



**DORSET**

Local Enterprise Partnership

**Business Growth and Inward  
Investment Committee**

**Terms of Reference**

**January 2020**

## 1. Purpose

- 1.1. **The Business Growth and Inward Investment Committee** (referred to as the Committee hereafter) oversees and advises on programme implementation and development, with the aim of driving new thinking around support necessary for scale up, business support, trade and business resilience.
- 1.2. The Committee will bring together representatives from industry, education and public agencies with members of Dorset Local Enterprise Partnership's (LEPs) Board.
- 1.3. The aim of the Committee is to progress the strategic implementation of Dorset's Local Industrial Strategy. In pursuing this aim, the Committee will steer, advise and make recommendations to the Dorset LEP Board on the development and delivery of key projects and programmes related primarily to Dorset's 'business environment' (one of the five foundation of productivity set-out in the UK's modern Industrial Strategy).

## 2. Objectives

- 2.1. In order to achieve the overarching aims set-out above, the Committee will:
  - Drive new thinking around support necessary for scale up, business support, trade and business resilience across Dorset;
  - Help prioritise and inform business growth initiatives;
  - Make recommendations about the allocation of resources and business growth funding proposals; and
  - Ensure activities are linked effectively with the other strategic programmes.
- 2.2. All business of the Committee will be conducted in accordance with the Nolan Principles of Public Life (see Appendix 3).

## 3. Status

- 3.1. The Committee is established as Committee to the Dorset LEP Board.

## 4. Board membership

- 4.1. The Committee will consist of twelve members; including up to six business representatives, at least one from a social/community enterprise, one each from the Higher and Further Education sectors, and two from local authorities, a representative from the Department for Business Energy and Industrial Strategy (BEIS) and a representative from the Department for International Trade (DIT)
- 4.2. Committee members serve in a personal capacity and will act in the interests of the Committee.
- 4.3. The role of business sector members is to represent the views and interest of private and community/voluntary sector businesses, with reference to particular sectors, business size and geographic area, whilst always ensuring

that decisions are taken in the best interests of Dorset's business community as a whole.

- 4.4. The role of local authority members is to represent their residents, whilst acting in the interests of Dorset as a whole.
- 4.5. The process for selecting representatives shall be determined by Board Recruitment Process.
- 4.6. The terms of office for Committee members will stand as follows:

<b>Member category</b>	<b>Term of office</b>	<b>Replacement if vacancy arises</b>
Business representative	24 months	Engagement with Dorset Chamber et al
Social/community enterprise representative	24 months	Open advertisement and engagement with sector.
Education representative (HE and FE)	24 months	By selection of LEP Board Members / ref to Nomination Comm if necessary.
Business support organisation representative	24 months	Appointment from Dorset Chamber or similar body.
Government representative	24 months	By Gov Office appointment.
Local authority representative	24 months	By local authority representative.

- 4.7. The Committee may co-opt up to three additional people to serve as members, if there is a clear requirement for additional expertise and experience for the successful delivery of the Committee's responsibilities. Co-opted members may only serve a maximum of two years.

## **5. Chair**

- 5.1. The Committee Chair shall be appointed by the LEP Board and be a member of the LEP Board. A Vice-Chair will be chosen from the total membership of the LEP by the Committee Chair. Both positions will be subject to annual renewal.
- 5.2. Duties of the Chair will include:
  - o Leading the smooth and effective operation of the Committee;
  - o To ensure the Secretariat is operating effectively and within its mandate, that budgets are appropriately applied and that proper policies and processes are in place and observed;

- To ensure timely advice and reporting to the Dorset LEP Board relating to the work of the Committee.
- To undertake activity as required according to the delivery plan and strategy.

## **6. Representation and attendance**

- 6.1. Committee members are expected to attend not less than 75% of meetings over a twelve month period.
- 6.2. Deputies shall not attend Committee meetings, unless agreed with the Chair, in writing, five working days before the meeting.

## **7. Decisions**

- 7.1. The Committee shall operate on the basis of consensus.
- 7.2. In the event that a consensus cannot be achieved on a matter requiring decision, that decision shall be taken by vote and carried if it is supported by over 50% of those present.
- 7.3. In the event of a tied decision, the Chair of the meeting will cast the deciding vote.
- 7.4. There should be a quorum of seven members, and there must always be a majority of business sector members for a meeting to be quorate.
- 7.5. If a decision needs to be made outside of the meeting, decision can be sought via Written Procedure (Appendix 1). In such cases, the Secretariat shall write to each Committee member requesting agreement to a specified course of action. Committee members shall be given no fewer than five working days to respond to the Secretariat.
- 7.6. For a decision to be taken by Written Procedure, the number of members participating and the composition of those members must be as required for a quorate meeting. Over 50% of members responding to the request must indicate agreement to the proposal.
- 7.7. All decisions made by Written Procedure shall be ratified at the next scheduled meeting.

## **8. Meetings and papers**

- 8.1. Committee meetings shall be held on a quarterly basis with a minimum of four meetings per annum. A calendar of future meetings will be set for a year at a time although the minimum notice required for a meeting is two weeks, to ensure that all members are afforded the opportunity to attend.
- 8.2. The agenda and papers for meetings shall be approved by the Chair and issued at least five working days in advance of the meeting by the Secretariat.
- 8.3. Meeting minutes shall be approved in draft form by the Chair and disseminated to members no later than ten working days following the meeting. Minutes shall remain in draft until approval by the Committee at the next meeting.

- 8.4. Minutes shall be made publicly available on the Dorset LEP website. Minutes will be redacted were they contain personal information about individuals or commercially sensitive data or for good legal reason.

## **9. Conflicts of interest**

- 9.1. The Committee shall ensure that all conflicts of interest are fully disclosed.
- 9.2. The Secretariat shall maintain a Register of Members' Interests and publish these on the Dorset LEP website. Members shall supply information to the Secretariat for inclusion in the register, or a nil return, on joining the Committee, in response to any request for an update and on becoming aware of any new interest. The Secretariat will circulate a request for information about interests annually.
- 9.3. Should a member's interests change, s/he shall inform the Secretariat at the earliest opportunity.
- 9.4. Should an issue be discussed by the Committee which presents a conflict of interest to a member, the member shall declare the conflict of interest, regardless of whether s/he has previously declared the interest in the Register of Members' Interests. Such declarations shall be minuted.
- 9.5. Members shall not vote or participate in discussions on any issues on which they have registered an interest.

## **10. Reporting to the Dorset LEP Board**

- 10.1. The Committee shall be fully accountable to the Dorset LEP Board and shall have Dorset LEP board member representation.
- 10.2. The Committee will provide a regular report to the Dorset LEP Board in writing on quarterly basis, as agreed with the Dorset LEP Board.
- 10.3. The Committee will provide timely advice to the Dorset LEP Board, bringing to its attention matters of importance or responding to its requests.
- 10.4. All papers to be considered by the Dorset LEP Board must be provided at least 7 days in advance of the Dorset LEP Board meeting.

## **11. Review**

- 11.1. The Committee shall arrange for periodic reviews of its own performance and review its terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the LEP board for approval.

## **Appendix 1**

### **Written Procedure**

- A copy of the written resolution must be sent to every member of the committee together with a statement informing the member how to signify their agreement to the resolution and the date by which the resolution must be passed if it is not to lapse.
- A member of the committee signifies their agreement to a proposed written resolution when the Company receives from him or her an authenticated Document identifying the resolution to which it relates and indicating his or her agreement to the resolution.
- If the Document is sent to the Company in Hard Copy Form, it is authenticated if it bears the member's signature.
- If the Document is sent to the Company by Electronic Means, it is authenticated if it bears the member's signature or if it is from an email Address notified by the member to the committee for the purposes of receiving Documents or information by Electronic Means.
- A written resolution is passed when the required majority of eligible members have signified their agreement to it.
- A proposed written resolution lapses if it is not passed within 28 days beginning with the circulation date.

## Appendix 2

**7 Legal Duties of a Company Director** (*applies to those members of the committee who are also LEP Board Members*)

Extract from <https://companieshouse.blog.gov.uk/2019/02/21/7-duties-of-a-company-director/>

### **Duty to act within powers**

A director of a company must—

- (a) act in accordance with the company's constitution, and
- (b) only exercise powers for the purposes for which they are conferred.

### **Duty to promote the success of the company**

A director of a company must act in the way he considers, in good faith, would be most likely to promote the success of the company.

### **Duty to exercise independent judgment**

### **Duty to exercise reasonable care, skill and diligence**

### **Duty to avoid conflicts of interest**

### **Duty not to accept benefits from third parties**

### **Duty to declare interest in proposed transaction or arrangement**

(1) If a director of a company is in any way, directly or indirectly, interested in a proposed transaction or arrangement with the company, he must declare the nature and extent of that interest to the other directors.

## **Appendix 3**

### **Nolan Principles of Public Life**

#### **Selflessness**

Holders of public office should act solely in terms of the public interest.

#### **Integrity**

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

#### **Objectivity**

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

#### **Accountability**

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

#### **Openness**

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

#### **Honesty**

Holders of public office should be truthful.

#### **Leadership**

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.