



Annex to Terms of Reference Document

Organisation of the ESB

The ESB consists of up to 17 members including the Chair. Membership shall be comprised of:

- Eight private sector members (one of whom should be a business Board Director from the Solent Local Enterprise Partnership Board),
- Seven public sector representatives (two local authorities, one SFA, one further education representative, one HEI representative, one private training provider representative and one representative from Jobcentre Plus).
- One representative from a social enterprise/ voluntary sector
- One business representative organisation

Ex-officio advisors supporting the ESB will have a standing invitation to the meetings, and the Chair will be drawn from with the Private sector members or higher education.

The ESB shall hold three meetings annually with other meetings to be called if there are urgent matters to be transacted.

Directions on Appointments

The Chair and members of the ESB shall be appointed for a period of two years and are eligible for reappointment with the maximum term of office being six years. Members of the ESB may resign their position at any time by giving notice in writing to the Chair. The Chair of the ESB may resign by giving notice in writing to the Solent LEP/ PUSH Joint Committee.

Removal from Office

A member of the ESB may be removed from office by the ESB by notice in writing if he or she has been absent from meetings of the ESB for a period longer than nine consecutive months (3 meetings) without the Chair's permission or is unable or unfit to carry out the functions of a member.

Decisions and Voting

It is expected that the decisions of the ESB will normally be reached by consensus after due debate but if a vote is required decisions shall be made on the basis of a majority of those members attending and voting at a quadrate meeting. In the event of an equality of votes being cast, the Chair of the meeting shall have a casting vote.

Members of the ESB may not vote by proxy or by post. For the avoidance of doubt, a member will be deemed to be in attendance if the meeting is conducted using video-conferencing facilities.

Declarations of Interest

A Register of Interest will be established and all members will be expected to declare both pecuniary and non-pecuniary interests. In addition members of the ESB will be required to declare any direct or indirect interest in any matter to be considered at a meeting of the ESB under a standing item. Where a matter is under consideration in which a member has declared a specific interest, i.e. where a decision made by the ESB could bring an advantage to that individual, his/her organisation or business, that member shall not participate in discussion, or voting, and shall not be counted in the quorum for that item. It shall be for the other members present to determine whether the interest is such that the member should withdraw from the meeting.

Others attend meetings of the ESB, whether as a guest or officer of PUSH, shall declare any direct, or indirect interest in any matter which is to be considered at a meeting. It shall be for the members of the ESB to determine whether the interest is such that the person should withdraw, except in the case of the secretary to the meeting, where another shall be appointed to clerk for that item.

The minutes of meetings of the ESB will record any declarations of interest made, and whether the person withdrew from the meeting for that item.

Quorum

No business decisions shall be agreed at a meeting of the ESB unless at least six members are present, three of whom must be from the private sector.

Accountability

We are conscious of the need for the ESB to be business led. As a result, we do not want to subject it to overly bureaucratic reporting requirements and we wish it to have the authority to make a real difference to local employment and skills services. However, we also wish to ensure that the Board remains accountable for its actions, and has the required level of legitimacy in order to direct the use of public funds.

The Role of the Chair

The Chair will chair all the meetings of the Board, if the Chair is not available for a meeting, members present at the meeting will nominate and agree a chair for that meeting.

The Chair will decide the order in which members will be called to speak ensuring that all members present, who wish to, are given an opportunity to speak and also seeking to ensure that all views are fairly represented.

The Chair will decide which matters are or are not in or out of order in terms of the meeting. The Chair will suspend the meeting if in his or her view this is necessary; for whatever period of time he or she thinks appropriate.

Appendix 1 Part 2

The ESB will be made up of people with different strengths, interests, views on public accountability and ways of working. The Chair's role is to bring these together to develop an effective group that is capable of working together and respecting each other's point of view.

The Role of Members of the Board

Members have a valuable role to play and are appointed to reflect, rather than directly represent, their local community or business.

The Role of Ex-Officio Observers

Ex-officio status is conveyed on advisors supporting the ESB and the Board can invite others to attend the meeting if they feel this would be helpful to the business.

Although ex-officio observers are not members of the ESB, the benefit of their experience on the issues under discussion and their feedback on the views and perceptions of the client group they serve are valuable contributions that will be sought by the Chair during debate. They may also be invited to speak on relevant issues.

Ex-officio observers do not have voting rights and may be asked to leave whilst "in confidence" issues are discussed.