Combined Authority established for the purpose of conducting a dismissal hearing.

No action may be taken in respect of any of those officers except in accordance with a recommendation in a report made by a designated independent person.

(d) **Dismissal of Chief Officers or Deputy Chief Officers**

Chief officers or deputy chief officers may be dismissed following:-

- (a) a report direct to the Combined Authority where the Combined Authority chooses; or
- (b) the recommendation of a committee of the Combined Authority established for the purpose of conducting a dismissal hearing; or

- (2) the establishment of a committee of the Combined Authority for the purpose of conducting a dismissal hearing and making a determination.

(f) **Dismissal of Assistants to Political Groups**

Dismissal of an assistant to a political group shall be made by a committee of the Combined Authority.

(g) **Dismissal of Officers below Chief Officer**

Dismissal of officers below chief officer (other than assistants to political groups) is the responsibility of the Head of Paid Service or his nominee and may not be made by Members of the Combined Authority except where such involvement is necessary for any investigation or inquiry into alleged misconduct.

## **ANNEX 1 CONTRACT PROCEDURE RULES**

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## **A BRIEF GUIDE TO CONTRACT PROCUREMENT RULES**

The Combined Authority as a body using public resources must set and follow the highest standards of financial control and stewardship. The Combined Authority's Contracts Procedure Rules provide Members and officers with procedures to follow which ensure that the Combined Authority's expected standards are met in terms of managing public money and assets. These rules must be read in conjunction with the Combined Authority's Financial Regulations in Annex 2.

The rules set out procedures designed to ensure that value for money is obtained, statutory requirements are met in terms of United Kingdom and European Union law, and to ensure that the Combined Authority's affairs are managed prudently and properly controlled.

Non-compliance with these rules could result in a legal challenge to the award of a contract by the Combined Authority and may also constitute a disciplinary offence.

Prior to commencing a procurement /sale/contracting process on behalf of the Combined Authority, officers should ensure that they have the required delegated authority to do so. Failure to do so may result in delay at the point of any required contract signing.

These rules apply to any contractual agreement covering the sale of any asset or the spending of public money.

### **Scope of Contract Procurement Rules**

#### **1. Basic Principles**

All purchasing and disposal procedures must:

- Achieve Best Value for public money spent;
- Be consistent with the highest standards of integrity;
- Ensure fairness in allocating public contracts;
- Comply with all legal requirements;
- Ensure that Non-commercial considerations do not influence any Contracting Decision;
- Support the Combined Authority's corporate strategy and policy aims; and
- Comply with the Combined Authority's corporate procurement strategy and policy and other relevant policies.

#### **2. Officer Responsibilities**



## 2.1 Officers

2.1.1 Officers responsible for purchasing or disposal must comply with these Contract Procurement Rules; the Financial Regulations; the Code of Conduct for Members; and officers; and with all UK and European Union binding legal requirements. Officers must ensure that any agents, Consultants and contractual partners acting on their behalf of the Combined Authority are also compliant.

2.1.2 Officers must:

- Have regard to the Combined Authority Purchasing Guidance (as set out by the Treasurer);
- Check whether a suitable Combined Authority Contract exists before seeking to let another contract, where a suitable Combined Authority Contract exists, this must be used unless there is an auditable reason not to;
  - Keep the records required by Rule 6; and
  - Take all necessary legal, financial and professional advice.

2.1.3 When any Officer either of the Combined Authority or of a service provider may be affected by any transfer arrangement, Officers must ensure that the Transfer of Undertakings (Protection of Employment) Regulations 2006 (TUPE) issues are considered and obtain legal and personnel advice before proceeding with inviting Tenders or Quotations.

## 2.2 Chief Officers

2.2.1 Chief Officers must:

ensure that their staff comply with Rule 2.1;

keep registers of:

- contracts completed by signature and seal, and arrange for their safekeeping on the Combined Authority premises;
- and
- all exercised exemptions are recorded under Rule 3.2.

2.3 The Officer must comply with the Code of Conduct and must not invite or accept any gift or reward in respect of the award or performance of any contract. It will be for the Officer to prove that anything received was not received corruptly. High standards of conduct are obligatory. Corrupt behaviour will lead to dismissal and is a criminal offence.

2.4 Officers shall comply with s117 of the Local Government Act 1972 in relation to the declaration of interest in any contracts.

## 3. EXEMPTIONS, COLLABORATIVE AND E-PROCUREMENT ARRANGEMENTS

- 3.1 The Combined Authority has power to waive any requirements within these Contract Procedure Rules for specific projects and an exemption report must be completed to record any departure from these rules.
- 3.2 A Chief Officer may (subject to the Head of Paid Service and Treasurer's written approval where the Total Value is likely to exceed £25,000.00) waive any requirements within these Contract Procedure Rules, where they are satisfied:
- Goods are to be bought at auction and the Head of Paid Service has approved in writing that the Combined Authority best interest will be served by purchase through auction and has agreed an upper limit for bids;
  - Only one contractor can provide the goods, services or works required and there is no reasonable alternative contractor;
  - The need for the goods, services or works is so urgent that the time needed to comply with these Contract Procedure Rules would be prejudicial to the Combined Authority's interests.
- 3.3 Where a proposed contract is likely to exceed the relevant OJEU Threshold, and the Chief Officer has no delegated powers and the matter must be determined by the Combined Authority. No exemption can be authorised where the EU Procedures apply.
- 3.4 An exemption cannot be granted in breach of any UK or EU Legislation. All exemptions, and the reasons for them, must be recorded by the Chief Officer. The Treasurer may monitor the use of all exemptions.
- 3.5 The relevant Chief Officer must consult the Treasurer and the Monitoring Officer where a purchase is to be made using collaborative procurement arrangements with another local authority/local authorities, government department, statutory undertaker or public service purchasing consortium.
- 3.6 Any contracts entered into through collaboration with other local authorities or other public bodies, where a competitive process has been followed that complies with the contract procedure rules of the lead organisation, will be deemed to comply with these Contract Procedure Rules and no exemption shall be required. However, prior advice must be sought from the Monitoring Officer and the Treasurer.
- 3.7 In order to secure Value for Money, the Combined Authority may enter into collaborative procurement arrangements. The Chief Officer must consult the Treasurer and the Monitoring Officer where the purchase is to be made using collaborative procurement arrangements with another local authority, government department, statutory undertaker or public service purchasing consortium.

- 3.8 All purchases made via a local authority purchasing and distribution consortium are deemed to comply with these Contract Procedure Rules and no exemption is required. However, purchases above the OJEU Threshold must be let under the OJEU Procedure, unless the consortium has let the contract in accordance with the EU Procedures for and on behalf of the Combined Authority and other consortium members.
- 3.9 The use of e-procurement technology does not negate the requirement to comply with all applicable elements of these Contract Procurement Rules, particularly those relating to competition and Value for Money.
- 3.10 All references to monetary limits included in these rules shall be deemed to exclude any Value Added Tax applicable to the contract, levied by the Government, for the time being in force.
- 3.11 The Treasurer shall review all monetary limits shown in these rules annually and any resulting amendment shall be reported to the Combined Authority.

#### **4. Relevant Contracts**

4.1 All Relevant Contracts must comply with these Contract Procurement Rules. A Relevant Contract is any arrangement made by the Combined Authority for the carrying out of works or for the supply of goods, materials or services. These include arrangements for:

- The carrying out of construction and engineering works;
- The supply or disposal of goods;
- The hire, rental or lease of goods or equipment; and
- The delivery of services.

4.2 Relevant Contracts do not include:

- Contracts of employment which make an individual a direct employee of the Combined Authority; or
- Agreements relating to the acquisition, disposal or transfer of land which do not form part of a wider transaction under which the Combined Authority procures works, goods or services.

### **5. COMMON REQUIRMENTS**

#### **5. Steps Prior to Purchase**

5.1 The Chief Officer must appraise the purchase, in a manner commensurate with its complexity and value, and taking into account the Purchasing Guidance, by:

- Satisfying themselves that they have the necessary authority to deal with the purchase and that there is budget provision for the purchase;
- Taking into account the requirements from any relevant Best Value review appraising the need for the expenditure and its priority defining the objectives of the purchase;
- Assessing the risks associated with the purchase and how to manage them;
- Considering what procurement method is most likely to achieve the purchasing objectives, including internal or external sourcing, partnering, packaging strategy and collaborative procurement arrangements with another local authority, government department, statutory undertaker or public service purchasing consortium;
- Consulting users as appropriate about the proposed procurement method, contract standards and performance and user satisfaction monitoring drafting the terms and conditions that are to apply to the proposed contract;
- Where the purchase is to be funded from mainstream capital or regarded as capital by the Treasurer it is submitted to the Treasurer for comment as soon as practicable; Setting out these matters in writing if the Total Value of the purchase exceeds £25,000.00

and by confirming that:

There is Member or delegated approval for the expenditure and the purchase accords with the approved policy framework and Scheme of Delegation as set out in the Combined Authority Constitution.

## **6. Records**

6.1 The following records of all contracts entered into must be kept:

- A unique reference number for the contract and the title of the contract;
- Invitations to quote or tender and Quotations or Tenders;
- A record of any exemptions exercised and the reasons for them;
- Of any Contracting Decision and the reasons for it including the evaluation of the Quotation or Tender;
- Written records of communications with the successful contractor or an electronic record if a written record of the transaction would not normally be produced.

- A unique reference number for the contract and the title of the contract;
- The method for obtaining bids;
- Any Contracting Decision and the reasons for it;
- Any exemption exercised under Rule 3 together with reasons for it;
- The Award Criteria in descending order of importance;
- Invitation to Tender documents sent to and Tender documents received from Candidates;
- Pre-tender market research;
- Clarification and post-tender negotiation (to include minutes of meetings);
- The contract documents;
- Post-contract evaluation and monitoring;
- Communications with Candidates and with the successful contractor throughout the period of the procurement.

6.3 Records are required to be kept for six years in relation to all contracts executed under hand and 12 years for all contracts executed as a deed.

## **7. Advertising and Framework Agreements**

### **7.1 Identifying and Assessing Potential Candidates**

7.1.1 Chief Officers shall ensure that, where proposed contracts, irrespective of their Total Value, might be of interest to potential Candidates located in other member states of the EU, a sufficiently accessible advertisement is published. Generally, the greater the interest of the contract to potential bidders from other member states, the wider the coverage of the advertisement should be. Examples of where such advertisements may be placed include:

- The Combined Authority website;
- Portal websites specifically created for contract advertisements (such as the UK Government Contracts Finder website);
- A local or national newspaper or specialist publication;
- National official journals, or the Official Journal of the European Union (OJEU)/Tenders Electronic Daily (TED) (even if there is no requirement within the EU Procedure).

7.2 Officers are responsible for ensuring that all Candidates for a Relevant Contract have appropriate:

- Economic and financial standing; and
- Technical ability and capacity;

to fulfil the requirements of the Combined Authority.

### 7.3 Framework Agreements

7.3.1 The term of a Framework Agreement which is subject to the EU Procedure must not exceed 4 years (other than any Framework Agreement relating to utilities contracts) and Framework Agreements may be entered into with one or several providers .

7.3.2 Where a Framework Agreement is concluded with more than one provider contracts based on that Framework Agreement shall be awarded as follows:

(i) where all the terms of the contract are set out in the Framework Agreement and the objective conditions for determining which party shall perform the contract are identified in the Framework Agreement no mini competition shall be required, or

(ii) where all of the terms of the contract are not set out in the Framework agreement, by holding a mini-competition with the providers that are party to the Framework Agreement

## CONDUCTING PURCHASE AND DISPOSAL

### 8. Competition Requirements for Purchase, Disposal and Partnership Arrangements

The Officer must calculate the Total Value.

The following procedures apply where there are no other procedures which take precedence. Other procedures may include agency agreements with government. If in doubt, Officers must seek the advice of the Monitoring Officer.

#### 8.1 Purchasing – Competition Requirements

8.1.1 Where the Total Value for a purchase is within the values in the first column below, the Award Procedure in the second column must be followed.

Total Value	Award Procedure
Up to £25,000	One oral Quotation (must be confirmed in writing where the Total Value exceeds £500)
£5,001 –	At least three written

£50,000	Quotations required
£50,001 – EU Threshold	Invitation to Tender by advertisement to at least three Candidates (the opportunity must also be advertised on the UK Government Contracts Finder website within 24 hours of the opportunity being advertised in any other way)
Above EU Threshold	EU Procedure (where advertisement required under EU Procedure the opportunity must also be advertised on UK Government Contracts Finder website)

8.1.2 Irrespective of Rule 8.1.1 Relevant Contracts and Framework Agreements that are subject to European Union grant funding requirements shall be advertised in accordance with published guidance, ERDF National Procurement Requirements (ERDF–GN-1- 004) as amended from time to time.

8.1.3 An Officer must not enter into separate contracts nor select a method of calculating the Total Value in order to minimise or circumvent the application of these contract procedure rules.

8.1.4 Where the Total Value exceeds £50,000 the Treasurer should be consulted prior to the commencement of the relevant procurement procedure.

## 8.2 Assets for Disposal

8.2.1 Assets for disposal must be sent to public auction except where the Treasurer is satisfied that better Value for Money is likely to be obtained by inviting Quotations or Tenders. (These may be invited by advertising on the Combined Authority’s website.)

## 8.3 Providing Services to External Purchasers

8.3.1 The Treasurer must be consulted where contracts to work for organisations other than the Combined Authority are

contemplated and any bid, tender and contract for work shall be made in accordance with the Financial Regulations.

#### 8.4 Collaborative and Partnership Arrangements

8.4.1 Collaborative and partnership arrangements where services/goods/works are supplied to the Combined Authority are subject to all UK and EU procurement legislation and must follow these contract procedure rules. If in doubt, Officers must seek the advice of the Monitoring Officer/head of legal services and the Treasurer.

#### 8.5 The Appointment of Consultants to Provide Services

8.5.1 Consultant architects, engineers, surveyors and other professional Consultants shall be selected and commissions awarded in accordance with the procedures detailed within these contract procedure rules and as outlined below.

Total Value	Award Procedure
Up to £530,000	Quotation (must confirmed in writing) where the Total Value exceeds £5,000)
£530,001 – EU Threshold	At least three written Quotations
Above EU Threshold	EU Procedure (where advertisement required under EU Procedure the opportunity must also be advertised on UK Government Contracts Finder website)

8.5.2 Irrespective of Rule 8.5.1 Relevant Contracts and Framework Agreements that are subject to European Union grant funding requirements shall be advertised in accordance with published guidance, ERDF National Procurement Requirements (ERDF–GN-1-004) as amended from time to time.

8.5.3 The engagement of a Consultant shall follow the agreement of a brief that shall adequately specify and describe the scope of the services to be provided and shall be subject to completion of a formal contract of appointment.



8.5.4 Records of consultancy appointments shall be maintained in accordance with Rule 6.

8.5.5 Consultants shall be required to provide evidence of, and maintain professional indemnity insurance policies (to the required level) and to the satisfaction of the head of legal for the periods specified in the respective agreement.

8.5.6 The instruction of external legal advisers must only be carried out by the head of legal and the instruction of counsel shall not be subject to the requirements of Rules 8.5.1 – 8.5.4 (inclusive)

## **9. PRE-TENDER MARKET RESEARCH AND CONSULTATION**

9.1 The Officer responsible for the purchase:

- may consult potential suppliers prior to the issue of the Invitation to Tender in general terms about the nature, level and standard of the supply, contract packaging and other relevant matters, provided this does not prejudice any potential Candidate, but
- must not seek or accept technical advice on the preparation of an Invitation to Tender or Quotation from anyone who may have a commercial interest in them, if this may prejudice the equal treatment of all potential Candidates or distort competition.

## **10. STANDARDS AND AWARD CRITERIA**

10.1 The Officer must ascertain the standards necessary to properly describe the subject matter of the contract having regard to any relevant British, European or international standards. The Monitoring Officer must be consulted if it is proposed to use standards other than European standards.

10.2 The Officer must define Award Criteria that are appropriate to the purchase and designed to secure an outcome giving Value for Money for the Combined Authority. The basic criteria shall be one of the following:

- 'lowest price' where payment is to be made by the Combined Authority,
- 'highest price' if payment is to be received, or
- 'most economically advantageous', where considerations other than price also apply.

If the last criterion is adopted, it must be further defined by reference to sub-criteria which may refer only to relevant considerations. These may include price, service, quality of goods, running costs, technical merit, previous experience, delivery date, cost effectiveness, quality, relevant environmental considerations, aesthetic and functional characteristics (including security and control features), safety, aftersales services, technical assistance and any other relevant matters.

Supplier suitability assessment questions may also be asked by the Combined Authority provided such are relevant to the subject matter of the procurement, are proportionate and are used to assess whether bidders meet requirements or minimum standards of suitability, capability, legal status and financial standing. Officers shall have regard to the Purchasing Guidance when defining the Award Criteria.

10.3 Award Criteria must not include:

- Non-Commercial Considerations **that are prohibited under UK and European Union law**

## 11. INVITATIONS TO TENDER/QUOTATIONS

11.1 The Invitation to Tender shall state that the Combined Authority reserves the right to reject a Tender that is not received by the date and time stipulated in the Invitation to Tender. No Tender delivered in contravention of this requirement shall be considered without the Treasurer's prior approval and a late tender submission shall not be considered under any circumstances when it is received after the other Tenders have been opened.

11.2 All Invitations to Tender shall include the following:

11.2.1 A specification that describes the Combined Authority's requirements in sufficient detail to enable the submission of competitive offers.

11.2.2 A requirement for tenderers to declare that the Tender content, price or any other figure or particulars concerning the Tender have not been disclosed by the tenderer to any other party (except where such a disclosure is made in confidence for a necessary purpose).

11.2.3 A requirement for tenderers to complete fully and sign all Tender documents including a form of Tender and certificates relating to canvassing and non-collusion.

11.2.4 Notification that Tenders are submitted to the Combined Authority on the basis that they are compiled at the tenderer's expense.

11.2.5 A description of the Award Procedure and, unless defined in a prior advertisement, a definition of the Award Criteria in objective terms and if possible in descending order of importance.

11.2.6 Unless the Tender is sought in accordance with an electronic tendering process which is approved by the Treasurer and Monitoring Officer and/or which is permitted by the Invitation to Tender documents, a statement that any Tenders submitted by fax or other electronic means shall not be considered

11.3 All Invitations to Tender or Quotations must specify the goods, service or works that are required, together with the terms and conditions of contract that will apply (see Rule 18).

11.4 The Invitation to Tender or Quotation must state that the Combined Authority is not bound to accept any Quotation or Tender.

## **12. SHORTLISTING**

12.1 Shortlisting for contracts or agreements which are not subject to the EU Procedure may only be undertaken where permitted by UK law. Special rules apply to Short listing for contracts or agreements which are subject to the EU Procedure and these are set out in the EU Procedure.

## **13. SUBMISSION, RECEIPT AND OPENING OF TENDERS / QUOTATIONS**

13.1 Candidates must be given an adequate period in which to prepare and submit a proper Quotation or Tender, which shall be proportionate to the complexity of the contract requirement. Normally at least four weeks should be allowed for submission of Tenders. The EU Procedure lays down specific time periods (see the Purchasing Guidance).

13.2 All Tenders must be returned in accordance with the Invitation to Tender.

13.3 Tenders received by fax or other electronic means (e.g. email) must be rejected, unless they have been sought in accordance with an electronic tendering process approved by the Treasurer and Monitoring Officer and/or which is permitted by the Invitation to Tender.

13.4 Each Tender must be:

- recorded so as to verify the date and precise time it was received; and
- adequately protected on receipt to guard against amendment of its contents.

## **14. CLARIFICATION PROCEDURES**

- 14.1 Providing clarification of an Invitation to Tender to potential or actual Candidates or seeking clarification of a Tender, whether in writing or by way of a meeting, is permitted. However, discussions with tenderers after submission of a Tender and before the award of a contract with a view to obtaining adjustments in price, delivery or content (i.e. post-tender negotiations) are the exception rather than the rule. In particular, they must not be conducted in an EU Procedure where this might distort competition, especially with regard to price.

## **15. EVALUATION**

- 15.1 Apart from the debriefing required or permitted by these contract procedure rules, the confidentiality of Quotations, Tenders and the identity of Candidates must be preserved at all times and information about one Candidate's response must not be given to another Candidate.
- 15.2 Contracts must be evaluated and awarded in accordance with the Award Criteria. During this process, Officers shall ensure that submitted Tender prices are compared with any pre-tender estimates and that any discrepancies are examined and resolved satisfactorily.
- 15.3 The arithmetic in compliant Tenders must be checked. If arithmetical errors are found they should be notified to the tenderer, who should be requested to confirm or withdraw their Tender. Alternatively, if the rates in the Tender, rather than the overall price, were stated within the Invitation to Tender as being dominant, an amended Tender price may be requested to accord with the rates given by the tenderer.

## **16. POST TENDER NEGOTIATIONS**

- 16.1 If post-tender negotiations are necessary after a single-stage Tender or after the second stage of a two-stage Tender, then such negotiations shall only be undertaken with the tenderer who is identified as having submitted the best Tender and after all unsuccessful Candidates have been informed. During negotiations tendered rates and prices shall only be adjusted in respect of a corresponding adjustment in the scope or quantity included in the Tender documents. Officers appointed by the Chief Officer to carry out post-tender negotiations should ensure that there are recorded minutes of all negotiation meetings and that both parties agree actions in writing.
- 16.2 Post-tender negotiation must only be conducted in accordance with the guidance issued by the head of legal who, together with the Treasurer, must be consulted wherever it is proposed to enter into post-tender negotiation. Negotiations must be conducted by a team of at least two

officers, one of whom must be from a division independent to that leading the negotiations.

- 16.3 Where post-tender negotiation results in a fundamental change to the specification (or contract terms) the contract must not be awarded but re-tendered.

## **17. AWARD OF CONTRACTS AND FRAMEWORK AGREEMENTS AND DEBRIEFING CANDIDATES**

- 17.1 Chief Officers may accept Quotations and Tenders received in respect of proposed contracts and Framework Agreements, provided they have been sought and evaluated fully in accordance with these contract procedure rules and, in respect of proposed contracts and Framework Agreements where call off contracts are expected to exceed £250,000.00 (relating to either expenditure or income) with the approval of the Head of Paid Service and the Treasurer

- 17.2 For contracts and Framework Agreements subject to the EU Procedure, the Officer must notify all Candidates simultaneously and as soon as possible of the intention to award the contract or Framework Agreement to the successful Candidate and provide information required by the EU Procedure specifying the name(s) of the successful Candidate(s), the award criteria and the reasons for the decision including the score of the Candidate being debriefed and the successful Candidate(s) and the characteristics and relative advantages of the successful tender. The Officer must provide unsuccessful Candidates with a period of at least ten days in which to challenge the decision before the Officer awards the contract or Framework Agreement. If the decision is challenged by an unsuccessful Candidate then the Officer shall not award the contract or Framework Agreement and shall immediately seek the advice of the head of legal.

The requirement to notify candidates of the intention to award a contract or Framework Agreement in this Rule 17.2 does not apply to:

- contracts and Framework Agreements that are not subject to the EU Procedure (such as social and other specific services listed under the EU Procedure, or where the value is under the EU threshold) and
  - contracts subsequently awarded or called off based on a Framework Agreement that was let in accordance with the EU Procedure
- 17.3 If a Candidate requests in writing the reasons for a Contracting Decision, the Officer must give in writing the name(s) of the successful Candidate(s), the award criteria and the reasons for the decisions including the score of the candidate being debriefed and the successful

Candidate(s) and the characteristics and relative advantages of the successful tender within 15 days of the request. If requested, the Officer must also give the debriefing information referred to in Rule 17.2 above to Candidates who were unsuccessful in a permitted pre-qualification Shortlisting process.

## **CONTRACT AND OTHER FORMALITIES**

### **18. CONTRACT DOCUMENTS**

#### **18.1 Relevant Contracts**

18.1.1 All Contracts that shall be set out in writing.

18.1.2 All Contracts, irrespective of value, shall clearly specify:

- what is to be supplied (i.e. the works, materials, services, matters or things to be furnished, had or done)
- the provisions for payment (i.e. the price to be paid and when)
- the time, or times, within which the contract is to be performed
- the provisions for the Combined Authority to terminate the contract.

18.1.3 The Combined Authority's standard terms and conditions or standard contract forms issued by a relevant professional body must be used wherever possible.

18.1.4 In addition, every contract or agreement must also state clearly as a minimum:

- that the contractor may not assign or sub-contract without prior written consent
- any insurance requirements
- health and safety requirements
- data protection requirements, if relevant
- requirements of the Equality Act 2010
- Freedom of Information Act requirements
- a right of access to relevant documentation and records of the contractor for monitoring and audit purposes if relevant
- that the Combined Authority shall pay the contractor and the contractor shall pay its subcontractors within 30 days of an undisputed invoice

18.1.5 The formal advice of the Monitoring Officer must be sought for the following contracts:

- where the Total Value exceeds £75,000
- those involving leasing arrangements

- where it is proposed to use a supplier's own terms or
- those that are complex in any other way.

## 18.2 Contract Formalities

18.2.1 Agreements shall be completed as follows:

Total Value	Method of Completion	By
Up to £30,000	Signature	Authorised Signatory
£30,001 - £75,000	Two signatures or sealing	Two Authorised Signatories (see Rule 18.2.3) or see Rule 18.3
Above £75,000	Sealing	See Rule 18.3

18.2.2 All contracts must be concluded formally in writing before the supply, service or construction work begins and no payments should be made until the relevant contracts are formally concluded, except in exceptional circumstances, and then only with the written consent of the head of legal.

18.2.3 The officer responsible for securing signature of the contract must be reasonably satisfied that the person signing for the other contracting party has authority to bind it.

## 18.3 Documents executed as a Deed

18.3.1 Where documents are executed as a deed, such documents shall be executed by the fixing of the Combined Authority's seal, and must be witnessed by an Authorised Signatory.

18.3.2 Every Combined Authority sealing will be consecutively numbered, recorded and signed by the person witnessing the seal.

18.3.3 A contract must be sealed where:

- the Combined Authority may wish to enforce the contract more than six years after its end
- the price paid or received under the contract is a nominal price and does not reflect the value of the goods or services received

- signing for the other contracting party, or
- the Total Value exceeds £75,000.

## **19. BONDS AND PARENT COMPANY GUARANTEES**

19.1 The relevant Chief Officer must consult the head of legal about whether a Parent Company Guarantee is necessary when a Candidate is a subsidiary of a parent company and:

- the Total Value exceeds £250,000, or
- award is based on evaluation of the parent company, or
- there is some concern about the stability of the Candidate.

19.2 The relevant Chief Officer must consult the head of legal about whether a Bond is needed:

- where the Total Value exceeds £1,000,000, or
- where it is proposed to make stage or other payments in advance of receiving the whole of the subject matter of the contract and there is concern about the stability of the Candidate.

## **CONTRACT MANAGEMENT**

### **20. MANAGING CONTRACTS**

20.1 Chief Officers are to name contract managers for all new contracts let. All contracts must have a named Combined Authority contract manager for the entirety of the contract.

20.2 Contract managers must follow the procedures set out in the Combined Authority's Purchasing Guidance.

### **21. RISK ASSESSMENT AND CONTINGENCY PLANNING**

21.1 A business case in accordance with the Combined Authority's procurement strategy and gateway process must be prepared for all procurements with a potential value that exceeds the relevant EU Threshold. Provision of adequate resources to procure the effective management of the contract, for its duration (including any relevant extension), must be identified in the business case.

21.2 For all contracts with a value of over £75,000, contract managers must consider maintaining a risk register during the contract period, undertake appropriate risk assessments and for identified risks ensure contingency measures are in place.

### **22. CONTRACT MONITORING, EVALUATION AND REVIEW**



22.1 The Treasurer may require that a Combined Authority -developed Gateway review process may be applied to all contracts deemed to be High Risk, High Value, or High Profile. This process must be applied at key stages of major procurements.

22.2 During the life of the contract, the Officer must monitor in respect of:

- Performance
- compliance with the specification and contract
- cost
- any Value for Money requirements
- user satisfaction and risk management.

## Definitions

Approved List	A list drawn up in accordance with Rule 7.2.
Authorised Signatory	An officer authorised by the Monitoring Officer/head of legal in accordance with the Combined Authority’s Constitution to execute agreements or witness the Combined Authority’s seal.
Award Criteria	The criteria by which the successful Quotation or Tender is to be selected (see further Rules 10 and 11.2.5).
Award Procedure	The procedure for awarding a contract as specified in Rules 8; Rule 10; and Rule 15.
Best Value	The duty, which Part I of the Local Government Act 1999 places on local authorities, to secure continuous improvement in the way in which functions are exercised, having regard to a combination of economy, efficiency and effectiveness as implemented by the Combined Authority.

	This terminology has now in many instances been superseded by Value for Money.
Candidate	Any person who asks or is invited to submit a Quotation or Tender.
Chief Officers	The Officers defined as such in the Combined Authority Constitution and where appropriate this term shall include reference to "Budget Holder."
Code of Conduct	The Code of Conduct for Officers as set out from time to time in the Combined Authority Constitution.
Committee	A committee which has power to make decisions for the Combined Authority.
Constitution	The constitutional document approved by the Combined Authority of which those Contract Procedure Rules form part.
Consultant	Specialist advisers engaged to provide services to the Combined Authority.
Contracting Decision	Any of the following decisions: <ul style="list-style-type: none"> <li>• withdrawal of Invitation to Tender;</li> <li>• whom to invite to submit a Quotation or Tender;</li> <li>• shortlisting;</li> <li>• award of contract or Framework Agreement; and</li> <li>• any decision to terminate a contract.</li> </ul>
EU Procedure	The procurement procedure required by the EU <b>for goods, works and services</b> where the Total Value exceeds the relevant EU Threshold.
EU Threshold	The value at which the EU public procurement directives apply.
Financial Regulations	The Combined Authority's financial regulations outlining Officer responsibilities for financial matters prepared by the Treasurer and forming part of the Combined Authority Constitution.
Framework Agreement	An agreement between one or more authorities and three or more economic operators, the purpose of which is to establish the terms governing contracts to be awarded during a given period, in particular with regard to price and, where appropriate, the quality envisaged.
Government Procurement	The successor agreement to the General Agreement on Trade and Tariffs. The main signatories other than those in

Agreement	the European Economic Area are the USA, Canada, Japan, Israel, South Korea, Switzerland, Norway, Aruba, Hong Kong, China, Liechtenstein and Singapore.
High Profile	A high-profile purchase is one that could have an impact on functions integral to Combined Authority service delivery should it fail or go wrong.
High Risk	A high-risk purchase that is in the opinion of the Treasurer one which presents the potential for substantial exposure on the Combined Authority's part should it fail or go wrong.
High Value	A high-value purchase is where the value exceeds the EU Threshold values.
Invitation to Tender	Invitation to tender documents in the form required by these Contract Procedure Rules.
Monitoring Officer/head of legal	As identified in the Combined Authority Constitution
Non-Commercial Considerations	<p>(a) The terms and conditions of employment by contractors of their workers or the composition of, the arrangements for the promotion, transfer or training of or the other opportunities afforded to, their workforces ('workforce matters').</p> <p>(b) Whether the terms on which contractors contract with their sub-contractors constitute, in the case of contracts with individuals, contracts for the provision by them as self-employed persons of their services only.</p> <p>(c) Any involvement of the business activities or interests of contractors with relevant fields of government policy.</p> <p>(d) The conduct of contractors or workers in industrial disputes between them or any involvement of the business activities of contractors in industrial disputes between other persons ('industrial disputes').</p> <p>(e) The country or territory of origin of supplies to, or the location in any country or territory of the business activities or interests of, contractors.</p> <p>(f) Any political, industrial or sectarian affiliations or interests of contractors or their directors, partners or employees.</p> <p>(g) Financial support or lack of financial support by contractors for any institution to or from which the Combined Authority gives or withholds support.</p>

	<p>(h) Use or non-use by contractors of technical or professional services provided by the authority under the Building Act 1984 or the Building (Scotland) Act 1959.</p> <p>Workforce matters and industrial disputes, as defined in paragraphs (a) and (d), cease to be non-commercial considerations to the extent necessary or expedient to comply with Best Value; or where there is a transfer of staff to which the Transfer of undertakings (Protection of Employment) Regulations 2006 (TUPE) may apply.</p>
Officer	The Officer designated by the Chief Officer to deal with the contract in question.
Parent Company Guarantee	A contract which binds the parent of a subsidiary company as follows: if the subsidiary company fails to do what it has promised under a contract with the Combined Authority, the Combined Authority can require the parent company to do so instead.
Procurement Strategy	The document setting out the Combined Authority's approach to procurement and key priorities for the next few years.
Purchasing Guidance	The guidance documents issued from time to time by the head of legal that support the implementation of these Contract Procurement Rules.
Quotation	A quotation of price and any other relevant matter (without the formal issue of an Invitation to Tender).
Relevant Contract	Contracts to which these contract procedure rules apply (see Rule 4).
Shortlisting	The process of selecting Candidates who are to be invited to quote or bid or to proceed to final evaluation.
Tender	A Candidate's <b>offer</b> submitted in response to a Combined Authority Invitation to Tender.
Total Value	<p>The whole of the value or estimated value (in money or equivalent value) for a single purchase or disposal calculated as follows:</p> <p>(a) where the contract is for a fixed period, by taking the total price to be paid or which might be paid during the whole of the period</p> <p>(b) where the purchase involves recurrent transactions for</p>

	<p>the same type of item, by aggregating the value of those transactions in the coming 12 months</p> <p>(c) where the contract is for an uncertain duration, by multiplying the monthly payment by 48</p> <p>(d) for feasibility studies, the value of the scheme or contracts which may be awarded as a result</p>
Treasurer	As identified in the Combined Authority Constitution
TUPE Transfer of Undertakings (Protection of Employment) Regulations 2006 (SI 2006 No.246)	<p>Subject to certain conditions, these regulations apply where responsibility for the delivery of works or services for the Combined Authority is transferred from one organisation (e.g. private contractor, local authority in-house team) to another (e.g. following a contracting out or competitive tendering process) and where the individuals involved in carrying out the work are transferred to the new employer. These regulations seek to protect the rights of employees in such transfers, enabling them to enjoy the same terms and conditions, with continuity of employment, as existed with their former employer. Broadly, TUPE regulations ensure that the rights of employees are transferred along with the business.</p>
Value for Money	Value for money is not the lowest possible price; it is the most economically advantageous proposal that combines goods or services that fully meet your needs, with the level of quality required, delivery at the time you need it, and at an appropriate price.

## **ANNEX 2-FINANCIAL REGULATIONS**

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## **INTRODUCTION**

### **1. Financial Regulations Background and Purpose**

- 1.1 These Regulations shall be read in conjunction with the Rules of Procedure, Contract Procedure Rules and the Responsibility for Functions delegated to Chief Officers.
- 1.2 These Regulations lay down for the guidance of Members and officers, principles to be followed in securing the proper administration of the West Midlands Combined Authority's financial affairs and shall be reviewed at intervals of not more than three years.
- 1.3 The Treasurer, as the officer responsible for the proper administration of the West Midlands Combined Authority's financial affairs, shall report to the West Midlands Combined Authority any significant failure to comply with these Regulations which comes to his/her attention.
- 1.4 The Head of Paid Service and the Treasurer shall be responsible for the accountability and control of all resources managed by them on behalf of the West Midlands Combined Authority.
- 1.5 For the purposes of complying with these Regulations, the Treasurer shall be provided with any information he/she may require and shall have access to any documents and records as necessary.
- 1.6 Whenever any matter arises which may involve financial irregularity the Treasurer and the Monitoring Officer shall be notified immediately, and if an irregularity is disclosed the matter shall, at the discretion of the Treasurer and after consultation with the Head of Paid Service, be referred by them to the West Midlands Combined Authority. Further, in a case where the Head of Paid Service advises that there is prima facie evidence of a criminal offence having been committed, the matter shall be reported to the Police forthwith.
- 1.7 The Combined Authority's financial transactions are governed by the Local Government Act 2003 and the Accounts and Audit Regulations 2015 as amended.
- 1.8 Officers and members of the executive will maintain the confidentiality of the West Midlands Combined Authority's business and will not reveal confidential information about the West Midlands Combined Authority or its finances.

## 1.9 Treasurer's Duties:

The Treasurer's statutory duties are to:

- Provide financial advice to the Combined Authority on all aspects of its activity, including budgets, strategic planning and policymaking to ensure the effective and efficient use of resources.
- Advise on the security of assets
- Secure the Combined Authority's banking arrangements
- Provide a treasury management function, including loans and investments, in accordance with the Combined Authority's policy
- Ensure the Combined Authority follows guidelines contained within relevant manuals, instructions, policies, etc.
- Produce the Statements of Account in accordance with the latest statutory requirements and best practice

## 1.10 The responsibilities of the Treasurer include:

- Proper administration of financial affairs
- Ensuring, in consultation with the Monitoring Officer, lawfulness and financial prudence
- Ensuring a balanced budget
- Ensuring effective systems of internal control
- Advising on Anti-fraud and Anti-corruption strategies
- Acting as the Combined Authority's Money Laundering Reporting Officer in accordance with good practice
- Ensuring that statutory and other Accounts fairly present the financial position
- Maintaining a continuous review of the Financial Framework

1.11 All Officers must consult and seek approval of the Treasurer before introducing or amending any records, forms or procedures relating to income and expenditure. The Treasurer will see that uniform systems are adopted throughout the Combined Authority to ensure that opportunities for fraud and corruption are minimised.

1.12 Failure to comply with Financial Regulations may constitute misconduct.

## FINANCIAL MANAGEMENT

### 2. General

2.1 Each Chief Officer is responsible for ensuring compliance with their procedures and should seek appropriate advice and guidance from the Treasurer.



- 2.2 The following general principles are observed in these accounting arrangements:-
- (i) Calculating, checking and recording sums due to or from the Combined Authority should be separated as completely as possible from the duty of collecting or disbursing them;
  - (ii) Officers charged with the duty of examining and checking cash transactions should not themselves be engaged in any of these transactions.
  - (iii) All accounting records must be maintained in the Combined Authority's corporate financial system.
- 2.3 Each Chief Officer must provide the Treasurer with necessary information for the purposes of accounting and budgetary control in accordance with issued timescales.
- 2.4 The Treasurer will be responsible for producing regular Financial Monitoring Reports to the Combined Authority and will submit as soon as possible after the year end, an annual Statement of Accounts which complies with the relevant statutory provisions.
- 2.5 The Treasurer is responsible for ensuring the production of the Combined Authority's Statement of Accounts, including Group Accounts, before 30 June and will submit the Accounts to the Combined Authority for approval in line with the current statutory regulations.
- 2.6 Each Chief Officer plays a key role in enabling the Statement of Accounts to be produced and is responsible for ensuring that guidance notes and the timetable provided by the Treasurer is adhered to.

### **3. Control of Projects and Programmes**

- 3.1 Project and Programme Management arrangements are set out within the Combined Authority's Gateway process covering both revenue and capital programmes. The process sets out the documentation to be produced and the approvals to be sought at each Gateway stage.
- 3.2 Any proposal to increase an approved capital budget by a variance of more than 10% of the existing budget shall require a report to be submitted to the Combined Authority. Variances within these parameters are delegated to the appropriate Chief Officer within agreed delegated authority levels and will be reported to the Combined Authority in Financial Monitoring Reports.
- 3.3 A variation order may be issued to a contractor by the Chief Officer who is in charge of the project up to 10% of the original approved limit or such higher limit in respect of the project as may specifically be authorised.

- 3.4 Any variation order shall be in writing and in a format as prescribed by the Combined Authority.
- 3.5 All contract variations should be notified to the Treasurer and the Monitoring Officer.

### **Control of Service and works contracts**

- 3.6 The work to be performed on behalf of the Combined Authority shall be the subject of a specific agreement setting out the respective roles and duties of the Combined Authority and the agent authority.
- 3.7 Payments on account of construction contracts shall be in accordance with the terms of the works agreements with the appropriate body, and shall not exceed the expenditure properly calculated to be due.
- 3.8 Contracts between the Authority and appropriate bodies will contain the following provisions as necessary:
- (i) The appropriate body to invite tenders for the work, including tenders from direct labour organisations where appropriate or by agreement with the Combined Authority to use contractors off the local authorities term contract lists at the prescribed prices contained on such lists.
  - (ii) The appropriate body shall, after examination of tenders received, report on the findings of such examination to the Combined Authority, and shall not enter into any contract regarding such tenders without appropriate prior approval of the Combined Authority, or the approval of a Combined Authority officer who is properly authorised to approve contracts to the value of the work involved.
  - (iii) Information accompanying applications for payment is to include a certificate signed by a duly authorised Officer of the Combined Authority, which shall show the total amount of the contract and value of the work executed to date, amounts paid to date, and the amounts now certified.
  - (iv) Every variation on the contract shall be authorised in writing by an appropriate Officer of the appropriate body after approval by or on behalf of the Combined Authority according to the value of the work involved. In an emergency the project controller shall be authorised to issue a variation instruction and then obtain by submission of a detailed report confirmation of the action, from the Combined Authority or the appropriate Chief Officer .

- (v) The appropriate body is to inform the Combined Authority if it becomes apparent at any time that either slippage or significant increases in cost will take place due to unforeseen circumstances.
- (vi) The final certificate on a contract or accepted estimate must not be submitted for payment until a detailed statement of account has been produced together with such vouchers and documents as the Treasurer may require. Invitations to tender or quote for such construction and maintenance contracts must contain provisions to require such statement of account to be produced with the necessary vouchers and documents.
- (vii) The appropriate body must at all times prior to, during, and after completion of the work carried out pursuant to the agreement, allow such facilities as may be required by Officers appointed by or on behalf of the Combined Authority to inspect the works and have sight of copies of all relevant documentation.
- (viii) The project controller of construction contracts with the relevant railway authority, the terms of which are in accordance with the standard works agreement with that body will be authorised to issue variation orders. Subsequent confirmation of the action must be obtained from the Officers responsible for the contracts by the submission of a detailed report.
- (ix) In respect of contracts performed under the standard works agreement the appropriate body will be authorised to accept a tender without prior approval of, provided that the tender is:
  - (a) less than £100,000;
  - (b) the lowest tender submitted; and
  - (c) not a single tender.

## **FINANCIAL PLANNING**

### **4. Budgets**

- 4.1 The annual Capital and Revenue budgets are prepared within the context of the process and timescales of planning, programming and review as agreed by the Combined Authority.
- 4.2 The Treasurer will prepare a long term financial plan each year for submission to the Combined Authority as part of its Budget approval.

- 4.3 The detailed form of Capital and Revenue budgets and the business planning process will be determined by the Treasurer to the Combined Authority subject to any instructions given by the Combined Authority.
- 4.4 Estimates of annual income and expenditure will be prepared by Chief Officers and the Treasurer in line with the approved business planning process.
- 4.5 The Treasurer will submit for Combined Authority approval a draft budget of all income and expenditure on Capital and Revenue accounts for the financial year beginning in April of each year in line with agreed approval processes and timescales.
- 4.6 Approval of the annual Budgets, by the Combined Authority does not give authority to incur revenue and capital expenditure. This authority shall be obtained in accordance with the Scheme of Delegation and subject to compliance with the Combined Authority's Procurement Regulations and Gateway procedure.

WORKING DRAFT

## **5. Control of Expenditure – Revenue and capital**

- 5.1 A system of budgetary control will be maintained and as part of this control the Treasurer will submit statements to meetings of the Combined Authority showing:
- (i) the progress of income and expenditure to date against the approved revenue budgets for the year;
  - (ii) a forecast arising from the statements in (i) above of any material variation in income or expenditure anticipated for the financial year.
- 5.2 A Chief Officer must not order goods or services, which exceed the amount in their overall approved budget or which have not been approved through the Gateway process.
- 5.3 If it becomes apparent that the Combined Authority's expenditure cannot be contained within the overall approved budget figure, an appropriate report shall be submitted to the Combined Authority.
- 5.4 Unspent budgets at the year end will be carried forward or reallocated in accordance with arrangements in the business planning process approved by the Treasurer.
- 5.5 The Treasurer will ensure that the Combined Authority adheres to CIPFA's Prudential Code for Capital Finance in Local Authorities. The objective of the code is to provide a framework for capital finance that will ensure that:
- Capital expenditure plans are affordable in the short term.
  - External borrowing and other long-term liabilities are within prudent and sustainable levels for the long-term.
  - Treasury Management decisions are taken in accordance with professional good practice.
  - In taking its decisions the Combined Authority is accountable through a clear and transparent framework.
  - The framework should support local strategic planning, local asset management planning and option appraisal.
- 5.6 For the purposes of these Regulations, capital expenditure is that expenditure which is to be financed from the approved Combined Authority's capital budget. All Capital expenditure proposals should be the subject of the Combined Authority's Gateway project control process.

## **RISK MANAGEMENT AND CONTROL OF RESOURCES**

### **6. Risk**

6.1 Within the context of Corporate Risk arrangements, each Chief Officer should undertake risk assessments for their areas of responsibility and any proposals for major change. Adequate controls, procedures and resources should be in place to manage and mitigate identified key risks.

## **7. Insurance**

7.1 The Treasurer in consultation with Chief Officers is responsible for determining the Combined Authority's policy in terms of insurable risks. Each Chief Officer is however responsible for minimising the risk for insurance claims and putting in place risk management processes for their areas of responsibility.

7.2 Any Officer having responsibility for establishments or activities must:

- (i) Promptly and where possible in advance notify the the Treasurer in writing of the extent and nature of any new risks or increased risks to be insured;
- (ii) Immediately notify the Treasurer in writing of any loss, liability or damage which is or may be covered by insurance;
- (iii) Obtain the approval of the Treasurer regarding the terms of any indemnity, which the Combined Authority is requested to give;
- (iv) Immediately inform the Treasurer of any occurrence which may lead to a claim against the Combined Authority.

7.3 All claims against the Combined Authority and all claims by the Combined Authority against other persons shall be approved within the delegated levels of expenditure.

7.4 The Treasurer may , settle ex-gratia claims for damage to personal effects of any Officer (so far as they are not otherwise insured) up to a limit of £1,000.

## **8. Internal Control Framework**

8.1 The Treasurer is responsible for maintaining adequate and effective internal control arrangements. This includes a continuous appraisal of all accounting, financial and other controls throughout the Combined Authority, and by the Combined Authority's Agents in accordance with the relevant agency agreement. The objectives of the framework are:

- (i) To review, appraise and report upon the soundness, adequacy and application of financial and related management controls.

- (ii) To examine and report upon the extent to which the Combined Authority's assets and financial interests are accounted for and safeguarded from losses of all kinds arising from:
  - (a) Fraud, corruption and other offences.
  - (b) Waste, extravagance, poor value for money or any other cause.
- (iii) To contribute to the monitoring of the use of resources in the pursuit of the defined objectives of the Combined Authority.
- (iv) To receive and act upon information concerning allegations or suspicions of fraud and corruption as detailed in the Combined Authority's approved Fraud and Corruption Response Plan.

## **9. Internal Audit**

9.1 The Treasurer shall arrange internal audit and reviews financial records and operations in accordance with the Accounts and Audit Regulations 2015 and relevant professional guidance. Those responsible for Internal Audit, on producing appropriate identification shall have authority to:

- (i) Enter at all reasonable times on any land, premises or other assets of the Combined Authority.
- (ii) Obtain access to all records, documents, cash, stores, equipment and correspondence relating to any financial or other transaction of the Combined Authority.
- (iii) Require and receive such explanations as are necessary concerning any matters under examination
- (iv) Require Officers or Members of the Combined Authority to produce cash, stores, or any other Combined Authority property, which is under their control.
- (v) Report direct to the Head of Paid Service if considered appropriate so to do.

## **10. External Audit**

10.1 The key responsibilities of the Treasurer with regard to External Audit are to:

- i) Maintain accounting records and prepare Statements of Account
- ii) Liaise and work with External Audit on a regular basis

- iii) Receive and deal with all queries relating to the work of External Audit
- iv) Inform External Audit of all fraudulent cases that have been referred to the police

## **11. Assurance Responsibilities**

11.1 Each Chief Officer has responsibility to ensure:

- i) Reviews that have taken place to evaluate, correct and report on controls and systems in place.
- ii) Compliance with the Combined Authority's Standing Orders, Financial Regulations Procurement Regulations and Risk Management requirements.

## **12. Fraud and Corruption**

12.1 The responsibility for the prevention and detection of fraud rests with all employees. An Officer shall immediately inform the appropriate officers of any circumstances which may suggest that there has been irregularity affecting cash, or other Combined Authority property and also of any payment or reward which has been accepted (other than hospitality as in detailed in the Code of Conduct) from any outside person or firm in respect of the work which such other person performs, as well as any impropriety or significant error in accounting or financial records or in relation to any contract for goods or services entered into by the Combined Authority.

12.2 Information received will be treated confidentially, and Officers should be assured that anonymity will be respected and it will not affect their employment situation or future prospects with the Combined Authority.

12.3 Any allegations received from outside the organisation, including anonymous letters or telephone calls will be taken seriously and investigated.

12.4 All cases of theft or suspected theft of Combined Authority property (no matter where the property was kept) must be promptly reported to the Audit Manager.

12.5 The Treasurer or Internal auditor shall be responsible for ensuring that the Combined Authority and the External Auditors are advised of any material loss or financial irregularity.

12.6 Internal Audit shall report to the Head of Paid Service, Monitoring Officer and the Treasurer.



### **13. Treasury Management**

- 13.1 The Combined Authority has adopted the CIPFA Code of Practice on Treasury Management in Local Authorities. All investments of money will be made in the name of the West Midlands Combined Authority.
- 13.2 A Treasury Management Strategy, prepared in accordance with the above code, will be adopted by the Combined Authority and thereafter its implementation and monitoring shall be delegated to the Treasurer.
- 13.3 The Treasurer will undertake any necessary borrowings in accordance with the Treasury Management Strategy.
- 13.4 All transfers from the Combined Authority's bank account shall be undertaken by authorised Combined Authority officers according to Treasury Management Procedures and authorisations.
- 13.5 The Treasurer will as a minimum report to the Combined Authority:
- i) before the start of the financial year - a report on the strategy for the forthcoming year.
  - ii) by the end of June - an outturn report on Treasury management activity.
  - iii) by the end December of each year a half year monitoring report on Treasury Management activities.
  - iv) by the end of December a monitoring report on external investments performance.
- 13.6 The Treasurer shall be responsible for ensuring that surplus funds are invested promptly, safely and effectively and in accordance with Treasury Management Procedures.

### **14. Security of Assets**

- 14.1 Chief Officers shall be responsible for the proper security of all of the Combined Authority's assets within their control. The Chief Officer shall consult the Treasurer regarding changes in matters regarding security.
- 14.2 Maximum limits for cash holdings shall be approved by the Treasurer. The cash limits shall not be exceeded, except in emergencies, without the express permission of the Treasurer.
- 14.3. Arrangements for the security of keys to safes and similar receptacles shall be subject to the approval of the Treasurer. The loss of such keys must be reported to the appropriate Chief Officer and internal auditor.

- 14.4 Staff who are responsible for secure areas shall satisfy themselves about the proper identification and authority of other persons to enter before allowing them entry to those areas.
- 14.5 The appropriate Chief Officer shall establish written procedures for all secure areas within their control, and ensure that these procedures are complied with.
- 14.6. The Audit Manager shall be consulted on all matters affecting building security.
- 14.7 All information shall be disposed of with due regard to its sensitivity. Confidential output and out of date stocks of tickets and passes must be disposed of as confidential waste.
- 14.8 The Monitoring Officer will maintain records of all land and buildings owned by the Combined Authority and shall be responsible for the safe custody of title deeds and securities relating to them.
- 14.9 The Monitoring Officer, subject to approval procedures, will be responsible for the disposal of land and buildings and shall provide to the Treasurer details of the assets and the sale prices. The Treasurer will arrange for the removal of the asset from the Combined Authority's accounts.
- 14.10 Chief Officers, or their nominees, shall maintain and keep up-to-date inventories of furniture, plant and machinery, vehicles, stores and equipment under their control in accordance with agreed Asset Management procedures.
- 14.11 The Combined Authority's property shall not be removed from its premises except in accordance with normal business or upon the specific directions of the Officer responsible for the inventory.
- 14.12 Equipment and furniture found to be obsolete or surplus to requirement shall be disposed of by competitive tendering, except when the Chief Officer in conjunction with the Treasurer, considers that the Combined Authority's financial interests might be better served by disposal by other means, provided those individuals or their partners, close relatives or associates do not benefit from such disposal.

## **15. Computer and Related Systems**

- 15.1 The Treasurer shall be responsible for the overall provision and operation of all computer and telephone equipment and facilities, including personal computers.

- 15.2 The Treasurer shall ensure that all computer facilities, including systems, are properly co-ordinated, efficient in operation and are subject to adequate security arrangements.
- 15.3 Each Chief Officer must ensure that the Combined Authority's financial system, is used appropriately by all employees within their area of responsibility.
- 15.4 Each Chief Officer must ensure that systems developed within their area of responsibility are developed in the context of the Combined Authority's IT Strategy and integrated with other relevant systems.
- 15.5 All equipment and related systems, wherever situated, shall be operated in such a manner and with such controls as the Treasurer shall determine.

## 16. Data Security

The Combined Authority's Information Management Framework can be summarised as follows:

<b>Data Quality</b>	Those activities that are designed to produce defect-free information
<b>Data Protection</b>	The implementation of administrative, technical and physical measures to guard against the unauthorised access to data.
<b>Freedom of Information</b>	The right to request information (data from a public body) Including Environmental Information Regulations
<b>Model Publication Scheme</b>	Setting out the information that the Combined Authority makes routinely available, making it accessible both internally and externally.
<b>Information Security</b>	Preservation of the confidentiality, integrity and availability of information.

Details can be found within Management/Data Quality procedures, links to Model Publishing Scheme, the Retention Document, Environmental Policy, Data Quality Policy and ICT Policy.

## FINANCIAL SYSTEMS AND PROCEDURES

### 17. Effective Management

- 17.1 The systems and processes operated by the Combined Authority must be managed effectively to:
- Provide customers and stakeholders with the best quality of service.
  - Ensure that net expenditure in their area of expenditure does not exceed the annual budget

- Comply with all relevant professional, managerial, legal and ethical standards
- Comply with the Combined Authority's procedures, regulations, standing orders, scheme of delegation and other relevant guidance and instructions issued

17.2 Each Chief Officer must ensure that there are adequate appropriate and clear reporting lines in operation within their area of responsibility.

## **18. Control of expenditure - General**

18.1 Incurring of all contractual liability must be in accordance with the approved Scheme of Delegation and individual accountabilities and in accordance with Procurement Regulations. The Treasurer will maintain a record of all delegated authorities.

18.2 Detailed procedures for the authorisation and control of expenditure will be issued, from time to time, by the Treasurer in accordance with delegated authority levels.

## **19. Income Collection and Banking Arrangements**

19.1 The Treasurer is responsible for the banking arrangements and is authorised to operate such bank accounts as are considered appropriate. The banking arrangements must be reviewed on a regular basis and negotiations regarding banking terms and overdraft facilities undertaken.

19.2 Arrangements for the authorisation of payments to be made by electronic transfer of funds from bank accounts must be in accordance with laid down processes and procedures.

19.3 Each relevant Chief Officer must ensure that all systems and procedures relating to income and banking, comply with Accounts and Audit Regulations 2015 and the Combined Authority's authorised procedures.

19.4. All monies received on behalf of the Combined Authority should be paid without delay into bank or to the Treasurer. Such payments shall be made daily and intact except by agreement with the Treasurer.

19.5 All cash and cheques received by a cashier or other authorised Officer must be immediately acknowledged or recorded by issue of receipt, ticket or voucher and submitted to finance.

19.6 Every transfer of the Combined Authority's money, cheques, money orders, etc. from one member of staff to another must be evidenced in appropriate records by the signature of the receiving officer against the amounts involved

19.7 Particulars of charges to be made for work done, services rendered or goods supplied and of all other amounts must be promptly notified to the

Treasurer. Any proposed introduction of, or variation to, charges must be in accordance with the agreed Scheme of Delegation.

- 19.8 All accounts for income due to the Combined Authority must be sent out by the Treasurer, except where other arrangements have been authorised.
- 19.9 All Officers must supply information as the Treasurer may require to ensure that all sums receivable by the Combined Authority are promptly recorded, and recovery sought.

## **20. Debt Management**

- 20.1 Before any debts due to or any other assets of the Combined Authority are written-off or other income is foregone the following authority shall be obtained as appropriate
- |       |                              |  |
|-------|------------------------------|--|
| (i)   | Exceeding £125,000           | The Combined Authority                     |
| (ii)  | Between £10,001 and £125,000 | The Head of Paid Service and the Treasurer |
| (iii) | £10,000 or less              | Treasurer                                  |
- 20.2 The Treasurer will have authority to recover debts, except in the case of legal action which should be undertaken in consultation with the Monitoring Officer.
- 20.3 Any individual who discovers any apparent loss or irregularity involving money due to or held on behalf of or property owned by the Authority shall immediately notify their line manager and Internal Audit. Internal Audit will then comply with the provisions of the Authority's approved Theft Procedure.
- 20.4 Each Chief Officer shall notify the Treasurer as soon as possible of the impending resignation or retirement of any person in their Department who has responsibilities for holding petty cash floats or other cash balances.
- 20.5 The Authority's banking arrangements shall be those approved by the Authority from time to time, and shall be supervised by the Treasurer.
- 20.6 Cheques on the Authority's main banking accounts shall bear the facsimile signature and for cheques in excess of £25,000 to be countersigned by the Treasurer, or such other person as the Combined Authority authorises on the bank mandate.
- 20.7 No cheques are to be released until they have been signed in accordance with the bank mandate as approved by the Combined

Authority. Cheque listings are to be signed by the Treasurer or authorised officer. Electronic payments either BACs or telegraphic transfer are to be authorised by the Treasurer or authorised officers.

## **21 Purchase Orders**

- 21.1 Each Chief Officer must ensure that all expenditure is lawful and is subject to all Procurement Regulations and approval processes.
- 21.2 Except as otherwise included on the approved exception list, instructions for the supply of all goods and services must be on an Order of the Combined Authority using the Combined Authority's financial system.
- 21.3 From time to time certain classes of goods, services and supplies may be exempt from the requirement to place an Order. The Treasurer shall maintain a list of order exemptions and review its continued appropriateness on an annual basis.
- 21.4 Requisitions and official orders shall not be issued for goods and services unless the expenditure is within approved budgetary levels and any other necessary approvals as set out in the Scheme of Delegation have been obtained.

## **22. Payment of Accounts**

- 22.1 No payment shall be made unless supported by an invoice or pro-forma invoice, with VAT details, where appropriate.
- 22.2 Officers must ensure that all invoices, vouchers, etc. for payment by the Combined Authority are forwarded to the Finance Team immediately upon receipt and that the appropriate contract or order number is quoted on every invoice.
- 22.3 Once proper authorisations have been obtained, together with such additional explanations and information as may be required, the Treasurer will pay all accounts on behalf of the Combined Authority.
- 22.4 In order for an invoice to be paid, the responsible Budget Holder must receive goods in the Combined Authority's financial system ensuring that the work, goods or services are in accordance with the order.
- 22.5 The receipt of all goods and services should only be made where:
  - II. The works, goods or services have been received, carried out satisfactorily, examined as to quality and quantity
  - III. The Goods and services have been previously receipted
- 22.6 The certification of Goods Received acts as the authorisation to pay the invoices as long as the invoice matches the Goods Received entry.

22.7 Where an invoice is exempt from the ordering process, the invoice will be subject to electronic approval by following appropriate rules of delegation.

### **23. Petty Cash**

23.1 The Treasurer shall be responsible for ensuring that appropriate procedures are in place for the approval of any Petty Cash Advance in accordance with Accounting instructions.

23.2 Payments will be limited to items of expenditure of no more than £150 in value and such other items as the Treasurer may approve, and must be supported by receipted vouchers or VAT invoices.

23.3 A person entitled to hold an imprest advance will, on leaving the employment of the Combined Authority or otherwise ceasing to be so entitled, account to the Treasurer for the amount of the imprest advance and all outstanding amounts will be deducted from final salaries.

23.4 Other cash imprests may be authorised as necessary by the Treasurer .

### **24. Credit Cards**

24.1 Company credit cards should only be used for official Combined Authority business and

i) In an emergency

ii) where not feasible to order goods and services through the Combined Authority's financial system.

24.2 It is the cardholder's responsibility to ensure that Accounting Instructions relating to Credit Card usage are followed. The credit card facility may be suspended or withdrawn permanently if the procedure is not followed.

### **25. Salaries and Wages**

25.1 The payment of all salaries, wages, pensions, compensation and all other emoluments to Officers or former Officers of the Combined Authority will be made by the Treasurer or under arrangements approved by the Treasurer

25.2 Time sheets and other documents to authorise the payment of wages and salaries must be certified by the appropriate Budget Holder (or nominee) and forwarded to the Payroll Manager within such period before the respective pay days, as may be required. The Treasurer shall make such checks on pay documents as are considered necessary.

- 25.3 All standing information relating to payroll data, such as rates of pay, statutory and non-statutory deductions, allowances, starters and leavers from any of the Combined Authority's payrolls, shall be notified through approved processes by the nominee to the Payroll Manager.
- 25.4 The detailed procedures to be followed at Combined Authority establishments for the control of overtime working and payment of wages and salaries are set out in formal procedures.
- 25.5 All payroll documentation must be filed for the period in accordance with required deadlines and no documentation relating to Officers records or to wages and salaries' payrolls should be destroyed without prior consultation with the Treasurer.

## **26. Expenses**

- 26.1 All claims for payments of Officers' car allowances, subsistence allowances, travelling and incidental expenses must be certified by the appropriate Budget Holder and be within delegation levels. Certification means that the certifying Officer is satisfied that the journeys were authorised, the mileage correct, the expenses properly and necessarily incurred and that the mileage and other allowances are properly payable in accordance with the specific conditions of employment of the Combined Authority.

## **27. Travel and Subsistence**

- 27.1 Claims, by Members of the Combined Authority or Chief Officers , for reimbursement of expenses regarding hotel accommodation, refreshments, hospitality, gifts, car mileages are required to be countersigned by another Chief Officer.
- 27.2 All claims should be submitted monthly.

## **External Arrangements**

### **28. Partnerships**

- 28.1 The Combined Authority is responsible for approving partnership agreements where funding is to be provided by a third party.
- 28.2 The budget controller or holder must present to the Combined Authority sufficient information before a decision is reached about entering a partnership agreement. This should include:
- a) The aims and objectives of the partnership
  - b) A scheme appraisal for financial viability of the project
  - c) Risk appraisal
  - d) Resources required, both financial and staffing



e) Audit and control requirements

**29. External Funding**

- 29.1 Before any external funding bid is made the responsible budget holder shall consult with the Treasurer to ensure all aspects of funding have been properly considered before submission for approval.
- 29.2 The budget holder shall supply copies of all relevant paperwork to the Treasurer, including the bid submission, the offer letter and acceptance and any instructions for the completion of the grant.
- 29.3 The Treasurer is responsible for ensuring that all external funding notified by external bodies is received and properly recorded and monitored in the Combined Authority's Accounts.
- 29.4 It is the responsibility of the budget holder to ensure that the project progresses in accordance with the agreed project and that all expenditure is properly incurred and recorded. They must also ensure that all claims are prepared by the due date, making allowances for audit requirements where applicable.

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