**Appendix B – The Skills Advisory Panel (SAP) board Terms of Reference**

# Purpose

The Skills Advisory Panel board (which replaces the Education Skills and Employment Group) is responsible for securing delivery of the SSLEP Skills Strategy and its programme of activities and investments.

Its role is to bring together local employers and skills providers to work together to understand and address key local challenges. This includes both immediate needs and challenges and looking at what is required to help Stoke-on-Trent & Staffordshire employers and skills providers adapt to future labour market changes, grasp future opportunities and give more people in the local community access to higher quality skills provision.

The SAP will secure influences on resources and agencies for delivering these priorities acting as a strategic commissioner of skills provision, on behalf of the Stoke on Trent & Staffordshire Local Enterprise Partnership. The ESEG will make recommendations on the strategic fit of skills projects and proposals to the Executive Board.

# Remit/powers/decision-making

The SAP board will:

* Produce a robust and authoritative evidence based skills and labour market analysis supporting the SSLEP Local Industrial strategy, which clearly identifies existing local skills and employment challenges, and identifies key areas of future needs related to projected local employment growth areas;
* Discuss and agree local skills needs priorities in the short term and longer term recommending these to the LEP Executive Board for endorsement and to work with the Department for Employment to gain influence on the provision offer of skills providers to meet those skills needs;
* Advise on, and help implement, funding and investment decisions for local skills and employment provision;
* Work closely with careers advisory services to ensure that potential learners are informed about career routes and their guidance is informed by up to date local labour market information;
* Provide a strong strategic influence and leadership within the region on education, training and employability by acting as a forum for organisations, including public sector bodies, private sector businesses and third sector organisations, schools, colleges and other education and training providers;
* Maintain an overview of delivery of the SSLEP Skills Strategy and ensure feedback to inform future strategy development;
* Monitor skills related projects and their outcomes;
* Report to the LEP Executive Board on delivery of the skills strategy and achievement of programme delivery milestones and outcomes, spend and targets;
* Promote activities that seek to raise the achievement of pupils and students in education and training within the region;
* Promote activities that seek to raise educational and training aspirations amongst young people, their families and advisors;
* Work through local delivery bodies and support individual or groups of schools, colleges and other providers to raise student achievement and attainment;
* Provide a network of contact for communications and mutual support between business, public sector, third sector and educational organisations; and
* Seek to influence policy makers at national level of the needs and potential of education and training within the region to leverage resource to the delivery agents to support the achievement of its key purpose.
* Maintain and manage a risk register and associated mitigation plan.

**Governance**

The SAP board will adhere to the standards of transparency, conflicts of interest, accountability and diversity as set out in the “Local Enterprise Partnership National Assurance Framework” and “Strengthened Local Enterprise Partnerships” publications and reflected in the SSLEP Assurance Framework, March 2019 v4. <https://www.stokestaffslep.org.uk/app/uploads/2019/03/SSLEP-Assurance-Framework-v4.0.pdf>

Key inserts of the SSLEP Assurance Framework are detailed below:

**2.14.2 Transparency Engagement and Scrutiny**

The scrutiny of the SAP work will be conducted through the SSLEP scrutiny process.

**2.14.3 Rules of Conduct and Appointment of Members**

* *The Company Executive Board and Partnership members (where they are not ex-officio) will be appointed via an open application process. All appointments will be made in accordance with the provisions of the* [*Governance Code on Public Appointments (December 2016)*](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/578498/governance_code_on_public_appointments_16_12_2016.pdf)*.*
* *Arrangements for advertising and recruiting Company Directors and Partnership members will be delegated to the Secretariat, with all appointments to be made through a nominations committee and formally signed off by the Company Executive Board*
* *All members will be required to sign a code of conduct – see Code of Conduct for LEP Board Members (Section 4).*

1. *Code of Conduct for LEP Board Members*

*1 All Board Members of the SSLEP sign up to a Code of Conduct on commencing their role with the LEP. LEP Officers sign up to their own Officer Code of Conduct.*

*Board Member Code of Conduct*

*2 Board Members of the Stoke and Staffordshire Local Enterprise Partnership shall have regard to the following principles – selflessness, integrity, objectivity, accountability, openness, honesty and leadership in your conduct at all times.*

*3 Accordingly, when acting within their capacity as a Board Member of Stoke and Staffordshire Local Enterprise Partnership:*

* *Members must act in a manner consistent with the LEP’s equality and diversity strategy and treat fellow Board Members, members of staff and others they come into contact with when working in their role with respect and courtesy at all times.*
* *Members must act solely in the public interest and should never improperly confer an advantage or disadvantage on any person or act to gain financial or other material benefits for themselves, their family, a friend or close associate.*
* *Members must not place themselves under a financial or other obligation to outside individuals or organisations that might be reasonably regarded to influence them in the performance of their official duties.*
* *When carrying out their LEP duties members must make all choices, such as making appointments, awarding contracts or recommending individuals for rewards or benefits, based on evidence.*
* *Members are accountable for their decisions and must co-operate fully with whatever scrutiny is appropriate to their position. Members must be as open as possible about both their decisions and actions and the decisions and actions of the LEP. In addition, they should be prepared to give reasons for those decisions and actions.*
* *Members must declare any private interests, both pecuniary and non-pecuniary, including membership of any Trade Union, political party or Local Authority that relates to their LEP duties. Furthermore, they must take steps to resolve any conflicts arising in a way that protects the public interest. This includes registering and declaring interests in a manner conforming with the procedures set out in the section ‘Registering and declaring pecuniary and non-pecuniary interests’ in the LEP’s conflict of interest policy.*
* *Members must, when using or authorising the use by others of the resources of your LEP, ensure that such resources are not used improperly for political or personal purposes (including party political purposes).*
* *Members must promote and support high standards of conduct when serving in their LEP post, in particular as characterised by the above requirements, by leadership and example.*

1. *Conflicts of Interest Policy*
2. *SSLEP is committed to ensuring that all Board Members and Officers act in line with the Nolan Principles of public life. This policy provides the detail of how LEP Board Members and Officers should consider conflicts of interest and declare any interests in line with the LEP’s processes.*
3. *This policy explains the procedures through which SSLEP will seek to maintain its high ethical standards and protect its reputation against any allegations of conflict of interest. It is communicated to everyone involved in the LEP to ensure their commitment to it and it applies to all staff and Board Members.*
4. *Board Members and staff take personal responsibility for declaring their interests and avoiding perceptions of bias. To demonstrate this all Board Members and staff produce and sign a register of interests and publication[[1]](#footnote-1) on the website which is reviewed every six months and updated regularly.*
5. *In addition, SSLEP ensures that the Conflict of Interest Policy is followed through its decision making processes. It is committed to ensuring that this policy applies to decision makers regardless of whether there is a formal meeting. The SSLEP ensures that decisions are recorded and published [link to publication policy], regardless of how they are taken to ensure full transparency in all SSLEP decisions.*

*Definition*

1. *A conflict of interest is any situation in which an employee’s or a board member’s personal interests, or interests that they owe to another body, may (or may appear to) influence or affect their decision making.*

*Identifying conflicts of interest*

1. *Conflicts can inhibit open discussions and may result in irrelevant considerations being taken into account or decisions being taken that are not in the best interests of the LEP. Conflicts may arise, for instance, where a Member’s personal interests, for instance, as a shareholder in a company that is a potential beneficiary of grant funding, conflict with the interests of the LEP.*
2. *There may be commercial, actual or potential conflicts of interests. This policy covers all three types of interests.*

*Registering and declaring pecuniary and non-pecuniary interests*

1. *As a Board Member or staff member of the LEP, you must:*
2. *Within 28 days of taking office, notify your LEP Chief Executive and Accountable Body’s Section 151/Section 73 Officer of any disclosable pecuniary interest, where the pecuniary interest is yours, your spouse’s or civil partner’s, or is the pecuniary interest of somebody with whom you are living with as a spouse, or as if you were civil partners. [[2]](#footnote-2)*
3. *Within 28 days of taking office, notify your LEP Chief Executive and Accountable Body’s Section 151/ Section 73 Officer of any non-pecuniary interest which your LEP has decided should be included in the register or which you consider should be included if you are to fulfil your duty to act in conformity with the Seven Principles of Public Life.[[3]](#footnote-3) These non-pecuniary interests will necessarily include your membership of any Trade Union.*
4. *Review your individual register of interest before each board meeting and decision-making committee meeting and declare any relevant interest(s) at the start of the meeting.*
5. *If an interest has not been entered onto the LEP’s register, then the you must disclose the interest at any meeting of the LEP where you are present, where you have a disclosable interest in any matter being considered and where the matter is not a ‘sensitive interest’.[[4]](#footnote-4)*
6. *Following any disclosure of an interest not on the LEP register or the subject of pending notification, you must notify the LEP Chief Executive and Section 151/Section 73 Officer of the interest within 28 days beginning with the date of disclosure.*
7. *Unless dispensation has been granted, you may not participate in any discussion of, vote on, or discharge any function related to any matter in which you have a pecuniary interest. Additionally, you must observe the restrictions your LEP places on your involvement in matters where you have a pecuniary or non-pecuniary interest as defined by your LEP.*
8. *Categories of disclosable interest are stated in the LEP’s register of interest.*
9. *LEP Board Member’s and Officers should also familiarise themselves with the LEP’s gifts and hospitality policy.*

*Procedure for managing conflicts*

*17. When an interest materially affects a member’s ability to vote without prejudice, this will be deemed to be non-trivial and a conflict of interest. In such circumstances the member will withdraw from the meeting while the discussion and vote takes place.*

*18. Upon the declaration of any conflicts of interest at a meeting of the Board, the nonconflicted members will:*

* *assess the nature of the conflict;*
* *assess the risk or threat to member decision-making;*
* *decide whether the conflict is non-trivial (that is, it is material or has the potential to be detrimental to the conduct or decisions taken by the members); and*
* *decide what steps to take to avoid or manage the conflict.*

*19. The conflicted member must not take part in the discussion or decision and will not be counted when determining whether the Board meeting is quorate.*

*20. The non-conflicted members will consider whether it is necessary to seek the advice of the LEP’s legal adviser on whether the conflict is nontrivial and/or on how to manage the conflict declared.*

*21. Subject to the provisions set out in the LEP’s Articles of Association, if the nonconflicted members consider that the declared conflict is trivial, they may agree that the conflicted Member may continue to participate in discussions and the decision-making process.*

*22. If the non-conflicted members consider that the conflict is non-trivial, the non-conflicted members will determine what action is appropriate in light of the nature and extent of the conflict. A number of steps can be taken to deal with the conflict, including:*

* *excluding the conflicted member from discussions in relation to the matter to avoid inadvertently influencing the non-conflicted members;*
* *excluding the conflicted members from decision-making in relation to the matter while the conflict exists;*
* *delegating the matter to a sub-committee of non-conflicted members;*
* *seeking independent advice to help with a decision;*
* *appointing an alternative, non-conflicted member;*
* *resignation of the conflicted member where the conflict is acute or pervasive; and/or*
* *applying to the court for directions.*

*23. The Chair of the Board will inform the conflicted member of the non-conflicted members' decision. The secretary to the Board will note in the minutes of the meeting the conflict declared, an outline of the discussion and the actions taken to manage the conflict.*

*2.14.6 Risk Management Statement*

* *The Audit & Finance Committee will maintain and manage the overarching SSLEP-wide risk register and associated mitigation plan on behalf of the LEP Executive Board.*
* *Each permanent sub-group is responsible for owning its own Risk Register and associated mitigation plan.*
* *The named individual responsible for “Risk” on behalf of the SSLEP will be the Chair of the Audit & Finance Committee.*

*Appendix 1 - Electronic Procedure (Decision Making)*

* *In this text the term “committee” is deemed to cover Board, Committee, Panel or sub-Committee, etc.*
* *Where the Chair of a committee has decided to seek agreement to a proposal via the Electronic Procedure the following process shall be implemented:* 
  + *In such cases, the Secretariat shall write to each member of that committee requesting agreement to a specified course of action.*
  + *Committee Members shall be given no fewer than five clear working days to respond, unless a decision is required urgently, which in relation to the Electronic Procedure, will be determined by the Chair in conjunction with the Vice Chair.*
  + *For a decision to be taken, the number of members participating and the composition of those members must be the same as for a quorate meeting and over 50% of those participating must agree to the course of action. All decisions made by Electronic Procedure shall be ratified at the next scheduled meeting of the relevant group, provided a quorum is present.*
  + *The relevant committee may also delegate specific decisions to the Chair following a meeting, for example if some additional action is required on an item which has been discussed at a meeting. Where the Chair receives a specific delegation, any decision must be:* 
    - *recorded, stored by the Secretariat, and published on the SSLEP’s website; and*
    - *ratified at the next meeting of the relevant committee, provided a quorum is present.*

*Appendix 2 - Register of Interests*

*For the avoidance of doubt, this covers all members, participants in SSLEP meetings and key members of staff, and includes the expected personal Code of Conduct and anything that may construed as Conflicts of Interest.*

*Board Members are required to complete a Register of Interests before participating in any decisions as set out in the “*[*National local growth assurance framework*](https://www.gov.uk/government/publications/national-local-growth-assurance-framework)*” guidance.*

*Members declarations of interest can be found at SSLEP website, Governance section,* [*Declarations of interest*](https://www.gov.uk/government/publications/national-local-growth-assurance-framework) *Appendix 3 - Meetings & Papers*

*Summary of timings – applies to ALL SSLEP meetings:*

* *Giving Notice of items for inclusion on an agenda - 10 working days prior to the meeting*
* *Issues of Papers - 5 working days prior to the meeting*
* *Minutes issued (in draft) - 5 working days after the meeting*
* *Minutes ratified - At next meeting of the group*

*GENERAL:*

*The agenda and papers for meetings will be coordinated by the Secretariat and approved by the Chair, and members of the relevant panel may request that items are added.*

* *Panel members wishing to propose items for the agenda should contact the Secretariat at least ten clear working days prior to the meeting. Ordinarily such items will be added to the agenda for the next meeting unless at specific direction from the Chair who shall provide reasons to the proposing Board Member.*
* *The Secretariat will issue an agenda and papers for meetings at least 5 clear working days in advance of that meeting which will be made available for public inspection through publication on the SSLEP’s website.*
* *Documents which are not circulated with the agenda may be circulated with shorter or no notice, with the agreement of the Chair. Decisions arising from this process shall not be taken unless in accordance with the protocols in Appendix 1 – General - in relation to urgency.*
* *Some papers will not be suitable for release into the public domain, due to them containing personal information about individuals or commercially sensitive data. Any reports which are not published will be stored by the Secretariat.However in this instance a summary decision notice will still be posted on the SSLEP’s Website. If necessary, the decision regarding whether an item should be considered confidential will be made with reference to the categories of Confidential and Exempt Information set out in the Local Government Act 2000 and any later amendments to that Act.*
* *Member(s) of the Secretariat will attend meetings in order to:* 
  + *take minutes; record decisions; update and circulate Action Lists*
  + *provide any information requested at earlier meetings; and*
  + *provide any other support required by the Chair.*
* *Minutes of meetings shall be approved in draft form by the Chair and disseminated to members following the meeting. Minutes shall remain draft until approval at the next meeting.*
* *Minutes shall be made publicly available on the SSLEP website following approval, except for minutes which are not suitable for release in the public domain, for example due to them containing personal information about individuals or commercially sensitive data. Any minutes which are not published will be stored by the Secretariat.*
* *The Secretariat will maintain and publish a schedule/diary of meetings, including:*
  + *the date for notification of agenda items,*
  + *the date for receipt of update reports,*
  + *the date for issue of agendas & papers,*
  + *the date for issue of draft minutes,*
  + *the date for publication of authorised minutes.*
* *The Secretariat will maintain a central electronic store of all paperwork pertaining to SSLEP meetings including, but not limited to: agendas; minutes; terms of reference; register of interests; and a record of decisions taken outside meetings.*

*Appendix 6 – Diversity Policy*

The SAP follows SSLEP complaints procedure & diversity policy as detailed in the SSLEP Assurance Framework.

# Representation & Attendance

The SAP board will be constituted as follows:

* Chair – SSLEP Board Member (1)
* Senior representatives of City and County Council (2)
* District Council representatives (2)
* City & County School Head teacher (2)
* City & County Employer/Business representatives\* (6)
* University Vice Chancellors (2)
* Training Provider Association (1)
* Chamber of Commerce (1)
* FE College Principals (1)
* Voluntary Community Sector representative (1)

\* Will include SME and Larger business and public and private representation

The following will feature as Advisors:

* SSLEP Skills Leads (2)
* Education & Skills Funding Agency
* Cities & Local Growth Unit (1)
* Department of Work & Pensions/Jobcentre Plus (1)

For the SAP to be quorate no fewer than 9 members must attend the meeting

Where the SAP is not quorate, business may proceed but decisions will be subject to confirmation by the majority of members present and voting at the next appropriate meeting provided always that a quorum is present or, where more appropriate, by the Electronic Procedure.

* Local Authority Executive Board Directors can register one named alternate to attend in their place.
* District/Borough Council Leaders should nominate another District/Borough Council Leader.
* The University Board Director can register a named alternate to attend in their place and this should be another University within the LEP Area.

Others relevant stakeholders may attend meetings and participate in discussion at the invitation of the Chair.

Officers and members of the bodies participating in the SSLEP, but not invited to attend and participate, may attend as observers at the discretion of the Chair.

The SAP board will be supported by a secretariat that will be responsible for communication coordination and reporting on programme performance and risk and will conform to the requirements set out in the SSLEP Assurance Framework.

1. [↑](#footnote-ref-1)
2. For the purpose of this guidance, we are using the definition of a pecuniary interest as set out in the Localism Act 2011 and The Relevant Authorities (Disclosable Pecuniary Interests) Regulations 2012. [↑](#footnote-ref-2)
3. A Non-Pecuniary interest is any interest which is not listed in the Schedule to Relevant Authorities (Disclosable Pecuniary Interests) Regulations 2012 (No. 1464) [↑](#footnote-ref-3)
4. A ‘sensitive interest’ is described in the Localism Act 2011 as a member or co-opted member of an authority having an interest, and the nature of the interest being such that the member or co-opted member, and the authority’s monitoring officer, consider that disclosure of the details of the interest could lead to the member or co-opted member, or a person connected with the member or co-opted member, being subject to violence or intimidation. [↑](#footnote-ref-4)