



## Terms of Reference.

Approved on the 27<sup>th</sup> June 2012

1. The Board will operate in a business-like, non-bureaucratic fashion. The board must at all times include a delegated officer from both East Riding of Yorkshire Council (ERYC) and Kingston upon Hull City Council (KHCC). The members of the board will be collectively responsible for any decisions made.
2. At its first meeting, the Programme Management Board will select a chair, the chairmanship will run for 12 months and nomination for a new chair will then be taken. No person can be chair for more than 2 terms. The chair will have the casting vote on any tied vote.
3. Meetings will be held at least monthly but more frequently as circumstances arise within the life of the programme. The Secretariat will be provided by the ERYC Green Port Growth Governance Team. Meetings will be held in Beverley at ERYC offices. Meeting may be held in alternative venues as long as agreed by all board members. Notice of meeting with agendas and minutes must be circulated 7 days before any meetings and any additional items for the agenda must be notified to ERYC no later than 24 hours before the meeting.
4. The normal duration of meetings will be two hours maximum. Meetings can be extended in agreement with the chair and approval by a majority of the board members.
5. Board members with personal, commercial or financial interests in any agenda items will declare them at the relevant points on the agenda and not participate in discussions or be allowed to vote on those items. The board member will be expected to leave the meeting for the duration of the discussion.
6. Where a vote is required, this will be through a simple majority with a casting vote for the Chair. All votes and results must be recorded in the minutes and agreed by all board members.
7. The quorum for meetings shall be 5 Board members.
8. Board meetings are confined to Board members and the secretariat except for external presenters and observers which have been agreed with the Chair in advance.
9. The Board can invite attendees or co-opt additional members as it sees fit. Names of prospective new members must be circulated no later than 48 hours before the meeting is to be held. Any new member must have the approval of all the board members. The board must not exceed 7 members at any one time.
10. Urgent decisions required from the Board may be taken by electronic communication in between meetings, with the same requirements for quorum and declarations of interest as above. Any electronic decisions made will be recorded in the minutes and the minute is to be agreed at the next possible meeting.



11. All actions by the board must comply with all applicable regulations and UK and European law. Any decisions that appear to be in breach of any legislation must be agreed by the ERYC legal team.
- 12 The board has no corporate or legal power but any decisions agreed by the board will be binding on members of the Green Port Growth Delivery Team as long as the programme will still achieve its contractual commitments to BIS.
- 13 The board will have a finite life and will be disbanded upon completion of the GPGP in 2020.