

## SIMPLIFICATION PATHFINDER PILOT BOARD

### TERMS OF REFERENCE

Purpose	To provide a vehicle through which the vision of the Simplification Pilot Investment Plan and the projects within it are delivered.
Role	To make recommendations and give advice to Wirral Borough Council as regards matters within its scope. To support the activities within scope of the Investment Plan. To ensure that the projects benefit the communities within which they are delivered.
Membership	<p>Selection and appointment of the Board will be led by Wirral Borough Council. The Board shall comprise of the following:</p> <ul style="list-style-type: none"> <li>• Chair of Economy and Regeneration and Housing Committee (1 seat);</li> <li>• Ward members (5 seats) - 1 member from each ward within the scope of the Simplification Pilot as follows:             <ul style="list-style-type: none"> <li>○ Birkenhead &amp; Tranmere</li> <li>○ Bidston &amp; St James</li> <li>○ Seacombe</li> <li>○ Liscard</li> <li>○ Bromborough</li> </ul> </li> <li>• Local business and investors (4 seats) as follows:             <ul style="list-style-type: none"> <li>○ Wirral Chamber of Commerce (umbrella organisation representing businesses);</li> <li>○ Eureka! Science + Discovery (area based business representative);</li> <li>○ Heap &amp; Partners Liscard (area based business representative);</li> <li>○ Make CIC (social enterprise businesses sector representative)</li> </ul> </li> <li>• Community representatives (1 seat) as follows;             <ul style="list-style-type: none"> <li>○ Wirral CVS (umbrella organisation representing community groups);</li> </ul> </li> <li>• Local MPs (3 seats) being the MPs for Birkenhead, Wallasey, and Ellesmere Port &amp; Bromborough;</li> <li>• Anchor Institutions (3 seats) namely:             <ul style="list-style-type: none"> <li>○ DWP/Birkenhead Job Centre Plus;</li> <li>○ Wirral Metropolitan College;</li> <li>○ Merseyside Police</li> </ul> </li> <li>• Arms-length bodies and other non-governmental agencies (1 seat).             <ul style="list-style-type: none"> <li>○ Liverpool City Region Combined Authority</li> </ul> </li> </ul> <p>In finalising membership the following guiding principles have been considered:</p> <ul style="list-style-type: none"> <li>• Size of the Board;</li> <li>• Balance with number of elected members; and</li> </ul>

	<ul style="list-style-type: none"> <li>Conflicts of Interest</li> </ul> <p>All Board members to have one named representative to deputise for the Board. This will ensure consistency and appropriate oversight and knowledge allowing them to make a positive contribution.</p>
Non Voting Members	1 member representative from the each of the Conservative and Liberal Democrat Groups.
Chair	<p>Chair of Economy Regeneration and Housing Committee.</p> <p>In absence of the chair, chair will be selected from the Board membership for the duration of the meeting only.</p>
Responsibilities	<p>The Board brings together private, public and voluntary sectors to provide the strategic leadership required to deliver the Investment Fund objectives. The responsibilities of the Board are to:</p> <ul style="list-style-type: none"> <li>Ensure progress is being make on delivery of the projects</li> <li>Proposal 'change control' options where necessary</li> <li>To oversee programme Assurance</li> <li>Ensure involvement of key stakeholders in the development of projects</li> <li>Establish Task and Finish Groups to develop agreed activities, reviewing and reporting on progress as necessary.</li> </ul>
Decision Making	<p>All Board Members have a responsibility to ensure that adequate discussion of issues occurs before recommendations are made. There is a strong presumption is that if at all possible, that decisions should be reached by consensus.</p> <p>If consensus cannot be agreed by the Board in the first instance, the Chair will mediate towards satisfactory resolution, based on an evidenced-led approach.</p> <p>If the Board still cannot reach consensus, decisions will be made on the basis of voting.</p> <p>Whilst the Board does not have formal delegated decision-making powers, its decisions will be in the form of independent advice, and recommendations to the Council in the spirit of consultation and collaboration. The Council will be responsible for making formal decisions in relation to matters within the scope of the Board, informed by input from the Board in accordance with the Council's constitution and decision-making processes.</p>
Voting Arrangements	All Board Members shall have one vote each, which may be cast on matters considered at the meeting. Any decision taken by the Board must be a majority decision. Where a conflict of interest

	<p>exists, a Board Member may not take part in the debate and should leave the room when the matter is being discussed. Save where they have a prejudicial interest, the Chair will have a casting vote. Members are not entitled to cast a vote if they are not in attendance when the decision is formally agreed.</p>
Delegating Tasks and Powers	<p>Task and Finish Groups may be established by the Board for specific and appropriate elements of the Board's business. The Board should agree what Task and Finish Groups are required. Additional members may be invited to provide skills, resources, insight and capacity to the task but must abide by the decision-making structures, Code of Conduct and Terms of Reference of the Board.</p> <p>Each Task and Finish Group should be chaired either by a Board Member or a Board approved nominated representative. Progress on tasks of the Task and Finish Group should be updated and reported to the Board, to a schedule agreed by the Board as appropriate to its agenda. Procurement processes will be governed by the Financial Regulations and Procurement Procedures for any goods or services procured by funds for which the Council is the accountable body.</p>
Reporting	<p>The proceedings and resolutions of the meetings of the Board, including names of those present, shall be minuted by the secretariat. Draft minutes will be circulated promptly to all Board members. Minutes, or extracts thereof, will be published as part of reporting to the relevant Council committee.</p>
Governance	<p>The Board shall use the pre-existing governance structures of Wirral Borough Council. The Board and its members shall align with the governance standards and policies of Wirral Borough Council.</p>
Confidentiality	<p>Members of the Board are required to preserve the confidentiality of information presented, discussed or considered by the Board if necessary. The meetings will not be open to attendance by the press or public.</p>
Meetings	<p>Meetings will be scheduled on quarterly basis or as required by the development of business cases and implementation of projects. This will be kept under review to ensure progress. Board Members are expected to attend regularly, and meetings will be diarised to ensure optimal attendance. However, if Board Members are not able to attend, they are still required to read the Board papers and make their views known to the Chair of the Board in advance of the Board meeting.</p> <p>In the event of an urgent or by exception Board, all members would be invited, and this would need to be quorate.</p>

	<p>Duration of the Board Membership will be:</p> <p>In the case of Council members for the duration of their terms of office;</p> <p>In the case of other members until 31 May 2028 whereupon the Council will be at liberty to make a reappointment for a term of 4 years.</p> <p>Secretariat for the Board will be provided by Wirral Borough Council.</p>
<p>Quorum</p>	<p>At least 5 members, with at least 3 elected members. Wirral Council are the accountable body, and it is therefore appropriate that they take the quorum. However, the other 2 members should be from private sector or local organisations to ensure balance.</p>
<p>Code of Conduct</p>	<p>Board Members will be required to adhere to the governance standards and policies of Wirral Borough Council. One Code of Conduct will cover all Members of the Board with respect to its purpose and objectives, its Task and Finish Group all public sector officers supporting the development and delivery of the programmes and projects within scope of the Investment Plan. The Board will be made aware of the importance and significance of upholding these standards at their inaugural Board Meeting and through regular training processes if required.</p>
<p>Declaration of Interest</p>	<p>At every Board meeting, Members will be asked to declare any actual or potential conflict of interest and these will be publicly recorded. Where the Board agrees that a conflict is inappropriate, the member should be excluded from both the discussion and decision making. Particular care will be taken where Board Members have a live, concurrent post which could give rise to conflicts of interest.</p> <p>Any conflict of interest for Board Members will be established at the start of the selection process and actively managed to ensure there are no material factors impeding independence of judgement. Board Members will demonstrate visible independence which is vital to ensure that there is no bias or favouritism towards or against particular Board Members.</p> <p>This freedom of action is needed to reassure investors, competitors, residents, employees and all tiers of government. Wirral Borough Council, as the Lead Authority, will publish the list of Board Members and registered Conflicts of Interest. Members of the Board agree to comply with the Nolan</p>

	<p>Principles, the 7 principles of public life which apply to anyone who works as a public office holder.</p> <p>All named representatives to deputise will also need to complete a declaration of interest form.</p>
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