

Scheme of Governance

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1. **Vision and Purpose**

'NewcastleGateshead 2030: the renaissance of our twin cities will have moved beyond our shared quayside to the communities beyond. We will have transformed our housing offer: providing quality, range and choice at the heart of the city region. We want to re-establish Gateshead and Newcastle as a place of housing choice, creating better physical, social and cultural links between places, helping to drive economic improvement and a thriving high-skill economy.'

The Partnership of Bridging NewcastleGateshead (BNG) is a strategic partnership of Newcastle City Council, Gateshead Council, key stakeholders and wider partners whose shared vision is of 'creating great places to live' in Newcastle and Gateshead. Governance of the Partnership is provided by the Gateshead and Newcastle Partnership which is the strategic partnership of the two Local Authorities. It brings together evidence strategic, planning and funding public and private sector expertise across the two local authority boundaries to deliver Growth, Renewal and regeneration activity with the purpose of renewing and growing the places of Newcastle and Gateshead to develop places of choice Places where people will stay and wish to live, work and invest in the future.

Gateshead and Newcastle Partnership

2. **Board Membership**

- 2 Board Members nominated by Gateshead Council
- 2 Board Members nominated by Newcastle Council
- 2 Board Members nominated by the Newcastle Local Strategic Partnership
- 2 Board Members nominated by the Gateshead Local Strategic Partnership
- 1 Board Member nominated by Homes and Communities Agency
- 1 Board Member nominated by One NorthEast

Withdrawal of Nomination

Any nominating organisation has the power at any time to withdraw their nomination and make a replacement nomination and all such nominations and withdrawals of nominations will be in writing to the Director.

5 Independent Board Members shall be selected by the other existing Board Members in accordance with a procedure to be agreed by the Board.

3. **Board Observers**

Rights of Re-nomination

In the event of the removal of a nominated Board Member the Council or Nominating Organisation who nominated the removed Board Member has the right of re-nomination provided that the person removed is not re-nominated without the consent of the Board.

- 1 person proposed by the Audit Commission
- 1 person proposed by the Government Office North East
- 1 person proposed by the New Deal for Communities

4. **Alternate Board Members**

The Nominating Organisations will try to ensure that their nominated Board Members attend all meetings of the Board and other Sub Groups as appointed. If a Nominated Board Member is unable to attend a meeting of the Board a deputy or suitable alternative replacement may be sent in his or her place. When the Board Member for whom the deputy or alternative is standing in for would have been entitled to vote the deputies or alternatives are entitled to vote.

5. **Co-opted Board Members**

The Board has the power to co-opt additional Board Members for a fixed term from time to time.

6. **Quorum**

The quorum necessary for the transaction of business of the Board may be fixed by the Board and if not fixed at any other number will be not less than 4 voting Board Members plus the Chair or Vice Chair.

7. **Terms of Reference**

The Board will:-

- 1) set the strategic direction for BNG and ensure that this is reflected in the Business Plan produced for the organisation;
- 2) ensure that the strategies of the organisation are consistent with and further the wider strategies for economic and social regeneration within the Region, City Region and Sub Region;
- 3) define and deliver the values and objectives of BNG;

- 4) establish policies, strategy and a business plan to achieve the objectives of BNG;
- 5) effectively manage any programmes, funding streams or initiatives to secure best value in delivery and secure outcomes consistent with the objectives of the organisation;
- 6) establish monitoring systems which oversee progress against agreed targets and evaluate the targets to ensure that the required outcomes are achieved;
- 7) select and define priorities for spend in accordance with policies and strategies ensuring implementation on time and budget;
- 8) agree an appropriate Scheme of Delegation and establishment of sub groups that may be required;
- 9) establish a framework for the identification and management of risk and ensure the Board receives regular reports on risk; and
- 10) ensure a commitment to equality and diversity in carrying out all of the functions of the Board.

8. Role and Responsibilities of the Chair

The Chair will:-

- ensure efficient conduct of the Boards' business;
- ensure that all Members are given the opportunity to express their views before decisions are taken;
- establish a constructive and supportive working relationship with the Director;
- ensure that the Board delegates sufficient authority to its sub groups, the Chair, the Director and others to enable the business of the Pathfinder to be carried out effectively between Board meetings, and also to ensure that Board monitors the use of these delegated powers;
- ensure that actions comply with agreed protocols;
- represent Bridging NewcastleGateshead on occasion;
- work in consultation with other Board Members to take decision delegated to the Chair with the advice of the Director;
- provide a networking / Ambassadorial role for BNG;
- ensure that the Board makes appropriate arrangements for its own appraisal and that of Board Members, including the Chair's own appraisal; and
- the Board may appoint a Vice-Chair of the Board and agree his/her duties.

9. **Board Member Obligations**

- To uphold the values and objectives of the Board. Members share responsibility for its decisions and each member should only act in the interest of BNG.
- To contribute to and share responsibility for Board decisions.
- To respect confidentiality of information.
- To prepare for and attend meetings, training and other events.
- To represent Board on occasion.
- Declare any relevant interests.
- To report back on relevant issues from their employing/representative organisations.
- Scrutinise financial information provided to ensure that financial controls and systems of risk management are robust and defensible.
- Attend induction, training and performance review sessions or events as are reasonably required by Board Members.
- Operate in accordance with the Code of Governance.
- Be Champions of BNG.

10. **Code of Governance**

This Code is based on the Langlands Principles which describe six principles of good governance for all organisations delivering public services. Members will also behave in accordance with the Nolan Principles of Public Life. Appendix 1 (ix).

Good governance means focussing on BNG's purpose and outcomes for partners and other stakeholders:-

- The Board establishes BNG's purpose clearly. It is actively involved in BNG's planning process and gives the organisation clear strategic direction.
- Strategic and financial plans are based on achieving its overall purpose.
- The Board oversees the implementation of strategic and financial plans and regularly reviews how far it has achieved the intended outcomes.
- Strategies, plans and major decisions take account of the needs and views of its stakeholders and the communities it serves.
- Decision-making is consistent with BNG governing documentation and with its legal obligations.

Good governance means the Board and senior officers working together effectively in clearly defined functions and roles:-

- Board Members and senior officers understand their roles and ensure that the Board exercises overall responsibility for BNG's leadership and control.
- Board Members must act in the best interests of BNG. They must not act as representatives of any other organisation or interest group.

- All Members of the Board accept collective responsibility for upholding its decisions.
- Working relationships between the Board and senior officers are constructive and effective. The respective functions and responsibilities of the Board and senior officers are clear and understood, and are carried out to a high standard.
- The Chair and the senior officer are responsible and accountable to the Board for exercising any powers or authority delegated to them.
- Governance systems and relationships enable the business to be managed efficiently and effectively.
- The Board arranges for the supervision, support, remuneration and appraisal of BNG's senior officer. The Board receives objective professional advice on matters where it would be inappropriate for the senior officer to advise them.

Good governance means promoting values for the whole organisation and demonstrating the values of good governance through behaviour:-

- BNG promotes clear values that guide its activities. Board Members and employees put these values into practice through their behaviour.
- The Board upholds and applies the principles of equality and diversity in all areas of its work, including its governance arrangements.
- BNG conducts its affairs with honesty and integrity. Through its actions, it maintains its good reputation.
- Any conflicts of interest that Board Members and staff may have are declared and managed openly and appropriately.

Good governance means taking informed, transparent decisions and managing risk:-

- The Board acts and makes decisions in a way consistent with BNG's governing documentation, standing orders and delegations.
- The Board receives information and advice that is appropriate to its strategic role and the decisions it is asked to make.
- The Board receives information that enables it to hold senior officers to account for performance in achieving the purpose and objectives.
- BNG openly communicates the Board's decisions to partners and other stakeholders.
- The Board identifies risks that might prevent it from achieving its objectives, manages these risks and mitigates their effects, wherever possible. The Board ensures that BNG has effective systems for risk management, internal control and audit.

Good governance means developing the capacity and capability of the Board and senior officers to be effective:-

- The Board and senior officers have the skills, knowledge, experience and resources needed to provide capable leadership and control, taking account of the objectives and governance needs.

- The Board includes people who can offer different perspectives on BNG’s work, provided they meet the criteria on skills, knowledge and experience.
- New and existing Board Members receive support to enable them to fulfil their governance responsibilities through induction, learning and other forms of support that reflect the objectives and governance needs.
- BNG regularly reviews the skills and composition of the Board and how well it is fulfilling its governance responsibilities. It makes any improvements needed and plans effectively for the renewal of the Board.
- Where Board Members are nominated by an outside body, nominations and appointments are made on the basis of the skills and experience that would be most useful in meeting BNG’s governance needs.
- Senior officers have the resources and support they need to do their job.

Good governance means working with stakeholders and being openly accountable to them:-

- BNG gives partners, funders and local people information that meets their needs about BNG, its services, its performance and its future plans.
- BNG gives other stakeholders the information they need about its plans and performance.
- BNG is open about what it does and publishes information about its activities. Wherever possible, BNG agrees to requests for information about the work of the Board and BNG.
- BNG is open and co-operative in dealing with all its partners and funders, notifying them of anything that may affect its ability to fulfil its obligations.

Reference:

Langlands Principles

Nolan Principles