

**DRAFT CONSTITUTION OF THE NORTH WALES
ECONOMIC AMBITION BOARD**

1. Name of Board

- 1.1 The name of the Board shall be the **NORTH WALES ECONOMIC AMBITION BOARD** ("the Board").

2. Purpose of the Project

- 2.1 The vision of the Board is to establish North Wales as a confident and outward looking region with a diverse and high value economy, providing a range of quality, sustainable employment opportunities for its people.
- 2.2 The six local authorities in North Wales will collaborate and work collectively to increase economic productivity, competitiveness and growth ("the Project").

3. Aims and Objectives

The Aims and Objectives of the Board is to:

- 3.1 Identify areas where there is added value from joint working and enhances collaboration.
- 3.2 To maximise the impact of available resources in Economic Development by working collectively at a strategic level.
- 3.3 Promote a change in Culture and Attitude with a greater emphasis on shared values and mutual trust in relation to collaborative Economic Development.
- 3.4 To work collectively as Six Local Authorities to provide North Wales with a strong and influential voice in terms of Economic Development.

4. Roles, Responsibilities and Functions of the Board

- 4.1 Identify and agree and review a strategic framework for collaborative Economic Development policies for North Wales (Economic Ambition Strategy).
- 4.2 To establish and maintain collaboration between other public and private sector stakeholders.
- 4.3 Plan, agree, monitor and review an annual operational Business Plan, premised on collaborative activities which add value.
- 4.4 To identify, agree and direct on the most appropriate governance model to deliver the Project.
- 4.5 To effectively co-ordinate and communicate with the North Wales Regional Partnership Board.
- 4.6 To provide strategic and political direction to the Management Group and to oversee and review its work.
- 4.7 To monitor progress of the overall Project.
- 4.8 To co-ordinate engagement communication and information sharing with other Public and Private sector stakeholders.
- 4.9 Establish and maintain arrangements for securing co-operation between key partners and stakeholders in North Wales and outside the region to promote Economic Development.
- 4.10 Assess the Project by considering best practice from other regions in the United Kingdom and further afield.

5. The Board – Core Principles

- 5.1 Members of the Board shall be expected to work on the basis of mutual support, shared values and a culture of joint working and collaboration. This behaviour and maturity of approach is at the heart of delivering the project.

Members of the Board will adhere to the following principles:

- Objectivity whilst making decisions – Members should act for the widest benefit of others. Even though Members can be influenced by the opinion of others, it is the responsibility of every Member to decide which opinion to adopt on the basis of merit.
- Accountability – Every Member sits on the Board on behalf of their

authority, and it is expected that every Member ensures that reasonable arrangements are in place to report back on their work.

- Openness – Members should be as open as possible about all their actions as Members of the Board. It should be ensured that reasons are given for decisions taken by the Board.
- Confidentiality – Every Member should respect confidentiality, where that is relevant, and ensure that confidential material is protected and that it is not used for private purposes.
- Declarations – Every Member should declare any private interest that could influence discussions or decisions taken by the Board, and they will be recorded by the secretariat.
- Promoting Equality and Respect for Others – Every Member should undertake their responsibilities with due regard to the need to promote equal opportunity for all and demonstrate respect and consideration towards others.

5.2 Responsibilities of Board Members are outlined in the Appendix to this Constitution.

6. Membership and Structure of the Board

6.1 The Members of the Board shall consist of the relevant Cabinet Member for Economic Development or their nominee from each of the following:-

6.1.1 Conwy County Borough Council

6.1.2 Denbighshire County Council

6.1.3 Isle of Anglesey County Council

6.1.4 Gwynedd Council

6.1.5 Flintshire County Council

6.1.6 Wrexham County Borough Council

6.2 Each Member shall have the right to nominate a substitute which may undertake their functions at any one or more Board meeting.

6.3 The Board shall appoint a Chair and Vice-Chair at its first meeting. The Chair shall be selected from one of the six of the North Wales Local Authorities Leaders. The Vice-Chair shall be nominated from one of the other six members.

7. Management Group

- 7.1 A Management Group of key officers from each Authority and relevant partners will support and advise the Economic Ambition Board.
- 7.2 The Management Group shall:
 - 7.2.1 bring forward proposals for collaborative activities
 - 7.2.2 implement the annual operational Business Plan
 - 7.2.3 be responsible for liaising between each Member
 - 7.2.4 report to and support the Board.

8. Operational Procedures of the Board

- 8.1 The Board shall nominate a Host Authority to fulfil the administrative and financial functions of the Board.
- 8.2 The Host Authority shall be responsible for providing secretariat functions to the Board and any groups established by the Board.
- 8.3 Meetings of the Board shall be held as necessary; however it shall be a requirement for the Board to meet at least once every quarter. The Board shall endeavour to meet in different geographical areas within North Wales when possible to do so.
- 8.4 The Chair shall be responsible for calling meetings of the Board with the support of the secretariat.
- 8.5 The secretariat shall provide written notice of the time, date and location of the Board meeting to all members at least 15 working days before the date fixed for the meeting.

- 8.6 If a member of the Board wishes to include an item on the agenda of the Board meeting, they should notify the secretariat at least 10 working days prior to the date of the meeting. The Chair and secretariat shall agree the final content of the agenda for the Board meeting.
- 8.7 If a member of the Board wishes to present a written report to the Board, they should ensure that the secretariat receives an electronic version of the report at least 7 working days before the date of the meeting.
- 8.8 The secretariat shall distribute the final agenda and reports for the Board meeting both electronically and in paper form at least 5 working days before the date of the meeting.
- 8.9 For Board meetings, 4 Members (including the Chair or the Vice-Chair in their absence) shall comprise a quorum.
- 8.10 The Board shall conduct its business in an open and transparent way and in a spirit of consensus and mutual respect. Therefore, the Board shall endeavour to arrive at a decision on matters by consensus. If consensus cannot be reached, the Chair shall ask for a vote and a simple majority shall carry the vote. If necessary, the Chair shall ask for a second vote or shall use their casting vote.
- 8.11 It shall be expected that decisions of the Board will be implemented. However, where executive authority is required, decisions shall be referred to the governing bodies of individual authorities for consideration and the outcomes of these considerations shall be reported back to the Board.
- 8.12 The secretariat shall be responsible for keeping minutes of the Board and distributing them to members of the Board within 15 working days of the date on which the meeting was held.
- 8.13 Copies of these minutes shall be made available by the secretariat on request.
- 8.14 The Welsh and English languages shall assume equal status in all of the Board's deliberations. Therefore, the secretariat shall be responsible for ensuring that

translation facilities are made available in all meetings.

8.15 Individuals that are not Members or that are not part of the secretariat shall have the right to attend meetings with the permission of the Chair (with the exception of substitutes attending on behalf of members in accordance with clause 6.2).

8.16 All of the Board's Sub-Groups and the Management Group shall be required to operate as much as possible in accordance with the above procedures.

9. Accountability

9.1 Members of the Board shall be accountable:

9.1.1 to their individual authorities

9.1.2 to the Board as part of their duty to co-operate.

10. Amending the Constitution

10.1 The Board shall undertake an annual self-assessment to assess the effectiveness of the Board.

10.2 The Board shall review the constitution on an annual basis and amend it as necessary.

10.3 In the meantime, Members of the Board shall have the right to propose improvements to the Constitution on the condition that they are submitted to the secretariat in accordance with Section 8 of this Constitution.

11. General

11.1 The Board shall not be a partnership or agency under the Partnership Act 1890 nor shall it be a company or corporation or have any other legal status or presence in law.

- 11.2 This Constitution does not give authority to any party to act as an agent of another party to this Constitution.
- 11.3 This Constitution does not give authority or right to assume, create and/or undertake any duty, obligation, liability or responsibility or to incur any expenditure or liability on behalf of the Board or a Member.
- 11.4 The Board has no power to enter into legal relations or contracts with any other person (whether or not a Member of the Constitution).
- 11.5 The Contracts (Rights of Third Parties) Act 1999 does not apply to this Board or this Constitution.
- 11.6 No Member of the Board shall be bound to follow, or refrain from, a particular course of action by being a Member of the Board and nothing carried out or not carried out, decided upon or not decided upon shall act as a fetter on the discretion, statutory or otherwise, of any party.
- 11.7 Participation in the Board shall be without prejudice to the wider statutory regulatory and other obligations of Members.

12. Counterparts

- 12.1 The Management Board may be dissolved by a majority decision at a meeting called for that purpose. All assets (if any) provided by individual Members will be offered back to that Member.

13. Dissolution

- 13.1 This agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute an original of this agreement but all the counterparts shall together constitute the same agreement.

14. Commitment to the Board

- 14.1 Each Member shall sign a copy of the Board's constitution as a sign of their support to the aim and objectives of the Board and their commitment to ensuring that the priorities of the Board are considered and mainstreamed into their work in order to improve Economic Development in North Wales.

Signed:

On behalf
of:

Date:

APPENDUM: Responsibilities of Members of the NORTH WALES ECONOMIC AMBITION BOARD.

1. Responsibilities of Members

- 1.1 To co-operate strategically for the benefit of Economic Development in North Wales.
- 1.2 To attend regular meetings of the Board.
- 1.3 To prepare thoroughly for all meetings by reading the minutes and accompanying papers as well as to contact and discuss any matter that is relevant to the work of the Board with others within their body as required.
- 1.4 To be prepared to contribute to meaningful discussions at Board meetings and to listen, give due consideration to and respect the opinions and views of others.
- 1.5 To communicate information about any work or development within their authority that is relevant to the Board.
- 1.6 To convey and promote the decisions of the Board within their authorities and report, on a regular basis, the work of the Board.
- 1.7 To work with other Members to achieve the aims of the Board and to implement the priorities set out in the Business Plan.
- 1.8 To recognise and respect the worth and contribution of each Member.

- 1.9 To represent the Board effectively on other groups, forums and partnerships as required and to ensure that the views of the Board are conveyed clearly and firmly on all occasions.
- 1.10 To participate in meetings, events and other activities organised by the Board from time to time.

2. Adhering to the Principles and Responsibilities

- 2.1 Members of the Board shall be required to adhere to the principles and responsibilities set out above whilst being a member of the Board.
- 2.2 Members shall have the right to refer any concerns they may have about the Chair to the attention of the Vice-Chair. The Vice-Chair shall take the necessary action to discuss these concerns with the Chair with a view to improving the situation. In extreme circumstances, the Vice-Chair shall have the right to refer the matter to the attention of the Board for a decision.

3. Revising the Principles and Responsibilities

- 3.1 The Board shall reserve the right to revise and amend the principles and responsibilities on a regular basis to ensure that they are fit for the purposes of promoting and maintaining the work of the Board.