

SEMLEP Board Terms of Reference

Background and context

The Board of the South East Midlands Local Enterprise Partnership (SEMLEP) was established in 2012 in line with the [Articles of Association](#) for the SEMLEP company, which is a registered company limited by guarantee. These can be found on the SEMLEP website www.semlep.com

From April 2020, the Board consists of 6 public sector Directors, who are generally leaders drawn from the 12 local authorities, 12 private sector Directors (including the Chair) including representatives from the Higher and Further Education sectors and an observer representing the voluntary and community sector. For 2020/21 there is also an observer from Northamptonshire County Council ahead of the establishment of 2 unitary authorities in the County from April 2021.

Board members are appointed by company members, following an agreed recruitment process, as set out in the Articles of Association.

The SEMLEP Board has responsibility as a LEP and a company limited by guarantee to Government and to ensure compliance.

The current Board structure may be subject to review from April 2021 following the reorganisation of local government in Northamptonshire.

1. Purpose

The Board of SEMLEP oversees all of business of the SEMLEP Company and sets the strategic direction for the LEP. Strategic leadership is provided through the following actions:

- Approve the Strategic Economic Plan (SEP) for the SEMLEP area and offer strategic direction and leadership to support the vision and business plan of the SEP including the development of a Local Industrial Strategy and engagement within the Ox-Cam Arc
- Working with and giving support to local authorities, businesses and other stakeholder groups engaged in the implementation of economic growth plans;
- Fulfilling a scrutiny role in respect of performance management of SEMLEP delivery and implementation plans;
- Providing effective stewardship of funds, programmes and projects agreed in the SEMLEP Strategic Economic Plan such as the Local Growth Fund and Growing Places Fund in line with the SEMLEP Assurance Framework;
- Engaging stakeholders to ensure wide participation of showcase

sector groups, advisory groups and the wider community;

- Stretching thinking and challenging ways of working across the partnership, regional partnerships and across the LEP Network
- Emphasis on good governance and continuous improvement with the resources available

2. Role, duties and responsibilities

The SEMLEP Board is at the heart of the decision making process, enabling effective use of available funds in line with the SEMLEP Assurance Framework. [This structure is set out in the diagram.](#) The Board is specifically charged with:

- Setting the strategic direction for SEMLEP as contained in the Strategic Economic Plan;
- Agreeing the objectives and targets to be achieved as set out in the SEMLEP delivery and implementation plans;
- Ensuring that the company is compliant with all aspects of the Articles of Association including agreement to new company members;
- Agreeing the annual Budget and resources required to deliver the strategic priorities of SEMLEP;
- Organising an Annual General Meeting in line with the requirements of the Articles of Association;
- Appointing the Chief Executive Officer, following recommendations from the Recruitment Committee
- Overseeing the management of public money to support economic growth within the terms of the SEMLEP Assurance Framework
- Overseeing the governance and operation of the advisory and decision making groups that fall within the governance structures as set out in the diagram;
- Ensuring a SEMLEP Assurance Framework, that complies with Government guidance, and is reviewed on an annual basis, overseen by the Finance, Risk and Audit Committee;
- Appointing and overseeing a local authority acting as the Accountable Body and ensuring that there is an appropriate Accountable Body Agreement in place, which is reviewed quarterly;
- Maintaining an up- to- date Risk Register in relation to those activities carried out directly by SEMLEP and for programmes funded by SEMLEP, managed through the Finance, Risk and Audit Committee.
- Oversee the legal and financial obligations of a Company and Local Enterprise Partnership

3. Sub Committees

The Board will delegate certain responsibilities to seven decision making to sub committees:

- **Growth Funds Task Group** – This committee has responsibility for overseeing the delivery of the Local Growth Funds and Growing Places Funds, escalating risks to the Board where appropriate. They will ensure compliance with the SEMLEP Assurance Framework for managing public money. They will oversee the appraisal process for any new rounds of funding, submitting prioritised Projects to the Board for approval.
- **Finance, Risk and Audit Committee** – This committee has oversight of the finances of SEMLEP in accordance with the Board approved Budget. They oversee corporate risk escalating issues to the Board where appropriate and have responsibility for HR and Remuneration for the Company. They oversee the SEMLEP assurance framework and any action plan to ensure continuous compliance.
- **Recruitment Panel** – this is set up to oversee board and CEO recruitment and succession planning and board training
- **Growth Hub Board** – This committee has oversight of the delivery of the SEMLEP Growth Hub. They monitor risk and escalate issues to the Board where appropriate. They will ensure that the outputs are delivered on time and to budget.
- **Skills Advisory Panel** – This Panel commenced in 2019 to ensure oversight of the Skills Action Plan and delivery of it across the SEMLEP area, chaired by a SEMLEP Board member.
- **Luton Airport Enterprise Zone and Northampton Waterside Enterprise Zone** Boards are both delegated subcommittees of the SEMLEP Board

4. Reporting arrangements

To ensure openness and transparency, Agendas, papers and minutes of meetings will be made available on the SEMLEP website. Papers will be uploaded to the SEMLEP website within 5 working days of the meeting and draft minutes will be uploaded 10 working days after the meeting.

5. Notes of meetings

The SEMLEP secretariat will take the minutes of each meeting and circulated within 2 weeks. Draft minutes will be approved by the Board at the subsequent meeting and signed by the Chair as an accurate record.

6. Frequency of meetings and other arrangements

SEMLEP Board meetings take place approximately every 2 months with dates set one year in advance.

7. Membership

The SEMLEP Board is constituted as set out in the Articles of Association. The Board recruitment and succession policy is available.

8. Conflict of Interest

All members of the board will be bound by the [Managing Conflicts of Interest Policy](#). Any declarations must be made at the start or during a meeting of the Board where there is personal or professional knowledge or interest in a project or activity. All conflicts or potential conflicts must be managed by the chair in line with the policy. All Member Register of interests forms will be uploaded to the SEMLEP website and will be updated annually in line with the policy.

9. Code of Conduct

All members must have signed the Code of Conduct before attending a Board meeting.

10. Deputies

Any members requiring a deputy may authorise a deputy in line with the [Deputy policy](#).

Reviewed: October 2020

Date for next Review: April 2021