

COUNCIL CONSTITUTION COMMITTEE

Minutes of a meeting of the Council Constitution Committee held on Thursday, 7th November, 2013 at Addenbrooke House, Ironmasters Way, Telford

PRESENT: Councillors C.F. Smith (Vice-Chair in the chair), R.C. Evans, I.T.W. Fletcher and G.M. Green

The Vice-Chair reported that the Chair (Councillor M.J. Smith) had been involved in a car accident earlier that afternoon and, while he and his wife were not injured, he was clearly unable to attend the meeting.

CCC-5 MINUTES

RESOLVED – that the minutes of the meeting of the Council Constitution Committee held on 18 July, 2013 be confirmed and signed by the Chair.

CCC-6 APOLOGIES FOR ABSENCE

Councillors K.R. Guy and M.J. Smith

CCC-7 DECLARATIONS OF INTEREST

Councillor G.M. Green advised that, as a member of the Health & Wellbeing Board, she had been involved in consideration of the proposed amendments to the Board's terms of reference, and therefore she would not vote on that particular matter.

CCC-8 PROPOSED CHANGES TO THE CONSTITUTION AND CONSTITUTION REVIEW UPDATE

The report of the Assistant Director: Law, Democracy & Public Protection was presented by the Legal Services Manager and the Audit & Information Governance Manager.

Appendix 1A of the report detailed proposed changes to the terms of reference of the Health & Wellbeing Board. The Board had agreed (subject to the approval of this Committee and full Council) to amend its procedure rules and allow public speaking for individuals and local community groups/volunteers to ask questions or raise issues for discussions. This was reflected in paragraph 13 of the Procedure rules of the amended terms of reference. A copy of the draft public speaking procedure for use at Health & Wellbeing Board meetings was also appended to the report for information, although this would not form part of the Constitution. There were a number of other changes to update the terms of reference following the Board moving out of its "shadow" form in April 2013. A further minor amendment at paragraph 2.11 of the Procedure rules (relating to Membership) was reported so that, following advice from the Clinical Commissioning Group, the words "Chief Operating" should be deleted. During consideration of the amended terms of reference, a couple of points of clarification were sought:

- Paragraph 2.1 of the Procedure rules (Membership) - it was suggested that the wording “Cabinet Member responsible for wider Health Services and Deputy Leader TWC” could be open to mis-interpretation;
- Paragraph 23 of the Procedure rules (Scrutiny) – whether the wording reflected the true situation regarding delegation of powers of referral to the Secretary of State.

Appendix 2 of the report was a proposed update to the Audit Committee’s terms of reference to reflect the role of the Audit Committee under its governance responsibilities in respect to the oversight of the Commercial Board.

Appendix 3 of the report set out proposed changes to the Functions of the Chief Financial Officer (Article 12); the Policy Framework and Budget Procedure Rules (Part 4 – Rules of Procedure); and the Financial Regulations. The amendments had been made in order to reflect changes in budget timescales, new limits for approval of grants, tax implications and other updates. The Vice-Chair stated that the Working Group of Councillor I. Fletcher and himself had examined these parts of the Constitution, and a lot of effort had gone into simplifying and clarifying the wording in order to make it more understandable.

The Legal Services Manager reported that further meetings of the working group were being set-up with the aim of ensuring that the Constitution would have been reviewed in full, with a new complete draft for consideration, by September 2014. This was a sizeable task, particularly the work around the scheme of delegation. Some amendments might be required before then, but the aim was to provide a ‘new’ Constitution as a complete document.

RESOLVED – to RECOMMEND to COUNCIL

- (a) **that the terms of reference of the Health and Wellbeing Board, as shown at Appendix 1a of the report, be approved, subject to the following amendments to the Procedure:**

Membership

2.1 deleting the words ‘Deputy Leader TWC’, so that now reads ‘Cabinet Member responsible for wider Health Services (Chair HWB)’

2.11 deleting the words ‘Chief Operating’, so now reads ‘Accountable Officer Clinical Commissioning Group’

Scrutiny

23. adding the words ‘the relevant’ before the words ‘Scrutiny Committee’, so now reads ‘Health scrutiny function and powers will be delegated by full Council to the relevant Scrutiny Committee and the power of referral to the Secretary of State is also delegated to the relevant Scrutiny Committee. The relevant Scrutiny Committee will notify Full Council of an intention to refer a matter to the Secretary of State before a referral is made.

(NB: Councillor Green did not vote on the above recommendation)

- (b) that the amendment to the terms of reference of the Audit Committee, as shown at Appendix 2 of the report, be approved;
- (c) that the Functions of the Chief Financial Officer, the Policy Framework and Budget Procedure Rules, and the Financial Regulations be approved;

RESOLVED – that progress on the full review of the Constitution, as set out at paragraph 4.4 of the report, be noted.

The meeting ended at 5.55 p.m.

Chairman:

Date:

TELFORD & WREKIN COUNCIL

COUNCIL CONSTITUTION COMMITTEE – 7 JULY 2014

UPDATES TO THE CONSTITUTION

**REPORT OF THE ASSISTANT DIRECTOR: LAW, DEMOCRACY AND
PEOPLE SERVICES**

1. SUMMARY OF MAIN PROPOSALS

The Committee is asked to consider making recommendations to full Council to approve the changes to constitution attached to this report.

2 RECOMMENDATIONS

2.1 That members recommend to full council :-

2.1.1 the approval of the changes to the Council constitution as attached at Appendix 1 and 2 with immediate effect.

3 SUMMARY IMPACT ASSESSMENT

COMMUNITY IMPACT	Do these proposals contribute to specific Co-Operative Council priority objective(s)?	
	Yes	
	Will the proposals impact on specific groups of people?	
	No	
TARGET COMPLETION/DELIVERY DATE	If this Committee is in agreement to recommend the changes to the constitution for approval by the full Council the aim is to put the matter to the full Council meeting in July.	
FINANCIAL/VALUE FOR MONEY IMPACT	Yes	Costs associated with the Health & Wellbeing Board meetings are met from within existing budgets. There are no other financial implications arising from this report. MLB 18.06.14
LEGAL ISSUES	Yes	The Local Government Act 2000 requires the Council to have a Constitution. This Committee has been established to review the Constitution and to provide advice and guidance to the Council on any

		proposed changes. Regarding the Health and Wellbeing Board proposals; section 194 of the Health and Social Care Act 2012 sets out the membership requirements of the Health and Wellbeing Board. Any changes to the membership must comply with these requirements.
OTHER IMPACTS, RISKS & OPPORTUNITIES	No	
IMPACT ON SPECIFIC WARDS	No	Borough-wide impact

2 INFORMATION

- 2.1 The Committee are aware of the proposal to update and renew the constitution. The existing constitution had been designed to work as a paper version and had years of partial updates and amendments. This committee agreed that a new constitution was prepared. The aims were to have a document which was simplified, easier to understand and would be better to navigate through in an electronic format.
- 2.1.1 The Committee considered initial alterations in April 2013. Those amendments were approved by full Council and have been in place since.
- 2.1.2 The Committee were updated in November 2013 to confirm that a small working group consisting of Councillor Charles Smith, Councillor Ian Fletcher, the Legal Services Manager and other officers dealing with specific sections, have continued to review the remaining sections.
- 2.1.3 The Constitution is a large document covering numerous statutes and regulations. It is taking some time to review all of the sections and the format. In the meantime other changes to the Constitution need to be made to ensure that the information and procedures contained within it are lawful and up to date. A draft of the new constitution has been prepared and is being worked on by officers at the moment. The aim is that this will be brought to this Committee before the end of the year.
- 2.1.4 This Committee is asked to consider the attachments and decide whether to make a recommendation to full Council to adopt these changes.

2.1.5 Outline of the proposed changes to Constitution

Procurement

At Appendix 1 the new procurement rules are set out. These are updates aimed at bringing the rules up to date to comply with current legislation and reflect the coming changes the Public Contracts Directive 2014 will bring in December 2014. The aim is also to simplify the content as it appears in the Constitution. Guidance for officers will be available as procedural documents outside the main constitution. These changes are part of rationalising the Constitution as part of the review process and allow more expedient reviews of the officer guidance when new guidance is needed.

Heath & Wellbeing Board

It is now more than twelve months since the Health and Wellbeing Board emerged from its 'shadow' operations and a number of developments have taken place in the meantime including the provision of public speaking and the establishment of both the Health and Wellbeing Board Strategic Commissioning Group and Better Care Fund Project Management Group. As a result the Board decided, at their meeting in May, to propose some changes to their terms of reference in particular to their membership and frequency of meetings. This is set out at Appendix 2.

Membership of the Health & Wellbeing Board

The current membership of the HWB is made up as follows

- 6 elected members
- 3 CCG representatives
- 3 Council Officers
- 1 representative from NHS England
- 1 representative from Healthwatch

The specific titles of the current membership are set out in the terms of reference at Appendix 2 of this report (section 2 of the Terms of Reference entitled 'Membership').

The Regulations governing the membership of the HWB state that the membership should be as follows

at least one councillor of the local authority
the director of adult social services for the local authority,
the director of children's services for the local authority,
the director of public health for the local authority,
a representative of the Local Healthwatch organisation for the area of the local authority,
a representative of each relevant clinical commissioning group, and

such other persons, or representatives of such other persons, as the local authority thinks appropriate.

The Health and Wellbeing Board have agreed that the Community Safety Partnership becomes one of the Commissioning and Transformation Partnerships that supports the Board and therefore they have agreed that the Chair of Community Safety Partnership becomes a member of the Health and Wellbeing Board. The amendment to the terms of reference to reflect that is set out at Appendix 2.

Frequency of Meetings

The Health and Wellbeing Board becomes more established and takes on a more strategic role, it is appropriate to address the frequency of formal Board meetings. Currently the Health and Wellbeing Board meets every couple of months with special meetings when required. The Board proposes that this should be amended to quarterly meetings. This would still allow regular updates, reviews and decision-making whilst also taking into account that the Board's work that is being undertaken via other bodies such as the Health and Wellbeing Board Strategic Commissioning Group and Better Care Fund Project Management Group.

Terms of reference – quorum for meetings

The quorum is a minimum attendance at Board meetings that is required for the meeting to take place. Currently the quorum is set out in the Terms of reference as stating

“Quorum of one quarter is required, cross section of partners represented, (the minimum number of members that need to be in attendance before decisions can be taken). Business shall not be transacted at a meeting of any Council Committee unless at least one quarter of the whole number of the Committee is present.”

It is recommended that the quorum requirement in relation to partners is clarified to provide some certainty as to when a meeting can proceed if one of the partners is absent. Looking at the responsibilities and nature of the business going to the Health and Wellbeing board the following quorum requirement is proposed

“Quorum of one quarter is required, with a minimum of one Councillor Board member from Telford and Wrekin Council and one Board member from the CCG required in attendance.”

3 IMPACT ASSESSMENT – ADDITIONAL INFORMATION

No additional information required.

4 PREVIOUS MINUTES

Full Council – 2nd May 2013, 92
Council Constitution Committee – 11th January 2011 CCC – 19, 4th
September 2012 CCC - 5, 16th April 2013, CCC – 15 and 7th November
2013
Health and Wellbeing Board – 14th May 2014

5 BACKGROUND PAPERS

None

**Report prepared by Matthew Cumberbatch, Legal Services Manager,
Telephone: 01952 383255**

The Contract Procedure Rules

Information to reader:

The Local Government Act 2000 (Constitutions) requires the Constitution to include rules, regulations and procedures relating to the Authority's procurement process. The rules are contained within this document. There is also a considerable amount of guidance and templates that underpin and facilitate these rules. Links to this guidance are shown as underlined [blue narrative](#)

Contents

1. Purpose
2. Scope
3. Legal and Statutory Requirements
4. Responsibilities
5. General Requirements
6. Key Decisions
7. Contract classification and Forms of Contract
8. In House Provision, Corporate Contracts and Frameworks
9. Frameworks
10. Joint and Collaborative Procurement and Schemes financed partly or wholly by another Public Sector Organisation,
11. Appointing Experts and Consultants
12. eProcurement
13. Supporting the Economy
14. ICT Facilities and Services
15. Leasing Arrangements
16. Transfer of Undertakings (Protection of Employment) Regulations 2006
17. Grants
18. Memorandum of Understanding and Service Level Agreements
19. Parent Company Guarantee and Bonds,
20. Keeping Written Records,
21. Signing Contracts
22. Contract management
23. Contract Variations or Amendments
24. Exemptions and Exceptions to the Contract Procedure Rules
25. Sale of Services, Asset Disposal and Trading

Guidance Documents

- A. [Guidance to the Contract Procedure Rules](#)
- B. [Procurement Flow Chart](#)
- C. [Guidance for Health and wellbeing, care, education and Support](#)
- D. [Additional procurement guidance for Construction](#)
- E. [Grant Decision Guide](#)
- F. [Social Value Guide](#)

1. Purpose

1.1 The aims of the Contract Procedure Rules [the Rules] are to:

- achieve value for money
- ensure compliance with all legal requirements
- ensure transparency, openness, non discrimination and fair competition
- support the Council's corporate aims, values and priorities
- protect our officers
- demonstrate probity, consistency, accountability and integrity
- assist in time management and planning for procurement

1.1 The Rules are supported by Guidance. Officers should have due regards to this Guidance when planning and carrying out procurement

2. Scope

2.1 The Rules apply to all contracts with outside organisations, or people, including agreements with or on behalf of other public sector organisations & partner agencies, where there is an agreement to supply goods, works or services, in return for money or payments in kind, whether that agreement is formal or informal. This includes:

- purchasing of all goods and services or works
- loan or leasing arrangements
- instruction of outside experts or consultants under contracts for services
- tenders for sub-contracts
- grants and external funding arrangements
- Sale of services, goods and assets

2.2 These Contract Procedure Rules do not apply to contracts of employment or contracts relating to interests in land.

3. Legal and Statutory Requirements

3.1 The Council is obliged by virtue of section 135 of the Local Government Act 1972 to make contract procedure rules to ensure competition and regulate the procurement process

3.2 Every contract above the relevant [EU Thresholds](#) whether made by, or on behalf of, the Council must comply with the relevant statutory requirements (known as the 'EU Procurement Rules')

3.3 Contracts must also comply with the Council's Financial Regulations and protect the Councils' interests fully

3.4 The risks of non compliance with the Regulations are significant and include awards of damages, a fine for the authority and contracts being cancelled. A breach of these contract procedure rules is a disciplinary matter.

3.5 Where there is a conflict between these Contract Rules and EU Regulations, then EU Regulations will apply.

4. Responsibilities

4.1 Every officer and member of the Council has a responsibility to declare any links or personal interests which they may have with purchasers or suppliers and/or contractors if they are engaged in contractual or purchasing decisions on behalf of the Council. Officers should complete a [Declaration of Interest Form](#) and submit this to the Assistant Director or relevant Director as soon as they become aware of such an interest. Members are responsible for amending their own entries in the Register of Interests held by Member Services as soon as they become aware of such an interest.

Designation	Responsibilities
Assistant Directors	<ul style="list-style-type: none"> • Ensure that their teams comply with these Contract Rules. • Ensure that key strategic procurement projects are properly resourced and have legal, financial, procurement and where necessary HR input at the outset. • Ensure that schemes of delegation are obtained as required
Service Delivery Managers	<ul style="list-style-type: none"> • Ensure that officers with sufficient training, experience and knowledge of the Rules carry out procurement. • Ensure that resources are available to allow compliance with the Rules • Ensure contracts are signed at the appropriate level in accordance with the Finance Regulations and the Rules • Appoint a Procurement Champion for their Service Delivery Area • Attend Auctions to bid for items providing that funding is in accordance with approved budgetary estimates. • Enter into leasing arrangements on behalf of the Council
Officers	<ul style="list-style-type: none"> • Comply with these Contract Rules, Financial Regulations, and the Code of Conduct for employees and with all UK and European Union legislation. • Ensure they and any team members they are responsible for are suitably trained before they procure. • Ensure that any agents, consultants and contractual partners acting on their behalf also comply with the Rules • Maintain an audit trail of all authorities given and decisions made to show how the Rules have been complied with in a fair and transparent process • Involve Procurement and Legal Services at the earliest opportunity and at all necessary stages of the procurement • Store all documents in electronic form, including any correspondence in a restricted shared drive or eTeam site.
Third Parties	<ul style="list-style-type: none"> • Must comply with the Rules and Officers instructing third parties to procure contracts must supply them with a copy • Officers and third parties must ensure that any Conflict of Interest is avoided in the first instance or declared to the appropriate Assistant Director using the Declaration of Interest Form. Legal advice must be obtained by Officers where any conflict has the potential to impact on a contractual relationship

5. General Requirements

5.1 The Public Services (Social Value) Act 2012

The Act requires public bodies in England and Wales to consider:

- how what is proposed to be procured might improve the economic, social and environmental well-being of the relevant area, and
- how, in conducting the process of procurement, it might act with a view to securing that improvement

The Act must be considered at the pre – procurement stage of all contracts for services.

For further information please refer to the [Social Value Guide](#) guidance

5.2. Equalities

5.2.1 The general equality duty, set out in the Equality Act 2010, requires Councils to have due regard to the need to:

- eliminate unlawful discrimination, harassment and victimisation and other conduct prohibited by the act
- advance equality of opportunity between people who share a [Protected Characteristic](#) and those who do not and
- foster good relations between people who share a protected characteristic and those who do not.

5.2.2 The Council must consider the impact the procurement outcome may have on the people who live and work in their area, with regard to their age, disability, gender reassignment, pregnancy and maternity, race, religion or belief, sex and sexual orientation.

5.2.3 If the procurement:

- may have a high negative impact,
- had a previous impact assessment that identified a high negative impact,
- impacts on a large number of people, or,
- deals with particularly sensitive issues

5.2.4 You may need to carry out a Community Impact Assessment at the planning stage of your procurement. Further guidance can be found on the [Assessing Impact](#) page of the Council's intranet.

6 Key Decisions

6.1 Officers must consider whether the decision to procure is a [Key decision](#) and if so ensure that details are entered onto the [Notice of Key Decision](#) in good time.

6.2 Where the procurement is a key decision, the Officer must obtain evidence of the key decision being approved such as the minutes from the relevant cabinet meeting, and store this for completeness with the tender and contract documentation.

7 Contract Classification and Forms of Contract

- 7.1 Officers should consider which type of contract they are procuring:-
- A contract for works, including [construction and engineering](#)
 - A contract for services or
 - A contract for goods
- 7.2 If the procurement is for a “mixed” contract then the predominant purpose will prevail. The appropriate terms and conditions for that type of contract must be used as detailed below.
- 7.3 The Council’s [Terms and Conditions](#) must be used for all tenders and contracts and the Council must avoid entering into contracts under provider’s/contractor’s terms and conditions.
- 7.4 On occasion, there may be a requirement for a specialised service which brings with it a need for non standard Terms and Conditions. In this case the Terms and Condition must always be discussed with Procurement Team in advance and approved prior to any tender issue and contract award.
- 7.5 Officers should ensure that any Terms and Conditions indicated by use of a regional or national framework do not differ significantly the Council’s own Terms and Conditions and if in doubt should have these reviewed by the Legal team.
- 7.6 Officers must consider the total value of the contract at the outset (see [guidance to contract procedure rules](#)) and follow the prescribed route below using the [Procurement flow chart](#) for guidance.

Total Value	Action
Under £10,000	Achieve best value through informal quotes
Between £10,001 and EU Threshold Limits	Three Written Quotes obtained through the eTendering system
Over EU Threshold limits	Formal Tender Using eTendering system

- 7.7 For all construction procurement, the following will apply

Total Value	Action
Under £5,000	Direct contract or single quotation with supplier from supplier list – can compete if further Value for Money (VFM) is likely to be achieved
Between £5,000 and £50,000	Three Written Quotes obtained from the supplier list.
Between £50,000 and EU Threshold	Formal Tender required from at least 4 suppliers for traditional contracts and at least 3 suppliers for Design and Build.

Over EU Threshold	A minimum of five suppliers must be invited to tender for traditional contracts and at least 4 suppliers for Design and Build (unless fewer suitable candidates have met the selection criteria and these are sufficient to ensure genuine competition).
-----------------------------------	--

8. In House Provision and Corporate Contracts

- 8.1 Officers must check if there is an option to access current in-house Services for example Facilities Management, Cleaning Services, Catering Services, Professional Services and Maintenance for Building and Construction, Communications, Energy Management, Training. Use of an in house resource should offer better overall value.
- 8.2 Officers must also check if there is an option to access an existing [Corporate Contract](#) Where a suitable Corporate Contract exists this must be used unless there is a justifiable reason not to. A list of corporate contracts can be found on the Procurement Intranet page.

9. Frameworks

- 9.1 Officers must ensure that they follow the rules in the framework which set out how individual contracts can be called off. This may be direct award if prices are provided but more often this will involve a further procurement activity, referred to as a mini or further competition. Officers must ensure that the cost quality evaluation criteria used as part of the initial framework award is used to select suppliers through further competition but relevant extra sub criteria can be added. Officers must also check that all terms and conditions of the framework comply with and compliment the Council's own values and priorities.
- 9.2 Authority to establish a new framework agreement (as opposed to ordering from a framework) must be agreed by the relevant Assistant Director.

See [guidance to contract procedure rules](#) for further information

10. Joint and Collaborative Procurement and Schemes financed partly or wholly by another Public Sector Organisation,

- 10.1 Where the Council acts as a Lead Authority to let contracts on behalf of a consortium of public sector bodies, these Contract Procedure Rules must be complied with and all records kept by the Council's nominated officer.
- 10.2 Officers leading or participating in multi-agency schemes where the key decision process applies must obtain approval from the Chief Finance Officer prior to committing the Council to participate in the scheme.
- 10.3 Officers leading multi-agency schemes must ensure that partnership working agreements are in place before procurement activity for the scheme begins or the contract is let.
- 10.4 European Regional Development Funding (ERDF) requires specific procurement rules

to be followed in addition to these rules.

See [guidance to contract procedure rules](#) for further information

11. Appointing Experts and Consultants,

11.1 A [Use of Consultants](#) Business Case must be completed for any procurement of a consultant or expert where the total value of their services will exceed £500.

11.2 Specific Council [Consultant terms and conditions](#) must be used for the appointment of a consultant. It is essential that an appointed Consultant has suitable Professional Indemnity Insurance and certificates should be checked before any contract commences and on an ongoing basis until all advice is completed.

See [guidance to contract procedure rules](#) for further information

12. eProcurement,

12.1 The Council's eTendering system must be used for all procurement activity over £10,000. This will ensure a robust audit trail and is a cost saving to both the Council and potential suppliers. Full details on how this can be used are available via the Procurement intranet page.

12.2 Prior approval from the must be obtained from the Assistant Director of Law Democracy and Public Protection if you wish to procure without using the Council's eTendering system.

See [guidance to contract procedure rules](#) for further information

13. Supporting the Economy and advertising,

13.1 All requirements over £5,000 must be advertised through competition of an [Advert Form](#). Officers can advertise requirements below £5,000 if they feel that it may be of benefit, both for the Borough and the Council.

13.2 The Procurement Team will manage advertising of the requirement through social media and the Council's internet page.

See [guidance to contract procedure rules](#) for further information

14. ICT Facilities & Services,

14.1 Regardless of value, all purchases of ICT hardware, software, licenses, systems, services, or works must be through, or with the agreement of, the ICT team for the purposes of system integration, monitoring compliance with corporate standards and obtaining of Best Value. The ICT team should be consulted at the earliest stage when considering any IT related project or solution.

14.2 The Requirement must initially be logged with the ICT Service Desk by the Service Area that requires it. The ICT Service Desk will then take appropriate action to make the purchase or provide stakeholder input to an [ICT Project Mandate](#), the specification and project plan.

14.3 ICT will also support negotiations regarding annual maintenance charges and system upgrades.

15. Leasing Arrangements,

15.1 Leasing is a method of financing the acquisition of certain types of capital assets and allows the cost to be spread over several financial years through annual rentals. It is a specialised area of finance with complex legal and financial agreements. Leasing arrangements may only therefore, be entered into by the Assistant Director or his designated officer.

15.2 Please see the [Financial Regulations](#) for further information.

16. Transfer of Undertakings (Protection of Employment) Regulations 2006,

16.1 Where a contract is to be re-procured and TUPE may apply, the contract manager must write to the existing supplier and request TUPE information to be supplied via a [TUPE template](#) well in advance of the tendering exercise commencing.

16.2 Officers must ensure that sufficient time is built into the procurement so that the costs and implications can be shared with potential bidders through standard TUPE provision within the tender documents.

16.3 The contract terms and conditions for any new service contract must contain an up to date TUPE clause to ensure that future TUPE details are shared well before any subsequent retendering.

See [guidance to contract procedure rules](#) for further information

17. Grants

17.1 Grants must be approved for use by the Assistant Director and Finance Manager. They must be recorded on the Grant register held on the Procurement eTeam site.

17.2 You must adhere to the approvals limits as detailed in section 5.4 of the Financial Regulations and use the [Grant Conditions](#) document when issuing a grant

See [guidance to contract procedure rules](#) for further information

18. Memorandum of Understanding (MOU) and Service Level Agreements (SLA),

18.1 SLAs and MOUs can only be used following agreement with Legal services

18.2 All Assistant Directors have authority to sign a MOU or a SLA provided that legal approval has been given.

See [guidance to contract procedure rules](#) for further information

19. Parent Company Guarantee and Bonds,

19.1 A performance bond or adequate security will be required where:

the nature and length of the contract is such that the risk of failure is sufficiently high; or

- the estimated cost of re-establishing a service if the contract fails is relatively high; or
- the financial and technical standing of the contractor is such that the risk of the failure is sufficiently high.

19.2 The amount of the bond will be 10% of the total contract value unless otherwise agreed by the Assistant Director of Finance.

20. Keeping Records,

20.1 Each Service Area **must keep proper electronic records** of:

- the different stages of the tendering process including all the quotes and letters received, and notes of phone calls and meetings about selecting suppliers in addition to all information already held on the eTendering system
- the awarding of the contract.
- any information provided to tenderers or contractors.
- any decisions made, together with the reasons for those decisions.
- any exemptions granted to the number of quotes/tenders sought.
- Officers must keep all procurement documents for specific periods of time as laid down in the [Council's Corporate Retention and Disposal Scheme \(CRDS\)](#).
- all contracts over EU Threshold are to be passed to the Procurement Team who will record the contract on the Legal Services Deeds Database and pass to legal to arrange scanning
- original Sealed contracts must be stored in Legal Service's deeds room

20.2 A [Procurement Report](#) must be completed for Procurement over EU thresholds to meet EU Directives. This report must be held in a shared drive as can subject to Freedom of Information Disclosure.

21. Signing Contracts

All contracts must be signed by an authorised officer as set out below:

Contract Value	Acceptance by
Up to EU Threshold	Appropriate Assistant Director or designated Officer <ul style="list-style-type: none">• One signature is required
EU Threshold to £500,000	Appropriate Assistant Director or Service Delivery Manager <ul style="list-style-type: none">• Two signatures required (At least one of whom must be the Assistant Director or Service Delivery Manager. The second signatory can be an officer of any seniority designated by the Assistant Director or Service Delivery Manager)
In excess of £500,000	KEY DECISION

Contract Value	Acceptance by
	Appropriate Assistant Director and Service Delivery Manager <ul style="list-style-type: none"> • Contracts must be sealed by the Assistant Director Law Democracy and Public Protection instead of being signed and the contracts are enforceable for a period of 12 years

22. Contract management

22.1 Once awarded, all contracts over £10,000 must be recorded on the Council's [Contract Monitoring Document](#). This document provides the data source for the Council's externally published Contracts Register

22.2 The Contract must then be managed in accordance with the Council's [Contract Management Toolkit](#)

22.3 The Contract Monitoring Document must be updated after each contract monitoring meeting and any savings resulting from the meetings reported through to the Procurement team for recording.

See [guidance to contract procedure rules](#) for further information

23. Contract Variations or Amendments

23.1 Officers can enter into extensions or variations provided;

- there is provision within the contract to extend (and this has not already been utilised to its full extent)
- the provision is within scope and does not constitute a material change
- the budget has been confirmed in writing and the variation is no more than 10% of the original value of contract for goods and services or 15% for works and does not exceed the value quoted in the initial EU Notice if applicable.

23.2 Standard [contract variation documentation](#) is to be used to enact the changes of the extension or variation. If the contract to be varied was sealed then a [deed of variation](#) notice is required.

23.3 Once signed or sealed, a copy of the variation should be sent to the Procurement team for scanning and filing on the deeds system linked to the original contract to enable change control

23.4 Legal advice must be sought if proposed changes amount to a significant or material change such as the new requirement not being related to any part of the original advertisement or a value change in excess of the percentages stated in 23.1 but it is unlikely this will be permissible.

24. Exemptions and Exceptions to the Contract Procedure Rules

24.1 Contracts that may be exempt from the application of the regulations and the Rules are:

- Contracts relating solely to the acquisition or disposal of an interest in

land and buildings

- Call-offs under framework agreements, providing procedures broadly equivalent to the Rules and compliant with national and EU legislation
- transactions conducted by the Assistant Director of Finance in respect of dealing in the money market
- in the cases of Social Care contracts for an individual, there is immediate risk to an Individual's health or wellbeing
- In the case of Social Care contracts where a change to a provider is not in the interests or needs of an Individual and such change would be detrimental to the Individual's outcomes
- In the case of Social Care contracts where an out of Borough placement is required to facilitate personal choice.
- where goods, services or execution of works are obtainable only from one source or contractor and there is no reasonably satisfactory alternative from a weak market
- In the case of circumstances beyond the Council's control requiring emergency Works, Supplies or Services when the best value for money option to remedy will apply as a temporary solution.

24.2 Exceptions to the rules may be:

- by the direction of the Council or (in relation to Cabinet functions) the Cabinet. The report to Council/Cabinet must clearly state the reasons why the exception is requested and the alternative contract letting method to be used to ensure best value.
- there is a case for urgent decisions outside the budget or policy framework ;
- compatibility issues such that procurement from another source would be uneconomic given the investment in previous infrastructure;
- a waiver of the rules would be in the interests of the efficient management of the service;
- where there is a legal requirement to contract with a particular supplier.
- where tendering has resulted in insufficient competition (i.e. only 1 supplier) after two attempts at open competitive tender.

24.3 Where an Officer seeks an exemption or exception to the rules they must complete a [Waiver Request Form](#) and this will be reviewed by the Assistant Director of Law Democracy and Public Protection.

24.4 Waivers will not be granted where poor time management and planning have resulted in insufficient time to carry out a complaint process.

24.5 No waivers can be granted for requirements over the EU Threshold.

24.6 Agreed waivers will be recorded by the Procurement Team on the Council's waiver register.

24.7 All exemption decisions must be kept by the originating officer along with the contract/quotation documents in accordance with the Council's Retention and Disposal Policy.

25. Sale of Services, Asset Disposal and Trading

25.1 When selling Council goods or assets Officers must comply with the aims

of the Rules specifically the need to achieve best value, ensure transparency, openness, non-discrimination, probity and accountability.

- 25.2 Surplus goods and materials belonging to the Council may be sold by agreement of the appropriate Service Delivery Manager or Assistant Director subject to compliance with Financial Procedure Rules.
- 25.3 Where sales are proposed the procedures set out in these Rules for the purchase of goods shall be followed, but “highest” shall be substituted for “lowest” in respect of best bids.
- 25.4 Officers can make use of the Council’s eBay account to sell lower value items. More information can be obtained via the Procurement Intranet page
- 25.5 Officers undertaking selling goods must be aware of product safety regulations and take reasonable steps to ensure equipment is fit for purpose and safe to use. If electrical, equipment it must bear a current valid electrical testing sticker. If there is any suggestion the product may be unsafe it should not be sold. Advice on product safety regulations is available from the Trading Standards section.
- 25.6 No IT related equipment or materials may be sold / disposed of by Officers. The Council’s disposal policy specifies that all such equipment must be returned to ICT who will arrange disposal in accordance with EU Directives and the principles of Best Value. The principle should always apply that it should never cost more to dispose of an asset than its residual worth, except where this is governed by legislation. Officers should obtain a minimum of three offers for items up to £50,000 and obtain Legal Advice for sales of over £50,000.
- 25.8 Local authority services trading is a complex area. It is service dependent, some services being prevented by statute from charging/trading. Consideration must also be given to whether the service is a discretionary service or whether there are specific charging or trading powers, and whether there is an intention to either just recover costs or to make a profit. When supplying a service to a private sector body, there is a requirement for them to accept the additional liabilities that can apply as FOI. Should an Officer consider trading services advice must be sought from Legal Services in the first instance.

The updated terms of reference in light of the changes proposed in the report, with the additions highlighted in yellow.

Telford & Wrekin Health and Wellbeing Board Terms of Reference

The Committee has the responsibility on behalf of the Council in respect of public health and health and wellbeing responsibilities within the Borough.

TERMS OF REFERENCE

1. The Health and Wellbeing Board is responsible for guiding and overseeing:
 - 1.1. The ongoing development of the joint strategic needs assessment (JSNA)
 - 1.2. Developing a high-level joint health and wellbeing strategy based upon the findings of the JSNA
 - 1.3. The establishment of sound joint commissioning arrangements
 - 1.4. The development of HealthWatch forum for public and patient engagement and involvement
 - 1.5. Public Health responsibilities and arrangements in the local authority
2. The Health and Wellbeing Board will provide a key forum for public accountability of NHS, social care for adults and children and other commissioned services that the Health and Wellbeing Board agrees are directly related to health and wellbeing in Telford and Wrekin.
3. The Health and Wellbeing Board has a duty to encourage integrated working between local health, social care and health-related commissioners.
4. The Health and Wellbeing Board will work with, and receive reports from, the Children, Young People and Families Board, Community Safety Partnership, Better Care Fund Management Group and the Living Well Board.
5. The Health and Wellbeing Board will have a link to the overarching Telford and Wrekin Local Strategic Partnership but will also very much function in its own right. In addition it will link with the existing adult and children safeguarding boards in order to ensure the focus on the improved health and wellbeing outcomes for the whole population of Telford and Wrekin.
6. The Health and Wellbeing Board will lead on the development of a Telford and Wrekin Joint Health and Wellbeing Strategy for residents which drives health improvement, plans to deliver this strategy and keeps the implementation of these plans under review.
7. Through the Joint Health and Wellbeing Strategy, the Health and Wellbeing Board will oversee a commissioning programme of service and/or pathway redesign to better meet the needs of patients and service users and to deliver improved outcomes. Successful delivery of this will be dependent on the Health and Wellbeing Board developing effective management mechanisms

- with both primary care and secondary care providers where relevant or appropriate.
8. The Health and Wellbeing Board will link into the Local Strategic Partnership, Strategic Boards and associated Partnership Boards, making recommendations to Full Council, NHS England, and the Clinical Commissioning Group Board, as appropriate.
 9. The Health and Wellbeing Board will analyse the priorities for deployment of health and care resources in the area based on information collected through the JSNA and other sources.
 10. The Health and Wellbeing Board will consider options and opportunities to maximise the impact of aligning the deployment of resources of the health and care agencies in the area on agreed priorities. This will include the joint commissioning of health and social care services for children, families, and adults in Telford and Wrekin, to meet identified needs and to consider any relevant plans and strategies regarding joint commissioning of health and social care services for children and adults.
 11. The Health and Wellbeing Board will oversee the development of this proposed joint commissioning activity, ensuring any proposed activity is aligned with local priorities and levels of need and is undertaken within available resources. To consider options for joint commissioning and procurement between relevant organisations to support this work.
 12. The Health and Wellbeing Board will oversee all areas of health and social care commissioning activity for people of all ages, to ensure that commissioning priorities are in line with those set through analysis of the JSNA and the local Joint Health and Wellbeing Strategy. This commissioning activity includes all local services commissioned by Telford and Wrekin CCG, Telford and Wrekin Council, Joint Commissioning CCG/Council, Public Health England and NHS England, which could include local specialised services; secondary dental care; general dental services; GP services; general ophthalmic services; pharmaceutical services; any services for the Armed forces or Offenders; and other primary care.
 13. The Health and Wellbeing Board will keep under review, the financial and organisational implications of joint and integrated working across health and social care services, ensuring that performance and quality standards for health and social care services to children, families and adults are met and represent value for money across the whole system.
 14. The Health and Wellbeing Board will identify and act upon changes that may be required following any new guidance in relation to the Health and Wellbeing Board.
 15. The Health and Wellbeing Board will propose recommendations, as appropriate to:
 - 15.1. Telford and Wrekin Council's Full Council
 - 15.2. NHS England Board
 - 15.3. Telford and Wrekin Clinical Commissioning Group Board

16. The Health and Wellbeing Board will ensure that the Health and Wellbeing Board works to promote the achievement of the objectives of the organisations represented on the Board, including the Council's health improvement responsibilities.

General

17. Annually at the first meeting after the Annual Council Meeting consider its terms of reference

PROCEDURE

General

1. Unless specifically provided for in these Terms of Reference the Council Procedure Rules govern the way that committees operate but these may be varied or suspended¹ at the discretion of the Chairman of the Committee in the interests of efficient and effective management of the committee.

Membership

2. Members of the Health and Wellbeing Board will comprise representatives from the Clinical Commissioning Group, Telford & Wrekin Council, Healthwatch and NHS England Local Area Team. The core members are:
 - 2.1. Cabinet Member responsible for Public Health and Public Protection ~~wider Health Services~~ (Chairman of the Health and Wellbeing Board)
 - 2.2. Cabinet Member for Adult ~~and~~ Social Care
 - 2.3. Cabinet Member for Children, Young People and Families
 - 2.4. Cabinet Member for Leisure ~~and Wellbeing~~ Services and Culture
 - 2.5. Director responsible for Adult Social Care
 - 2.6. Director responsible for Children's Services
 - 2.7. Director of Public Health
 - 2.8. NHS England Local Area Team representative
 - 2.9. Chair of Telford and Wrekin Clinical Commissioning Group (CCG) (Vice Chair Health and Wellbeing Board)
 - 2.10. Non-Executive Director from Clinical Commissioning Group
 - 2.11. Accountable Officer from Clinical Commissioning Group
 - 2.12. Representative of local Healthwatch
 - 2.13. Chair of the Community Safety Partnership
 - 2.14. Each opposition Group with 4 or more elected members shall have one place on the Health and Wellbeing Board with voting rights.
 - 2.15. Such other persons, or representatives of such other persons, as the Local Authority thinks appropriate
3. Attendance and support from such other persons, according to the agenda, including:

¹ With the exception of paragraph 12

- 3.1. Assistant Directors responsible for Commissioning (AD Family, Cohesion and Commissioning)
- 3.2. Director of Executive Lead for Commissioning, CCG
4. This reflects the statutory minimum membership in the Health and Social Care Act 2012.
5. The members of the Board will be advised and supported by officers from the local authority and CCG.
6. Members agree to share all relevant information and data, to allow performance, and other joint working arrangements, to be properly monitored and managed.

Disqualification for Membership

7. Any person who would be disqualified from being able to stand for election as a councillor will be disqualified from being a member of a committee or sub-committee of a local authority. The regulations state that these disqualifications will be retained for Health and Wellbeing Board, but the regulations will ensure the disqualifications do not apply to Health and Wellbeing Board in so far as they cover disqualifications in respect of members of the board holding any paid employment or office in the local authority – this allows the Directors of Adult Social Services, Children's Services and Public Health to be formal members of the Health and Wellbeing Board.
8. The following disqualifications will be retained for members of the Health and Wellbeing Board:
 - 8.1. Being the subject of a bankruptcy restrictions order or interim order
 - 8.2. Having been convicted in the United Kingdom, the Channel Islands or the Isle of Man of any offence and has had passed a sentence of imprisonment (whether suspended or not) for a period of not less than three months without the option of a fine.

Voting Rights

9. All Members of the Health and Wellbeing Board will be able to vote alongside the elected representatives. This applies to any additional board members appointed in addition to the statutory membership set out in the Health and Social Care Act 2012.

Meetings

10. The Health and Wellbeing Board will meet **quarterly** ~~bi-monthly~~. Dates and times of meetings will be agreed and published in advance.
11. Agendas and supporting papers will be issued at least five clear days before each meeting and action notes will be produced, confirmed as a true record of the meeting and signed by the Chair.
12. Members of the public and press will have access to the meetings. A Protocol will be developed and agreed by Health and Wellbeing Board.
13. There will be a public speaking section at each Health and Wellbeing Board meeting. A procedure for public speaking at the Health and Wellbeing Board is in

place and is available on the Council's website or by contacting Democratic Services.

Quorum

14. Quorum of one quarter is required, cross section of partners represented, (the minimum number of members that need to be in attendance before decisions can be taken). Business shall not be transacted at a meeting of any Council Committee unless at least one quarter of the whole number of the Committee is present.

Code of Conduct and Declaration of Interest

15. The Health and Wellbeing Board will adopt the Council's code of conduct. Any interests in item(s) on the agenda should be declared at the start of the meeting.

Access to Information/Transparency Provisions

16. Meetings of the Health and Wellbeing Board will be held in public, although the press and public may be excluded during consideration of any matter which would involve the disclosure of confidential or exempt information.

17. The agenda and papers for meetings of the Board, except for any documents that may disclose confidential or exempt information, will be made available for public inspection five days before the meeting.

Reporting Mechanisms/Accountability

18. The Health and Wellbeing Board, as a Committee of the Council, will report to Full Council.

19. The Health and Wellbeing Board will regularly update the Telford and Wrekin Local Strategic Partnership with its progress and specific contributions to achieving the vision and priorities of Telford and Wrekin.

20. The actions of the Health and Wellbeing Board will be subject to independent scrutiny by the relevant members of the Overview and Scrutiny Committee of the Council.

21. The Board will review its structure, membership and activities in response to any further guidance.

Establishment of Sub-Committees

22. The Health and Wellbeing Board will be able to establish sub-committees and delegate functions to them.

Scrutiny

23. Health scrutiny function and powers will be delegated by Full Council to the relevant Scrutiny Committee and the power of referral to the Secretary of State is also delegated to the relevant Scrutiny Committee. The relevant Scrutiny Committee will notify Full Council of an intention to refer a matter to the Secretary of State before a referral is made.