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DRAFT Atom Valley Northern Gateway Mayoral Development Corporation Constitution

[DATE]

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PART 1 – ARTICLES

1 INTRODUCTION AND DEFINITIONS

1.1 In this Constitution:

"the 2025 Order" means the [Atom Valley Northern Gateway Mayoral Development Corporation (Establishment) Order 2025];

"the 2011 Act" means the Localism Act 2011 (as amended);

"Annual Delivery Plan" means the Corporation's plan for delivering the objectives of the Strategic Business Plan for the following Financial Year, which shall include the Corporation's Annual Budget;

"Area" has the meaning given in paragraph 5;

"Board" means the board of Members for the time being of the Corporation or the Members present or deemed to be present at a duly convened quorate meeting of the Members;

"Code of Conduct for Members" means the code of conduct for Members set out in [Part 5] of this Constitution;

"Code of Conduct for Officers" means the code of conduct for officers set out in [Part 5] of this Constitution;

"Combined Area" means the area consisting of the areas of the Constituent Councils Bury and Rochdale;

"Constituent Councils" as defined in the 2017 GMCA Order are Bury and Rochdale;

"Contract Procurement Rules" means the contract procedure rules set out in [Part 3] of this Constitution;

"Corporation" means [Atom Valley Northern Gateway Mayoral Development Corporation] established pursuant to the [2025] Order;

"Bury Council" means the Metropolitan Borough Council of Bury;

"Councils" means Bury Council and Rochdale Council;

"Deputy Chair" (if any) means a Member of the Corporation appointed by the Chair to hold the position of Deputy Chair and to exercise such of the functions of the Chair of the Corporation under this Constitution;

"Financial Procedure Rules" means the financial procedure rules set out in [Part 4] of this Constitution;

"Financial Year" shall mean a period of 12 months ending on 31st March;

"GMCA" means the Greater Manchester Combined Authority;

"GMCA Orders" means:

- (a) the Greater Manchester Combined Authority Order 2011 as amended (**'the 2011 GMCA Order'**);
- (b) the GMCA (Election of Mayor with Police and Crime Commissioner Functions) Order 2016 (**'the GMCA Mayoral Order'**);
- (c) the GMCA (Functions and Amendment Order 2016 (**'the 2016 GMCA Order'**);
- (d) the GMCA (Functions and Amendment Order 2017 (**'the 2017 GMCA Order'**); and
- (e) such other orders made by the Secretary of State in relation to the GMCA pursuant to legislation;

"GM Mayor" means the Greater Manchester Mayor;

"GM Mayoral Functions" means any function of the GMCA which is exercisable only by the GM Mayor by virtue of the GMCA Orders or any other enactment (whenever passed or made) and including those functions set out in Part 2 Section A of this Constitution;

"Host Authority" means the Council providing the support arrangements for the Corporation;

"Member" means a Member for the time being of the Corporation;

"Rochdale Council" means the Metropolitan Borough Council of Rochdale;

"Scheme of Delegation" means the scheme of delegation set out in Part 2 Section C of this Constitution;

"Strategic Business Plan" means the Corporation's strategic business plan for the next 5 years financial years;

- 1.2 This Constitution sets out how the Corporation operates, how decisions are made and the procedures that are followed to ensure that the Corporation operates efficiently, effectively and is both transparent and accountable.

2 OBJECTIVES

- 2.1 The objectives of the Corporation are to facilitate and oversee delivery of the Northern Gateway project by:

- Promoting the Area as a nationally significant regeneration project, raising its profile on a national and global scale;
- Delivering over 1,200,000 square metres of employment floorspace and 3,000 new homes in accordance with the Strategic Business Plan and Places for Everyone Joint Development Plan;
- Securing the physical and social infrastructure required to support the delivery of the project;
- Maximising benefits to new and existing residents and businesses, including encouraging high-quality jobs, skills, and social value;
- Delivering strategic leadership of the project to ensure its successful and timely delivery in alignment with the GMCA's, the Councils', and Transport for Greater Manchester's shared Northern Gateway Strategic Development Vision and other related documents for the Area, including maximising advanced materials and manufacturing uses;
- Providing a single, focused body for local decision-making; engagement with government departments and public agencies; engagement with private sector landowners and developers; and

- Attracting public and private sector investment to support the delivery of residential and employment growth.

The Corporation will work closely with Bury and Rochdale Councils, the GMCA, Transport for Greater Manchester, the Department for Transport, National Highways and other stakeholders to achieve its objectives.

3 POWERS AND FUNCTIONS

3.1 Article 3 of the 2017 GMCA Order confers on the GMCA in relation to the Combined Area certain functions in relation to mayoral development corporations corresponding to functions contained in the 2011 Act that the Mayor of London has in relation to Greater London.

3.2 The Corporation was established pursuant to the [2025] Order on [date of order] as the [Atom Valley Northern Gateway Mayoral Development Corporation].

3.3 The Corporation will exercise all its powers and duties in accordance with the law, this Constitution and the Strategic Business Plan.

3.4 The Corporation has a number of specific powers and functions as set out in the 2011 Act, which include:

3.4.1 Infrastructure¹

- To provide, or facilitate the provision of infrastructure;

3.4.2 Land ²

- To regenerate or develop land, or facilitate the regeneration or development of land;

¹ Localism Act 2011 Section 205 Powers in relation to infrastructure

² Localism Act 2011 Section Powers in relation to land

- To bring about the more effective use of land, or facilitate the more effective use of land;
- To provide buildings or other land, or facilitate the provision of buildings or other land;
- To carry out, or facilitate the carrying out of, the following activities in relation to land:
 - (a) acquiring, holding, improving, managing, reclaiming, repairing or disposing of buildings, other land, plant, machinery, equipment or other property;
 - (b) carrying out building and other operations (including converting or demolishing buildings); and
 - (c) creating an attractive environment.

3.4.3 Land Acquisition³

- To acquire land or new rights over land in its area or elsewhere, in accordance with the provisions of the 2011 Act; and in respect of such land:
 - (a) Powers to extinguish public rights of way (with the consent of the Secretary of State);
 - (b) Powers in relation to burial grounds and consecrated land; and
 - (c) Powers in relation to, and for, statutory undertakers.

3.4.4 Businesses and Companies⁴

- To carry on any business and to form or acquire interests in any body corporate.

³ Localism Act 2011 Section 207 Acquisition of land

⁴ Localism Act 2012 Section 212 Businesses, subsidiaries and other companies

3.4.5 Financial Assistance⁵

- To provide financial assistance to any person, in any form, including grants, loans, guarantee or indemnity, investment or the incurring of expenditure for the benefit of the person assisted;

3.5 The Corporation does not have the following powers and functions:

- 3.5.1 Functions in relation to Town and Country Planning (s202 of the 2011 Act);
- 3.5.2 Arrangements for the discharge of, or assistance with, planning functions (s203 of the 2011 Act);
- 3.5.3 Removal or restriction of planning functions (s204 of the 2011 Act); or
- 3.5.4 Powers in relation to discretionary relief from non-domestic rates (s214 of the 2011 Act).

4 RESPONSIBILITY FOR FUNCTIONS

- 4.1 Only the GM Mayor will exercise the GM Mayoral Functions.
- 4.2 In exercising the GM Mayoral Functions as set out in Part 2 Section A the GM Mayor may be assisted by members and officers of the GMCA.
- 4.3 Only the Board will exercise the functions as set out in Part 2 Section B of this Constitution.
- 4.4 The Board may choose to delegate any of its functions to any of its members, committees or staff pursuant to Paragraph 7 of Schedule 21 to the 2011 Act. For the avoidance of doubt, the Board does not have the power to delegate any GM Mayoral Functions, which are reserved to the GM Mayor under the 2017 Order or any other relevant legislation.

⁵ Localism Act 2011 Section 213 Financial assistance

- 4.5 The Board has delegated the discharge of certain functions in accordance with the Scheme of Delegation.

5 BOUNDARY

The area of responsibility of the Corporation is shown bounded externally by the inside edge of the red line on the plan set out in [Part 1] of this Constitution.

6 BOARD MEMBERSHIP AND CHAIR

Establishment of the Board

- 6.1 Upon establishment of the Corporation, the GM Mayor will be the Chair of the Board on an interim basis and will, as soon as practicably possible, appoint representatives from the private sector to the Board.
- 6.2 The GM Mayor will appoint one of the Members of the Board drawn from the private sector to become Chair of the Board (once the GM Mayor relinquishes his role as interim Chair).

Responsibilities of the Board

- 6.3 The Board shall take overall responsibility for developing the strategy of the Corporation in accordance with the Objectives set out in paragraph 2, delivering the approved 5-year Strategic Business Plan and Annual Delivery Plans, and the Corporation's operational, reporting and accountability arrangements.

Composition of the Board

6.4 Following its establishment, the Board must at all times comprise a minimum of six Members.

6.5 Members of the Board with full voting rights shall include:

6.5.1 No more than three representatives of the private sector ("the Private Sector Members"); and

6.5.2 The two Leaders and two Opposition Leaders of the Councils ("the Public Sector Members").

6.6 The Private Sector Members shall be appointed for an initial term not exceeding 3 years, which may be extended for a maximum of one further term.

Substitute Members

6.7 The Leaders and Opposition Leaders of the Councils may each nominate a substitute representative as a Member of the Board who may attend and vote in the absence of the relevant respective Member.

6.8 The Private Sector Members shall not be entitled to substitute.

Board Observers

6.9 The following stakeholders shall have non-voting observer status at all meetings of the Board:

6.9.1 the Chief Executives of each of the two Councils;

6.9.2 MDC Chief Officer;

6.9.3 a representative of the GMCA;

6.9.4 a representative of the Department for Transport;

6.9.5 a representative of Transport for Greater Manchester

6.10 The Board may appoint further observers at its discretion.

- 6.11 Observers shall have the right to participate fully in board discussions and to receive all papers but shall not have voting rights.

Appointment of Board Members

- 6.12 The GM Mayor has the power at any time to appoint any person who is willing to act as a Member, either to fill a vacancy or as an addition to the existing Board membership.
- 6.13 In appointing a person to be a Member, the GM Mayor:
- 6.13.1 Must have regard to the desirability of appointing a person who has experience of, and has shown some capacity in, a matter relevant to the carrying-out of the Corporation's functions; and
 - 6.13.2 Must be satisfied that the person will have no financial or other interest likely to affect prejudicially the exercise of the person's functions as Member.

Appointment of Chair

- 6.14 The GM Mayor must appoint one of the Private Sector Members as Chair of the Corporation, and may determine the period for which that individual is to hold office.
- 6.15 A person appointed as Chair of the Corporation:
- 6.15.1 May resign that appointment, whether or not that person also resigns from Membership of the Corporation, by serving notice on the GM Mayor;
 - 6.15.2 Ceases to hold that appointment if that person ceases to be a Member.

Appointment of Deputy Chair

- 6.16 The Chair shall appoint a Deputy Chair (who may be either a Private Sector Member or a Public Sector Member).
- 6.17 In the absence of the Chair at a meeting of the Board, the Deputy Chair shall act in their place or (if absent) the remaining Members shall elect one of themselves to chair the meeting.

Termination of Appointment

- 6.18 Members may resign by serving notice on the GM Mayor.
- 6.19 The GM Mayor may terminate the appointment of any Member if:
- 6.19.1 The Member has been absent from meetings of the Corporation for more than 3 months without the permission of the Corporation;
 - 6.19.2 The Member has become bankrupt or has made an arrangement with the Member's creditors;
 - 6.19.3 A debt relief order is made in respect of the Member (see Part 7A of the Insolvency Act 1986) or the Member is a person in respect of whom a debt relief restrictions order has effect (see Schedule 4ZB to that Act);
 - 6.19.4 The Member has, since being appointed, ceased to be an elected member of the Council and the GM Mayor wishes to appoint an elected member of the Council to be a Member of the Corporation in that Member's place; or
 - 6.19.5 In the opinion of the GM Mayor, the Member has failed to comply with the Member's terms of appointment or is otherwise unable, unfit or unsuitable to exercise the Member's functions as a Member.

Remuneration and Allowances

- 6.20 The GM Mayor, in consultation with the Leaders of the Councils, may set allowances for Members. Any such allowances must be determined following consultation with

a suitably experienced advisory body, which must be independent of the GMCA and the Councils.

7 MEETINGS AND MEETING PROCEDURE

- 7.1 The Board shall meet at least 3 times per year but additional meetings may take place should the need arise.
- 7.2 Each meeting shall be conducted in accordance with the rules of procedure from time to time of the Corporation.

8 FUNDING ARRANGEMENTS

- 8.1 The set-up and running costs of the Corporation shall be borne in full by the Councils. Any contribution to those running costs made by any other organisation acting in partnership with the GM Mayor and the Councils shall be at the discretion of that organisation and on terms agreed between that organisation, the Corporation, the GM Mayor and the Councils.

9 COMMITTEES

- 9.1 The Corporation may establish committees and sub-committees of the Board.
- 9.2 A committee may, with agreement of the Board, include persons who are not Members.
- 9.3 The Board must approve the Terms of Reference of any such committee or sub-committee.

10 ROLE OF THE GMCA MONITORING OFFICER IN RELATION TO THE CORPORATION

- 10.1 Pursuant to Article 6 of the 2017 GMCA Order, Section 5 of the Local Government and Housing Act 1989 (Designation and reports of monitoring officer) applies in relation to the GMCA as if the Corporation were a committee of the GMCA.

11 OFFICERS

11.1 Section 113 of the Local Government Act 1972

For the purposes of Section 113 of the Local Government Act 1972 (Placing of staff of local authorities at disposal of other local authorities) each of the Constituent Councils and the GMCA are "local authorities". Pursuant to Section 113 of the Local Government Act 1972 any of the Constituent Councils may enter into an agreement with the GMCA for the placing at the disposal of the GMCA for the purposes of the GMCA's functions (including the GMCA's functions pursuant to Article 3 of the 2017 GMCA Order in relation to mayoral development corporations), on such terms as may be provided by the agreement, of the services of officers employed by any of the Constituent Councils.

11.2 Chief Officers

The Corporation shall appoint a Chief Executive Officer, a Finance Director and a Corporation Solicitor, whose respective responsibilities and delegations are as set out in the Scheme of Delegation.

11.3 General

- 11.3.1 The Corporation may engage such staff (referred to as officers) as it considers necessary to carry out its objectives.
- 11.3.2 Officers will comply with the Code of Conduct for Officers.

12 DECISION MAKING

12.1 Decisions reserved to the GM Mayor

Decisions relating to functions as set out in Part 2 Section A of this Constitution will be made by the GM Mayor only and not delegated.

12.2 Decision making by the Board

12.2.1 Decisions relating to functions as set out in Part 2 Section B of this Constitution will be made by the Board only and not delegated.

12.2.2 Decisions shall be made by majority vote of the Board.

12.2.3 The quorum for any meeting of the Board shall be four Members. The quorum must include:

- the Leaders of the Councils or their nominated substitute(s); and
- two Private Sector Members.

12.2.4 A duly convened meeting of the Board at which a quorum is present shall be competent to exercise all or any of the authorities, powers, and discretions for the time being vested in or exercisable by the Board.

12.2.5 If a Member ceases to be a member at a Board meeting, he or she can continue to be present and to act as a member and be counted in the quorum until the end of the meeting if no other Member objects and if otherwise a quorum of Members would not be present.

12.2.6 The Corporation may decide on its own procedure, and the procedure of any of its committees or sub-committees.

12.3 Decision making by Chief Officers

Chief Officers will exercise their delegated authority in accordance with the Scheme of Delegation.

12.4 Principles of decision making

The Corporation's decisions must be made in accordance with the following principles:

- 12.4.1 Proportionality (meaning the action must be proportionate to the results to be achieved);
- 12.4.2 Due consultation (including the taking of relevant professional advice where appropriate);
- 12.4.3 Respect for human rights, equality and diversity;
- 12.4.4 Clarity of aims and desired outcomes;
- 12.4.5 Due consideration to be given to alternative options;
- 12.4.6 Due consideration to be given to constitutional requirements of, and adherence to, the statutory and legal framework relating to Mayoral Development Corporations (including the Localism Act 2011 and the 2017 GMCA Order).

13 REPORTING ARRANGEMENTS

13.1 The Corporation must prepare:

- 13.1.1 a Strategic Business Plan, within 12 months of the establishment of the Corporation prior and at 5-year intervals thereafter; and
- 13.1.2 an Annual Delivery Plan, prior to the start of each Financial Year,.

13.2 The Strategic Business Plan and Annual Delivery Plans must be approved by the Board prior to the start of the relevant Financial Year and then submitted to, and approved by, the GMCA and the Councils.

13.3 The Strategic Business Plan and the Annual Delivery Plans shall be adopted by the Corporation and come into force following such approval by the GMCA and the Councils. For the avoidance of doubt, in the event that such approvals by the GMCA and the Councils take place after the start of a particular Financial Year, then the previous Financial Year's Strategic Business Plan shall remain in force until such time as those approvals are given.

13.2 As soon as reasonably practicable after the end of each Financial Year, the Corporation must prepare an annual report on how it has exercised its functions during the year, including a copy of its audited statement of accounts for that year, and send that report to the GMCA and the Councils.

13.3 The Corporation's officers shall respond promptly to requests from the Finance Director, and follow any advice and actions required in a timely manner. The Corporation shall make available any financial information reasonably requested by the GMCA or the Councils.

14 FINANCIAL, CONTRACTUAL AND LEGAL MATTERS

14.1 Financial management

The management of the Corporation's financial affairs will be conducted in accordance with the Financial Procedure Rules of the Host Authority.

14.2 Contracts

Contracts made by the Corporation will comply with the Contract Procurement Rules of the Host Authority.

14.3 Legal proceedings

The Corporation Solicitor is authorised to institute, defend or participate in any legal proceedings in any case where such action is necessary to give effect to decisions of the Corporation or in any case where the Corporation Solicitor considers that such action is necessary to protect the Corporation's interests.

14.4 Authentication of documents

Where any document is necessary to any legal procedure or proceedings on behalf of the Corporation, it will be signed by the Corporation Solicitor or some other person duly authorised by the Corporation or the Corporation Solicitor, unless any enactment otherwise authorises or requires.

14.5 Common Seal of the Corporation

The Common Seal of the Corporation will be kept in a safe place in the custody of the Corporation Solicitor. A decision of the Corporation, or any part of it, will be sufficient authority for sealing any document necessary to give effect to the decision. The Common Seal will be affixed to those documents, which in the opinion of the Corporation Solicitor, should be sealed. The affixing of the Common Seal will be attested by the Corporation Solicitor or some other person authorised by the Corporation Solicitor.

14.6 Reference(s) to the Corporation

14.6.1 The Board, its Members and Officers acknowledge and recognise that the formal name of the Corporation being '[Atom Valley Northern Gateway Mayoral Development Corporation]' may be truncated and referred to as 'Northern Gateway Mayoral Development Corporation' and/or 'Northern Gateway MDC'.

14.6.2 The Corporation's full name will be utilised in legal documentation approved (and prepared) by the Corporation Solicitor in the bringing or defending of any legal proceedings and upon any legal notices to be served or received by the Corporation.

14.6.3 The Corporation will adopt the logo as that which endorses the front page of this document.

15 REVIEW AND REVISION OF THE CONSTITUTION

15.1 The Constitution is a living document and shall be amended as the Corporation progresses. The Corporation Solicitor will monitor and review the operation of the Constitution

15.2 Authority is delegated to the Corporation Solicitor, in consultation with the Chief Executive of the Corporation, to make amendments to the Constitution in order to reflect organisational or legislative changes, or to make any minor textual or grammatical corrections.

15.3 Any other changes shall be agreed by the Board.

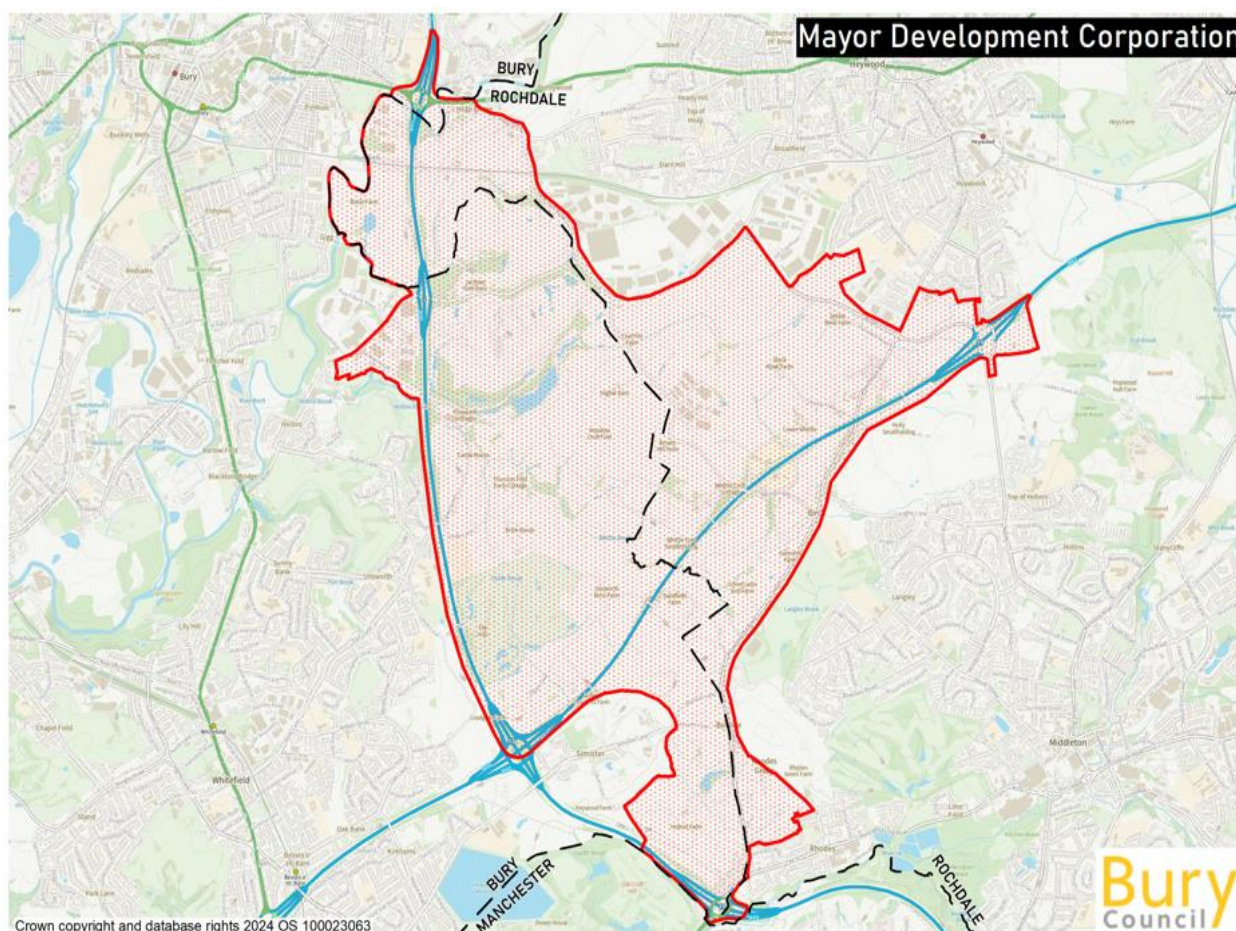
16 REVIEW OF THE CORPORATION AND DISSOLUTION

16.1 It is the duty of the GM Mayor to review, from time to time, the continuing in existence of the Corporation.

16.2 The GM Mayor may at any time make a scheme (a "transfer scheme") transferring to a permitted recipient, upon such terms as the GM Mayor considers appropriate, any property, rights or liabilities, which are for the time being vested in the Corporation. Any transfer scheme shall be made in accordance with Section 216 of the 2011 Act.

16.3 If no property, rights and liabilities are vested in the Corporation the GM Mayor may request the Secretary of State to revoke the order under Section 198 (2) of the 2011 Act, which established the Corporation.

PART 2 – AREA OF RESPONSIBILITY OF THE CORPORATION



PART 3 – RESPONSIBILITY FOR FUNCTIONS

SECTION A – FUNCTIONS RESERVED TO THE GM MAYOR

1. Pursuant to Article 15(1) of the 2017 GMCA Order, there are certain functions, GM Mayoral Functions, which are only exercisable by the GM Mayor and cannot be delegated. These are as follows:
 - (a) Designation of a Mayoral development area, pursuant to section 197 of the 2011 Act;
 - (b) Exclusion of land from a Mayoral development area, pursuant to section 199 of the 2011 Act;

- (c) Transfer of property to a Mayoral development corporation, pursuant to section 200 of the 2011 Act;
- (d) Functions in relation to Town and Country Planning, pursuant to section 202 of the 2011 Act;
- (e) Removal of restriction of planning functions, pursuant to section 204 of the 2011 Act;
- (f) Powers in relation to discretionary relief from non-domestic rates, pursuant to section 214 of the 2011 Act;
- (g) Reviews of continuing in existence of any Mayoral development corporation, pursuant to section 215 of the 2011 Act;
- (h) Transfers of property, rights and liabilities, pursuant to section 216 of the 2011 Act;
- (i) Dissolution of a Mayoral development corporation: final steps, pursuant to section 217 of the 2011 Act;
- (j) Guidance to a Mayoral development corporation, pursuant to section 219 of the 2011 Act;
- (k) Directions to a Mayoral development corporation, pursuant to section 220 of the 2011 Act;
- (l) Consents, pursuant to section 221 of the 2011 Act;
- (m) The appointment of Members to the Board, pursuant to paragraph 1 of Schedule 21 to the 2011 Act (to include at least [one] elected member from Bury Council and at least [one] elected member from Rochdale Council, and the appointment of one of the Members of the Board as the Chair of the Corporation);
- (n) The determination of the terms of appointment of members of the Corporation, pursuant to paragraph 2(1) of Schedule 21 to the 2011 Act;
- (o) The removal of a member where the removal satisfies the criteria set out in paragraph 2(5) of Schedule 21 to the 2011 Act;
- (p) The determination of collective terms and conditions of officers and staff of the Corporation, pursuant to paragraph 3(1) of Schedule 21 to the 2011 Act;
- (q) The appointment of the first Chief Executive of the Corporation, pursuant to paragraph 3(2) of Schedule 21 to the 2011 Act;

- (r) The determination of remuneration etc.; to Members of the Corporation, pursuant to paragraph 4(1) of Schedule 21 to the 2011 Act, and the determination of rates and eligibility criteria for such payments pursuant to paragraph 4(2) of Schedule 21 to the 2011 Act;
 - (s) The determination to make a payment of compensation to a person on ceasing to be a member of the Corporation, pursuant to paragraph 4(3) of Schedule 21 to the 2011 Act;
 - (t) The agreement of the proposals of the Board in relation to the rates and eligibility criteria for remuneration and other payments to be made by the Corporation to its staff and officers, pursuant to paragraph 4(6) of Schedule 21 to the 2011 Act;
 - (u) To agree the inclusion of persons who are not members of the Corporation to be included on any committee or sub-committee pursuant to paragraph 6(3) of Schedule 21 to the 2011 Act;
 - (v) To give directions to a Mayoral development corporation in relation to its procedures, pursuant to paragraph 8 of Schedule 21 to the 2011 Act.
2. Pursuant to Article 15(2)(a) of the 2017 GMCA Order, members and officers of the GMCA may assist the GM Mayor in the exercise of any of the GM Mayoral Functions listed at paragraph 1 above.
3. In the exercise of the GM Mayoral Functions the GM Mayor shall, where appropriate, give due regard to any recommendations made by the Board.

SECTION B – FUNCTIONS RESERVED TO THE BOARD

1. The following Corporation functions are only exercisable by the Board and shall not be delegated:
- (a) Adopting and changing the Constitution (other than amendments permitted pursuant to the Scheme of Delegation);
 - (b) The adoption of the Corporation's Strategic Business Plan, Annual Delivery Plans and the Budget, subject to the prior approval of the GMCA and the Councils;

- (c) The determination of the rates and eligibility criteria for staff of the Corporation; pursuant to paragraph 4(6) of Schedule 21 to the 2011 Act (subject to the agreement of the GM Mayor under paragraph 1(t) of Part 2 Section A above);
- (d) The approval of the annual report and audited statement of accounts;
- (e) The appointment of the Chief Executive, in consultation with the GM Mayor;
- (f) The appointment of officers to act as the Finance Director and the Corporation Solicitor;
- (g) The approval of the compulsory acquisition of land, with the consent of the GMCA and in consultation with the Councils and GM Mayor;
- (h) The approval of expenditure of £100,000 and over within the approved Strategic Business Plan and budget;
- (i) The approval of expenditure outside of the approved Annual Delivery Plan and budget, in reference to funding available beyond that paid to the MDC as part of Councils' contributions';
- (j) The approval of terms of reference for any committee or sub-committee;
- (k) The making of recommendations to the GM Mayor in respect of the GM Mayor exercising the GM Mayoral Functions.

SECTION C – DELEGATION OF FUNCTIONS TO CHIEF OFFICERS

1. This Scheme of Delegation of the Corporation has been adopted by the Board and can only be amended or varied by the Board.
2. Chief Officers in the context of this part means the Chief Executive, the Finance Director and the Corporation Solicitor.
3. The delegated powers of Chief Officers set out in this scheme may be exercised by other officers authorised by the Chief Officer with the delegated power to act on their behalf and in their name, provided that administrative procedures are in place to record the authorisation and monitor the decisions taken.
4. The exercise of delegated powers by officers is required to be in accordance with and subject to:

- 4.1 Statute or other legal requirements, including the principles of public law, the Human Rights Act 1998, statutory guidance and statutory codes of practice;
 - 4.2 this Constitution, the Contract Procedure Rules and Financial Procedure Rules currently in force;
 - 4.3 the revenue and capital budgets of the Corporation, subject to any variation thereof which is permitted by the Financial Procedure Rules; and
 - 4.4 any policy or direction of the Board or any committee sub-committee or joint committee acting in exercise of powers delegated to it by the Corporation.
5. Chief Officers may not exercise delegated powers where:
- 5.1 the matter is reserved to the GM Mayor, the GMCA or to the Board, by law or under this Constitution;
 - 5.2 the matter is a function which cannot by law be discharged by an officer;
 - 5.3 the Board, or a committee, sub-committee or joint committee to which the Corporation is a party, has determined that the matter should be discharged otherwise than by an officer.
6. Where, in relation to an item before the Board or a joint committee, committee or sub-committee, a Chief Officer is given specific authority to determine a particular matter, the officer should ensure that there is an appropriate audit trail to evidence such determination.

7. GENERAL DELEGATIONS TO ALL CHIEF OFFICERS

- 7.1 The day-to-day routine management, supervision and control of services provided for the Corporation by staff under its control in accordance with the Contract Procedure Rules and Financial Procedure Rules of the Corporation.

Human Resources

- 7.2 Filling of vacant posts within approved establishments except Chief Officer posts.

Finance and Contracts

- 7.3 Approval of expenditure of up to £100,000 in value for any one transaction or series of related transactions, within the approved budget.

Contracts

- 7.4 The opening and acceptance of tenders or quotations and the placing of orders for goods, materials, works or services in accordance with the Contract Procedure Rules.
- 7.5 The award of contracts for which financial provision has been made in the Corporation's budget up to a limit of £100,000 in value for any one transaction or series of related transactions.
- 7.6 Where a contract contains provision for the extension to the contract period, the exercise of such extensions, subject to the agreement of the Finance Director.

8. DELEGATIONS TO THE CHIEF EXECUTIVE

- 8.1 To discharge the functions of the Chief Executive in relation to the Corporation.
- 8.2 To be responsible for the corporate management and overall operational capacity of the Corporation, including the strategic management of the Corporation's staff.
- 8.3 To discharge any function of the Corporation which has not been specifically delegated to another officer, committee or sub-committee or joint committee or reserved to the GM Mayor, the GMCA or the Board whether by law or by this Constitution.
- 8.4 To take all action which is necessary or required in relation to the exercise of any of the Corporation's functions (other than those functions which by law can be exercised only by the Corporation or by the GM Mayor, or by the GMCA), having regard to the Corporation's or GM Mayor's approved plans, policies or strategies and the Corporation's budget, and all enabling legislation.

- 8.5 To discharge any function that has been delegated to a Chief Officer where that Chief Officer is unable to act, through absence or otherwise or where the Chief Officer post with the delegated function is vacant or has been disestablished.
- 8.6 Subject to the agreement of the Finance Director:
- 8.6.1 to write off debts which are irrecoverable or losses due to burglaries, etc.;
 - 8.6.2 to write off or make adjustments in respect of deficiencies or surpluses of stock, equipment, etc.
- 8.7 To approve development briefs in consultation with the Board.
- 8.8 To apply for planning permission unless the application is novel or contentious, or has financial implications which would make it subject to the approval of the Board.
- 8.9 To exercise strategic overview of the Corporation's press and media relations, the organisation of press conferences, publicity and public relations including the issue of official publicity and official publications.
- 8.10 To acquire by agreement, land and property (including freehold chief rents) subject always to the purchase price, or the purchase price when added to other transactions in respect of the same project, being within the estimate of costs included in the Strategic Business Plan and not exceeding £100,000.
- 8.11 To accept any offer or tender and agree and arrange for, the disposal of land or property and other interests in land or property provided the offer or tender does not exceed £100,000 and is the best consideration that can reasonably be obtained.
- 8.12 In consultation with the Chair, and subject to the consent of the GM Mayor, to dispose of any interest in land at less than best consideration where the disposal will help the Corporation to secure the promotion or improvement of the economic, social or environmental well-being of the Area.
- 8.13 To manage all land, property, accommodation and facilities owned by the Corporation.

9. DELEGATIONS TO THE FINANCE DIRECTOR

- 9.1 The Finance Director is responsible for the proper and lawful administration of the Corporation's financial affairs. The Finance Director shall provide advice and guidance to members on the financial and budgetary affairs and financial procedures of the Corporation.
- 9.2 To exercise the responsibilities assigned to the Finance Director in the Financial Procedure Rules and in the Contract Procedure Rules.
- 9.3 To effect the proper administration of the Corporation's financial affairs particularly in relation to financial advice, procedures, records and accounting systems, internal audit and financial control generally.
- 9.4 After consulting, so far as practicable with the Chief Executive and the Corporation Solicitor, to report to the Board if it appears to him/her that a decision has been made, or is about to be made which involves or would involve the Corporation incurring unlawful expenditure, or that a course of action has been taken or is about to be taken which, if pursued to its conclusion, would be unlawful and likely to cause a loss or deficiency on the part of the Corporation, or that an item of account is about to be made which is unlawful. Such a report will have the effect of prohibiting the proposal, decision or other action being implemented until the report has been considered.
- 9.5 The taking of all action required on borrowing, investment and financing subject to the submission to the Board of an annual report of the Finance Director on treasury management activities at six-monthly intervals in accordance with CIPFA's Code of Practice for Treasury Management and Prudential Codes.
- 9.6 To discharge the functions of the Corporation under the Accounts and Audit (England) Articles 2015 (with the exception of Articles 6(2), 9(2) and 20(1)).

- 9.7 To be the officer nominated, or to nominate in writing another officer, as the person to receive disclosures of suspicious transactions for the purposes of the Proceeds of Crime Act 2002 and any Articles made thereunder.
- 9.8 To authorise any named Officer of the Corporation to exercise functions delegated to the Finance Director, including the functions of a consultee in relation to the exercise of an officer's delegated powers.

10. DELEGATIONS TO THE CORPORATION SOLICITOR

- 10.1 To be responsible for ensuring the legal administration of the Corporation. The Corporation Solicitor shall oversee and advise on the legal arrangements of the Corporation. The Corporation Solicitor will contribute to the promotion and maintenance of high standards of conduct and be responsible for dealing with matters of conduct and ethical standards.
- 10.2 To institute, conduct, prosecute and defend any legal proceedings on behalf of the Councils, or where the Corporation considers it expedient for the protection or promotion of the interests of the Area, subject to consultation with the Chief Executive in any case where the matter is of significance to Corporation's reputation or where Corporation is to appeal to the Court of Appeal or the Supreme Court.
- 10.3 To settle if appropriate and in the interests of the Corporation any actual or threatened legal proceedings.
- 10.4 To instruct Counsel and professional advisors, where appropriate.
- 10.5 To complete all property transactions and contractual arrangements where terms have been agreed by the Corporation (including by the Board or Chief Officers acting under the Scheme of Delegation).
- 10.6 To accept on behalf of the Corporation the service of notices, orders and legal procedures.
- 10.7 To give undertakings on behalf of the Corporation.

- 10.8 To provide a comprehensive administrative service to the Corporation.
- 10.9 To oversee the Corporation's responsibilities under the Freedom of Information Act 2000, the Environmental Information Regulations 2004 and the Data Protection Act 2018.
- 10.10 To seek informal resolution of complaints.
- 10.11 To maintain the Register of Members' interests and an up to date version of the Constitution and to ensure that it is available for inspection and published on the Corporation's website.
- 10.12 To be the proper officer for ensuring the maintenance of public access to information in relation to Corporation documents, reports and background papers.
- 10.13 To receive complaints from the GMCA Monitoring Officer concerning the administration of the Corporation's affairs.
- 10.14 To provide advice on the scope of powers and authority to take decisions, maladministration, financial impropriety, probity, budget and policy framework issues to all members of the Corporation.
- 10.15 To supervise the preparation and sealing or signing of documents.
- 10.16 To authorise other officers to seal documents in accordance with paragraph 14 of the Constitution, or to sign documents, which are not, required to be under seal.
- 10.17 To be responsible for promoting and maintaining high standards of conduct. The Corporation Solicitor will provide advice on the scope of powers and authority to take decisions, maladministration and probity to all Members and provide a comprehensive service to the Board.

10.18 Should at any time it appear to the Corporation Solicitor that any proposal, decision or omission by Corporation has given rise to, or is likely to give rise to, unlawfulness or maladministration, to as soon as practicable, prepare a report to the Board and the GMCA Monitoring Officer with respect to that proposal, decision or omission.

10.19 If it at any time it appears to the Corporation Solicitor that any proposal, decision or omission by the Corporation, by any committee, or sub-committee of the Corporation, by any person holding any office or employment under the Corporation or by any joint committee on which the Corporation is represented constitutes, has given rise to or is likely to or would give rise to:

- (a) a contravention by the Corporation, by any committee, or sub-committee of the Corporation, by any person holding any office or employment under the Corporation or by any such joint committee of any enactment or rule of law; or
- (b) any such maladministration or failure as is mentioned in Part 3 of the Local Government Act 1974 (Local Commissioners);

to prepare a report to the Board and the GMCA Monitoring Officer with respect to that proposal, decision or omission.

10.20 It shall be the duty of the Corporation Solicitor, in preparing a report under paragraph 10.19 above:

- (a) to consult so far as practicable with the persons who are for the time being designated as the Corporation's Chief Executive and Finance Director; and
- (b) as soon as practicable after such a report has been prepared by the Corporation Solicitor, to arrange for a copy of it to be sent to the GMCA Monitoring Officer and each Member of the Corporation.

PART 4 – PROCEDURE RULES



Procurement
Rules.pdf



Finance Rules.pdf

Replace above with links when available.

PART 5 – CODES OF CONDUCT

MEMBERS' CODE OF CONDUCT

PART 1 – GENERAL PROVISIONS

1. Introduction

- 1.1 This Code applies to you as a Member of the Atom Valley Northern Gateway Mayoral Development Corporation ("the Corporation") when you are acting in that capacity.
- 1.2 The Code is based upon and is intended to be consistent with the Key Principles specified below.
- 1.3 It is your responsibility to comply with the provisions of this Code.
- 1.4 This Code does not cover matters in respect of which the Secretary of State may under the Localism Act 2011 specifically provide that criminal sanctions will apply.

2. Key principles

- 2.1 This Code of Conduct is based upon the following principles. These are:
 - **Selflessness**
Members should act solely in terms of the public interest.
 - **Honesty and Integrity**

Members should be truthful and 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**

Members must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

- **Accountability**

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

- **Openness**

Members 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.

- **Personal Judgment**

Members may take account of the views of others, including their political groups, but should reach their own conclusions on the issues before them and act in accordance with those conclusions.

- **Respect for Others**

Members should promote equality by not discriminating unlawfully against any person and by treating people with respect, regardless of their race, age, religion, gender, sexual orientation or disability. They should respect the impartiality and integrity of the Corporation's Statutory Officers and its other employees.

- **Duty to Uphold the Law**

Members should uphold the law and act in accordance with the trust that the public is entitled to place in them.

- **Stewardship**

Members should do whatever they are able to do to ensure that their authorities use their resources prudently and in accordance with the law.

- **Leadership**

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

2.2 These principles should inform your actions and decisions as a Board member.

3. General Conduct

3.1 You must treat others with respect.

3.2 You must not do anything, which may cause the Corporation to breach any of the equality enactments (as defined in Section 33 of the Equality Act 2006).

3.3 You must not bully any person and you must not intimate or attempt to intimate any person who is involved in any complaint about any alleged breach of this Code.

3.4 You must not do anything, which compromises or is likely to compromise the impartiality of anyone who works for or on behalf of the Corporation.

3.5 You must not conduct yourself in a manner, which could reasonably be regarded as bringing the Corporation, or your appointment as a Member of the Corporation, into disrepute.

3.6 You must not use or attempt to use your position as a Member improperly to confer on or secure for yourself or any other person any advantage or disadvantage.

3.7 When using or authorising the use by others of the resources of the Corporation:-

a) you must act in accordance with the Corporation's reasonable requirements; and

- b) you must ensure that such resources are not used improperly for political purposes (including party political purposes).

3.8 You must not prevent, or attempt to prevent, another person from gaining access to information to which they are entitled by law.

3.9 You must not disclose information which is given to you in confidence, or information acquired by you which you believe to, or ought reasonably to be aware, is of a confidential nature, except when:-

- a) you have the consent of a person authorised to provide it; or
- b) you are required by law to do so; or
- c) the disclosure is made to a third party for the purpose of obtaining professional legal advice, provided that the third party agrees not to disclose the information to any other person; or
- d) the disclosure is reasonable, in the public interest, made in good faith, and made in compliance with the reasonable requirements of the Corporation.

3.10 This duty continues to apply after you have left the Board.

3.11 When making decisions on any matter you must have regard to any relevant advice provided to you by:

- a) The Corporation Chief Executive; or
- b) The Corporation Financial Officer; or
- c) The Corporation Monitoring Officer, where that Officer is acting pursuant to his or her statutory duties.

3.12 You must give reasons for all decisions in accordance with any statutory requirements and any reasonable additional requirements imposed by the Corporation.

4. Use of Funds

4.1 You have a duty to ensure the safeguarding of funds and the proper custody of assets, which have been publicly funded.

4.2 You must carry out these obligations responsibly – that is, respond appropriately to ensure that the Corporation uses resources efficiently, economically and effectively, avoiding waste and extravagance. It will always be an improper use of funds for public bodies to employ consultants or other companies to lobby Parliament, Government or political parties.

5. Allowances

5.1 You must comply with the rules set by the Board regarding remuneration, allowances and expenses. It is your responsibility to ensure compliance with all relevant HM Revenue and Customs' requirements concerning payments, including expenses.

6. Gifts and Hospitality

6.1 You must not accept any gifts or hospitality, which might, or might reasonably appear to, compromise your personal judgement or integrity or place you under an improper obligation.

6.2 You must never canvass or seek gifts or hospitality.

6.3 You must comply with the rules set by the Corporation on the acceptance of gifts and hospitality. You should inform the Chief Executive Officer of any offer of gifts or hospitality and ensure that, where a gift or hospitality is accepted, this is recorded in a public register in line with the rules set by the Corporation.

- 6.4 You are responsible for your decisions on the acceptance of gifts or hospitality and for ensuring that any gifts or hospitality accepted can stand up to public scrutiny and do not bring your appointment and the Corporation into disrepute.

7. Employment and Appointments

- 7.1 If you wish to take up additional employment or appointments during your term of office, you must inform the Chair and allow him or her the opportunity to comment.
- 7.2 On leaving office, you must comply with the rules of the Corporation on the acceptance of future employment or appointments.

8. Conflicts of Interests

- 8.1 When accepting an appointment to the Corporation, you should consider if any conflicts of interest arise from your private interests or by virtue of any other roles you hold.
- 8.2 You must ensure that no conflict arises, or could reasonably be perceived to arise, between your duties within the Corporation and your private interests, financial or otherwise.
- 8.3 You must comply with the rules of the Corporation on handling conflicts of interests. As a minimum, these will require you to declare publicly, in the Corporation's register of interests, any private financial or non-financial interests of your own, or of close family members and friends, which may, or may be perceived to, conflict with your Corporation duties.⁶ The rules will also require you to remove yourself from the discussion or determination of matters in which you have a financial interest. In matters in which you have a non-financial interest, you should not participate in the

⁶ Generally, all financial interests should be declared. When considering what non-financial interests should be declared, you should ask yourself whether a member of the public, acting reasonably, would consider that the interest in question might influence your words, actions or decisions. ² These are common law provisions.

discussion or determination of a matter where the interest might suggest a danger of bias.²

- 8.4 It is your responsibility to ensure that you are familiar with the Corporation's rules on handling conflicts of interests, that you comply with these rules and that your entry in the Corporation's public register of members' interests is accurate and up-to-date.

9. Responsibilities as a Board Member

- 9.1 You should play a full and active role in the work of the Corporation. You should fulfil your duties and responsibilities responsibly and, at all times, act in good faith and in the best interests of the Corporation.
- 9.2 You should promote an inclusive and diverse culture in the Corporation and your actions should help create an environment where different perspectives and backgrounds are encouraged and valued.
- 9.3 You should deal with the public and their affairs fairly, efficiently, promptly, effectively and sensitively, to the best of your ability. You must not act in a way that unjustifiably favours or discriminates against particular individuals or interests.
- 9.4 You must comply with any statutory or administrative requirements relating to your appointment.
- 9.5 You should respect the principle of collective decision-making and corporate responsibility. This means that, once the Board has made a decision, you should support that decision.
- 9.6 You must not use, or attempt to use, the opportunity of public service to promote your personal interests or those of any connected person, firm, business or other organisation.

9.7 You must inform the Chief Executive Officer of the Corporation of any bankruptcy, current police investigation, unspent criminal conviction or disqualification as a company director in advance of appointment, or should any such instances occur during your appointment.

9.8 You must also inform the Chief Executive Officer of the Corporation of any change in your circumstances which results in you becoming bankrupt, subject to a police investigation, convicted of a criminal offence or disqualified from being a company director.

9.9 You have additional responsibilities as the chair of the Corporation in leading the board and the Corporation and in ensuring that the principles covered in the Codes of Conduct for Board Members and Officers (where applicable) are upheld.

10. Social Media

10.1 Social media is a public forum and the same considerations, including the provisions of this Code, apply as would to speaking in public or writing something for publication, either officially or in a personal capacity. When engaging with social media you should at all times respect confidentiality, financial, legal and personal information.

10.2 Where any personal social media accounts used by you make reference or link to your role, you should take care to ensure that it is clear in what capacity you are acting.

11. Raising concerns

11.1 If you have a concern about a possible breach of this Code, a concern that you or any staff of the Corporation are being asked to act in contravention of their own code of conduct, or a concern about misconduct or wrongdoing in any other areas, then you have a responsibility to raise that internally with the Chief Executive Officer and/or Corporation Solicitor as appropriate.

Part 2 – Interests

1. Registration of Members' Interests

1.1 Subject to paragraph 4, you must register in the Corporation's register of Members' interests ("Register") information about your personal interests. For the purposes of paragraphs 1 to 7 inclusively 'your personal interests' or 'personal interest' means:-

a) any 'disclosable pecuniary interest' (as specified in Part 3 of this Code or as defined by any statutory provisions in force from time to time under the Act) which you know about and which is held by:

- you; or
- your friends or family friends; or
- your spouse or civil partner, a person with whom you are living as husband and wife, or a person with whom you are living as if you are civil partners; and

b) any other interests held by you as set out in paragraph 3.

2. You must register information about your personal interests by giving written notice to the Chief Executive Officer, who maintains the Register, within 28 days of:-

- this Code being adopted by the Corporation;
- your appointment as a Member of the Corporation; and of
- becoming aware of any new interest or change to any registered interest.

3. You have a personal interest in any business of the Corporation and for the purposes of paragraph 1(b) where either it relates to or is likely to affect:-

- a) any body of which you are a Member (or in a position of general control or management) and to which you are appointed or nominated by the Corporation;
- b) any body which:-

- (i) exercises functions of a public nature; or
- (ii) is directed to charitable purposes; or
- (iii) one of whose principal purposes includes the influence of public opinion or policy (including any political party or trade union) of which you are a Member (or in a position of general control or management).

4. Sensitive Information

- 4.1 Where you think that disclosure of the details of any of your personal interests could lead to you, or a person connected with you, being subject to violence or intimidation, you may inform the Chief Executive Officer; and if the Chief Executive Officer agrees, a note will be made in the Register to the effect that you have a personal interest, details of which are withheld under Section 32 of the Act.

5. Declaration of Interests

- 5.1 Where you attend a meeting and you are, or ought reasonably to be, aware that any of your personal interests are relevant to an item of business which is being considered, then you must disclose to that meeting the existence and nature of that interest at the start of the consideration of that item of business, or when the interest becomes apparent, if later.
- 5.2 Where you have a personal interest in any business of the Corporation which relates to or is likely to affect a body of a type described in paragraph 3(a) and 3(b)(i), you need only disclose to the meeting the existence and nature of that interest when you address the meeting on that business.

5.3 Where you have a personal interest but, by virtue of paragraph 4, sensitive information relating to it is not registered in the Register, you must indicate to the meeting that you have a personal interest, but you need not disclose the sensitive information to the meeting.

5.4 Where you attend a meeting, and you are, or ought reasonably to be aware that a decision in relation to any item of business which is to be transacted might reasonably be regarded as affecting your well-being or financial position, or the well-being or financial position of a person described in paragraph 9, to a greater extent than most of the inhabitants of the area affected by the decision, then you must disclose to that meeting the existence and nature of that interest at the start of that item of business, or when the interest becomes apparent, if later.

5.5 The persons referred to in paragraph 8 are:-

- a) a Member of your family;
- b) any person with whom you have a close association and/or friendship;
- c) in relation to persons described in (a) and (b), their employer, any firm in which they are a partner, or a company of which they are a director;
- d) any person or body in whom persons described in (a) and (b) have a beneficial interest in a class of securities exceeding the nominal value of £25,000; or
- e) any body of a type described in paragraph 3(a) and (b).

6. Non-participation

6.1 Where you have a personal interest of the type described in paragraph 8 in any business of the Corporation, and the interest is one which a member of the public with knowledge of the relevant facts would reasonably regard as so significant that it is likely to prejudice your judgement of the public interest and the business:-

- a) affects your financial position or the financial position of a person or body described in paragraph 11(a) to (e) inclusively; or

- b) relates to the determining of any approval, consent, licence, permission or registration in relation to you or any person or body referred to in the preceding sub-paragraph (a),

then subject to paragraphs 11 and 12:-

- c) you may not participate in any discussion of the matter at the meeting;
- d) you may not participate in any vote taken on the matter at the meeting;
- e) if the interest is not registered, you must disclose the interest to the meeting;
and
- f) if the interest is not registered and is not the subject of a pending notification, you must notify the Chief Executive Officer of the interest within 28 days.

6.2 Where you have an interest of the type described in paragraph 10 in any business of the Corporation, you may attend the meeting and make representations, answer questions or give evidence relating to that business before the business is considered and voted upon, provided the public are also allowed to attend the meeting for the same purpose, whether under a statutory right or otherwise.

7. Disclosable Pecuniary Interests

7.1 In addition to the requirements of the Act regarding the registration and declaration of a disclosable pecuniary interest, you must also comply with the statutory requirements relating to withdrawal from participating in any discussion or voting on any matter in which you have a disclosable pecuniary interest.

8. Requirement to leave a meeting room

8.1 You must comply with any procedural rule adopted by the Corporation, which requires a Member to leave the room during any meeting at which a matter in which they have a disclosable pecuniary interest is being discussed.

Part 3 – Disclosable Pecuniary Interests

1. The duties to register, disclose and not to participate in respect of any matter in which a Member has a disclosable pecuniary interest are set out in Chapter 7 of the Localism Act 2011.
2. Disclosable pecuniary interests are defined in the Relevant Authorities (Disclosable Pecuniary Interests) Regulations 2012 (SI 2012 No. 1464) as follows:-

For this purpose:-

"the Act" means the Localism Act 2011;

"body in which the relevant person has a beneficial interest" means a firm in which the relevant person is a partner or a body corporate of which the relevant person is a director, or in the securities of which the relevant person has a beneficial interest;

"director" includes a member of the committee of management of an industrial and provident society;

"land" excludes an easement, servitude, interest or right in or over land which does not carry with it a right for the relevant person (alone or jointly with another) to occupy the land or to receive income;

"M" means a member of a relevant Authority;

"Member" includes a co-opted member;

"Corporation " means the corporation of which M is a Member;

"relevant period" means the period of 12 months ending with the day on which M gives a notification for the purposes of section 30(1) or 31(7), as the case may be, of the Act;

“relevant person” means M or any other person referred to in section 30(3)(b) of the Act;

“securities” means shares, debentures, debenture stock, loan stock, bonds, units of a collective investment scheme within the meaning of the Financial Services and Markets Act 2000 and other securities of any description, other than money deposited with a building society.

Interest	Prescribed Description
Employment, office, trade, profession or vocation	Any employment, office, trade, profession or vocation carried on for profit or gain
Sponsorship	Any payment or provision of any other financial benefit (other than from the Corporation) made or provided within the relevant period in respect of any expenses incurred by M in carrying out duties as a Member, or towards the election expenses of M. (This includes any payment or financial benefits from a trade union within the meaning of the Trade Union and Labour Relations (Consolidation) Act 1992)

Contracts	Any contract which is made between the relevant person (or a body in which the relevant person has a beneficial interest) and the Corporation:- (a) under which goods or services are to be provided or works are to be executed; and (b) which has not been fully discharged
Land	Any beneficial interest in land, which is within the area of the Corporation.
Licences	Any licence (alone or jointly with others) to occupy land in the area of the Corporation for a month or longer.

Corporate tenancies	Any tenancy where (to M's knowledge):- (a) the landlord is the Corporation; and (b) the tenant is a body in which the relevant person has a beneficial interest
Securities	Any beneficial interest in securities of a body where:- (a) that body (to M's knowledge) has a place of business or land in the area of the Corporation; and (b) either – (i) the total nominal value of the securities exceeds £25,000 or one hundredth of the total issued share capital of that body; or (ii) if the share capital of that body is of more than one class, the total nominal value of the shares of any one class in which the relevant person has a beneficial interest exceeds one hundredth of the total issued share of capital of that class

OFFICERS' CODE OF CONDUCT

INTRODUCTION

- 1.1 The Atom Valley Northern Gateway Mayoral Development Corporation ("the Corporation") is committed to maintaining high standards of conduct in all areas of its activities. It relies on Officers to observe these standards when carrying out their duties and in doing so, to promote and maintain public confidence and trust in the work of the Corporation.
- 1.2 The Code is set out to:
- Promote fairness and consistency in the treatment of individuals;
 - Establish clear standards to help officers maintain and improve the services they provide;
 - Help maintain satisfactory relationships with members of the public, colleagues and Members; and
 - Help to protect officers from bias, misunderstanding or unjustified criticism.
- 1.3 Officers are required to comply with this Code of Conduct, as it will help them to understand and comply with the high standards of conduct the Corporation expects; failure to do so may result in disciplinary action, which could include dismissal.
- 1.4 Some services and professionals have to comply also with supplementary Codes of Conduct and Codes of Practice linked to professional registration for example, solicitors and surveyors.

SCOPE AND GENERAL PRINCIPLES

- 2.1 This Code of Conduct applies to all Corporation officers. A separate Code of Conduct for Members is also available within the Corporation's Constitution.

Individuals contracted to provide services for the Corporation, such as agency workers, should comply with the principles of the Code, although they are not designated as officers.

2.2 Although the Code is comprehensive in the range of issues it includes, it is not possible to cover every circumstance. Managers reserve the right to take appropriate action should any issue arise not otherwise covered in the Code.

2.3 The public is entitled to expect the highest standards of conduct from all Corporation Officers. In performing their duties, Officers must act with integrity, honesty, impartiality and objectivity.

2.4 Officers are trusted to use their own judgement in the performance of their duties but if Officers are unsure of the correct course of action, they must speak to their manager at the earliest opportunity.

RESPONSIBILITIES

3.1 Corporation responsibilities

The Corporation has a responsibility to help ensure that Officers:

- (a) are clear about what is expected of them;
- (b) have a safe and healthy working environment;
- (c) have a work environment that is free from discrimination, harassment or bullying;
- (d) are offered relevant development opportunities;
- (e) have the opportunity to choose to be accompanied by a trade union representative or colleague, in appropriate circumstances, as determined by Corporation policy; and
- (f) are treated fairly, with respect and dignity.

3.2 Officer responsibilities

As part of the Code, Officers are expected to:

- (g) familiarise themselves with the contents of the Code and act in line with the principles set out in it;
- (h) understand and apply the Corporation's rules, policies and procedures;
- (i) act honestly and with dignity and treat others with respect;
- (j) ensure their conduct does not discriminate against others;
- (k) attend work and be able to carry out their duties safely and effectively; (l) follow reasonable management instructions, procedures and regulations; and
- (m) be committed to delivering quality services competently and with due care.

GIFTS AND HOSPITALITY

4.1 All offers of gifts or hospitality should be treated with caution. Where a gift or hospitality could be perceived as an inducement or reward for performing Corporation duties, or where acceptance of the gift or hospitality could be open to misinterpretation, Officers should firmly refuse the offer.

4.2 Gifts of a promotional nature, e.g. calendars, diaries and pens which are of a low monetary value i.e. less than £50 may be accepted.

4.3 All offers of gifts and hospitality of £50 or more in value, including any offers of sponsorship for training or development, whether or not they are accepted, must be recorded promptly (and no later than 28 days from the date of the offer) in a register held by the Chief Executive Officer.

4.4 It is a criminal offence under the Bribery Act 2010 to accept a bribe or to bribe another person. The offence of being bribed will occur where an employee agrees to receive or accepts an advantage (for their own or another's benefit and whether or not he or she actually receives it), in order to carry out the improper performance of a Corporation function, or where the advantage may be a reward for already having performed the function improperly.

4.5 The offence of bribing another person occurs where an employee offers, promises or gives a financial or other advantage to another person, with the intention that this will induce that person to improperly perform a function or activity, or in

order to reward that person for the improper performance of such a function or activity.

4.6 Guidance on the Bribery Act indicates that bona fide hospitality and promotional, or other business expenditure which seeks to improve the image of a commercial organisation, better to present products and services, or to establish cordial relations, is recognised as an established and important part of doing business and it is not the intention of the Act to criminalise such behaviour.

4.7 If Officers are in any doubt about the acceptance of a gift or hospitality they should inform the Corporation Solicitor in advance (where feasible) and seek advice. Where an employee receives an unsolicited gift or believes that a person is otherwise attempting to influence him or her, the Corporation Solicitor should be informed immediately.

4.8 Particular care should be taken by Officers concerned with purchasing the award of official contracts or the allocation of grant monies. An Officer who knowingly accepts a gift or favour from a contractor or other person providing services to or seeking services or funding from the Corporation may put themselves at risk of a disciplinary investigation. Failure to record offers of gifts and hospitality may also be the subject of investigation by managers.

CONFIDENTIAL INFORMATION

5.1 Officers should treat all information they receive in the course of their employment as confidential to the Corporation. Officers must not use information in the Corporation's possession to further their private interests or those of their relations and friends. Deliberate exploitation of confidential information for personal gain may result in disciplinary action, including dismissal.

5.2 Officers are only permitted to disclose confidential information where it is required by law or where the Corporation has agreed to make the information available to the public. Where Officers are in any doubt as to whether they are

permitted to release information they must consult the Chief Executive Officer before any disclosure is made.

OFFICER INTERESTS

6.1 Officers must disclose any personal conflicts of interest and must not involve themselves in any decisions or matters where their actions could be perceived as biased. A personal conflict may arise where an Officer provides consultancy services in a private capacity which conflict with or are of a similar nature to the Corporation's services, or which may result in a reduction of the Corporation's services.

6.2 Officers' interests in contracts must be disclosed in writing where Officers have any financial interest, direct or indirect, in any contract which the Corporation has entered into or is proposing to enter into, or any application by the Corporation for a licence, consent or permission. Officers are also required to identify a partner, relative or close associate, friend (including family friend) who might have a legitimate interest in Corporation contracts or services.

6.3 Officers must also disclose in writing any interests where they are involved as either as an individual or as a partner in a business or as a director of a company or where they have a substantial shareholding in a public or private company which regularly has dealings with the Corporation. For this purpose, "substantial" can be defined as more than £5,000 nominal value or 1/100th of the nominal value of the company whichever is the lower. Friendship or membership of an association or society could also influence an Officer's judgements and should be treated in the same way.

6.4 If Officers are in any doubt as to what interests they need to declare they should seek guidance from the Corporation Solicitor. Failure by Officers to declare interests in contracts or companies is a criminal offence and failure to disclose a conflict of interest may result in disciplinary action.

PUBLIC OFFICE

7.1 Officers who wish to seek public office in a Local Authority other than that with whom they are employed or act for are not generally prevented from doing so unless they occupy politically restricted posts under the Local Government and Housing Act 1989 ("the 1989 Act"), but should discuss their intentions and the implications with the Corporation Solicitor and seek legal advice.

7.2 Officers other than holders of politically restricted posts who become councillors of other Local Authorities should ensure that their two capacities are kept separate. In particular, they should take care that they do not disclose or use for an unauthorised purpose confidential information, which could benefit or cause harm either to the Authority represented or to the Corporation.

POLITICAL ACTIVITIES

8.1 Political activities relate to standing for public elected office, engaging in party political debate in a personal capacity, by speaking or writing in public and canvassing at elections. The ability of Officers to engage in such activities is restricted if they occupy politically restricted posts, as defined by section 2 of the 1989 Act and specified in a list maintained by the Corporation as required by that Act.

8.2 An employee who proposes to engage in political activities should consider all aspects of this Code and ensure there is no conflict of interest between their duties as an employee and their political activities. Officers who regularly advise Members, regularly have contact with the public or media, or exercise delegated powers should take particular care when they propose to engage in political activities. They must always consult their manager.

8.3 Where Officers are required to advise Members they must do so in ways which do not compromise their political neutrality and must not allow their own personal or political opinion to influence or interfere with their work.

RECRUITMENT AND EMPLOYMENT

9.1 Officers involved in recruitment or decisions relating to discipline, promotion or grading must not be involved where they are related to an applicant or have a close association with an applicant or employee.

9.2 All Officers involved in recruitment and selection on behalf of the Corporation must be familiar with, and abide by, the Corporation's recruitment policy and procedures.

9.3 Canvassing of Members of the Corporation relating to any employment matter including appointments, is strictly prohibited and may result in disciplinary action.

DIVERSITY

10.1 All Members of the local community, customers, contractors, Members and Officers have a right to be treated with fairness and dignity. All Officers are required to comply with the Corporation's diversity policies and in accordance with the legal requirements placed upon the Corporation.

INTELLECTUAL PROPERTY/COPYRIGHT

11.1 All creative designs, writings and drawings produced by Officers in the course of their duties are the property of the Corporation.

11.2 All inventions made by Officers remain the property of the Corporation if made during the course of their duties. The duties are described in the Officers terms of employment, job description and those arising from an instruction from a manager or other authorised officer of the Corporation.

11.3 Where Officers are interviewed by the media in connection with their official duties the Corporation's Chief Executive Officer and Corporation Solicitor must be consulted on any intended publication in the press or other media which is connected to their official duties.

11.4 Officers should take care when expressing their personal views publicly that they do not undermine confidence in their objectivity in the performance of their duties.

USE OF THE DEVELOPMENT CORPORATION'S FACILITIES

12.1 Officers must ensure that they use public funds entrusted to them in a responsible and lawful manner. They should strive to ensure value for money to the local community and to avoid legal challenge to the Corporation.

12.2 The Corporation's resources should be used solely in respect of its business. No improper use must be made of premises, vehicles, equipment, stationery or services. A reasonable amount of personal use of ICT and telephone facilities may be made but is subject to any Corporation ICT protocols and any arrangements for the payment of personal telephone calls.

PERFORMANCE OF DUTIES

13.1 Officers are required to observe agreed working procedures, operational regulations, health and safety rules, regulations, professional codes of practice and the provisions of the Corporation's Constitution and to carry out reasonable and proper instructions in matters relating to their duties.

13.2 An Officer must not:-

- (a) Fail to discharge through carelessness, or neglect an obligation placed upon him/her by contract or by law;
- (b) Fail to report any matter which he/she is required to report;
- (c) Fail to wear safety clothing or footwear, or use safety equipment which has been issued as being necessary in the interests of health & safety or otherwise fail to have due regard to health & safety requirements.

13.3 Failure to observe the Officers' Code of Conduct or any human resources policies and procedures (for instance relating to substance misuse, smoking or ICT protocols) or other Corporation policies, regulations or standards, may lead to disciplinary action in accordance with the Corporation's disciplinary procedures.