Cabinet Prifddinas Ranbarth Caerdydd | Cardiff Capital Region Cabinet

25 JULY 2022

GOVERNANCE FRAMEWORK

REPORT OF THE CARDIFF CAPITAL REGION DIRECTOR

AGENDA ITEM 6

Reason for this Report

1. To note the agreed governance framework for the CCR City Deal. This includes all Terms of Reference and the schedule of meetings for 22/23 for each of the committees, sub-committees, advisory panels and the strategic boards for the Wider Investment Fund delegated authorities.

2. To provide Regional Cabinet with an updated picture of the current membership and chairs of each of the respective boards.

Background

3. The current City Deal governance framework is enshrined within the Joint Working Agreement.

4. Regional Cabinet is the ultimate decision making making body for all matters pertaining to the City Deal Wider Investment Fund but is supported in that task by a wide range of sub commiteess, advisory panels and boards some of which provide advice and recommendations to Regional Cabinet and others to which, post-programme level decision making, there are agreed delegations in place regarding project level decisions.

5. There are now, a number of such boards and advisory panels in operation – necessary in supporting appropriate governance structures for projects as they are approved and in delivery. As the City Deal delivery piepline grows, it is recognised that this presents a increasingly large and complex governance structure.

6. However, CCR has to continue to operate under the Joint Committee structure, as a result of delays with the operationalsiation of the new Coprorate Joint Committee (CJC). Once the technical issues which prevent progress with the CJC are resolved, becoming a corporate legal entity will offer the freedom and

flexibility to create a more consolidated and fit for purpose operating structure, alongside its own Standing Orders formal sub-committees and statutory boards such as the Governance and Audit and Standards Committees. Until then, CCR must continue to operate within the scope of the Joint Working Agreement.

7. With recent LG elections and a 50% turnover in Cabinet Members, it is important to take the opportunity to set out the current governance framework for CCR and the important roles of the various boards and committees, the inter-connects and relationships and a compendium of up-to-date Terms of Reference.

Key Issues

8. There are a growing number of boards and sub-committees in operation as part of the CCR governance framework. Some of these have been a feature since the commencement of CCR City Deal and are enshrined in the Joint Working Agreement and features of the Assurance Framework. These are:

    - Joint Committee (Regional Cabinet);
    - Regional Transport Authority (sub-committee of Regional Cabinet);
    - Regional Business Council (partnership and engagement board);
    - Regional Economic Growth Partnership (partnership and advisory body);
    - Programme Board (internal programme board);
    - Joint Overview and Scrutiny Committee (scrutiny body);
    - Regional Skills Board (the Regional Skills Partnership – a Welsh Government-directed regional partnership which is overseen and delivered via Newport City Council).

9. In addition to this and as process developments have occurred, mainly in respect of the Investment and Intervention Framework, refinements have been made particularly in respect of the introduction of Investment Panel, an advisory board, which provides direct advice, scrutiny and challenge on the investment assessment process.

10. Furthermore, as programme-level approvals have been made by Regional Cabinet, a number of additional groups and boards have been established to provide ongoing and effective governance and accountability:

    - CSC Foundry Ltd (company limited by shares, owned by the 10 LAs and bound by a Shareholder's Agreement);
    - Challenge Fund Strategy Board (delegated authority to CCR Director in conjunction with Cabinet portfolio lead to deploy projects under the Local Wealth Building Challenge Fund. Also supported by a Challenge Advisory Board);
    - Strategic Premises Advisory Board (delegated authority to CCR Director in conjunction with Cabinet portfolio lead);
    - CCR Energy Ltd (company limited by shares, owned by the 10 LAs. Currently in 'shadow' form with a shareholder's agreement to be developed in due course and as activity scales up in relation to the Aberthaw project).

11. There are other structures in which CCR has a formal interest as a result of project approvals. Principally, this relates to the equity shareholding in Human

Data Sciences for which Regional Cabinet has appointed a Director Shareholder. This is reported to Regional Cabinet via the quarterly performance reports. In due course, and subject to approvals on FBC case proposals for additional equity investments, this part of the governance framework will grow and will follow the form of the Pharmatelligence example.

12. Up-to-date Terms of References for all of the above, current membership rolls and dates for meetings in 22/23 are enclosed within appendix 1 to this report – Governance Framework. Additionally, and to ensure all partners are maintaining the highest possible standards in relation to their contributions to public life, the Nolan Principles are also embedded within this.

13. In addition to the shifts and improvements anticipated via the operation of the CJC and the ends of terms on certain appointments, a report will be brought to Cabinet in the autumn to provide an update on any governance transition arrangements deemed necessary at that time.

Financial Implications

14. This report has no direct financial implications. Members of the Regional Cabinet are required to note the agreed Governance Framework and Terms of Reference for each of the committees and boards. Any delegations exercised should be in the agreed format, undertaking consultation where required and in line with the Joint Working Agreement.

Legal Implications

15. The Joint Working Agreement sets out the governance framework for the CCR City Deal. The establishment of sub-committees pursuant to the JWA and determining their terms of reference and scope of delegation is within the delegation of the Regional Cabinet. This report asks Regional Cabinet to note the terms of reference and composition of the current committees, sub-committees, advisory panels and boards within the CCR City Deal. There are no other legal implications for this report.

Well-being of Future Generations (Wales) Act 2015

16. In developing the proposals and in considering its endorsement regard should be had, amongst other matters, to:

    a) the Welsh Language (Wales) Measure 2011 and the Welsh Language Standards,

    b) Public sector duties under the Equalities Act 2010 (including specific Welsh public sector duties). Pursuant to these legal duties Councils must in making decisions have due regard to the need to (1) eliminate unlawful discrimination, (2) advance equality of opportunity and (3) foster good relations on the basis of protected characteristics. Protected characteristics are: a. Age; b. Gender reassignment; c. Sex; d. Race – including ethnic or national origin, colour or nationality; e. Disability; f. Pregnancy and

maternity; g. Marriage and civil partnership; h. Sexual orientation; I. Religion or belief – including lack of belief and

c) the Well Being of Future Generations (Wales) Act 2015. The Well-Being of Future Generations (Wales) Act 2015 ('the Act') is about improving the social, economic, environmental and cultural well-being of Wales. The Act places a 'well-being duty' on public bodies aimed at achieving 7 national well-being goals for Wales - a Wales that is prosperous, resilient, healthier, more equal, has cohesive communities, a vibrant culture and thriving Welsh language and is globally responsible. In discharging their respective duties under the Act, each public body listed in the Act (which includes the Councils comprising the CCRCD) must set and published wellbeing objectives. These objectives will show how each public body will work to achieve the vision for Wales set out in the national wellbeing goals. When exercising its functions, the Regional Cabinet should consider how the proposed decision will contribute towards meeting the wellbeing objectives set by each Council and in so doing achieve the national wellbeing goals. The wellbeing duty also requires the Councils to act in accordance with a 'sustainable development principle'. This principle requires the Councils to act in a way that seeks to ensure that the needs of the present are met without compromising the ability of future generations to meet their own needs.

17. Put simply, this means that Regional Cabinet must take account of the impact of their decisions on people living their lives in Wales in the future. In doing so, Regional Cabinet must:

- look to the long term;
- focus on prevention by understanding the root causes of problems;
- deliver an integrated approach to achieving the 7 national well-being goals;
- work in collaboration with others to find shared sustainable solutions;
- involve people from all sections of the community in the decisions which affect them.

18. Regional Cabinet must be satisfied that the proposed decision accords with the principles above. To assist Regional Cabinet to consider the duties under the Act in respect of the decision sought, an assessment has been undertaken, which is attached at appendix 2.

Equality Act 2010

19. In considering this matter, regard should be had, amongst other matters, to the Councils' duties under the Equality Act 2010. Pursuant to these legal duties the Regional Cabinet must in making decisions have due regard to the need to (1) eliminate unlawful discrimination (2) advance equality of opportunity and (3) foster good relations on the basis of protected characteristics. Protected characteristics are:

- age;

- gender reassignment;
- sex;
- race – including ethnic or national origin, colour or nationality;
- disability;
- pregnancy and maternity;
- marriage and civil partnership;
- sexual orientation;
- religion or belief – including lack of belief.

RECOMMENDATIONS

20. It is recommended that the Cardiff Capital Region Joint Cabinet:

(1) notes and endorses the Governance Framework and associated Terms of Reference and membership composition for each committee, sub-committee and board.

Suzanne Chesterton
Head of Governance, Policy and Communications
Cardiff Capital Region
25 July 2022

Kellie Beirne
Director

Appendices

Appendix 1	Governance Framework 2022/23
Appendix 2	Well-being of Future Generations Assessment

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Appendix One

Governance Framework for 2022/2023

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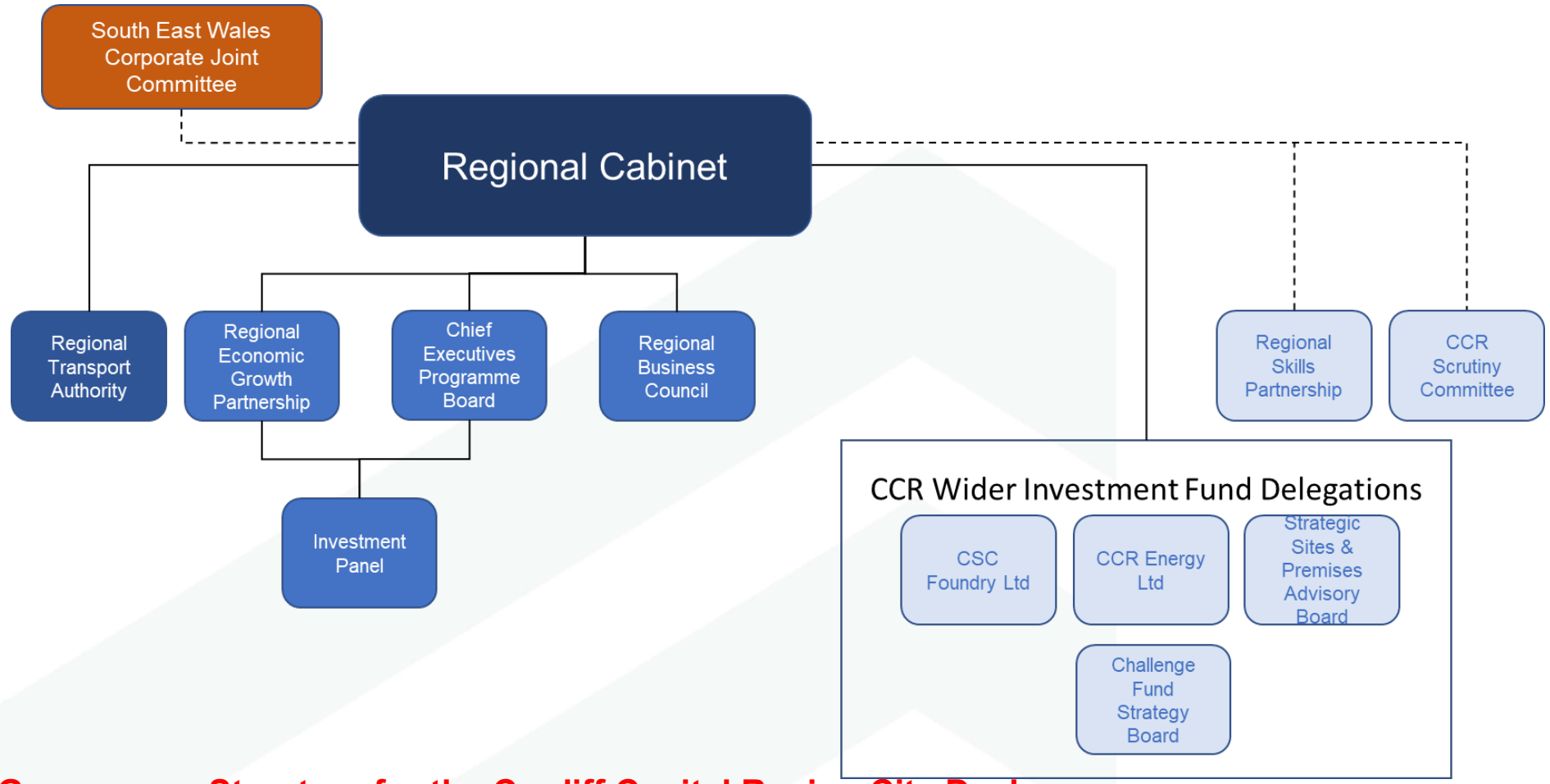
Introduction

The purpose of this document is to provide an overview of the governance framework for the Cardiff Capital Region City Deal which is constituted within the Joint Working Agreement. Within this framework the Regional Cabinet are the ultimate decision-making body for the City Deal Wider Investment Fund and are supported in this by a number of sub committees, advisory panels, and boards to whom delegated authority has been provided.

Within the document the interrelationships between the elements of the framework are described and basic information is provided with regard to; each Board's role and purpose, its membership (identifying the chairperson), and the dates of the scheduled meetings for the 2022 – 2023 year. Full Terms of Reference for each of the boards have been included.

Please note that this framework is only applicable to the Cardiff Capital Region City Deal and not the Corporate Joint Committee which is subject to its own governance framework. At the time of writing that framework is in accordance with the bare minimum approach (approved on January 31st 2022) taken whilst issues prohibiting a full city deal transition into that model are resolved. The Governance structure contained herein will change in due course as and when we transition into a full CJC operating environment.



Governance Structure for the Cardiff Capital Region City Deal

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List of Boards, their Purposes with Attendees and 22/23 Meeting Dates

Group	Purpose	Terms of Reference	Attendee List	Meeting Dates
Joint Cabinet (otherwise referred to as Regional Cabinet)	The CCR Regional Cabinet is responsible for the leadership, vision and strategic direction for the CCR and is the ultimate decision-making body for the City Deal.	**Terms of Reference – Joint Committee**	Blaenau Gwent CBC - Councillor Stephen Thomas Bridgend CBC - Councillor Huw David OBE Caerphilly CBC - Councillor Sean Morgan Cardiff Council - Councillor Huw Thomas (Deputy Chair) Merthyr Tydfil CBC - Councillor Geraint Thomas Monmouthshire CC - Councillor Mary Ann Brocklesby (Vice Chair) Newport CC - Councillor Jane Mudd (Vice Chair) Rhondda Cynon Taf CBC - Councillor Andrew Morgan OBE Torfaen CBC - Councillor Anthony Hunt (Chair) Vale of Glamorgan Council - Councillor Lis Burnett	Public 25.07.22 26.09.22 28.11.22 30.01.23 06.03.23 Briefings 11.07.22 12.09.22 07.11.22 16.01.23 20.02.23

Regional Transport Authority	The CCR RTA is responsible for co-ordinating transport planning and investment across the region and for advising the CCR Cabinet on recommended strategies to achieve transport objectives.	**Terms of Reference – Regional Transport Authority**	Blaenau Gwent CBC - Cllr John Morgan Bridgend CBC - Cllr Huw David OBE (Chair) Bridgend CBC - Cllr John Spanswick Caerphilly CBC - Cllr Sean Morgan Cardiff Council - Cllr Dan De'Ath Merthyr Tydfil CBC - Cllr Geraint Thomas Monmouthshire CC - Cllr Catrin Maby Newport CC - Cllr Laura Lacey Rhondda Cynon Taf CBC - Cllr Andrew Morgan OBE (Vice Chair) Rhondda Cynon Taf CBC - Cllr Ann Crimmings Torfaen CBC - Cllr Amanda Owen Vale of Glamorgan Council - Cllr Bronwen Brooks	Public 14.07.22 08.09.22 08.12.22 Briefings 23.06.22 01.09.22 24.11.22

CSC Foundry Ltd Board	The CSC Foundry Board is responsible for ensuring the CSC project delivers its planned objectives.	**Terms of Reference – CSC Foundry Ltd**	Blaenau Gwent CBC - Cllr John Charles Morgan Bridgend CBC - Zachary Shell Cardiff Council - Kenneth Edward Poole Caerphilly CBC - Cllr James Pritchard Merthyr Tydfil CBC - Cllr Andrew David Barry Monmouthshire CC - Cllr Paul Griffiths Newport CC - Cllr Deborah Jane Davies Rhondda Cynon Taf CBC - David Paul Griffiths Torfaen CBC - Cllr Richard Giles Clarke Vale of Glamorgan Council - Cllr Neil Thomas	05.07.22 15.11.22 21.03.23

Regional Economic Growth Partnership	The REGP is responsible for advising on matters of Economic Policy Development, and for providing strategic foresight and thought leadership.	**Terms of Reference – Regional Economic Growth Partnership**	Frank Holmes (Chair) Andrew Cooksley MBE Andrew Probert Cerys Furlong Chris Sutton Kevin Gardiner Nathan Bowles Cllr Huw Thomas - Cardiff Council Cllr Mary Ann Brocklesby - Monmouthshire CC Guy Lacey David Stevens Dr Ben Calvert Richard Selby Karen Thomas	13.09.22 25.10.22 17.01.23 28.03.23

Regional Business Council	The Business Council is responsible for ensuring that the voice of business is at the heart of CCR's strategy and decision making.	**Terms of Reference – Regional Business Council**	Nigel Griffiths (Chair) Paul Webber Karen Maguire Rakesh Aggarwal Rob Basini Angharad Neagle Andrew Morris Matthew Tossell Peter Cashin Victoria Mann Andrew Evans Damon Rands	13.09.22 25.10.22 17.01.23 28.03.23

Programme Board	The Programme Board is a review and consultation board, made up of the 10 Chief Execs and is responsible for providing local authority perspectives.	**Terms of Reference – Chief Executives Programme Board**	Blaenau Gwent CBC - Damien McCann (Interim) Bridgend CBC - Mark Shephard Caerphilly CBC - Christina Harrhy Cardiff Council - Paul Orders (Chair) Merthyr Tydfil CBC - Ellis Cooper Monmouthshire CC - Paul Matthews Newport CC - Bev Owen Rhondda Cynon Taf CBC - Chris Bradshaw Torfaen CBC - Stephen Vickers Vale of Glamorgan Council - Rob Thomas	13.09.22 25.10.22 17.01.23 28.03.23

Investment Panel	The Investment panel is responsible for providing advice and guidance on all City Deal investment proposals prior to submission to cabinet.	**Terms of Reference – Investment Panel**	Frank Holmes (Chair) Andrew Cooksley Andrew Probert Cerys Furlong Chris Sutton Ellis Cooper – Merthyr Tydfil CBC Paul Orders – Cardiff Council Bev Owen – Newport CC Chris Bradshaw – Rhondda Cynon Taf CBC Mark Shephard – Bridgend CBC	 13.09.22 25.10.22 06.12.22 17.01.23 07.02.23 28.03.23

Regional Skills Partnership	The skills partnership is responsible for identifying regional priorities for skills investment, led by the needs of industry.	**Terms of Reference – Employment and Skills Board**	Leigh Hughes (Chair) - Construction Sector Allison Dowzell - Creative Cluster Avril Lewis - Digital Technology Sector Bill Peaper - AMM Cluster Chris Meadows - CS Cluster Cllr Jane Mudd (Newport) - LA Regional Cabinet David Chapman - HFE Cluster Deri Bevan - WTUC Donna Griffiths - Construction Cluster Dr Francis Cowe - SE HE Vice Chancellors Grant Santos - HFE Cluster Guy Lacey - Coleg Gwent / SE Wales FE Principals James Davies - AMM Sector John Nash - NTfW Lisa Jones - RET Team Leader, Bridgend CBC / LA Reference Group Mark Owen - Careers Wales Melanie Godfrey - Cardiff Council / Education (Pre 16) Nadine Young - Welsh Government Nicola Somerville - CCR City Deal	21.07.22 15.09.22 17.11.22

			Richard Aston - DWP / Jobcentre Plus Richard Crook – SEW Directors of Regeneration Rob Basini - FSB Sharon Davies - Welsh Government Tracey Brooks - CCRSP Host	
Joint Scrutiny Committee	The joint Scrutiny committee is responsible for the monitoring of the City Deal project activity and for making recommendations to the Regional Cabinet on areas for improvement.	**Terms of Reference – Joint Scrutiny Committee**	Blaenau Gwent CBC – Cllr Malcolm Cross / Cllr Ross Leadbetter Bridgend CBC – Cllr Paul Davies / Cllr Simon Griffiths Caerphilly CBC – Cllr Andrew Whitcombe / Cllr Colin Elsbury Cardiff Council– Cllr Peter Wong Newport CC – Cllr Phil Hourahine Merthyr Tydfil CBC- Cllr David Jones Monmouthshire CC – Cllr Stephen Garrett Rhondda Cynon Taf CBC – Cllr Rob Bevan / Cllr Steve Powderhill Torfaen CBC – Cllr Nathan Yeowell Vale of Glamorgan Council - Cllr Sandra Perkes Chair to be decided at the next committee in the 2022/23 year.	

Challenge Fund Strategy Board	The Challenge Fund Strategy Board has delegated authority for decision making via the CCR Director and the Lead Portfolio Member on all Challenge Fund investments	**Terms of Reference – Challenge Fund Strategic Board**	**Board Members** Kellie Beirne CCR Prof Gillian Bristow, Cardiff University Cllr Geraint Thomas, Merthyr Tydfil CBC (Chair) **Observers**: Cllr Mary Ann Brocklesby - Monmouthshire CC Cllr Lis Burnett - Vale of Glamorgan Council	29.06.22 21.10.22 17.02.23
Challenge Fund Advisory Board	The purpose of the Advisory Board is to bring together a breadth of stakeholders to advise the Strategic Board.	**Terms of Reference – Challenge Fund Advisory Board**	Rhodri Griffiths, Life Sciences Hub Wales Rachel Ashworth, Cardiff University Tony Mizen, Welsh Government Abigail Phillips, Welsh Government Steve Robinson, Welsh Government Wil Williams, Alacrity Foundation Andy Middleton, TYF Group Owen Wilce, Infuse (Chair) Peter Davies, Monmouthshire CC	07.10.22 03.02.23

Strategic Sites & Premises Advisory Board	The Strategic Sites and Premises Advisory Board has delegated authority for making for decision making via the CCR Director and Lead Portfolio cabinet member on strategic sites and premises fund investments.	**Terms of Reference – Strategic Sites and Premises Advisory Board**	Cllr Andrew Morgan OBE, Rhondda Cynon Taf CBC (Chair) Chris Sutton, Sutton Consulting Chris Bradshaw, Rhondda Cynon Taf CBC Marcus Goldsworthy, Vale of Glamorgan Council George Richards, CBRE Andrew Antoniades, CBRE William Church, CBRE Henry Randolph, CBRE Rob Quinn, CBRE Rhys Thomas, CCR Rob O'Dwyer, CCR Louise Corbett, CCR Kellie Beirne, CCR Gill Brown, CCR Accountable Body	20.09.22 05.12.22 21.03.23
CCR Energy Ltd	CCR Energy is a special purpose vehicle for taking forward the next steps of the Aberthaw project - Site demolition, remediation, and master planning.	Terms of Reference to be drafted as CCR Energy is further developed.	TBA	TBA

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Terms of Reference – Joint Committee

1. Aims/Purpose

1.1. To oversee the progress the City Deal and to give strategic direction.

1.2. The Joint Committee (also known as the 'Cardiff Capital Region Joint Cabinet' and 'Joint Cabinet') will be the key body to oversee the City Deal and to represent the interests of the Councils and its stakeholders. The Joint Committee will also be responsible for monitoring project progress and managing the political dimensions of the City Deal.

1.3. The Joint Committee will carry out the following functions:

- Determine the form of and number of fund(s) to deliver the City Deal;
- Agree key projects to deliver the City Deal excluding the South East Wales Metro Scheme;
- Provide strategic direction to the Regional Programme Director (to include approval of remit for the Regional Programme Director and approval of any resourcing issues);
- Act as a representative for each of the Councils to ensure consistency with individual objectives and visions;
- Monitor performance, management and working arrangements (to include the necessary audit and assurance checks);
- Ensure that sufficient resources are committed to the City Deal;
- Arbitrate on any conflicts within the programme or negotiate a solution to any problems between the programme and external bodies;
- Communicate and provide progress on strategic issues within the City Deal;
- Promote partnership working between the Councils;
- Publish annual governance statement and Annual Accounts in accordance with the Assurance Framework;
- Liaise with other City Deal partners across the United Kingdom to share best practice and ensure a co-ordinated strategic approach; and
- Provide the Councils with annual progress reports.

2. Terms

2.1. At the start of the City Deal, to:

- Prepare the JWA Business Plan in accordance with the provisions of Clause 7; and

- Agree the detail of the decision-making process and assessments (as referred to in the Assurance Framework and where yet to be completed) prior to Joint Cabinet considering individual projects.

2.2. During the planning and development stages, to:

- Review project status against the approved plans;
- Monitor the management of project budget, risks and quality;
- Promote and support the project among relevant stakeholders and where appropriate obtain their consent;
- Seek to resolve disputes where these cannot be resolved satisfactorily through other means; and
- Ensure that the proposals are affordable and deliver maximum value for money for the public sector.

3. Procurement of contracts for goods, works or services

3.1. Subject to compliance with: legislation, the contract standing orders and other procedural rules of the Accountable Body (where the contracts are to be let in the name of the Accountable Body) and the issue not falling within a 'Matter Reserved to the Councils', the following provisions apply.

3.2. Where the Joint Committee is procuring any goods, works or services, at the start of a procurement, the Joint Committee or if falling within the delegated authority of the Regional Programme Director, the Regional Programme Director, shall agree:

- Measures against which the benefits realisation should be measured;
- Arrangements for quality assurance and risk management;
- Arrangements for communications; and
- Arrangements for procurement launch for specific projects (where appropriate).

3.3 As the procurements progress, to:

- Review the project status against the project plan;
- Monitor the management of procurement budget, risks and quality;
- Agree progression through key stages (eg including but not limited to issue of the OJEU, pre-qualification stage and preferred bidder stage) and obtain all associated 'sign-offs';
- Agree draft procurement documents;
- Agree the process for evaluating bids and the detailed evaluation criteria and scoring;

- Consider the progress of the procurement; and
- Act as the ambassadors for the procurement and the project it facilitates.

3.4 At the end of the procurement, to:

- Ensure that the pre contract risk review is completed;
- Agree any financial business cases;
- Make decisions as to award of contract and provide all final ‘sign-offs’; and
- Ensure that the contract is appropriately managed and expected products have been delivered satisfactorily.

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Terms of Reference – Regional Transport Authority

1. Governance Type

1.1. The Regional Transport Authority (RTA) has been established by the Regional Cabinet as a Sub-Committee pursuant of section 10.19 of the Joint Working Agreement in relation to the delivery of the Cardiff Capital Region City Deal (JWA).

1.2. Specifically, the Regional Cabinet will establish a new non-statutory Regional Transport Authority (RTA).

2. Delegated Powers

2.1. The Regional Transport Authority shall not have any delegated decision making powers unless expressly granted by the Regional Cabinet.

2.2. The Regional Cabinet have granted delegated decision making powers to the Regional Transport Authority as detailed in the 'Functions' section below.

2.3. Any member of the RTA Sub-Committee may request that any matter delegated to the Sub-Committee is referred to the Regional Cabinet for decision.

3. Procedures

3.1. The Regional Transport Authority in its meetings and in exercising any of its decision-making powers must follow procedures which are based, as far as they are applicable, on those provisions detailed in the Joint Working Agreement which govern the Regional Cabinet or to the extent the provisions of the Joint Working Agreement are silent must follow the Committee Meeting and other relevant Procedure Rules, standing order and polices of the Accountable Body.

3.2. The Regional Transport Authority will be accountable to the Regional Cabinet.

4. Reporting

4.1. In respect of the Objectives listed, the Regional Transport Authority can prepare reports for information or to provide recommendations to the Regional Cabinet.

4.2. On delegated matters the Regional Transport Authority can prepare reports for consideration and make decisions.

5. Membership

5.1. RTA membership will include:

1. Two (2) members of the Regional Cabinet, nominated from time to time by the Regional Cabinet, who will act as Chair and Vice Chair of the sub-committee; and the Executive Member for the time being with responsibility for Transport from each of the ten (10) Local Authorities in the Cardiff Capital Region;
2. Each Council shall be entitled from time to time to appoint a deputy for its representative but such deputy (in each case) shall only be entitled to speak and

vote at meetings of the Joint Committee in the absence of his or her corresponding principal.

5.2. Note: the Chair and/or Vice Chair can also act as the Executive Member for Transport of their Local Authority. A representative so appointed shall hold office until:

a. the member ceases to hold the office referred to in section 1 or 2 above,

b. the member dies,

c. the member resigns,

d. the member becomes disqualified,

e. the member ceases to be a member of the Council he or she represents, or

f. The Council, which the member represents, has decided that another member should act in his place, whichever may first happen.

5.3. Any member of the RTA Sub-Committee may by written request to the Regional Programme Director request that a matter be considered at the next meeting of the Sub-Committee.

5.4. Any member of the Sub-Committee may, where he or she views that a matter requires urgent consideration, request to the Chairperson at the start of the Sub-Committee meeting that such urgent item is added to the agenda, but its inclusion will be a matter for the Chairperson to decide.

5.5. Third parties: Transport users, industry, partner representatives and appropriate third parties may be invited by a member or members of the RTA Sub-Committee to attend meetings as an observer and shall be entitled to take part in such RTA sub committee meetings at the discretion of the Chairperson. Such observers will not have voting rights and will be considered as members of the public for the purposes of the sub committee's procedural rules.

6. Voting Agreement

6.1. For delegated matters - as per the Regional Cabinet. Decisions will be taken by a simple majority vote.

6.2. For avoidance of doubt each of the ten (10) constituent Local Authorities is entitled to one (1) vote only and it is agreed that the Chairperson shall not exercise his or her casting vote.

6.3. If, at a meeting of the Sub-Committee, a matter is not determined (the vote is tied) that matter ("RTA Unresolved Matter") shall be deferred for consideration at the next RTA Sub-Committee meeting, which shall be convened within ten (10) business days of the meeting at which the tied vote was taken. If at the reconvened RTA Sub-Committee meeting the RTA Unresolved Matter is not determined, the RTA

Unresolved Matter shall become a matter reserved to the CCRCD Regional Cabinet and shall be deferred for consideration by the CCRCD Regional Cabinet.

7. Quorum

7.1. The quorum necessary for an RTA sub committee meeting shall be an elected member or appropriate deputy appointed from at least seven (7) of the Councils comprising the CCRCD, present at the relevant time.

7.2. The quorum may be satisfied by personal attendance, by remote attendance via a telephone or web based facility, or by written representations received prior to a meeting provided the member concerned confirms the following within those written representations:

a. the reasons why their attendance in person is not possible;

b. that they have read and understood any background papers, information and reports; and

c. an unequivocal and unambiguous vote on each recommendation, proposal or matter for decision.

8. Private & Confidential

8.1. The board members will note that all documentation presented at the Regional Transport Authority is to be considered private and confidential on account of commercial sensitivity. All members are responsible for ensuring that all documentation is deleted after each meeting and that no digital retention policy is applied to those documents.

9. Frequency

9.1. The Regional Transport Authority will meet quarterly or more frequently as required to complete business.

10. Allowances

10.1. No allowances will be paid.

11. Servicing

11.1. Within the resources made available by the Regional Cabinet for the RTA sub committee's work, the Regional Office will organise appropriate servicing for Board meetings.

11.2. The Regional Programme Director shall ensure that all agendas and relevant information in relation to the sub-committee meeting are circulated in a timely manner and in any event in accordance with legislative requirements.

11.3. A Regional Officer Transport Group, (a non-decision making group) comprising of one nominated officer from each authority, will provide support to the Regional Transport Authority and the Regional Office on transport matters.

11.4. Each authority shall be entitled from time to time to appoint a deputy for its representative but such deputy (in each case) shall only be entitled to attend meetings in the absence of his or her corresponding principal.

11.5. Each authority will be responsible for funding all costs associated with its officers' attendance at such Regional Officer Transport Group and any associated work undertaken, unless prior arrangements have been approved by the Regional Cabinet.

12. Resources

12.1. The resources for servicing and undertaking of functions will be limited to that made available within the City Deal and allocated by the Regional Cabinet to the RTA sub-committee to discharge its functions.

12.2. The budget allocated to the RTA Sub-Committee to discharge its functions shall be as determined, from time to time, by the Regional Cabinet.

12.3. At all times decisions taken by the RTA sub committee must be within the approved budget set by the Regional Cabinet, including any reallocation of external funding received by the Regional Cabinet.

13. Objectives

13.1. Subject to funding, to facilitate the City Deal by:

1. Developing and coordinating proposals for an integrated regional transport strategy that supports the strategic economic and spatial aspirations of the City Deal and Cardiff Capital Region (CCR).
2. Working in partnership with Welsh Government and Transport for Wales to define and develop the priorities of the South East Wales Metro concept and support its delivery, including the development of a single integrated ticketing platform for public transport across the region.
3. In respect of the Capital Region considering proposals for:
    - enhancing transport connectivity in support of economic development and land use planning including the promotion of integrated aviation routes.
    - ensuring that safety, sustainability, social inclusion, health and the environment are considered in transport policies and
    - programmes, meeting the requirements of the Well-being of Future Generations Act.
    - pursue high quality standards for transport utilising best practice and innovation; and to identify and monitor outputs and outcomes.

- being a regional point of co-ordination for complementary Welsh Government (WG) / CCR programmes such as ULEV;
- moving towards an integrated and effective Regional Bus Network proposal;
- developing its first strategic publication setting out the Regional Rail Priorities for CCR – in anticipation of the Western Gateway Sub-National Transport Plan work, 'Levelling-up' Prospectus and wider opportunities arising from the Burns Commission report findings, Connecting the Union and post-COVID-recovery response. The first part of this work is set out in the proposed draft document 'Strategic Rail Vision & Priorities for Cardiff Capital Region;
- initial work to scope, at a policy test case-level, research and insight into fiscal levers, such as business rate pooling for Tax Increment Financing which could represent key future tools and incentives in regional transport funding and investment; and,
- scope and assess future functions and required levers in response to any future development of a Corporate Joint Committee (CJC), which will embody a Transport Sub-committee responsible for Strategic Transport Planning and the creation of a Regional Transport Plan.

14. Functions delegated to RTA Sub Committee

14.1. Subject to funding, to facilitate the City Deal by:

a. preparing regional strategies, including a Regional Transport Plan, comprising transportation policies, proposals and programmes, in support of the aim and objectives set out above for submission to the Regional Cabinet for approval;

b. working with Welsh Government, Transport for Wales, user groups, industry and other stakeholders to coordinate transport planning and operations across the region on behalf of the Regional Cabinet;

c. developing transport Candidate Schemes for assessment under the Appraisal Framework; and

d. providing advice and observations related to Candidate Schemes, with transport implications, submitted to the Regional Cabinet by other bodies.

15. Sub Group

15.1. The Regional Transport Authority, can establish sub-groups or Task & Finish Groups for any matters that they consider would be better dealt with in this manner, but shall not be entitled to delegate any of its decision making functions to any such sub group or task and finish group.

16. Review

16.1. Review - To be reviewed periodic basis.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Regional Economic Growth Partnership

1. Remit

1.1. The Partnership will directly advise the Joint Cabinet, who should be formally obliged to consider this advice. Whether the Cabinet chooses to act or not to act in accordance with the REGP's guidance on policy and strategy matters, they should clearly and publicly state why they have chosen to do so.

1.2. It is important the Partnership does not have a political agenda and its membership must be diverse. The Board must be outward-looking and well-connected beyond the city region, and beyond Wales. This will enable it to bring expertise, and investment, into the region, and to draw on the experience and resources of other places.

2. Role Description of the REGP

2.1 The REGP will be responsible for:

- Reviewing and commenting on the Regional Economic Vision and Strategy and all successor plans and frameworks
- Providing review and challenge to City Deal Investment Fund decisions – interfacing with the Investment Panel which has been convened to provide advice and guidance to Cabinet on the Investment Framework observing confidentiality requirements at all times, in particular in relation to commercially sensitive matters
- Providing an advocacy role, promoting the Region as a prime investor and visitor location and working with partners to increase the value and quality of inward investment
- Promoting the uptake of external funding sources across the city-region
- Providing advice on proposed interventions from other stakeholders including Welsh Government and UK Government
- Supporting the co-ordination of city-region activities and alignment of overall city-region objectives
- Acting as the key interface with the Capital Region Business Organisation and play a co-ordinating role
- Acting as a named consultee for the Cardiff Capital Region Cabinet
- Acting as an interface with other UK city deals and regional economic growth partnerships, working with these other cities to share experiences, expertise and resources

- Developing the strategic approach to policy development and data resources to ensure the strategy and resultant decision-making is evidence based and steeped in economic insight and intelligence
- Supporting initiatives and developments that add value to the economic profile and visibility of the region and taking an active role in communications, engagement and marketing
- Acting as a focal point for collating and sharing economic knowledge and intelligence in the region and co-ordinating the research needs of the Cardiff Capital Region Cabinet. The REGP will not produce research itself, but co-ordinate, collate and use research with support of the city-region's university sector.

3. Composition of the REGP Board

3.1 The Board will consist of thirteen (13) members (and have the option to co-opt up to two further members). Collectively, the Board's membership should cover the following areas:

Stakeholder Group	Sector	Number of representatives on Board
Private sector – business/industry/ entrepreneurship	*Representing businesses of all sectors and sizes*	5
Employee bodies	*Representing employees in all sectors and types of company*	1
Policy	*Representing public and economy policy sphere*	1
Infrastructure	*Representing all sectors in relation to physical development*	1
Local government	*Representatives from the Joint Cabinet*	2
Education and skills	*Representing higher and further education, skills and training*	2
Third sector	*Representing social enterprise, community development, charities and voluntary sector*	1
	Total Membership	**13**
Co-opted Members	*As required with RSP and RBC Chairs*	1/2

3.2 There must be a degree of flexibility in the number of members representing each group, to ensure the collective skill set and experience of the Board is suitable. Some members may have experience working in multiple areas and can therefore represent more than one.

3.3 The Board's quorum will be five (5) members. The quorum may be satisfied by personal attendance, by remote attendance via a telephone or web based facility, or

by written representations received prior to a meeting provided the member concerned confirms the following within those written representations:

a. the reasons why their attendance in person is not possible;

b. that they have read and understood any background papers, information and reports; and

c. an unequivocal and unambiguous vote on each recommendation, proposal or matter for decision.

3.4 The REGP may receive advice from the Regional Business Council (RBC) on issues related to economic growth, drawing on their wide representation of private sector business in the region. The REGP's business representatives may also be members of the RBC, but this is not required.

3.5 The Regional Business Council and Regional Skills Board can nominate 'observers' and/or co-optees to attend REGP meetings and for REGP this shall be the Chair of the Regional Skills Partnership and Chair of the Regional Business Council.

4. Private & Confidential

4.1 The board members will note that all documentation presented at the Regional Economic Growth Partnership is to be considered private and confidential on account of commercial sensitivity. All members are responsible for ensuring that all documentation is deleted after each meeting and that no digital retention policy is applied to those documents.

5. Recruitment of Board Members

5.1 The original appointments were made through open and transparent processes and overseen by the Regional Cabinet and REGP Chair. The REGP has experienced relatively low levels of churn and it has been possible to recruit members to replace those that have left.

5.2 The two local government representatives will be selected separately, nominated by the Joint Cabinet.

5.3 The tenure of board members will be an initial three (3) years fixed-term with the opportunity to extend for up to a further two (2) years – subject to the Chair's agreement.

5.4 Recruitment and replacement of board members is an ongoing matter that will be overseen by the two (2) Cabinet representatives of the REGP in conjunction with the REGP Chair and CCR Director.

6. Selection Criteria of the Board Membership

6.1 Collectively, the Board should have the following knowledge, skills and experience:

- Understanding of the economy and politics of the city region and Wales

- Understanding of economic growth and policy beyond the region, and beyond Wales. The membership must have an outward-looking mind-set which draws on other regions' experiences.
- A wide network of contacts across the UK and internationally
- Experience of analysing and assessing commercial, technical and financial information in order to provide quality advice to public sector decision-makers
- Experience of providing evidence-based and impartial advice on projects and initiatives, particularly in relation to their viability and impact on economy and employment issues
- Experience of working on Inward Investment strategies and campaigns and willingness and ability to participate in Regional campaigns and in the nurturing of potential investment opportunities
- An understanding of the key growth sectors for the Region as identified by the Growth and Competitiveness Commission

6.2 In addition, the Board must be as diverse – socially, sectorally, and geographically as possible given the criteria set out above.

7. The Chair of the REGP

7.1 The Chair should be appointed on a three (3) year fixed-term basis with the opportunity to a further two (2) years. The appointment will be subject to Regional Cabinet's approval and extensions subject to endorsement of REGP Cabinet Members.

7.2 The time commitment, whilst flexible, is assumed to be an average of one (1) day a week, though the level of commitment will fluctuate across the term.

7.3 The proposed annual costs for the Chair is up to £30,000, fully inclusive of all associated costs. This is based on review of various remuneration packages of UK LEPS, Growth Partnerships and TFL. This will ensure the role is competitively remunerated, at a level which reflects the significance of the role.

8. Role Description of the REGP Chair

8.1 The Chair will be responsible for:

- Leading the Partnership, ensuring it fulfils its responsibilities;
- Chairing meetings of the REGP Board, collating views expressed by each stakeholder group and where necessary arriving at a consensus;
- Communicating and representing the recommendations of the Partnership to the Cardiff Capital Region Cabinet; and

- Being a figurehead and champion of the city region both nationally and internationally, on behalf of the Partnership and the Joint Committee.

8.2 If the Chair is selected prior to the Board then the role will also include selecting the REGP Board and ensuring it has the appropriate skills and experience to fulfil its remit.

9. Selection Process for the Chair

9.1 This selection process must also be open and transparent, based on the role description (above) and selection criteria (below). The process should be overseen by the Joint Cabinet and the final decision on who to appoint should be theirs.

9.2 Similarly to the Board selection process, stakeholders will be invited to encourage their preferred candidates to apply for the role. But to ensure the process is fair, and accessible to a diverse range of applicants, it must be open.

10. Selection Criteria of the Chair

10.1 The Chair should have the following skills and attributes:

- An understanding of economic growth, and related policies, both in and beyond the region, and beyond Wales
- Ability to think strategically
- Politically astute, and able to make sense of the full context in which the REGP operates
- High level listening skills, ensuring that all internal and external stakeholders have their say and feel their views have been considered
- Ability to represent a range of viewpoints and to build a consensus
- Ability to access, build and maintain strong and effective networks and working relationships across sectors, at senior leadership level
- Strong communication and presentation skills
- Excellent advocacy skills

10.2 The Chair should have the following background and experience:

- Be a current member of the private sector business community
- Experience of working in, or with the private, public and civic sectors
- Experience of chairing organisations comprising senior stakeholders of differing views
- Extensive senior leadership experience

- Have a wide network of public, private and government contacts which extends the region and beyond Wales
- Experience of representing an organisation at a local and national level, including dealing with media attention

11. Appointment of Vice-Chair

11.1 In assisting with issues of succession and continuity, the role Vice-Chair will be appointed from the existing membership as needed. This will be nominated and agreed by the REGP and will adopt the same processes and principles as those set out above, albeit clearly related to issues of deputising for the chair and providing guidance, facilitation, and support in their absence.

12. Resources

12.1 The Partnership's resources will be derived from the City Deal. It is vital the REGP is adequately resourced, at a level which matches the remit given to the Board and Chair. Otherwise, expectations will not be met and the Partnership will lose credibility.

12.2 The proposed resources for the Partnership will be reviewed annually as part of the City Deal's annual budget setting process. Indicatively, the budget may consist of the following resources:

- Up to £30,000 costs for the Chair/ REGP remuneration, as stated above and as agreed at time of inception.
- Circa £45,000 per year relating to policy development work and support for high profile initiatives either conceived or supported by REGP. This will provide advisory support to enable the Chair, and REGP, to progress their agenda.
- Administrative support for the Partnership and executive assistance to the Chair. This will be provided by the support officer in the City Deal Office.
- A broader support network providing strategic, research, policy and media (etc.) support to the Chair and Partnership. This will be provided by the City Deal Office.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Regional Business Council

1. Role

1.1. To provide a strong business voice to guide both the design and delivery of significant economic development and regeneration activities across the region.

1.2. To bring the perspectives, priorities, and ideas of business to life and work in partnership to deliver a range of outcomes that enhances the City Deal and the wider City Region and tangible business benefits.

2. Responsibilities

2.1. To engage with the business community on a range of issues that are relevant to maximising their effective operation in the CCR.

2.2. To guide the business community in coming together to influence and impact the delivery of shared priorities. Examples of this might include:

- Mapping and analysing business support programmes and packages in the region and making suggestions and proposals for how these might be constantly improved and enhanced;
- Running specific campaigns and lobbying to impact practical issues that impact business productivity in the region such as, subscription rates to R&D tax credits and other incentives;
- Working with entities such as Innovate UK to engage businesses in their funding programmes and position the regions' businesses to secure more investment from the UK Industrial Strategy; and
- Executive education and business services, programmes and mentoring support for CCR businesses.

2.3. To work in concert with the Regional Economic Growth Partnership (REGP) and Regional Skills Partnership (RSP) chair to support the CCR Clusters framework and develop the focus of the RBC in line with priority sectors, focussing on the 'eco-system' conditions needed to enable clusters to thrive.

2.4. To work with local stakeholders to ensure local business groups and networks run at Local Authority level feel connected into the RBC and help bring to life a 'hub and spoke' network.

2.5. To work with and advise Regional Cabinet on matters pertaining to business interests and priorities and be a sounding board to Cabinet on relevant issues.

2.6. To facilitate knowledge-sharing and best practice, exchange with peers and leading figures in the business and academic community, supporting regional initiatives and collaboration.

2.7. To develop networking opportunities and the ability to foster local supply chains and be part of programmes to help foster innovation in public procurement.

2.8. To work with, challenge and support the Regional Economic Growth Partnership and provide advice and input on the range of business-specific issues affecting the economic health and future of the region.

2.9. To where required and subject to annual business plan, commission research and share findings with partners, on market trends and commercial opportunities that support the prosperity, jobs and growth imperatives.

2.10. To sell the region as a great place to live and work and align with the Cardiff Capital Region branding, marketing collateral and key messages.

2.11. To promote visibility and independence and communicate with business partners and organisations on matters affecting their operations and productivity.

2.12. To identify and create a platform to exploit international relationships and opportunities for the Cardiff Capital Region developing a strategy for global knowledge transfer with maximum reach.

2.13. To develop and maintain relationships with Wales and UK governments and to build influence outside of Wales.

3. Funding and Support

3.1. It is proposed that the RBC submits a costed annual business plan to the CCR Director, for review and sign off by Regional Cabinet.

3.2. At the outset, it was expected the RBC become a membership organisation. At this time, whilst this option is still on the table, the early years of work and development are required to be embedded first.

3.3. The original aspiration that the Council will ultimately become less dependent on public financing and will increasingly finds ways and means to source investment to further its plans. The RBC, will be tasked with developing the forward plan, including investment assumptions and opportunities.

4. Membership

4.1. Membership will be determined by the Chair in conjunction with the Cabinet Members for Business/Innovation. As stated above, should a viable case be made for a membership model and organisation, this will need to be considered through the relevant processes at the time.

4.2. The number of Business Council members will not exceed twelve (12) (unless otherwise agreed by the Chair and Cabinet Members) Council members would be appointed for a period of three (3) years with the ability to extend terms for a further two (2) years with agreement of the Chair and Cabinet members.

4.3. Quorum for any decision making will be six (6). The quorum may be satisfied by personal attendance, by remote attendance via a telephone or web based facility, or by written representations received prior to a meeting provided the member concerned confirms the following within those written representations:

a. the reasons why their attendance in person is not possible;

b. that they have read and understood any background papers, information and reports; and

c. an unequivocal and unambiguous vote on each recommendation, proposal or matter for decision.

4.4. Members of the Board will be active in the business community, whose daily activities expose them to genuine commercial issues and market trends. They will be either be elected to serve the bodies that they represent or appointed against a key set of skills. The skill set and proposed appointments process is at annex 1. A small number of members (max 3) with specific skills and knowledge could be co-opted in a collegiate approach as the need arose. Their term on the RBC would be commensurate to the need.

4.5. The Chair may delegate activities to task and finish groups as appropriate. These groups would work in a collegiate manner bringing in people with the appropriate skills to address issues as they arise.

5. Governance and Constitution

5.1. The Council will have democracy and inclusivity at its core, its membership will reflect the broad spectrum of businesses in the region in terms of geography, size of business and sector. It will embed equality and diversity in its approach

5.2. The Council will support and not duplicate the activities of other bodies/ organisations i.e. Cardiff Capital Region Regional Skills Partnership (RSP) and Business Wales and its local delivery partners.

5.3. If the Board makes a recommendation to the Welsh Government, Local Authorities or the EGP, and decisions are implemented contrary to its recommendation(s), a written explanation should be provided as to why its recommendations were not adopted.

5.4. Declarations of interest should be made as and when required and in compliance with City Deal Office procedures for formally registering such disclosures. It is a personal responsibility to register interests, which, will be subject to monitoring and review.

6. Private and Confidential

6.1. The board members will note that all documentation presented at the Regional Business Council is to be considered private and confidential on account of commercial sensitivity. All members are responsible for ensuring that all

documentation is deleted after each meeting and that no digital retention policy is applied to those documents.

6.2. Members are required to act with openness and probity at all times and comply with the principles of the Code of Conduct (Local Govt Act 2000) and adhere to the Nolan Principles governing Public Life (Annexe 2).

Annex 1

RBC Members

Board members will be drawn from and represent a cross section of the local business community – it is hoped that a blended representation will ultimately be realised from SMEs and large blue chip companies alike. Ideally representation will come from sectors that have the potential to drive or support the drive for economic growth in the region and have some knowledge/ alignment with priority sectors.

Possessing the majority of the following qualities and experience will be desirable:

Knowledge, Experience and Track Record

- Successful and well respected individual within the business community, with a significant track record of organisational leadership and management at the highest level in the private or voluntary sector which has strong roots in the Cardiff Capital Region.
- Passion and purpose relating to the economic and business drivers which will enhance the vitality and competitiveness of the Cardiff Capital Region.
- Experience of working in a partnership environment with a strong commitment to and experience of collaborative and partnership working, with the business and public sector.
- Experience of serving on groups or boards of stakeholders from business backgrounds whose role is influential rather than directive.
- Knowledge of how stakeholder boards operate in an influencing but not directing role.
- Well-networked, with demonstrable links to other businesses and organisations locally and nationally.
- Several years' experience of working broadly across the Cardiff Capital Region - ideally not just focussed on a small geographic part.
- Experience of international working is desirable.
- Experience of interacting with local and national government politicians and policy makers across the Cardiff Capital Region.

- Excellent knowledge of the Cardiff Capital Region and the drivers for business.
- Knowledge of at least one speciality area for policy/activity area that businesses are passionate about.

Proven track record of success in communicating and working effectively in cooperation with a wide range of stakeholders to engender support, developing positive personal and organisational profile, and building partnerships that add value.

Personal Style and Behaviour

- A strong commitment to, and understanding of, the Cardiff Capital Region and in particular the drivers of and challenges faced by the Region economy.
- The ability to contribute to balanced and strategic decisions, for example where there are competing priorities.
- Commitment to the success of a partnership involving business and civic leaders at Cardiff Capital Region level.
- Independently minded – providing detachment and clarity in the development of strategy and the identification of priorities.
- Willingness to provide time commitment to the Board and an appreciation of the personal development opportunity offered by the appointment.
- Personal and professional demeanour with a sense of integrity that maintains the confidence and trust of partners and stakeholders.
- Strong team based working style that engages people at all levels and engenders a positive culture.
- Knowledgeable and conversant with ESG agenda and pioneers for diversity and equality.

The application process will comprise of written EOIs to the chair who will oversee appointments in consultation with the City Deal office.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Chief Executives Programme Board

General

The purpose of the Cardiff Capital Region Chief Executives Programme Board is to provide a review and consultation body for the processes used to evaluate investments as they progress to Regional Cabinet for approval.

1. Remit

1.1. Provision of Local Authority (LA) specific input into the City Deal for all matters related to the policy development and economic regeneration in the Cardiff Capital Region.

1.2. Overview of all matters of regional development related to LA specific involvement in the City Deal and advancement of city region matters.

1.3. Nomination of five (5) representatives to the Investment Panel; and liaison with wider partnerships as appropriate.

1.4. Advisory support to Regional Cabinet as required on policy and strategy matters and in support of LAs commitment to the City Deal.

1.5. Strategic support to the Programme Office/ City Deal Team on matters pertaining to the role and function of LAs in respect of City Deal.

1.6. Consultation and review as appropriate on City Deal investment proposals and through the above participation in Investment Panel and involvement in other forums and meetings which contribute to the consultation process on investment appraisals.

1.7. Acting as a consultation body for WG and UK Government schemes, policy proposals and initiatives.

1.8. Ensure feedback loops and lines of communication to LA Directors of Economic Development and Regeneration.

1.9. Align LA participation in related boards such as Town Centre Regeneration.

1.10. Acting as an interface with UK-based City Deals and partner Councils.

1.11. Input into development of key policy levers and incentives that are locally controlled and impacted – NNDR etc.,

2. Proposed Composition of Programme Board

2.1. This shall be derived of the ten (10) Chief Executives of the Cardiff Capital Region partner local authorities along with the City Deal Programme Director and/ or nominated representatives of the City Deal Team.

2.2. Deputies will be permitted as required.

3. Chair of the Programme Board

3.1. The chair will be recruited from the above cohort of local authority Chief Executives and can include a CEX representative or Programme Director and the role will be to convene and preside over meetings. The Chair's tenure will be agreed by the group.

4. Resources

4.1. Any resource requirements will be met via the City Deal Team and Programme Office.

5. Meeting Format, Frequency, and Secretariat

5.1. The Programme Board will meet as and when required to fulfil their role.

5.2. The Programme Board possesses no formal decision-making powers.

5.3. Given the need to consider investment-related proposals and sensitive policy matters, all documents related to both of these issues, will be treated as Private and Confidential.

5.4. Meetings are internal only and are not open to the public.

5.5. Meetings will wherever possible, be convened with seven (7) days notice.

5.6. Meeting papers and agendas will be circulated at least three (3) days prior to the date of the meeting. Secretariat support will be provided by the Partnerships Officer.

5.7. All representatives must disclose any personal interests or relationships. A Register of Interests will be held and updated annually in April. Representatives will also be required to declare any interests related to each meeting's agenda at the beginning of each meeting.

6. Private & Confidential

6.1. The board members will note that all documentation presented at the Programme Board is to be considered private and confidential on account of commercial sensitivity. All members are responsible for ensuring that all documentation is deleted after each meeting and that no digital retention policy is applied to those documents.

7. Reporting and Monitoring

7.1. The outcomes of the Programme Board meetings will be captured in specific Programme Board reports and/or the Quarterly Performance Reports of the CCR Director to Regional Cabinet.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Investment Panel

General

The purpose of the Cardiff Capital Region Investment Panel ('Investment Panel') is to support the decision-making process that aims to deliver the core objectives of the City Deal (job creation, investment leverage, and GVA uplift) whilst:

- driving economic growth and economic inclusion across the region;
- enhancing productivity and prosperity by reducing the restrictions to economic growth;
- addressing economic disparities across the region; and
- delivering the priorities as set out in the CCR Industrial and Economic Plan.

The Investment and Intervention Framework was approved by Regional Cabinet at its meeting of the 10th June 2019 and that report and associated appendices provide the authority and scope for the Investment Panel.

1. Remit

1.1 To provide independent advice, overview, and support as part of the Investment & Intervention Framework (IIF) in respect of the Cardiff Capital Region (CCR) Wider Investment Fund (the 'Fund').

1.2 To advise the CCR Director, the Regional Economic Growth Partnership (REGP) and Programme Board of the suitability of the proposals received for investment from the Fund and to make formal recommendations to the appropriate approval bodies (Regional Cabinet).

1.3 To have regard to the Wider Investment Fund's annual and long-term budgets, both in terms of available financial resources and other performance indicators, in assessing the suitability of potential investments.

1.4 To monitor and review the progress of the 'pipeline projects' through the IIF and in particular to oversee the Proportionate Business Case Development Process, ensuring compliance with the Wider Investment Fund Assurance Framework.

1.5 To assess the initial and ongoing requirements in terms project specific due diligence to include, but not limited to: financial, commercial, technical, and legal aspects of each proposal. Where applicable, to ensure compliance with State Aid requirements and the Market Economy Operator Principle (MEOP).

2. Membership

2.1 The Investment Panel shall comprise of up to ten (10) permanent representatives comprising of:

- Up to five (5) members of the Regional Economic Growth Partnership nominated by its chair person;
- Up to five (5) members of Programme Board with the relevant commercial and financial expertise nominated by the Chair of Regional Cabinet in consultation with the Vice-chairs.

2.2 The Chair Person shall be determined by the members of the Investment Panel at its inaugural meeting.

2.3 The Chair can co-opt members with specialist knowledge of specific areas to the Investment Panel as and when required to appraise specific project proposals as required.

2.4 In a situation where there is no unanimous view from the Investment Panel, it will go to vote, and in a circumstance where the vote is split equally, the Chair will have the casting vote.

2.5 Quorum for meetings of the Investment Panel shall be six (6) members, and the use of technology, for example tele-conferencing and video conferencing, is allowable. In exceptional circumstances written submissions from panel members to the CCR Director will be allowed to ensure meeting quorum.

2.6 There will be no use of substitutes for members.

2.7 Representatives from the Accountable Body will have the right to be in attendance to provide advice and support to the Investment Panel in respect of Accountable Body matters, as set-out in the Joint Working Agreement. For the avoidance of doubt, Accountable Body representatives will not be eligible to vote.

3. Private & Confidential

3.1 The board members will note that all documentation presented at the Investment Panel is to be considered private and confidential on account of commercial sensitivity. All members are responsible for ensuring that all documentation is deleted after each meeting and that no digital retention policy is applied to those documents.

4. Term of Office

4.1 Term of Office shall be for an initial three years, with the ability to extend for a second term.

4.2 In order to avoid substantial changes to the makeup of the Investment Panel after the initial three-year period, the Chair Person shall decide on a suitable rotation policy with the mutual agreement of individual members.

5. Meeting Format, Frequency, and Secretariat

5.1 The Investment Panel shall meet as and when required to fulfil their role.

5.2 The Cardiff Capital Region Investment Panel is an advisory body and therefore has no formal decision-making powers.

5.3 Wherever possible, meetings will be structured in way that ensures openness, transparency and a clear documented audit trail of any recommendations made.

5.4 The role of the Investment Panel will mostly involve providing investment advice on specific project proposals. Accordingly, documents relating to specific investments will be treated as Private and Confidential and all meetings at which specific investment projects are discussed will not be open to the public.

5.5 Meetings will require a minimum of seven (7) days-notice, although the Chair Person will decide on suitable practical mechanisms to maximise the likelihood of full attendance. Meeting papers and agendas will be circulated at least three days prior to the date of the meeting.

5.6 All representatives are required to disclose any personal interests or relationships. A Register of Interests will be held and updated annually in April. Representatives will also be required to declare any interests related to each meeting's agenda at the beginning of each meeting.

6. Reporting and Monitoring

6.1 The outcomes of the Investment Panel meetings will be captured in specific Investment Panel reports and/or the Quarterly Performance Reports of the CCR Director to Regional Cabinet.

6.2 To monitor the annual and medium-term performance of the Fund in terms of the agreed City Deal Key Performance Indicators (KPIs) and resultant targets of jobs, leverage and GVA and to make the necessary recommendations that will best support the required performance outcomes.

6.3 To monitor the performance of approved projects against the agreed criteria and approved funding envelope and to raise any concerns regarding adverse variances against the agreed profiles.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Employment and Skills Board

1. Name

1.1 The name of the Cardiff Capital Region Skills Partnership Board shall be the EMPLOYMENT AND SKILLS BOARD ("the Board") for South East Wales.

2. Vision

2.1 To create a strategic partnership (the Cardiff Capital Region Skills Partnership) to develop the social and economic potential of the Cardiff Capital Region, supporting people and businesses to deliver a high performing prosperous region that stimulates inward investment.

3. Mission

3.1 To identify and respond to the social, economic and skills needs of the Cardiff Capital Region.

3.2 To engage with employers and other stakeholders to identify current and future skills needs and plan accordingly.

3.3 To align activity to future demand and stimulate innovation.

3.4 To enable an inclusive regional response to both Cardiff Capital Region City Deal and Welsh Government Policy and initiatives.

4. Objectives

4.1 To provide strategic leadership for employment and skills across the region.

4.2 To improve the collection and sharing of regional employment and skills data, and intelligence.

4.3 To collectively identify and develop a response to regional strategic priorities.

4.4 To facilitate regional joint working between key stakeholders to:

a. optimise the utilisation of resources;

b. maximise the impact of provision and raise aspirations;

c. Stimulate innovation.

4.5 To ensure the region has excellent learning and skills infrastructure that innovates to meet the regions' economic and social needs.

4.6 To maximise the impact of resources to deliver innovative and sustainable economic and social improvements in the region.

5. Functions

5.1 To strengthen the Cardiff Capital Region Skills Partnership, develop stakeholder relationships and Board membership.

5.2 To support the development of the Cardiff Capital Region Skills Partnership and Board to achieve the stated vision, mission and objectives.

5.3 To contribute to the work programme for the Cardiff Capital Region Skills Partnership and monitor its delivery.

5.4 To contribute to the delivery of Welsh Government targets/outputs for Regional Skills Partnerships.

5.5 To contribute to the delivery of Cardiff Capital Region City Deal targets/outputs for employment and skills, as these emerge.

5.6 To provide advice to the Cardiff Capital Region Cabinet on employment and skills issues for consideration when assessing Wider Investment Fund applications, as identified within the assurance framework.

6. Core Principles

6.1 Members of the Board shall be expected to work on the basis of mutual support, shared values and a culture of joint working and collaboration. This behaviour and maturity of approach is at the heart of the Board and Cardiff Capital Region Skills Partnership.

6.2 Members of the Board will be required to commit to the following principles:

6.2.1 Objectivity – Members should act for the widest benefit of others.

6.2.2 Accountability – Every Member sits on the Board on behalf of the stakeholders they represent, and it is expected that every Member ensures that reasonable arrangements are in place to report back on their work.

6.2.3 Openness – Members should be as open as possible about all their actions as Members of the Board. It should be ensured that reasons are given for decisions taken by the Board.

6.2.4 Confidentiality – Every Member should respect confidentiality, where that is relevant, and ensure that confidential material is protected and that it is not used without permission from the Board or for private purposes.

6.2.5 Declarations – Every Member should declare any private interest that could influence discussions or decisions taken by the Board, and they will be recorded by the secretariat.

6.2.6 Promoting Equality and Respect for Others – Every Member should undertake their responsibilities with due regard to the need to promote equal opportunity for all and demonstrate respect and consideration towards others.

7. Responsibilities

7.1 Members of the Board are expected to:

7.1.1 Co-operate strategically on behalf of stakeholders across the Cardiff Capital Region Skills Partnership.

7.1.2 Attend regular meetings of the Board.

7.1.3 Prepare thoroughly for all meetings by reading the meeting notes and accompanying papers, engaging with those they represent as relevant/required to inform any Board discussion.

7.1.4 Be prepared to contribute to meaningful discussions at Board meetings and to listen, give due consideration to and respect the opinions and views of others.

7.1.5 Communicate information about any work or development that is relevant to the Board or Cardiff Capital Region Skills Partnership.

7.1.6 Convey and promote the decisions of the Board within their sector and report, on a regular basis, the work of the Cardiff Capital Region Skills Partnership.

7.1.7 Work with other Members to achieve the objectives of the Board and implement the work programme of the Cardiff Capital Region Skills Partnership.

7.1.8 Recognise and respect the worth and contribution of each Member.

7.1.9 Represent the Board and Cardiff Capital Region Skills Partnership effectively on other groups, forums and partnerships as required and to ensure that the views of the Board are conveyed clearly and firmly on all occasions.

7.1.10 Participate in meetings, events and other activities organised by the Board and Cardiff Capital Region Skills Partnership from time to time.

8. Membership

8.1 The Membership of the Board shall be determined by nomination from stakeholder groups, with each invited to submit a representative for one seat:

Seat	Representing	Nomination mechanism
1	Industry / Employers	Advanced Material & Manufacturing Sector / Cluster Group
2	Industry / Employers	Compound Semiconductors Sector / Cluster Group
3	Industry / Employers	Construction Sector / Cluster Group
4	Industry / Employers	Creative Sector / Cluster Group
5	Industry / Employers	FinTech Sector / Cluster Group
6	Industry / Employers	Human Foundational Economy (Education, Health, Social Care, Childcare and Fire & Rescue) Sector / Cluster Group
7	Industry / Employers	Human Foundational Economy (Hospitality, Retail and Tourism) Sector / Cluster Group
8	Industry / Employers	Local Authorities Sector / Cluster Group
9	Industry / Employers	Local Authorities Regional Directors (Regeneration) - SEWDER
10	Industry / Employers	CCR Regional Cabinet
11	Industry / Employers	CCR City Deal
12	Industry / Employers	CCRSP Host
13	Industry / Employer	Federation of Small Businesses (FSB)
14	Further Education	SE Wales Principals Group
15	Higher Education	SE Vice Chancellors

16	Work Based Learning	NTfW
17	Education (Pre 16)	Association of Directors of Education in Wales (ADEW)
18	ACL	Adult Learning Wales
19	Careers Wales	Careers Wales
20	DWP / Jobcentre plus	DWP / Jobcentre plus
21	Wales TUC	Wales TUC
22-23	Welsh Government	Welsh Government (Observer Status)
24-26	Pan Wales Industry Advisors (X3)	Construction, Advanced Material & Manufacturing, Digital & Enabling Tech.

8.2 Each individual should be recognised as undertaking the role and with it the associated responsibility for making or contributing to decisions on behalf of the stakeholders they represent.

8.3 Proxies will be able to attend meetings subject to prior agreement with the chair and arranged through the secretariat.

8.4 Failure to attend three consecutive Board meetings will result in a new nomination being sought to represent the sector/stakeholder group.

8.5 The Board shall appoint an industry Chair and any other member as Vice-Chair at its first meeting and then review annually. If it is necessary for the Board to appoint an Interim Chair, the appointment will be reviewed every 3 months.

8.6 The Secretariat function will be fulfilled by the Cardiff Capital Region Skills Partnership office.

8.7 Welsh Government shall be afforded observer status.

9. Operational Procedures of the Board

9.1 The Cardiff Capital Region Skills Partnership Office (hosted by Newport City Council) will fulfil the executive functions of the Cardiff Capital Region Skills Partnership and shall be responsible for providing secretariat functions to the Board.

9.2 Meetings of the Board will be held as necessary; however it shall be a requirement for the Board to meet at least once every quarter.

9.3 The Chair (or Vice Chair in their absence) shall be responsible for calling meetings of the Board with the support of the secretariat.

9.4 The secretariat shall provide written notice of the time, date and location of the Board meeting to all members at least 15 working days before the date fixed for the meeting.

9.5 If a member of the Board wishes to include an item on the agenda of the Board meeting, they should notify the secretariat at least 10 working days prior to the date of the meeting.

9.6 If a member of the Board wishes to present a written report to the Board, they should ensure that the secretariat receives an electronic version of the report at least 5 working days before the date of the meeting.

9.7 The Chair (or Vice Chair in their absence) and secretariat shall agree the final content of the agenda for the Board meeting

9.8 The secretariat shall distribute the final agenda and reports for the Board meeting electronically at least 3 working days before the date of the meeting.

9.9 For Board meetings, 7 Members (including the Chair or the Vice-Chair in their absence) shall comprise a quorum.

9.10 The Board shall conduct its business in an open and transparent way and in a spirit of consensus and mutual respect. Therefore, the Board shall endeavour to arrive at a decision on matters by consensus. If consensus cannot be reached, the Chair shall ask for a vote and a simple majority shall carry the vote. If necessary, the Chair (or Vice Chair in their absence) shall ask for a second vote or shall use their casting vote.

9.11 It shall be expected that decisions of the Board will be implemented. However, where executive authority is required, decisions shall be referred to the governing bodies of individual authorities/organisations for consideration and the outcomes of these considerations shall be reported back to the Board.

9.12 When necessary electronic sign off will be requested and accepted by the secretariat.

9.13 The secretariat shall be responsible for recording meeting notes of the Board and distributing them to members of the Board within 15 working days of the date on which the meeting was held. Copies of these meeting notes shall be made available by the secretariat on request.

9.14 The Welsh and English languages shall assume equal status.

9.15 Individuals that are not Members or that are not part of the secretariat shall have the right to attend meetings with the permission of the Chair (or the Vice Chair in their absence).

9.16 Any sub groups shall be required to operate as much as possible in accordance with the above procedures.

10. Amending the constitution

10.1 The Board shall undertake an annual self-assessment to assess the effectiveness of the Board, including its future continuation.

10.2 The Board shall review the constitution on an annual basis and amend it as necessary.

10.3 Members of the Board shall have the right to propose improvements to the Constitution on the condition that they are submitted to the secretariat in accordance with Section 9 of this Constitution.

11. Commitment

11.1 Each Member shall sign a copy of the Board's terms of reference as a sign of their support and commitment to the vision, mission and objectives of the Cardiff Capital Region Skills Partnership and Employment and Skills Board.

Terms of Reference – Joint Scrutiny Committee

Introduction

1. Cardiff Capital Region (CCR) City Deal is a Joint Committee of all ten local Authorities of South East Wales. Paragraph 10.1 of the Joint Working Agreement states that 'The Councils shall form the joint committee ("Joint Committee") for the purpose of overseeing and co-ordinating the discharge of the Councils' obligations in relation to the City Deal and to carry out the functions set out in Schedule 2 (Joint Committee Terms of Reference) and the Joint Committee shall be known as the "Cardiff Capital Region Joint Cabinet", "Joint Cabinet" or "Regional Cabinet" (as the context requires)'.

For the purposes of these terms of reference;

The Joint Working Agreement means the agreement (as may be amended from time to time) concluded on 1.3.17 between; Blaenau Gwent CBC, Bridgend CBC, Cardiff Council, Caerphilly CBC, Merthyr Tydfil CBC, Monmouthshire CC, Newport CC, Rhondda Cynon Taff CBC, Torfaen CBC and the Vale of Glamorgan Council. The 'Appointing Authorities' are the parties to the Joint Working Agreement the 'Host Authority' means *** or such other authority as the Appointing Authorities may agree from time to time.

2. CCR City Deal is resourced by the ten Appointing Authorities and is supported by a Programme Management Office (PMO), full time officers, a Programme Board made up of senior Officers representing each of the partner Councils and a Joint Cabinet of the Leader (or Deputy) from each Authority. In addition. Legal, technical and financial external advisers have been appointed to provide expert technical advice.

3. Each Council agreed to work together to create a Joint Scrutiny Committee as stated in Paragraph 10.19.2 of the Joint Working Agreement; 'The Councils shall work together to create and agree terms of reference for, to the extent permissible by law, a Joint Audit Committee and a Joint Scrutiny Committee and how the same will be resourced and funded'.

Membership of the Joint Scrutiny Committee

4. The Joint Scrutiny Committee shall consist of one non-executive Member from each Appointing Authority.

5. It is a matter for each Appointing Authority, from time to time, to nominate, or terminate the appointment of its nominated Member serving on the Joint Scrutiny Committee. Each Appointing Authority shall be entitled, from time to time, to appoint a deputy for its Member representative to the Joint Scrutiny Committee but such deputy shall only be entitled to speak and vote at meetings of the Joint Scrutiny Committee in the absence of his or her corresponding principal

6. The length of appointment is a matter for each Appointing Authority.

Quorum

7. The quorum necessary for a meeting of the joint scrutiny committee is at least 6 out of the 10 Joint Scrutiny Committee Members, present at the relevant time.

Election of a Chair

8. The Joint Scrutiny Committee shall elect a Chair and Vice Chair, annually between the Appointing Authorities

Rules of Procedure

9. The procedure rules will be those of the Host Authority for its Scrutiny Committees,

Members' Conduct

10. Members of the Joint Scrutiny Committee will be bound by their Council's Code of Conduct.

Declarations of Interest

11. Members of the Joint Scrutiny Committee must declare any interest either before or during the meetings of the Joint Scrutiny Committee (and with draw from that meeting if necessary) in accordance with their Council's Code of Conduct or as required by law.

Confidential and Exempt Information / Access to Information

12. The Host Authority's Access to Information Procedure rules shall apply subject to the provisions of the Local Government Act 1972 :

Openness and Transparency

13. All meetings of the Joint Scrutiny Committee will be open to the public unless it is necessary to exclude the public in accordance with Section 100A (4) of the Local Government Act 1972.

14. All agendas, reports and minutes of the Joint Scrutiny Committee will be made publically available, unless deemed exempt or confidential in accordance with the above Act.

Functions to be exercised by the Joint Scrutiny Committee

15. The Joint Scrutiny Committee shall be responsible for exercising the following functions:

a. To perform the Overview and Scrutiny function for CCR City Deal (which City Deal is more particularly specified in the Joint Working Agreement) on behalf of the ten local Authorities.

b. To develop a forward work programme reflecting its functions under paragraph (a) above.

c. To seek reassurance and consider if the CCR City Deal is operating in accordance with the Joint Working Agreement, its Annual Business Plan, timetable and / or is being managed effectively.

d. To monitor any CCRCD project's progress against its Programme plan.

e. To make any reports and recommendations to the Regional Cabinet and or to any of the Appointing Authorities and to any of their executives in respect of any function that has been delegated to the Regional Cabinet pursuant to the Joint Working Agreement.

Any member of a Joint Overview and Scrutiny Committee may refer to the committee any matter which is relevant to its functions provided it is not a local crime and disorder matter as defined in section 19 of the Police and Justice Act 2006

Any member of any of the Appointing Authorities may refer to the Joint Overview and Scrutiny Committee any local Government matter which is relevant to the functions of the Joint Scrutiny Committee, subject to the following conditions and provisos.

The conditions for a reference by a member of an Appointing Authority to the Joint Scrutiny Committee are that:

(i) The matter relates to one of the functions of the authority and is relevant to the functions of the Joint scrutiny committee,

(ii) It effects the electoral area of the member or it effects any person who lives or works there; and

(iii) It is not a local crime and disorder matter as defined in section 19 of the Police and Justice Act 2006.

Provisos

When considering whether to refer a matter to the Joint Scrutiny Committee a member should first consider if it falls within the remit of a single overview and scrutiny committee within the member's local authority, and if that is the case the member should raise the matter there.

Members should only refer a matter to a Joint scrutiny committee if it falls clearly within the responsibilities and terms of reference of the Joint Scrutiny Committee and if there is no scrutiny of the issue in the local authority to which the member belongs.

It is acknowledged that the establishment of the CCRCD Joint Scrutiny Committee shall not serve to exclude a local authority's right to carry out its own individual Scrutiny of any decision of the Regional Cabinet or City Deal matter

Duration of Joint Scrutiny

16. To be co-terminus with the duration of Joint Cabinet or if earlier the decision of the ten authorities to end the Joint Scrutiny arrangements.

Withdrawal

17. Any of the ten local Authorities may withdraw from participating in the Joint Scrutiny arrangements upon three months' notice to each of the other Authorities.

18. The Joint Scrutiny Committee in carrying out its functions must have regard to guidance relating to section 62 of the Measure, which places a requirement on local authorities to engage with the public

Foot notes

1. No provision has been made for sub committees given the scrutiny committee comprises only 10 members and that Regulations (SI 2013/1051) require a Sub- Committee to comprise an equal number of members of the Appointing Authorities.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Challenge Fund Strategic Board

1. Parties

1) County Council of the City and County of Cardiff ("the Accountable Body") on behalf of the Cardiff Capital Region ("CCR")

2) Cardiff University ("the University") together comprise the ("the Parties) to these terms of reference.

2. Background and Governance

1. The Parties have entered into an agreement dated 3rd December 2020 entitled "Co-operation agreement in relation to the management and delivery of the CCR challenge fund programme." ("the Agreement") A copy of which is attached at Appendix A. References to defined terms within these terms of reference refer to the definitions set out within these terms of reference. Where no such definition exists within these terms of reference, the defined terms refer to those set out within the Agreement attached at Appendix A.
2. The ten local authorities forming the Cardiff Capital Region ("the CCR") entered into a joint working agreement dated 1 March 2017 (the "JWA") to formalise their respective roles and responsibilities and to establish a joint committee ("Joint Committee") in relation to the City Deal and appointed the Council as the local authority who is responsible for, amongst other matters, receiving and investing funds for and on behalf of the CCR in relation to the City Deal pursuant to the terms of the JWA.
3. The County Council of the City and County of Cardiff has been appointed the Accountable Body under the JWA.
4. On 19th October 2020, the Joint Committee approved the decision to establish a £10,000,000 (ten million pounds) fund of City Deal funding (the "Challenge Fund"); approved the continued co-operation between the Parties; approved the entry into the Agreement;; approved the Accountable Body to act on behalf of the Joint Committee in relation to the Agreement

3. Procedures

3.1. The Board in its meetings and in exercising any of its decision making powers must follow procedures which are based, as far as they are applicable, on those provisions detailed in the JWA which govern the Joint Committee or to the extent the provisions of the Joint Working Agreement are silent must follow the Board Meeting and the Agreement,, and other relevant, rules and procedures, standing orders and polices of the Accountable Body. Advice from the Monitoring Officer of the Accountable Body should be sought where appropriate.

4. Accountable to

4.1. The Board will be accountable to the Regional Cabinet.

5. Reporting

5.1. In respect of the Objectives listed in the Agreement, the Board can prepare reports for information or to provide recommendations to the Regional Cabinet.

5.2. On matters that have been delegated to the Board by the Joint Committee the Board can prepare reports for consideration and make decisions.

5.3. Decisions taken by the Board will be reported to Joint Committee for monitoring purposes via the quarterly highlight and programme monitoring reports. Information will also be exchanged at Regional Cabinet briefings.

6. Membership

6.1. The Parties shall appoint up to two (2) representatives each to the Board. The chairperson of the Board shall first be one of the Accountable Body's representatives appointed to the Board and shall rotate amongst the Parties on an annual basis. The Parties shall be entitled from time to time to appoint a deputy for each of its representative but such deputy (in each case) shall only be entitled to speak and vote at meetings of the Board in the absence of his or her corresponding principal.

6.2. The CCR Fund Manager and the University Lead shall attend the Strategic Board meetings but shall not have the right to vote on any Strategic Board Decisions.

6.3. Initial Membership:

- Councillor Marsden (Chair) Kellie Beirne (CCR)
- Gillian Bristow (CU)

6.4. Membership from June 2022: Councillor Thomas (Chair) Kellie Beirne (CCR)

- Gillian Bristow (CU)

7. Delegated Functions, Duties and Responsibilities

7.1. Delegated Functions, Duties and Responsibilities On 19th October 2020, full business case approval was granted for the establishment of the CCR Challenge Fund, with delegated decision making powers being granted by CCR to the Regional Director, with automatic authority for further delegation by the Regional Director. The Regional Director has delegated those decision making powers to the Board.

7.2. Any member of the Board may request that any matter delegated to the Board is referred to the Regional Cabinet for decision

7.3. The Board shall:

A. Oversee and monitor the performance of the CCR challenge fund programme as set out in the Agreement;

B. Make decisions to approve all challenges after recommendations made to it in accordance with the delegations policy set out at Schedule 3 of the Agreement, including:

i) Approval of the Challenge Fund Plan and approval of annual updates to the Challenge Fund Plan

ii) Approval of any time extension to the plan

iii) Approval of the challenge themes

iv) Approval of procurement approach where SBRI not followed

v) Approval of any deselection of Challenge Owners and agreement of shortlisted Challenge Owners

vi) Approval of each Challenge to be issued by the Challenge Owners

vii) Approval of the form of and entry into a Grant Agreement with an Owner

viii) Approval of any deselection of Suppliers and agreement of shortlisted Suppliers

ix) Approval of the form of and entry into an R&D agreement with a Supplier

x) Approval of any changes to the allocation of the Challenge Budget between the Non-SBRI Challenges and the SBRI Challenges; and

xi) And any other matters delegated to the Board by the Joint Committee from time to time.

8. Meetings, Quorum and Decision

8.1. The Board shall meet on at least a quarterly basis and thereafter as and when required in accordance with the timetable for the implementation of the Programme.

8.2. The quorum necessary for a Strategic Board meeting shall be one Representative from each Party. The quorum may be satisfied by personal attendance and a vote in person or by written representations received prior to a meeting provided the Party confirms within those written representations:

A. the reasons why their attendance in person is not possible;

B. that they have read and understood all background papers, information and reports; and

C. an unequivocal and unambiguous vote on each recommendation, proposal or matter for decision.

8.3. containing a record of the Party's vote in relation to each matter or recommendation.

8.4. The Parties representative(s) shall each have one vote and decisions at Board meetings will require a unanimous vote of a quorate meeting. No persons shall have a second or casting vote.

8.5. If, at a meeting of the Board, a matter is not determined, that matter shall be deferred for consideration at the next Board meeting which shall be convened within ten business days. If at the reconvened Board meeting the unresolved Board decision is not determined, the unresolved Board decision shall become a reserved matter as

defined by the Agreement and shall be deferred for consideration by the Parties and, if the matter is not approved by the Parties, the matter shall not be agreed and shall not be implemented under the Agreement.

9. Frequency

9.1. The Board will meet quarterly or more frequently as required to complete business.

10. Allowances

10.1. No allowances will be paid.

11. Servicing

11.1. Within the resources made available by the Regional Cabinet for the Board's work, the CCR will organise appropriate servicing for Board meetings.

11.2. The CCR Challenge Fund Manager shall ensure that all agendas and relevant information in relation to the Board meeting are circulated in a timely manner and in any event in accordance with legislative requirements.

11.3. A CCR Challenge Fund Advisory Board (a non - decision making group) provides an advisory role to the Strategic Board and operational CCR and CU Challenge Fund Delivery team in order to support the decision-making process for new challenges and approaches. The purpose of this Board is to bring together a breadth of stakeholders to advise on Challenge selection and delivery

12. Resources

12.1. The resources for servicing and undertaking of functions will be limited to that made available within the City Deal arrangements and allocated by the Joint Committee

12.2. The budget allocated to the Board shall be as determined, from time to time, by the Regional Cabinet.

12.3. At all times decisions taken by the Board must be within the approved budget set by the Joint Committee.

13. Sub-Groups

13.1. The Board, can establish sub-groups or Task & Finish Groups for any matters that they consider would be better dealt with in this manner, but shall not be entitled to delegate any of its decision

13.2. making functions to any such sub group or task and finish group.

14. Review

14.1. To be reviewed on a periodic basis and when Board members change.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Challenge Fund Advisory Board

1. Procedures

1.1. The Advisory Board shall meet in accordance with the provision set out below to consider Challenges and provide advice and recommendations to the Advisory Board.

1.2. The Advisory Board will provide its advice and recommendations to the Fund Manager and University Lead who will co-ordinate the supply of information or implementation of any further action to the members of the Strategic Board, prior to the meeting of the Strategic Board.

2. Accountability and Responsibility

2.1. As the Advisory Board has no decision making powers there are no formal reporting procedures. However, it is noted that the Strategic Board will take into account the advice and information provided to it by the Advisory Board when making a decision.

2.2. These decisions and the information and advice of the Advisory Board will be reported to Joint Committee for monitoring purposes via the quarterly highlight and programme monitoring reports. Information will also be exchanged at Regional Cabinet briefings.

3. Membership

3.1. The Parties shall appoint up to 12 representatives in total, split between the Parties equally, unless otherwise agreed.

3.2. The chairperson of the Advisory Board shall first be one of the Council's representatives appointed to the Advisory Board and shall rotate amongst the Parties on an annual basis.

4. Meetings, Quorum, and decisions

4.1. The Advisory Board shall meet on an as needs basis in accordance with the timetable for the implementation of the Challenge Fund Programme.

4.2. The quorum necessary for an Advisory Board meeting shall be a minimum of 3 members who are not representatives of either Party.

4.3. The quorum may be satisfied by personal attendance or by written representations received prior to a meeting provided the Party confirms within those written representations:

a. the reasons why their attendance in person is not possible;

b. that they have read and understood all background papers, information and reports; and

c. their opinion on any matter or proposal.

5. Frequency

5.1. The Board will meet as required to complete its activities.

6. Allowances

6.1. No allowances will be paid.

7. **Servicing**

7.1. Within the resources made available by the Regional Cabinet for the Advisory Board's work, the CCR will organise appropriate servicing for Advisory Board meetings.

7.2. The CCR Challenge Fund Manager shall ensure that all agendas and relevant information in relation to the Advisory Board meeting are circulated in a timely manner.

8. **Resources**

8.1. The resources for servicing and undertaking of functions will be limited to that made available within the City Deal arrangements and allocated by the Joint Committee.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – Strategic Sites and Premises Advisory Board

1. Background

1.1. The Regional Cabinet has approved the allocation of £50m to finance the Cardiff Capital Region (CCR) Strategic Premises Fund ('the Fund') to support the delivery of CCR's objectives, namely:

i) driving economic growth and economic inclusion across the region;

ii) enhancing productivity and prosperity by reducing the restrictions to economic growth;

iii) addressing economic disparities across the region; and

iv) delivering the priorities as set out in the CCR Industrial and Economic Plan.

1.2. Regional Cabinet has provided delegated powers to the Regional Director to make decisions in relation to investments made within the scope of the Fund. The Regional Director must exercise this power in accordance with the Strategic Premises Fund Investment Strategy approved by Regional Cabinet.

1.3. Regional Cabinet has created the Advisory Board to consider the proposals put forward by the independent professional advisors appointed by Regional Cabinet ('the Fund Advisor') and to advise the Regional Director in relation to whether or not a proposal should be taken forward.

2. Membership

2.1. Members of the Advisory Board are appointed by the Regional Director.

2.2. The Advisory Board shall comprise of up to 7 permanent representatives comprising of at least one of the following

- A member of CCR Regional Cabinet (who shall be appointed Chair)
- A CCR Investment Panel Member
- A Programme Board member
- A representative from a constituent Local Authority, with expertise Property, Economic Development, or Planning
- A CCRCD team member

2.3. The Regional Director may (in consultation with the Chair) co-opt additional temporary members with specialist knowledge of specific areas to the Advisory Board to provide specialist advice on specific proposals as required.

2.4. There will be no use of substitutes for members without the agreement of the Regional Director in consultation with the Chair.

2.5. Each member of the Advisory Board are appointed by the Regional Director CCRCD for an initial term of three years. The Regional Director may extend membership for additional subsequent terms, each comprising three years each.

2.6. Where members leave the Board for any reason, before the end of their term of afterwards, the Regional Director shall appoint a suitable replacement as soon as reasonably practicable.

3. Meetings, Quorum, and Attendance

3.1. The Regional Director shall attend the meetings of the Advisory Board in order to receive recommendations and advice from the members.

3.2. The Advisory Board shall appoint a Chair who is a member of the Regional Cabinet.

3.3. Nominations for a deputy chair will be at the received at the meeting of the Board, and they shall be appointed on the basis of a majority vote.

3.4. Quorum for meetings of the Advisory Board shall be 4 members. The quorum may be satisfied by personal attendance, by remote attendance via a telephone or web based facility, or by written representations received prior to a meeting provided the member concerned confirms the following within those written representations:

a. the reasons why their attendance in person is not possible;

b. that they have read and understood any background papers, information and reports; and

c. an unequivocal and unambiguous vote on each recommendation, proposal or matter for decision.

3.5. It is for the Chair to determine if such written representations comply with the requirements set out above. If they do not, then the member will not be included in the calculations for the quorum.

3.6. Representatives from the Accountable Body to the CCR may attend meetings to provide advice and support to the Advisory Board. For the avoidance of doubt, Accountable Body representatives, who are not appointed members of the Advisory Board, will not be included in the calculation for the purposes of the quorum nor will they be eligible to vote.

4. Private & Confidential

4.1. The board members will note that all documentation presented at the Regional Economic Growth Partnership is to be considered private and confidential on account of commercial sensitivity. All members are responsible for ensuring that all documentation is deleted after each meeting and that no digital retention policy is applied to those documents.

5. Decisions

5.1. The Advisory Board has no decision-making powers, but instead will provide recommendations to the Regional Director in relation to the proposals put forward by

the Fund Advisor. Before making any recommendations, members of the Advisory Board will have regard to; the advice provided by the Fund Advisor, the CCR investment strategy approved by Cabinet.

5.2. The Advisory Board's recommendations will be communicated to the Regional Director who will take this into consideration before exercising their delegated powers (in an unfettered capacity) in relation to whether or not they agree with the proposal by the Fund Advisor. The decision of the Regional Director will be communicated at the meeting and recorded in the minutes.

5.3. The Regional Director is not bound either by the recommendations of the Advisory Board or the recommendations of the Fund Advisor. However, if the Regional Director wishes to exercise their discretion contrary to either or both, then they must give reasons for doing so, and this must be recorded within the minutes of the meeting.

5.4. The Regional Director may decide, at their discretion, not to exercise their delegation in respect of a proposal put forward by the Fund Advisor, but instead refer the matter back to Regional Cabinet for a decision. In this case, the Regional Cabinet must be provided with all pertinent information, including any information provided by the Fund Advisor, and the outcome of the vote by the Advisory Board.

6. Frequency and Servicing

6.1. The Advisory Board shall meet quarterly or as and when required by the Regional Director at time to time to fulfil their role

6.2. Meetings will require a minimum of 7 days' notice, although the Chair will decide on suitable practical mechanisms to maximise the likelihood of full attendance. Meeting papers and agendas will be circulated at least three days prior to the date of the meeting where possible.

6.3. All members will be required to disclose any personal interests or relationships which conflict, or could be seen to conflict with their role on the Advisory Board.

6.4. CCR will organise appropriate servicing for the Advisory Board meetings.

7. Reporting

7.1. The outcomes of the Advisory Board meetings will be recorded in the minutes of the meeting and the reports of the Regional Director.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Terms of Reference – CSC Foundry Ltd

Purpose

The CSC Foundry board will act as the driver to ensure the CSC project delivers its planned outputs and where possible within the scope of the project work to support its intended outcomes:-

Outputs:

- Redevelopment of the CSC Foundry site is delivered on time, to cost and as per the Development Agreement for Lease,
- Collection of the agreed quantity of rental income as per the Lease, or upon a substantial failure or reduction of the deal, rental to an appropriate third party on the most favourable terms achievable, subject to the approval of the Regional Cabinet
- Payment to Welsh Government of the full £2M purchase price on either the earlier of: cessation of the lease, the end of the term of the lease (as governed by the Development Agreement for Lease 'repayment period') or IQE exercising the Option to Purchase
- Sale of the building upon request from IQE and in line with all legal obligations, and at the agreed price laid out in the Lease, or upon any substantial reduction or failure of the deal, to an appropriate third party, upon the most favourable terms achievable, subject to the approval of the Regional Cabinet
- Creation of at least 200 jobs at the site as a direct result of the redevelopment
- Support for the development of a wider Compound Semiconductor Cluster

Intended outcomes:

- Creation of jobs on-site and protection of existing jobs in the sector - total of 2396
- Establishment of the Compound Semi-conductor Catapult within the Foundry
- Creation of a world leading technology cluster focussed on Compound Semiconductor production and development – total of 5,000 – 10,000 new jobs

CSC Foundry Ltd. has been created as a special purpose vehicle to support the delivery of the CSC Project. The Board of Directors are responsible for ensuring the project complies with the legal framework created by the Shareholder Agreement, Development Agreement for Lease, Lease and other surrounding documentation, and additionally the Offer Letter from Cardiff City Region PMO and the Cardiff City Region Assurance Framework.

The Shareholder Agreement states at Chapter 10:

- Subject to Clause 3.2 (Business of the Company and Decision Making), the Business of the Company shall be managed by the Board.
- The Board may carry out such other functions as the Shareholders determine from time to time (approved as a JWA Reserved Matter pursuant to the Joint Working Agreement).
- The Board shall not have power to approve any JWA Reserved Matter pursuant of Clause 3.2.2 (Business of the Company and Decision Making).
- The regular duties of the board are to:
- Monitor the timely delivery of the CSC Project against agreed milestones
- Identify, monitor and support the resolution of risks and issues
- Sponsor and support Project assurance reviews, approving and/or ensuring improvement actions where required
- Authorise key documentation – annual business plans, annual budgets, update reports, finance reports and requests for funding drawdown
- Escalate decisions that fall outside of the scope of duties set down in the Shareholder Agreement, as described at 3.2.2:

“JWA Reserved Matter" being a matter that is not a Board Matter and any decisions that require a resolution of the Shareholders pursuant to the Companies Act that the Lead Authority shall refer for determination:-

a) pursuant to the terms of the Joint Working Agreement; and

b) depending upon the nature of the JWA Reserved Matter, shall be determined by the Joint Committee as a "Joint Committee Matter" or by the Councils as a "Matter Reserved To the Councils" (each as defined in Clause 9 (Decision Making) of the Joint Working Agreement),

and, in each case, the Councils agree to take such steps as are necessary to ratify and give effect to any such decision.

Accountable to

Regional Cabinet via the Cardiff Capital Region Programme Office

Reporting

All reports prepared for the Board, or members of the Board, pertaining to the CSC project, once approved by the Project Executive will be submitted ‘as draft’ for financial and legal comments prior to circulation to the Board.

Membership

The Board's members are the ten Directors nominated by the shareholding councils making up the Cardiff City Region.

If Directors are not available for the meeting, their seconds may attend in their absence and will share the same voting rights as regular Board members. Only one representative of each Shareholder will be able to vote at any meeting of the board.

The Board will be attended by the Project Executive from the Lead Authority and the Project manager, who will report upon the progress, finances, risks and any other relevant business related to the project. The Project Executive and Project Manager will not have voting rights.

The Board may invite persons or organisations to attend meetings, in whole or in part, to advise them on matters, as they deem appropriate.

Chair

The Board will be chaired per the terms of the Shareholders' agreement:-

'The chairperson of the Board shall be one (1) of the Directors appointed by a majority of the Directors and shall rotate amongst the Directors on an annual basis. The first chairperson shall be the Director appointed by the Lead Authority and shall serve until the first anniversary of Completion [3rd August each year] and thereafter the position of chairperson shall rotate on an annual basis in accordance with this Clause 10.3.'

Voting/Agreement

At any quorate meeting, the Board of Directors may pass any decision with a majority (6). Where no decision is taken, an emergency meeting may be called within 10 working days to resolve the decision. If this is unsuccessful or the meeting is not called, matters which cannot be agreed by the board will be referred to the regional cabinet, unless a decision to defer to the next board meeting is agreed by a majority (6).

Conflict of Interest

A robust system of declaration of conflict of interest will be put in place.

Occasions will arise where conflicts of interest preclude specific named officers and/or local authorities from taking part in discussions which will form views and recommendations on specific matters. Members have an obligation to declare any such interests which will then be recorded.

Proceedings of Meetings

The Chair of the Board will arrange for minutes of the proceedings of each meeting to be taken, approved and recorded.

Quorum

As per the Shareholders' Agreement:

'The quorum for the transaction of business of the Board shall be at least seven (7) Directors (or appropriate deputy appointed in accordance with Clause 10.2 (Constitution)) at the relevant time.'

Frequency

The Board of Directors will meet quarterly, or more frequently as required to complete business, in advance of the planned drawdowns from the Wider Investment Fund.

Servicing

The Chair of the Board will organise appropriate servicing for the meetings.

Sub Groups

The Board, by agreement, can create or request the creation of any sub-groups or Task & Finish groups for any matters which they feel would be better dealt with in this way. These sub-groups will report to the Board with any recommendation or draft papers or reports.

Prifddinas Ranbarth Caerdydd | Cardiff Capital Region

Appendix 1 - Nolan Principles

The Seven Principles of Public Life (also known as the Nolan Principles) apply to anyone who works as a public office-holder. This includes all those who are elected or appointed to public office, nationally and locally, and all people appointed to work in the Civil Service, local government, the police, courts and probation services, non-departmental public bodies (NDPBs), and in the health, education, social and care services. All public office-holders are both servants of the public and stewards of public resources. The principles also apply to all those in other sectors delivering public services.

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 and treat others with respect. They should actively promote and robustly support the principles and challenge poor behaviour wherever it occurs. [1]

[1] https://www.gov.uk/government/publications/the-7-principles-of-public-life/the-7-principles-of-public-life--2

Future Generations Assessment Evaluation
(Includes Equalities and Sustainability Impact Assessments)

Name of the Officer completing the evaluation:	**Please give a brief description of the aims of the proposal**
Kellie Beirne **Phone no:** 07826 919286 **E-mail:** kellie.beirne@cardiff.gov.uk	To outline the governance framework for the CCR City Deal and consolidate in one place all the relevant terms of references together with details on membership, chairpersons, and dates of the 22/23 meetings.
Proposal: CCR City Deal Governance Framework	**Date Future Generations Evaluation form completed:** 25 July 2022

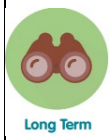
1. **Does your proposal deliver any of the well-being goals below?** Please explain the impact (positive and negative) you expect, together with suggestions of how to mitigate negative impacts or better contribute to the goal.

Well Being Goal	**Does the proposal contribute to this goal? Describe the positive and negative impacts.**	**What actions have been/will be taken to mitigate any negative impacts or better contribute to positive impacts?**
A prosperous Wales Efficient use of resources, skilled, educated people, generates wealth, provides jobs	The comprehensive governance framework and the breadth of expertise and experience that exits across the full spectrum of committees and advisory panels will ensure that our interventions and investments are focused on things that will help drive economic prosperity, social reform and wellbeing and make a substantial contribution towards creating a prosperous Wales	Actions include periodic reviews of the ToR's, rotation of members and self-evaluation/reflection exercises to ensure optimal performance.

Well Being Goal	Does the proposal contribute to this goal? Describe the positive and negative impacts.	What actions have been/will be taken to mitigate any negative impacts or better contribute to positive impacts?
A resilient Wales Maintain and enhance biodiversity and ecosystems that support resilience and can adapt to change (e.g., climate change)	Resilience is one of the key underpinning goals of the CCR (Connected, Competitive, Resilient) and is a key factor in the assessment of the interventionist activity we undertake and/or invest in. We have a robust responsible investing policy and are supported in this endeavor through our governance framework which plays a key role in ensuring we remain focused on this outcome.	We are continuing to evolve our ESG and responsible investing policies to ensure they are as robust as possible.
A healthier Wales People's physical and mental wellbeing is maximized and health impacts are understood	By developing the conditions and being the catalyst for interventions that will make a contribution to prosperity, will in turn will support wellness and wellbeing.	None at this time.
A Wales of cohesive communities Communities are attractive, viable, safe, and well connected	Our Connected Region goal which is shared by all our governing bodies ensures that we remain focused on investing in infrastructure that can improve social mobility and promote community cohesion.	Our governance bodies offer expert advice on how to leverage opportunities that are available to us. Securing investment connections and opportunities is key to investing in our communities and helping shape strength of place.
A globally responsible Wales Taking account of impact on global well-being when considering local social, economic, and environmental wellbeing	Our governance bodies play a key role in helping to promote the CCR and Wales on the national and international stage. From representation at events like Mipim to helping organize a CCR hosted conference, to providing considerable thought leadership, our governing body membership plays a key role in driving the regional agenda. This in turn is helping us play a stronger part in developing the economic wellbeing of our region and country, thus	None at this time.

Well Being Goal	Does the proposal contribute to this goal? Describe the positive and negative impacts.	What actions have been/will be taken to mitigate any negative impacts or better contribute to positive impacts?
	impacting social and community objectives. It will help make our region feel more connected and outward looking.	
A Wales of vibrant culture and thriving Welsh language Culture, heritage, and Welsh language are promoted and protected. People are encouraged to do sport, art, and recreation		
A more equal Wales People can fulfil their potential no matter what their background or circumstances	This is a key driver for our Regional Skills Partnership and a fundamental prerequisite for our skills based initiatives.	

2. How has your proposal embedded and prioritized the sustainable governance principles in its development?

Sustainable Development Principle	Does your proposal demonstrate you have met this principle? If yes, describe how. If not explain why.	Are there any additional actions to be taken to mitigate any negative impacts or better contribute to positive impacts?
 Balancing short term need with long term and planning for the future	Our Governance framework ensures that we have support, guidance, and scrutiny over ensuring that we have a comprehensive long term economic and Industrial plan and investment strategy– both of which are driven by our Regional Economic Growth Partnership with ensuring that we have robust governance over recommendations made on investments and interventions via our various investment panel and delegated authority boards	This structure will evolve as we transition into a CJC state.
Working together with other partners to deliver objectives	Our boards are made up of representatives from local government, Higher education, private sector and third sector ensuring that we take account of multiple perspectives and dimensions.	Periodic reviews and rotations ensure fresh opinions and perspectives.
Involving those with an interest and seeking their views	We use of governing body membership base to advise and guide on multiple issues and challenges. The diversity within the composition ensures that we get balanced views.	As above
Putting resources into preventing problems occurring or getting worse	As above	As above
Considering impact on all wellbeing goals together and on other bodies	As above	As above

3. **Are your proposals going to affect any people or groups of people with protected characteristics?** Please explain the impact, the evidence you have used and any action you are taking below.

Protected Characteristics	Describe any positive impacts your proposal has on the protected characteristic	Describe any negative impacts your proposal has on the protected characteristic	What has been/will be done to mitigate any negative impacts or better contribute to positive impacts?
Age	None arising at this time	None arising at this time.	
Disability	None arising at this time	None arising at this time.	
Gender reassignment	None arising at this time	None arising at this time.	
Marriage or civil partnership	None arising at this time	None arising at this time.	
Pregnancy or maternity	None arising at this time	None arising at this time.	
Race	None arising at this time	None arising at this time.	
Religion or Belief	None arising at this time	None arising at this time.	

Protected Characteristics	Describe any positive impacts your proposal has on the protected characteristic	Describe any negative impacts your proposal has on the protected characteristic	What has been/will be done to mitigate any negative impacts or better contribute to positive impacts?
Sex	None arising at this time	None arising at this time.	.
Sexual Orientation	None arising at this time	None arising at this time.	
Welsh Language	None arising at this time	None arising at this time.	

4. Safeguarding & Corporate Parenting. Are your proposals going to affect either of these responsibilities?

	Describe any positive impacts your proposal has on safeguarding and corporate parenting	Describe any negative impacts your proposal has on safeguarding and corporate parenting	What will you do/ have you done to mitigate any negative impacts or better contribute to positive impacts?
Safeguarding	Not directly relevant –however, building the future economy should have a profoundly positive impact on ability to safeguard the future of our residents		
Corporate Parenting	Not directly relevant – however building strength in the economy should create opportunities for all of the young people entrusted in our care		

5. What evidence and data has informed the development of your proposal?

The Governance Framework is detailed in the CCR City Deal Joint Working Agreement and has evolved and grown in response to experience and as we continue to expand the portfolio.

6. SUMMARY: As a result of completing this form, what are the main positive and negative impacts of your proposal, how have they informed/changed the development of the proposal so far and what will you be doing in future?

Our Governance structure will continue to evolve and re-shaped to ensure it remains fit for purpose and fully aligned to the requirements and needs of the CJC operating environment.

7. MONITORING: The impacts of this proposal will need to be monitored and reviewed. Please specify the date at which you will evaluate the impact, and where you will report the results of the review.

The impacts of this proposal will be evaluated on:	At the next review of ToR's scheduled for Q42022/Q12023