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Part 2 – Section 1

Articles of the Constitution

Article 1 – The Constitution

1. Powers of the Council

- 1.1. The Council will exercise all its powers and duties in accordance with the law and this Constitution.

2. Purpose of the Constitution

- 2.1. The purpose of the Constitution is to:
- i) enable the Council to provide leadership to the community in partnership with citizens, businesses, and other organisations;

 - ii) support the active involvement of local people in decisions made by the Council;

 - iii) help Councillors represent their constituents more effectively;

 - iv) enable decisions to be taken efficiently and effectively;

 - v) create a powerful and effective means of holding decision takers to public account;

 - vi) ensure that no one will review or scrutinise a decision in which they were directly involved;

 - vii) ensure that those responsible for decision making are clearly identifiable to local people, and that they can explain the reasons for their decisions; and

 - viii) provide a means of improving delivery of services to the community.

3. Interpretation of the Constitution

- 3.1. Where the Constitution permits the Council to choose between different courses of action, the Council shall choose the option which it thinks is closest to the purposes stated above.

Article 2 – Councillors

1. Number of Councillors

1.1. The Council comprises 30 Councillors.

2. Eligibility

2.1. The eligibility criteria for a person to be qualified to be elected and be a Councillor are set out in Section 79 of the Local Government Act 1972.

3. Election and Terms of Councillors

3.1. The Council operates a system of election by “thirds” meaning it elects one third (10) of local Councillors every year for three years and hold no elections in the fourth year. The Councillors hold office for a period of four years.

4. Roles of Councillors

4.1. Councillors shall:

i) collectively be the ultimate policymakers for the Council;

ii) contribute to the good governance of the area and actively encourage community participation and citizen involvement in decision making;

iii) represent the interests of their ward and of individual constituents;

iv) respond to constituents’ enquiries and representations, fairly and impartially;

v) serve the public interest and make decisions having regard to the interests of the whole community;

vi) be involved in decision-making;

vii) be available to represent the Council on other bodies; and

viii) maintain the highest standards of conduct and ethics.

5. Rights and Duties of Councillors

5.1. Councillors have rights of access to such documents, information, land, and buildings of the Council as are necessary for them to act as a Councillor and in accordance with the law.

5.2. Councillors are entitled to receive allowances in accordance with the Members’ Allowances Scheme set out in Part 5 of this Constitution.

5.3. Councillors shall observe the Members’ Code of Conduct set out in Part 5 of this Constitution.

Article 3 –The Public and the Council

1. Petitions

- 1.1. The Council is committed to responding to petitions. Anyone who lives, works, or studies in the Borough may sign or organise a petition and trigger a response from the Council. Details of the Council's adopted (non-statutory) petition scheme are set out in Part 4 of this Constitution.

2. Rights of the Public

- 2.1. The public's rights to information and to participate in the decision-making process are explained in more detail in the Access to Information Procedure Rules and Public Speaking Procedure Rules in Part 4 of this Constitution.

Information

- 2.2. The Public have the right to:

i) attend meetings of the Council, Executive and Committees except where confidential or exempt information is likely to be disclosed, and the meeting is, therefore, held in private;

ii) find out from the Forward Plan what key decisions will be taken under the Council's Executive arrangements. The Forward Plan is no longer a statutory requirement, but the Council has decided to retain it for effective operation of the Council's activities;

iii) see public reports and background papers, and any public records of decisions made by the Council, Executive and Committees except where confidential or exempt information is likely to be disclosed; and

iv) inspect the Council's accounts, and make their views known to the external auditor during the statutory period of 20 working days prior to the external auditor giving its opinion.

Participation

- 2.3. The Public have the right to:

i) contribute to investigations by the Overview and Scrutiny Committee;

ii) present petitions under the Council's Petition Scheme; and

iii) ask questions at the Executive and Council.

Complaints

- 2.4. The Public have the right to complain to:

i) the Council under its complaints scheme;

ii) the Ombudsman after using the Council's own complaints scheme, and

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- iii) the Council's Monitoring Officer about a breach of the Members' Code of Conduct.
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3. Responsibilities of the Public

- 3.1. The Public must not be violent, abusive or threatening to Councillors, Officers or persons carrying out work for the Council and must not wilfully harm things belonging to the Council, Councillors or Officers.
- 3.2. The public are entitled to attend public meetings of the Council, Executive and Committees, but must comply with the rulings of the Chair. They may not disrupt the meeting or cause undue disturbance, or they may be removed from the meeting.

Article 4 – The Full Council

1. Meanings

Policy Framework

1.1. 'Policy Framework' means:

- i) plans and strategies which, by law, must be approved by Full Council; and
- ii) plans and strategies which the Council has decided should be approved by Full Council.

Budget

1.2. 'Budget' includes the allocation of financial resources to different services and projects, proposed contingency funds, setting the Council Tax and decisions relating to the control of the Council's borrowing requirement, the control of its capital expenditure and the setting of virement limits.

Housing Land Transfer

1.3. "Housing Land Transfer" means the approval or adoption of applications (whether in draft form or not) to the Secretary of State for approval of a programme of disposal of 500 or more properties to a person under the Leasehold Reform, Housing and Urban Development Act 1993 or to dispose of land used for residential purposes where approval is required under sections 32 or 43 of the Housing Act 1985.

2. Functions of the Full Council

2.1. Only Full Council shall exercise the following functions:

- i) adopting and changing the Constitution (apart from changes to Part 3 in relation to Executive functions which shall be discharged by the Leader and reported to the Council);
- ii) approving or adopting the Policy Framework, the Budget and any application to the Secretary of State in respect of a Housing Land Transfer;
- iii) intervening, where necessary, to prevent Executive decisions that would run contrary to the Policy Framework or Budget;
- iv) appointing and removing the Leader of the Council;
- v) agreeing and/or amending the terms of reference for Committees, deciding on their composition, and making appointments to them;
- vi) appointing representatives to outside bodies, unless the appointment is an Executive function or has been delegated by Full Council;
- vii) adopting a Members' Allowances scheme;

- viii) changing the name of the area, or conferring the title of Freedom of the Borough;

- ix) appointing the Head of Paid Service and other members of the Corporate Leadership Team in accordance with the Officer Employment Rules;

- x) making, amending, revoking, re-enacting, or adopting byelaws and promoting or opposing the making of local legislation or personal Bills;

- xi) all local choice functions, set out in Part 3 of this Constitution, which Full Council decides should be undertaken by itself;

- xii) electing the Mayor; and

- xiii) all other matters which, by law, must be reserved to Full Council.

3. Council Meetings

3.1. There are three types of Council meeting:

- i) the annual meeting;

- ii) ordinary meetings; and

- iii) extraordinary meetings.

3.2. and they shall be conducted in accordance with the Council Procedure Rules in Part 4 of the Constitution.

4. Responsibility for Functions

4.1. The Council shall maintain the tables in Part 3 of the Constitution setting out the responsibilities for the functions of the Council which are not the responsibility of the Leader.

Article 5 – Chairing the Council

1. Role and Function of the Mayor

- 1.1. The Mayor shall be elected by the Council annually.
- 1.2. The Mayor, and in their absence, the Deputy Mayor, shall have the following roles and functions:
 - i) to act as First Citizen and Civic Head of the Borough;

 - ii) to uphold and promote the purposes of the Constitution, and to interpret the Constitution when necessary;

 - iii) to preside over meetings of the Council so that its business can be carried out efficiently and with regard to the rights of Councillors and the interests of the community;

 - iv) to ensure that the Council meeting is a forum for the debate of matters of concern to the community;

 - v) to promote public involvement in the activities of the Council;

 - vi) to be the non-political representative of the Council; and

 - vii) to attend such civic and ceremonial functions as the Council and they determine appropriate.

- 1.3. Neither the Mayor nor the Deputy Mayor shall be members of the Executive.

Article 6 – The Leader

1. Role and Term of Office

- 1.1. The Leader of the Council shall be a Councillor elected to the position of Leader by the Full Council. The Leader shall be elected by Council at its post-election annual meeting (or, if the Council fails to elect the Leader at that meeting, at a subsequent meeting of Council).
- 1.2. The term of office of the Leader starts on the day of their election as Leader and ends on the day the Council holds its first annual meeting after the Leader's normal day of retirement as a Councillor unless:
- i) they resign as Leader; or
 - ii) they are suspended from being a Councillor under Part III of the Local Government Act 2000 (although they may resume office at the end of the period of suspension); or
 - iii) they are no longer a Councillor; or
 - iv) they are removed from office by resolution of the Council before that day.
- 1.3. During their term of office as Leader, the Leader shall continue to hold office as a Councillor.
- 1.4. If there is a vacancy in the position of Leader, the Leader shall be elected at the first meeting of the Council following such vacancy for a term of office expiring on the day the Council holds its first annual meeting after the Leader's normal day of retirement as a Councillor, subject to (i) to (iv) above.
- 1.5. The Leader shall carry out all the Council's functions which are not the responsibility of any other part of the Council, whether by law or under this Constitution, unless otherwise delegated by him/her. All delegations by the Leader will be set out in Part 3 of this Constitution.

2. Functions of the Leader

- 2.1. The Leader is responsible for maintaining a list (which the Monitoring Officer will compile on the Leader's behalf), in Part 3 of the Constitution, setting out who will authorise Executive functions. Executive functions can be exercised by the Leader, the Executive, individual Executive Members or individual Councillors exercising powers in relation to their wards or Officers. Any changes to Part 3 of the Constitution in relation to Executive functions will be reported to the next appropriate meeting of the Council.
- 2.2. The Leader shall be Chair of the Executive.
- 2.3. Only the Leader shall exercise the following functions:
- i) appointing the Deputy Leader;
 - ii) appointing the Executive; and

iii) allocation of areas of responsibility (portfolios) to Portfolio Holders.

2.4. The Leader may at any time:

i) remove Councillors from the Executive; or

ii) change Portfolio Holders' areas of responsibility.

2.5. The Leader shall report to the next appropriate meeting of the Full Council on all appointments and changes to the Executive.

3. Deputy Leader

3.1. The Leader shall appoint one of the members of the Executive to be the Deputy Leader.

3.2. The Deputy Leader shall normally hold office until the end of the Leader's term of office unless that person:

(i) is removed from office by decision of the Leader; or

(ii) is disqualified from being a Councillor by order of a court under Section 34 of the Localism Act 2011; or

(iii) resigns as Deputy Leader; or

(iv) ceases to be a Councillor before that day.

3.3. In the event of any of the above occurring, the Leader shall appoint another member of the Executive as Deputy Leader at the earliest opportunity.

4. Role of the Deputy Leader

4.1. The Deputy Leader shall be Vice-Chair of the Executive and if, for any reason, the Leader is unable to act, or the office of the Leader is vacant, the Deputy Leader must act in their place and shall be entitled to exercise all functions reserved to the Leader until such time as the Leader is able to act or until a new Leader is elected by the Council.

4.2. If for any reason the Leader is unable to act, or the office of the Leader is vacant, and the Deputy Leader is unable to act or the office of Deputy Leader is vacant, the remaining members of the Executive must either act collectively in the Leader's place or they must arrange for a member of the Executive to act in the place of the Leader.

5. Removal of the Leader

5.1. The Council may remove the Leader by way of resolution by a simple majority. At any meeting of the Full Council, a Councillor may propose that "the Council has no confidence in the Leader". The question shall, after debate, be put and, if carried by a simple majority of those Councillors present, the Leader shall be removed from office.

5.2. In that event, a new Leader shall be elected:

i) at the meeting at which the Leader is removed from office; or

ii) at a subsequent meeting.

Article 7 – The Executive

1. Role of the Executive

- 1.1. The Executive shall carry out all the Council's functions which are not the responsibility of any other part of the Council whether by law or under this Constitution, as delegated by the Leader.

2. Form and Composition

- 2.1. The Executive shall consist of the Leader, Deputy Leader together with not fewer than one, and up to five other Councillors appointed by the Leader who shall be known as Portfolio Holders.

3. Portfolio Holders/Executive Members

- 3.1. Executive Members shall be appointed by the Leader. The Leader shall appoint Councillors to specified areas of the Council's work known as their Portfolio. They hold office until the end of the term of office of the Leader unless:

i) they resign from the Executive; or

ii) they are suspended from being Councillors under Part III of the Local Government Act 2000 (although they may resume office at the end of the period of suspension); or

iii) they are no longer Councillors; or

iv) they are removed from office, either individually or collectively, by the Leader before that date.

- 3.2. The Leader may, at any time, alter the responsibilities of an Executive Member or discontinue their appointment and elect a replacement. Portfolio Holders shall be entitled to be consulted by the Corporate Leadership Team and Senior Managers when exercising delegated powers requiring such consultation. A Portfolio Holder cannot not be a member of the Overview and Scrutiny Committee.

- 3.3. Proceedings of the Executive shall take place in accordance with the Executive Procedure Rules set out in Part 4 of the Constitution.

Article 8 – Overview and Scrutiny Committee

1. Terms of Reference

- 1.1. The Council will appoint the Overview and Scrutiny Committee to discharge the functions conferred by section 21 of the Local Government Act 2000 and the functions of a crime and disorder Committee under section 19 of the Police and Justice Act 2006.
- 1.2. The work of the Overview and Scrutiny Committee wholly focus on the Council's principles, practice, procedures, and performance (rather than politics and personalities); the work will be informed by the following principles:
 - i) constructive "critical friend" challenge
 - ii) amplifies the voices and concerns of the Public
 - iii) led by independent people who take responsibility for their role; and
 - iv) drives improvement in public services

2. General Role

- 2.1. Within its terms of reference, the Overview and Scrutiny Committee will:
 - i) review and/or scrutinise decisions made (or to be made) or actions taken (or to be taken) in connection with the discharge of any of the Council's functions;
 - ii) make reports and/or recommendations to Full Council and/or the Leader/Executive;
 - iii) consider any matter affecting the area or its inhabitants;
 - iv) exercise the right to call-in, for reconsideration, Executive decisions made but not yet implemented; and
 - v) deal with crime and disorder matters referred to it under the Police and Justice Act 2006; and
 - vi) consider any valid Councillor Call for Action.

3. Specific Functions

Policy development and review

- 3.1. The Overview and Scrutiny Committee may:
 - i) assist the Council and the Leader/Executive in the development of its Budget and Policy Framework by in-depth analysis of policy issues;
 - ii) conduct research, community consultation and other consultation in the analysis of policy issues and possible options;

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- iii) consider and implement mechanisms to encourage and enhance community participation in the development of policy options;

 - iv) question the Leader, members of the Executive and/or Committees and Corporate Leadership Team Officers about their views on issues and proposals affecting the Borough; and

 - v) liaise with other external organisations operating in the Borough, whether national, regional or local, to ensure that the interests of local people are enhanced by collaborative working.
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Scrutiny

3.2. The Overview and Scrutiny Committee:

- i) may review and scrutinise the decisions made or to be made by and performance of the Leader/Executive and/or Committees and Council Officers, both in relation to individual decisions and over time;

 - ii) may review and scrutinise the performance of the Council in relation to its policy objectives, performance targets and/or particular service areas;

 - iii) may question the Leader, members of the Executive and/or individual Councillors (to the extent that the latter have been granted powers in relation to their ward) and/or Committees and Corporate Leadership Team Officers about their decisions and performance, whether generally in comparison with service plans and targets over a period of time, or in relation to particular decisions, initiatives or projects;

 - iv) may make recommendations to the Leader/Executive and/or appropriate Committee and/or Council arising from the outcome of the scrutiny process;

 - v) may review and scrutinise the performance of other public bodies in the area and invite reports from them by requesting them to address the Overview and Scrutiny Committee and local people about their activities and performance;

 - vi) may question and gather evidence from any person or organisation (with their consent) and require information from partner authorities;

 - vii) may review and scrutinise equality issues; and

 - viii) shall be responsible for ensuring effective scrutiny of the Treasury Management Strategy and Policies.
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Finance

3.3. The Overview and Scrutiny Committee has overall responsibility for the finances made available to it.

Annual Report

- 3.4. The Overview and Scrutiny Committee shall publish an annual report outlining its work undertaken during the year and may make recommendations for future work programmes and amended working methods (if appropriate).

Petitions

- 3.5. The Overview and Scrutiny Committee is responsible for considering petitions received under the Petition Scheme that fall into the following categories:

i) petitions requiring a Senior Officer to give evidence to the Overview and Scrutiny Committee;

ii) appeals from Petitioners who are not satisfied with the response to a petition; and

iii) where the petition has been referred to the Committee for further investigation.

4. Proceedings of Overview and Scrutiny Committee

- 4.1. The Overview and Scrutiny Committee shall conduct its proceedings in accordance with the Overview and Scrutiny Procedure Rules set out in Part 4 of the Constitution.

Article 9 – Regulatory and Other Committees

1. Regulatory and Other Committees

- 1.1. The Council shall appoint the Committees set out in Part 3 of the Constitution (Responsibility for Council Functions) to discharge the functions described.

Article 10 – The Standards and Audit Committee

1. Standards and Audit Committee

1.1. The Council meeting shall establish a Standards and Audit Committee composition.

2. Composition

Membership

2.1. The Standards and Audit Committee will comprise:

(i) 5 Councillors; and

(ii) 1 Independent Member.

Independent Members

2.2. The Independent Members shall be appointed by the Council for an initial term of office of four years with serving independent members being eligible for re-appointment one further time.

2.3. At the end of the term of office, the Council will invite applications from the general public via its website for appointment as co-opted independent members of the Standards and Audit Committee.

2.4. To be eligible for appointment, candidates must not be engaged in party political activity, or have been at any time in the preceding five years, a Councillor or Officer of Woking Borough Council or be a relative or close friend of a Councillor or Officer of the Council.

2.5. Ideally candidates will have significant experience of working at a senior level in a large, complex organisation and have a very good understanding of strategic or financial management or have sat previously on an Audit Committee.

2.6. The Monitoring Officer shall short-list candidates and invite them for interview by a panel comprising two members of the Standards and Audit Committee, the Monitoring Officer and Chief Finance Officer. The recommendations of the panel, as to appointment of co-opted independent members, shall be referred to Full Council for approval.

Chairing the Committee

2.7. The office of Chair shall be filled by the co-opted (independent) member. In the absence of the Chair, a meeting of the Committee shall be chaired by the Vice-Chair.

Votes

2.8. The Independent Member is not entitled to vote at meetings.

2.9. In the case of an equality of votes, the Vice-Chair may exercise a second or casting vote.

3. Role and Function

- 3.1. The Committee has a dual purpose both as an Audit Committee and a Standards Committee.
- 3.2. The Committee is a key component of the Councils Corporate Governance. It provides an independent and high-level focus on the audit, assurance and reporting arrangements that underpin good governance and financial standards.
- 3.3. The purpose of the Committee is to provide independent assurance to Councillors of the adequacy of the risk management framework and the internal control environment. It provides independent review of the Councils Governance, risk management and control frameworks and oversees the financial reporting and annual governance processes.
- 3.4. The Committee oversees internal audit and external audit, helping to ensure efficient and effective assurance arrangements are in place. With regard to standards, the Committee promotes high standards of conduct by Councillors and co-opted members and oversees the arrangements for dealing with allegations of misconduct.
- 3.5. The Standards and Audit Committee will have the following roles and functions:
 - i) promoting and maintaining high standards of conduct by Councillors and co-opted members in accordance with Sections 26-37 of the Localism Act 2011;
 - ii) assisting Councillors and co-opted members to observe the Members' Code of Conduct;
 - iii) advising the Council on the adoption or revision of the Members' Code of Conduct;
 - iv) monitoring the operation of the Members' Code of Conduct;
 - v) advising, training or arranging to train Councillors and co-opted members on matters relating to the Members' Code of Conduct;
 - vi) determining allegations that there has been a breach of the Members' Code of Conduct in accordance with arrangements adopted by Council;
 - vii) acting as the Council's Audit Committee. In performing this task, the Standards and Audit Committee shall:
 - approve the plans of Internal Audit and consider the External Audit plan;
 - receive the Annual Audit and Inspection letter from External Audit;
 - receive Internal Audit recommendations for improvements and assurance that action has been taken where necessary;
 - review summary Internal Audit reports (located on the intranet);
 - receive a half yearly and annual report from the Chief Internal Auditor on the work of Internal Audit;

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- receive appropriate matters of concern raised by either External or Internal Audit or other agencies; and
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- ensure that there are effective relationships between Internal and External Audit and promote the value of the audit process.
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viii) overseeing the Council's Risk Management, Anti-Fraud and Whistleblowing strategies, and Health and Safety policies and practices;

ix) receiving the Annual Governance Statement; and

x) oversight of payments in cases of maladministration which are neither disputed nor significant (which are dealt with by the Monitoring Officer).

4. Standards Panel

- 4.1. The Committee will establish the Standards Panel. The Panel will comprise of four Councillors and the Independent Member.
- 4.2. A substitute for each Councillor member of the Panel shall be appointed. A substitute may attend any meeting of the Panel, with all the powers of the appointed Councillor member in the event that the appointed Councillor member is unable to attend a particular meeting.
- 4.3. The Panel will be chaired by the Independent Member (unless they are absent, in which case the Vice-Chair will chair the meeting). The Independent Member is not entitled to vote at meetings. In the case of an equality of votes, the Vice-Chair may exercise a second or casting vote.
- 4.4. The Panel will act on the Committee's behalf in determining allegations that there has been a breach of the Members' Code of Conduct in accordance with arrangements adopted by Council.

5. Election Review Panel

- 5.1. The Chair of the Standards and Audit Committee shall be the Chair of the Council's Election Review Panel.

Article 11 – Officers

1. Management Structure

General

- 1.1. The Full Council may engage such staff (referred to as ‘Officers’) as it considers necessary to carry out its functions.

Corporate Leadership Team

- 1.2. The Council’s Corporate Leadership Team will comprise the Chief Executive, the Monitoring Officer (Director of Legal and Democratic Services), the Chief Finance Officer (Director of Finance), Strategic Director of Corporate Resources, Strategic Director of Place and Strategic Director of Communities or such other composition as the Council may from time to time determine.

Statutory Officers

- 1.3. The Council will designate Officers to the following statutory posts:

i) Head of Paid Service;

ii) Chief Finance Officer; and

iii) Monitoring Officer

- 1.4. Such posts will have the functions described in points 2 – 4.7 below.

Structure

- 1.5. The Head of Paid Service will determine and publicise a description of the overall service structure of the Council showing the management structure and deployment of Officers.

2. Statutory Functions of the Head of Paid Service

Discharge of functions by the Council

- 2.1. The Head of Paid Service will report to Full Council on the manner in which the discharge of the Council’s functions is co-ordinated, the number and grade of Officers required for the discharge of functions and the organisation of Officers.

Restrictions on functions

- 2.2. The Head of Paid Service must not be the Monitoring Officer but may hold the post of Chief Finance Officer if they are a qualified accountant.

3. Statutory Functions of the Monitoring Officer

Maintaining the Constitution

- 3.1. The Monitoring Officer will maintain an up-to-date version of the Constitution and will ensure that it is widely available for consultation by Councillors, staff and the public.

Ensuring lawfulness and fairness of decision making

- 3.2. After consulting with the Head of Paid Service and Chief Finance Officer, the Monitoring Officer will report to Full Council, or to the Leader/Executive in relation to an Executive function, if they consider that any proposal, decision or omission would give rise to unlawfulness or if any decision or omission has given rise to maladministration. Such a report will have the effect of stopping the proposal or decision being implemented until the report has been considered.

Supporting the Standards and Audit Committee

- 3.3. The Monitoring Officer will contribute to the promotion and maintenance of high standards of conduct through provision of support to the Standards and Audit Committee.

Alleged Breaches of the Members' Code of Conduct

- 3.4. The Monitoring Officer will be responsible for dealing with allegations that a Councillor has failed to comply with the Members' Code of Conduct in accordance with arrangements adopted by Council.

Proper Officer for access to information

- 3.5. The Monitoring Officer will ensure that Executive decisions, together with the reasons for those decisions and relevant Officer reports and background papers, are made publicly available as soon as possible.

Budget and Policy Framework

- 3.6. The Monitoring Officer will advise whether Executive decisions are in accordance with the Budget and Policy Framework.

Providing advice

- 3.7. The Monitoring Officer will provide advice on the scope of powers and authority to take decisions; maladministration, financial impropriety, probity and Budget, and Policy Framework issues to all Councillors.

Restrictions on posts

- 3.8. The Monitoring Officer cannot be the Chief Finance Officer or the Head of Paid Service.

4. Statutory Functions of the Chief Finance Officer

Ensuring lawfulness and financial prudence of decision making

- 4.1. After consulting with the Head of Paid Service and the Monitoring Officer, the Chief Finance Officer shall report to Full Council, or to the Leader/Executive in relation to an Executive function, and the Council's external auditor if they consider that any proposal, decision or course of action will involve incurring unlawful expenditure, or is unlawful and is likely to cause a loss or deficiency or if the Council is about to enter an item of account unlawfully.

Administration of financial affairs

- 4.2. The Chief Finance Officer will have responsibility for the administration of the financial affairs of the Council.

Contributing to Corporate Management

- 4.3. The Chief Finance Officer will contribute to the corporate management of the Council, in particular through the provision of professional financial advice.

Providing advice

- 4.4. The Chief Finance Officer will provide advice on the scope of powers and authority to take decisions, maladministration, financial impropriety, probity and Budget and Policy Framework issues to all Councillors and will support and advise Councillors and Officers in their respective roles.

Give financial information

- 4.5. The Chief Finance Officer will provide financial information to the media, members of the public and the community.

- 4.6. Duty to Provide Sufficient Resources to the Monitoring Officer and Chief Finance Officer.

- 4.7. The Council will provide the Monitoring Officer and Chief Finance Officer with such Officer s, accommodation and other resources as are in their opinion sufficient to allow their duties to be performed

5. Conduct

- 5.1. Officers will comply with the Officer Employment Rules set out in Part 4 of the Constitution.

6. Employment

- 6.1. The recruitment, selection and dismissal of Officers will comply with the Officer Employment Rules set out in Part 4 of the Constitution.

Article 12 – Decision Making

1. Responsibility for Decision Making

1.1. The Council will issue and keep up to date a record of what part of the Council, or individual, has responsibility for:

- i) particular types of decisions; or
- ii) decisions relating to particular areas or functions.

1.2. This record is set out in Part 3 of this Constitution.

2. Principles of Decision Making

2.1. All decisions of the Council will be made in accordance with the following principles:

- i) the action must be proportionate to the desired outcome;
- ii) due consultation and the taking of professional advice from Officers;
- iii) respect for human rights;
- iv) a presumption in favour of openness; and
- v) clarity of aims and desired outcomes.

3. Types of Decision

3.1. Decisions reserved to Full Council. Decisions relating to the functions listed in Article 4 will be made by Full Council, and not delegated.

3.2. Key decisions:

- (i) A 'key decision' means an Executive decision which is likely:
 - to result in significant expenditure or savings of £250,000 or more; and/or
 - to be significant in terms of its effects on communities living or working in an area comprising two or more wards or electoral divisions in the area of the local authority.
- (ii) A decision taker may only make a key decision in accordance with the requirements of the Executive Procedure Rules set out in Part 4 of the Constitution.

4. Decision Making

4.1. All decision making shall comply with the relevant Articles of, and Procedure Rules set out in, the Constitution.

5. Decision Making by Council Bodies Acting as Tribunals

- 5.1. The Council, a Councillor, or an Officer acting as a tribunal or in a quasi-judicial manner or determining/considering (other than for the purposes of giving advice) the civil rights and obligations or the criminal responsibility of any person will follow a proper procedure which accords with the requirements of natural justice and the right to a fair trial contained in Article 6 of the European Convention on Human Rights.

Article 13 – Finance, Contracts and Legal Matters

1. Financial Management

- 1.1. The management of the Council's financial affairs will be conducted in accordance with the Financial Regulations set out in Part 5 of the Constitution.

2. Contracts

- 2.1. Every contract made by the Council will comply with the Contract Standing Orders set out in Part 5 of the Constitution.

3. Legal Proceedings

- 3.1. The Monitoring Officer 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 Council or in any case where the Monitoring Officer considers that such action is necessary to protect the Council's interests.

4. Authentication of Documents

- 4.1. Where any document is necessary to any legal procedure or proceedings on behalf of the Council, it will be signed by the Monitoring Officer or other person authorised by them, unless any enactment otherwise authorises or requires, or the Council has given requisite authority to another specified individual.
- 4.2. Any contract (excluding contracts for property disposals and acquisitions) which amounts to or exceeds £100,000 in value must, unless the Monitoring Officer otherwise, be sealed with the common seal of the Council. In exceptional cases where the Monitoring Officer that a contract which amounts to or exceeds £100,000 in value does not require the common seal, it must be signed, subject to compliance with the Council's Financial Regulations, by two Strategic Directors or the Monitoring Officer.
- 4.3. Contracts less than £100,000 in value must be signed by the relevant Strategic Director, Director, or Senior Manager or, subject to compliance with the Council's Financial Regulations, their nominee.

5. Common Seal of the Council

- 5.1. The common seal of the Council will be kept in a safe place in the custody of the Monitoring Officer. A decision of the Council, or of any part of it, will be sufficient authority for sealing any document necessary to give effect to the decision.
- 5.2. The common seal will be affixed to those documents which in the opinion of the Monitoring Officer should be sealed. The affixing of the common seal will be attested by an Officer of the Corporate Leadership Team, or some other persons authorised by the Monitoring Officer. An entry of every sealing of a document will be made and consecutively numbered in a book kept by the Monitoring Officer for the purpose and shall be signed by the persons who have attested the seal.

6. Land, Premises – Inspection

- 6.1. A member of the Council, unless specifically authorised to do so by the Council or the Leader/Executive or the Committee concerned, shall not inspect any lands or

premises which the Council has the right or duty to inspect, or enter upon any such lands or premises or issue any orders respecting any works which are being carried out by or on behalf of the Council.

Article 14 – Review and Revision of the Constitution

1. Duty to Monitor and Review the Constitution

- 1.1. The Monitoring Officer will monitor and review the operation of the Constitution to ensure that the aims and principles of the Constitution are given full effect.
- 1.2. In undertaking the role of the Monitoring Officer, they may:
 - i) observe meetings of different parts of the Councillor and Officer structure;
 - ii) undertake an audit trail of a sample of decisions;
 - iii) record and analyse issues raised by Councillors, Officers, the public and other relevant stakeholders; and
 - iv) compare practices in this Council with those in other comparable authorities, or national examples of best practice.

2. Changes to the Constitution

Minor Changes

- 2.1. The Monitoring Officer may generally update the Constitution or make amendments consequential upon changes to operational arrangements (including, without limitation, amendments resulting from a decision by the Leader not to delegate responsibility for Executive functions to the Executive), without report.

Other Changes

- 2.2. Changes to the Constitution, other than minor changes, will be approved by Full Council.

Proposals

- 2.3. The Monitoring Officer shall, before making any proposals for change to the Council, carry out consultation appropriate to the scale, scope and extent of the change proposed. The persons and bodies consulted may, without limitation, include the Corporate Leadership Team, the Leader and Executive, the Overview and Scrutiny Committee or the Standards and Audit Committee.

Article 15 – Suspension, Interpretation and Publication of the Constitution

1. Suspension of the Constitution

Limit to suspension

- 1.1. The Articles of this Constitution may not be suspended. Other provisions of this Constitution may be suspended by Full Council to the extent permitted by those provisions and the law.

Procedure to suspend

- 1.2. The extent and duration of suspension shall be proportionate to the result to be achieved, taking account of the purposes of the Constitution set out in Article 1.

2. Interpretation

- 2.1. The ruling of the Mayor, the Leader, or the Chair of any Committee (as appropriate) as to the construction or application of the Constitution, or as to any proceedings of the Council, shall not be challenged at any meeting of the Council, the Executive or Committee (as the case may be). Such ruling shall have regard to the purposes of this Constitution contained in Article 1.

3. Publication

3.1.

(i) The Monitoring Officer will ensure that an up-to-date copy of the Constitution is available on the Council's website.

(ii) The Monitoring Officer will ensure that a copy of this Constitution is available for inspection at the Council Offices and can be purchased on payment of a reasonable fee.

Schedule 1: Description of Executive Arrangements

1. Description of Executive Arrangements

1.1. The following parts of this Constitution constitute the Executive arrangements:

(i) Article 6 (Overview and Scrutiny Committee) and the Overview and Scrutiny Procedure Rules;

(ii) Article 7 (The Leader);

(iii) Article 8 (The Executive) and the Executive Procedure Rules;

(iv) Article 12 (Decision making) and the Access to Information Procedure Rules; and

(v) Part 3 (Responsibility for Functions).

Part 2 – Section 2

Terms of Reference

Appointments Panel

Terms of Reference

Adopted: *March 2023*

Introduction

Adopting and exercising such of the functions of Woking Borough Council as can be delegated by those Councils in respect of the appointment of the Councils' Chief Executive/Head of Paid Service and any Statutory Officer and Strategic Director posts as are covered by the Local Authorities (Standing Orders) (England) Regulations 2001 (as amended) or any successor regulations.

Significant changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

Appointment of Chief Executive/Head of Paid Service (i) Subject to (ii) below, to undertake and determine on behalf of the Councils all aspects of the process for the recruitment and selection of the Chief Executive/Head of Paid Service, including final approval of the terms and conditions of employment (based on current provisions) for that post (ii) The final decision as to the appointment of the Chief Executive/Head of Paid Service shall be reserved to a Full Council meeting, and subject to no material or well-founded objection to the making of an offer of appointment being received by the Leader (iii) To be responsible for ad-hoc employment matters affecting the Chief Executive/Head of Paid Service post.

Appointment of any Statutory Officer posts (i) Subject to (ii) below, to undertake and determine on behalf of the Council all aspects of the process for the appointment of any Statutory Officer posts (ii) The final decision as to the appointment of any Statutory Officer posts shall be reserved to a meeting of Full Council and, where the provisions of Part II of Schedule 2 to the Local Authorities (Standing Orders) (England) Regulations 2001 (as amended) apply to any such appointment, subject to no material or well-founded objection to the making of an offer of appointment being received by the Leader of the Section 151/Chief Finance Officer and Monitoring Officer (iii) To be responsible for ad-hoc employment matters affecting any Statutory Officer posts.

Appointment of any other member of the Corporate Leadership Team (i) Subject to (ii) below, to undertake and determine on behalf of the Councils all aspects of the process for the appointment of any other member of the Corporate Leadership Team (ii) The appointment of any other member of the Corporate Leadership Team shall be subject to no material or well-founded objection to the making of an offer of appointment being received by either Leader (iii) To be responsible for ad-hoc employment matters affecting any other member of the Corporate Leadership Team.

Membership

Appointments shall be made in accordance with the Local Government (Committees and Political Groups) Regulations 1990.

The Appointments Panel shall comprise the Leader or Deputy Leader plus four Councillors (one of whom will be the Leader of Woking's Principal Opposition Group).

Quorum

The quorum shall be three (3).

Chair

The Appointments Panel shall be chaired by the Leader.

Meetings of the Appointments Panel

The Appointments Panel shall meet as and when required.

The Appointments Panel shall be serviced by Democratic Services.

Meetings of the Appointments Panel shall be conducted in accordance with the following procedure:

1. A meeting of the Appointments Panel shall be summoned by the relevant Officer of the Council hosting the meeting who shall give a minimum of five (5) clear working days' notice (or less in the case of urgency).
2. Meetings of the Appointments Panel shall be held in public except in so far as the matters for decision relate to issues which can be dealt with in private in accordance with Section 100A (4) and (5) of the Local Government Act 1972 (as amended).
3. The Appointments Panel shall have no function or power delegated to it in any circumstance where a majority decision cannot be made without the need for the Chair or person presiding having to exercise their second or casting vote.
4. The order of business at meetings of the Appointments Panel shall include the following: (a) Apologies for Absence (b) Disclosures of Interest (c) Adoption of the Minutes of the previous meeting (d) Matters set out in the agenda for the meeting (e) Matters not set out in the agenda for the meeting but which the Chair agrees pursuant to Section 100B (4) (b) of the Local Government Act 1972 (as amended) should be considered at the meeting as a matter of urgency;
5. Any matter will be decided by a simple majority of those members of the Appointments Panel present and voting at the time the question was put. A vote shall be taken either by show of hands or, if there is no dissent, by the affirmation of the meeting.

Corporate Governance Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Corporate Governance Working Group shall report to the Standards and Audit Committee.

Significant changes to the Terms of Reference must be approved by the Standards and Audit Committee. Minor changes may be made by the Monitoring Officer.

Role and Functions

- To review any aspect of the authority's constitutional arrangements as requested by the Council;
- To undertake general reviews of specific elements of the Constitution in order to ensure that the authority's constitutional arrangements complement current legislative requirements and decisions made by the Council;
- To consider any proposals of the Director of Governance for necessary revision to any element of the Constitution;
- To consider any action points arising from the Council's Annual Governance Statement; and
- To consider any aspect of the authority's governance arrangements as requested by the Monitoring Officer.

Membership

The membership shall be decided by the Standards and Audit Committee at its first ordinary meeting of the Municipal Year and consist of three (3) appointed members of the Standards and Audit Committee.

Quorum

The quorum shall be two (2).

Chair and Vice-Chair (and election thereof)

The election of the Chair shall take place at the first meeting of the municipal year.

Recommendations of the Group

It is expected that the Group shall reach its recommendations through consensus.

Meetings of the Group

Meetings of the Group shall be held virtually.

The Group shall be serviced by Democratic Services.

The Group shall normally have two (2) meetings per year, or more if required. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Group shall be held in private. Any recommendations shall become public knowledge once at Committee.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear working days prior to the next scheduled meeting.

The Group shall have Agendas for, and Minutes of, its meetings. As the Group is private all papers, including agenda, reports and Minutes shall be treated as confidential.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Group.

Economic Development Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Economic Development Working Group (EDWG) shall report to the Overview and Scrutiny Committee. The terms of reference were last amended on 22 March 2021.

Significant changes to the Terms of Reference must be approved by the Overview and Scrutiny Committee. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Group was established to promote a thriving and growing local economy in Woking, while ensuring that residents, community groups and businesses feature in a high-quality environment that continues to be an attractive and healthy place to live in, work in and visit.

The Group will also:

- Review and monitor the current Economic Strategy of the Council.
- Have oversight of other Town Centre development matters.

The Overview and Scrutiny Committee may refer matters to the Group for further scrutiny and consideration and vice versa.

Membership

The membership shall be decided by the Overview and Scrutiny Committee at its first meeting of the Municipal Year.

Membership shall comprise seven (7) Councillors based on proportionality.

Membership of the Group shall be as follows:

Seven (7) Borough Councillors.

If not appointed to the Group, the Portfolio Holder for Economic Development and Finance shall be an ex-officio member.

Officers of the Council attending the meetings shall include, though not be limited to, the Strategic Director of Place and Officers of the Business Liaison team. Officers attending shall not have the option to cast a vote at meetings.

Quorum

The quorum shall be no less than one quarter (minimum of two (2)) of the Borough Councillors appointed to the Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Group

The Chair shall be responsible for reporting on a regular basis to the Overview and Scrutiny Committee. Any proposals arising from the work of the Group shall need to be reported to the Council's Executive, normally following consideration by the Overview and Scrutiny Committee.

It is expected that the Group shall reach its recommendations through consensus. If consensus cannot be reached, a vote shall be held. Any Councillor appointed to the Group present at the meeting and elected to the Group may vote on recommendations.

Meetings of the Group

Meetings of the Group shall be held virtually and serviced by Democratic Services.

The Group shall normally have three (3) meetings per year beginning at 6:30pm. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Group shall be held in private. Any recommendations shall become public knowledge once at Committee.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting.

The Group shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be made available to all Councillors to access through mod.gov. As the Group is private all papers, including agendas, reports and minutes shall be treated as confidential.

Third parties may be invited to attend meetings with the consent of the Chair and Lead Officer.

Elections Panel

Terms of Reference

Adopted: March 2023

Introduction

The Elections Panel shall report to Council. The Terms of Reference were last amended on 23 May 2022.

The Elections Panel was originally established as the Elections and Electoral Registration Review Panel. The name of the Panel was changed to the Elections Panel by Council on 23 May 2022. The Council further agreed the establishment of formal terms of reference for the Panel.

Significant changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Panel was established to provide feedback and comment in respect of the elections and electoral registration services undertaken by the Authority and the Chief Executive in their role as Returning Officer.

These duties include:

- i. ensuring the annual electoral registration process is undertaken;
- ii. putting in the place the resources necessary to deliver Borough, County, Parliamentary and Police and Crime Commissioner elections (and any referendums);
- iii. ensuring the Authority adopts the latest legislation affecting electoral registration and elections;
- iv. promoting awareness and understanding of the election processes and electoral registration;
- v. supporting the work of the Electoral Services Manager;
- vi. encouraging the adoption of Electoral Commission guidance for political groups and candidates;
- vii. when necessary, recommending to Council the adoption of new measures, activities and services to support and develop the Authority's electoral registration and election responsibilities; and
- viii. preparing an annual report to Council in April each year.

Membership

The membership shall be decided by Council at the start of the Municipal year.

Membership shall comprise eight (8) Councillors based on proportionally.

Membership of the Elections Panel shall be as follows:

Group Leaders and Deputy Group Leaders.

Independent Co-Opted Member.

Officers of the Council attending the meetings shall include, though not be limited to, the Chief Executive, the Director of Legal and Democratic Services, the Head of Democratic Services and the Electoral Services Manager.

Quorum

The quorum shall be no less than one quarter (minimum of two (2)) of the Borough Councillors appointed to the Panel.

Chair and Vice-Chair (and election thereof)

The role of Chair of the Panel shall fall to the Independent Co-Opted Member.

Recommendations of the Group

It is expected that the Panel shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor appointed to the Group present at the meeting may vote on recommendations.

Meetings of the Panel

Meetings of the Panel shall be held virtually, start at 6:00pm, and serviced by Democratic Services.

The Panel shall normally have two (2) meetings per year. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Panel shall be held in private to allow the greatest possible freedom. Any recommendations shall become public knowledge once at Committee.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting. As the group is a private meeting all papers, including reports, agendas and minutes shall be treated confidential. The Group shall have agendas and minutes of its meetings, which shall be available to all Councillors to access through mod.gov.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Panel.

Finance Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Finance Working Group reports to the Overview and Scrutiny Committee. The Terms of Reference were first adopted on 12 September 2005 and last amended 22 March 2021.

Significant changes to the Terms of Reference must be approved by the Overview and Scrutiny Committee. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Group was established to review financial issues as identified either by itself or the Overview and Scrutiny Committee. The Group shall receive financial information, including reports to the Executive, to enable it to undertake effective scrutiny of the financial performance of the Council.

The Group shall receive reports on areas such as Treasury Management, Budget Process and Financial Forecast, Statement of Accounts, Investment Programme, Review of Fees and Charges, General Fund Budget, Update on Irrecoverable Debt, and matters arising from the Green Book. Its Work Programme shall be received at each meeting.

Membership

The membership shall be decided by the Overview and Scrutiny Committee at the start of each Municipal Year.

Membership shall comprise seven (7) Councillors based on proportionality, with the Portfolio Holder also invited to attend the meetings.

Officers of the Council attending the meetings shall include, though not be limited to, the Director of Finance (S151 Officer) and the Financial Services Manager, with other Officers invited as required.

Quorum

The quorum shall be no less than one quarter (minimum of two) of the Borough Councillors appointed to the Finance Working Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the Municipal Year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Group

The Chair shall be responsible for reporting on a regular basis to the Overview and Scrutiny Committee. Any proposals arising from the work of the Group shall need to be reported to the Council's Executive, normally following consideration by the Overview and Scrutiny Committee.

It is expected that the Group shall reach any recommendations to the Overview and Scrutiny Committee through consensus. If consensus cannot be reached, a vote shall be held. Any Councillor appointed to the Group by the Overview and Scrutiny Committee present at the meeting (excluding the Portfolio Holder) may vote on recommendations.

Meetings of the Group

Meetings of the Group shall be held virtually and shall be serviced by Democratic Services.

The Group shall normally have five (5) meetings per year, beginning at 6.30pm. Ad hoc meetings may be arranged at the discretion of the Chair. Meetings of the Group shall be held in private.

All agenda items shall be forwarded to the Democratic Services Officer eight clear days prior to the next scheduled meeting. As the Group is a private meeting all papers, including agenda, reports and minutes shall be treated as confidential. The Group shall have agendas and minutes of its meetings, which shall be available to all Councillors to access through mod.gov.

The dates of the meetings for the forthcoming Municipal Year shall be received as part of the Work Programme at its meeting in March or April each year.

Third parties may be invited to attend meetings with the consent of the Chair and Lead Officer.

Freedom of the Borough Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Freedom of the Borough Working Group is responsible for considering suggested recipients of the Freedom of the Borough honour and shall report to Council.

The tradition of Boroughs conferring the Freedom dates back to ancient times. Originally such conferment conveyed special privileges upon the recipient but over the years this has been curtailed so that, today, the conferment is purely honorary.

The right to confer Freedom of the Borough was first established through the Honorary Freedom of the Boroughs Act 1885, subsequently incorporated into other legislation. The current authority lies with the Local Government Act 1972, as amended by the Local Democracy, Economic Development and Construction Act 2009.

The award itself shall not confer any special privileges or rights on the recipient, but recognises an exceptional contribution, or distinctive service to Woking by an individual or group of people.

Changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Freedom of the Borough Working Group was established to consider suggestions for the award of Freedom of the Borough, the highest honour a Local Authority can bestow. The Working Group must consider the merits of each suggested recipient, taking into account their contributions to the Borough of Woking together with the resource implications of an award.

Membership

The membership shall be decided at the first business meeting of Council at the start of the Municipal Year.

Membership shall be proportionately representative of the political makeup of the Council. Where possible, members who have previously served as Borough Mayor shall be appointed to the Working Group. At least one Councillor shall be appointed from each of the Political Groups.

Membership of the Freedom of the Borough Working Group shall be as follows:

- Six (6) Councillors.

Officers of the Council attending the meetings shall include, though not be limited to, the Chief Executive, the Director of Legal and Democratic Services and the Head of Democratic Services.

Quorum

The quorum shall be no less than one third (i.e. 2), rounded up where necessary, of the Borough Councillors appointed to the Working Group. At least two Political Groups must be represented at the meetings of the Working Group; any Political Group unable to be represented at a meeting shall be offered an opportunity to submit a written representation in advance.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Freedom of the Borough Working Group

It is expected that the Freedom of the Borough Working Group shall reach its recommendations through consensus. Any recommendations must be referred in confidence to any Group Leaders not on the Working Group before being made public. Subject to the confirmation of support from all the Political Groups, the recommendation shall be referred to Council for determination.

If consensus cannot be reached, the nomination shall not be made public and shall not be taken forward to Council.

Meetings of the Freedom of the Borough Working Group

Meetings of the Freedom of the Borough Working Group shall be held virtually and serviced by Democratic Services.

The Freedom of the Borough Working Group shall only be convened on the receipt of a nomination for the Freedom of the Borough from a Political Group. Any meetings shall be held at 6:00pm.

Meetings of the Working Group shall be held in private to allow the greatest possible freedom. Any recommendations shall become public knowledge once at Council.

All agenda items shall be forwarded to the Democratic Services Officer by 8 clear days prior to the next scheduled meeting.

The Freedom of the Borough Working Group shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be restricted to members of the Working Group. As the Working Group is private, any papers, including agenda, reports and minutes shall be treated as confidential and not to be disseminated beyond the membership of the Working Group, unless agreed by consensus of the members.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Working Group.

Greener Woking Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Greener Woking Working Group shall report to the Executive. The Terms of Reference were first adopted in March 2003.

Significant changes to the Terms of Reference must be approved by the Executive. Minor changes may be made by the Monitoring Officer.

The name of the Working Group was changed from the Climate Change Working Group to the Greener Woking Working Group in May 2022.

Role and Functions

The Working Group's functions include, but are not solely limited to, the following environment-related topics:

- i. To consider, develop, implement, monitor delivery of, and review, the Borough's climate change strategy and actions.
- ii. To consider, develop, implement, monitor delivery of, and review, the Borough's net zero targets.
- iii. To consider develop, implement, monitor delivery of, and review, the Borough's green infrastructure and biodiversity strategy and actions.
- iv. To receive updates on the above and other environment related matters¹
- v. To provide updates and make recommendations as necessary for the Council's consideration. The Working Group has no formal decision-making powers.
- vi. The Overview and Scrutiny Committee may refer matters to the Working Group for further scrutiny and consideration and vice versa.
- vii. The Woking Strategic Partnership Board may refer actions to the Working Group for further consideration and vice versa.
- viii. To identify areas of funding to support the implementation of relevant Borough Council strategies.
- ix. To be a sounding board for new environment related ideas and proposals and best practice.

Membership

The membership shall be decided by the Executive, at the start of every Municipal year.

Membership of the Group shall be as follows:

1. Membership shall comprise eight (8) Councillors based on proportionately.
2. Partner organisations represented are Action Surrey/ThamesWey, Woking Chamber of Commerce, Woking Environment Action (WE Act), and Surrey County Council (Surrey Heathlands Partnership, Executive Member for Environment).

3. Officers of the Council attending the meetings shall include, though not be limited to, the Strategic Director of Place and Officers of the Green Infrastructure team. Officers attending shall not have the option to cast a vote as meetings.
4. Other representatives may be invited to attend the Working Group on an ad hoc basis, as guest speakers, at the discretion of the Chair.

Quorum

The quorum shall be no less than one quarter (minimum of two (2)) of the Borough Councillors appointed to the Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the Municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Group

It is expected that the Group shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor appointed to the Group may vote on recommendations.

Meetings of the Group

Meetings of the group will be held virtually and will be serviced by Democratic Services.

The Group shall normally have four meetings per year, beginning at 6pm. Ad hoc meetings may be arranged at the discretion of the Chair. Meetings of the Group shall be held in private.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting.

As the Group is a private meeting all papers, including reports, agendas, and minutes will be treated as confidential. The group will have agendas and minutes of its meeting, which shall be available to Councillors to access through mod.gov.

When a third-party guest speaker or observer is invited to attend a meeting of the Working Group, the agenda pack shall not be shared with them, unless agreed by the Chair if extraordinary circumstances apply. Guests to the meeting shall however receive an agenda sheet, so they can follow the discussion.

In the interests of transparency of the key topics covered, summary notes of the meeting (not the full minutes) shall be published on the Council's website.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Group.

Housing Infrastructure Fund (HIF) Working Group

Terms of Reference

Adopted: March 2023

Introduction

The HIF Working Group shall report to the Overview & Scrutiny Committee. The terms of reference were first adopted 30 July 2020 at Council (when it was originally named the HIF Oversight Panel) and last amended 23 June 2022 at Council to reflect the Council's decision to create a working group of the Overview & Scrutiny Committee, named the HIF Working Group.

Significant changes to the Terms of Reference must be approved by the Overview and Scrutiny Committee. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Working Group was established to;

To oversee the governance and implementation of the Housing Infrastructure Fund (HIF) project ("Project"). The Project comprises three key elements;

- (i) Acquisition and demolition of the Island site;
- (ii) Widening and improvements to the A320 highway, and
- (iii) Replacement of the Victoria Arch bridge.

To oversee Project communications.

To receive updates on the Project.

To note and monitor progress of the Project, through the receipt of programme reports, against key milestone dates, budget and key risks.

To note and monitor progress of the Day Aggregates site relocation.

The Chair of the Working Group shall be responsible for reporting on a regular basis to the Overview and Scrutiny Committee. Any proposals arising from the work of the Working Group shall need to be reported to the Council's Executive normally following consideration by the Overview and Scrutiny Committee.

Membership

The membership shall be decided by Overview & Scrutiny Committee at the start of the municipal year.

Membership of the Working Group shall comprise eight (8) Councillors representing all Groups on the Council based on proportionality, including the Portfolio Holder for Key Projects.

Members of the Working Group shall be expected to gain the views of Councillors/ Officer s/ Portfolio Holder / External Advisors and other representatives with a view to reporting those views to the Working Group.

Members of the Working Group may also be charged with specific areas to research and report back to the Working Group. Any investigation requiring funding would normally be expected to be part of the existing O&S budget. Offsite visits shall be ad hoc. Requests for additional funds for the purpose would be submitted to the Portfolio Holder.

Members of the Working Group may be expected to present proposals to the Overview and Scrutiny Committee and, where necessary, prepare written reports.

Quorum

The quorum shall be no less than one quarter (minimum of two) of the Borough Councillors appointed to the Working Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Working Group

It is expected that the Working Group shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor elected to the Group present at the meeting and elected to the Working Group may vote on recommendations.

The Chair shall be responsible for reporting on a regular basis to the Overview and Scrutiny Committee. Any recommendations arising from the work of the Group shall need to be reported to the Council's decision-making Committees, normally following consideration by the Overview and Scrutiny Committee.

Meetings of the Working Group

Meetings of the Working Group shall be held virtually and start at 6.00pm.

The Working Group shall be serviced by Democratic Services.

The Working Group shall meet as required.

Meetings of the Working Group shall be held in private to allow the greatest possible freedom. Any recommendations shall become public knowledge once at Committee.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting.

The Working Group shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be made available to all Councillors to access through ModGov. As the Working Group is private all papers, including agenda, reports and minutes shall be treated as confidential.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Working Group.

Housing Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Housing Working Group shall report to the Overview and Scrutiny Committee. The terms of reference were last amended 22 March 2021.

The Group was formed as the Housing Task Group on 12 September 2005.

Significant changes to the Terms of Reference must be approved by the Overview and Scrutiny Committee. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Group shall:

- Steer development, and monitor implementation, of strategies and policies to provide affordable housing availability (based on housing needs), reduction of homelessness, improving housing conditions, management and maintenance of Council homes and linkages with social care provision.
- Monitor performance and the delivery of key housing projects.
- Any other topics are to be considered as suggested by the Group, Officers, or other Council bodies. In addition, the Overview and Scrutiny Committee and Group may refer matters to each other for further scrutiny or consideration.

Members of the Group may be responsible for specific topics to research and report to the Group. Any funding required would ordinarily be expected from the existing housing budget. Offsite visits shall be ad hoc. Requests for additional funds for the purpose should go through usual budget setting processes.

Membership

The membership shall be decided by the Overview and Scrutiny Committee at its first meeting of the Municipal Year.

Membership shall comprise seven (7) Councillors based on proportionality.

Membership of the Group shall be as follows:

Seven appointed Borough Councillors.

If not appointed to the Group, the Portfolio Holder for Housing shall be an ex-officio member.

Officers of the Council attending the meeting shall include, but not be limited to the Strategic Director of Communities and relevant Officers of the Communities Directorate. Officers attending shall not have the option to cast a vote at meetings.

Quorum

The quorum shall be no less than one quarter (2) the Borough Councillors appointed to the Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Group

The Chair shall be responsible for reporting on a regular basis to the Overview and Scrutiny Committee. Any recommendations arising from the work of the Group shall need to be reported to the Council's decision-making Committees, normally following consideration by the Overview and Scrutiny Committee.

Members of the Group may be expected to present proposals to the Overview and Scrutiny Committee and, where necessary, prepare written reports.

It is expected that the Group shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor appointed to the Group and present at the meeting may vote on recommendations.

Meetings of the Group

Meetings of the Group shall be held virtually and serviced by Democratic Services.

The Group shall normally have four (4) meetings per year beginning at 6:30pm. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Group shall be held in private. Any recommendations shall become public knowledge once at Committee.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting.

The Group shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be made available to all Councillors to access through Mod.gov. As the Group is private all papers, including agenda, reports and Minutes shall be treated as confidential.

Third parties may be invited to attend meetings with the consent of the Chair and Lead Officer.

Infrastructure Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Infrastructure Working Group ('the Group') shall report to the Woking Strategic Partnership Board. Significant changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

- The Infrastructure Working Group was established to consider infrastructure capacity and requirements, infrastructure related to development and infrastructure delivery across the Borough, using Community Infrastructure Levy funds or other funding streams.
- To meet the challenge of aligning infrastructure delivery to development coming forward on the back of the Core Strategy and other related planning documents.
- To facilitate and support the delivery of infrastructure requirements of the Core Strategy as amplified in the Infrastructure Delivery Plan, Infrastructure Funding Statement and the Council's Investment Programme.
- To work in partnership and coordinate efforts with the infrastructure providers to ensure the timely delivery of plans to support existing and new communities.

Objectives

- To provide a coordinated and consistent response to delivery of the infrastructure set out in policies of the Core Strategy, Infrastructure Funding Statement and other related planning documents.
- To ensure that overarching infrastructure delivery mechanisms are secured.
- To advise Woking Borough Council on infrastructure and priorities, in delivery terms, to ensure maximum benefit to the community. The priorities should be evidenced / informed by the Infrastructure Delivery Plan and other Council studies.

To achieve this, the members of the Working Group will:

- Receive and review regular project progress reports from Project Managers and Project Delivery Leaders internally and externally to the Council.
- Report project progress updates to Council.
- Feedback updates, changes and amendments to project plans to Project Managers.
- Consult with relevant community and other groups.

Membership

The membership shall be decided by Council at the start of the Municipal Year.

Membership will be proportionately representative of the political makeup of the Council.

Membership of the Group shall be as follows:

- Portfolio Holder for Planning / Infrastructure
- Six (6) Borough Councillors
- Development Manager
- Planning Policy Manager
- Director of Planning

The Group shall reserve the right to seek representation from other service areas as required. Other external representation from key partners shall be required to provide advice, evidence and information including, but not limited to, areas related to health, community utilities (including digital), flood management and climate change where required.

Quorum

The quorum shall be no less than three (3) Borough Councillors appointed to the Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the Municipal Year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Group

It is expected that the members of the Group shall reach its recommendations through consensus.

Meetings of the Group

Meetings of the Group shall be held virtually and serviced by Democratic Services.

The Group shall normally have six (6) meetings per year beginning at 6:00pm. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Group shall be held in private to allow the greatest possible freedom. Any recommendations shall become public knowledge once at Committee.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting.

The Group shall have Agendas for, and Minutes of, its meetings. The Agenda and Minutes shall be made available to all Councillors. As the Group is private, all papers, including agenda, reports and minutes shall be treated as confidential and not be disseminated beyond the membership.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Group.

Local Plan Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Local Plan Working Group shall report to the Executive. The Terms of Reference were first adopted on 30 October 2003 by the Executive.

Significant changes to the Terms of Reference must be approved by the Executive. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Local Plan Working Group was established in 2003 to oversee the review of the 1999 Local Plan and the production of the Local Development Framework in light of new planning legislation at the time. Since that date the Working Group has overseen the adoption of the 2012 Core Strategy, the 2016 Development Management Policies DPD, the 2021 Site Allocations DPD, all of which form part of the Local Development Framework, as well as various Supplementary Planning Documents, evidence base and other related documents. The end date of the Local Plan period is 2027, by which time the Core Strategy will have to be updated and adopted by the Council - this will require further evidence base work and public consultation and will be informed by any further updates to relevant legislation on plan-making. In addition, work is extant on a number of Supplementary Planning Documents and other guidance that adds detail to existing adopted policy. It is therefore important that the LDF Working Group continues its work.

Aims of the Group

To oversee and guide the review and updating of the Local Plan

Scope of the Group

The Group shall deal with all matters relating to the updating of the Local Plan. This shall include:

- To review evidence base that will inform the preparation of updates to the Local Development Framework.
- To consider drafts of Local Development Documents, a Local Development Scheme, a Statement of Community Involvement and any other related documents, such as Supplementary Planning Documents, as necessary
- To consider responses to public consultation.
- To make recommendations to Executive Committee on the updating of the Local Plan and any other related documents as necessary.

Membership

The membership shall be decided by the Executive at the start of the municipal year.

Membership shall be proportionally representative of the political makeup of the Council.

Membership of the Local Plan Working Group shall be as follows:

Seven (7) members (Included within this seven Planning Policy Portfolio Holder & Chair of the Planning Committee)

Strategic Director – Place, Head of Planning and Planning Policy Officers.

Quorum

The quorum shall be no less than one quarter (minimum of two) of the Borough Councillors appointed to the Local Plan Working Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Local Plan Working Group

It is expected that the Local Plan Working Group shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor elected to the Group present at the meeting and elected to the Local Plan Working Group may vote on recommendations.

Meetings of the Local Plan Working Group

Meetings of the Local Plan Working Group shall be held virtually and start at 6.00pm.

The Local Plan Working Group shall be serviced by Democratic Services.

The Local Plan Working Group shall meet as required.

Meetings of the Local Plan Working Group shall be held in private to allow the greatest freedom. Any recommendations shall become public knowledge once at Committee.

All agenda items shall be forwarded to the Democratic Services Officer eight (8) clear days prior to the next scheduled meeting.

As the Working Group is private all papers, including agenda, reports and minutes shall be treated as confidential.

The Working Group shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be made available to all Councillors to access through ModGov.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Working Group.

Leisure Partnership Board

Terms of Reference

Adopted: March 2023

Introduction

The Leisure Partnership Board shall report to the Executive. The Terms of Reference were agreed by all parties on 18 November 2011 as part of the Leisure Management Contract and last amended on 20 October 2022.

As background, the Leisure Services Project Board was merged into the Leisure Partnership Board in Autumn 2012. The Leisure Services Project Board was established by the Executive and the Terms of Reference were adopted on 23 July 2009.

Significant changes to the Terms of Reference must be approved by the Executive. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Board was established to oversee the Leisure Partnership Agreement and to hold all parties to account for the obligations contained therein, reporting any key issues of performance (service and financial) or proposed change in strategic direction to the Council for consideration / approval as appropriate.

The functions of the Leisure Partnership Board shall be:

- a. To provide a means for the joint review of all aspects relating to performance of the Approved Contractor and/or Approved Sub-Contractor in delivery of the Leisure Partnership Agreement.
- b. To provide a forum for joint strategic discussion and consideration of all aspects with regard to the Leisure Partnership Agreement including ensuring dissemination of information and consideration of the views of all stakeholders connected with the contract.
- c. To be appraised of progress on capital works being undertaken as part of the Approved Contractor bid and/or progress relating to capital works being undertaken directly by the Council, with any significant risks being identified to the Leisure Partnership Board for information / resolution as appropriate.
- d. To consider, on a business case basis, any proposals for future capital investment in the Facilities.
- e. To receive and discuss the Approved Contractors Annual Service Plan – contents of which shall be as identified in the Leisure Partnership Agreement Schedule 4 Format of Reports.
- f. To receive and discuss the Annual End of Year Report, noting by exception any areas of concern and intended action.
- g. To facilitate as maybe required the opportunity for all parties to advocate their position prior to jointly discussing and looking to resolve at Board level any issues of conflict. Such joint action is intended to prevent the need to go to formal dispute resolution.
- h. To promote the Approved Contractor's Active Communities projects and the impact they have on the health and well-being of the borough residents.

Membership

The membership shall be decided by the Executive at the start of the Municipal Year.

Membership shall be proportionately representative of the political makeup of the Council.

A member of the Board may nominate a proxy to attend a meeting if that member is unable to attend. The Chair shall be informed of the substitution at least five working days prior to the scheduled nominated meeting.

Membership of the Board shall be as follows:

Woking Borough Council

Five (5) Members from the Council, to include the Portfolio Holder for Living Well.

Council Officers shall attend the Board as required.

Greenwich Leisure Limited / Freedom Leisure

Director of Development or Head of Development and Partnerships – GLL

Director – Freedom Leisure

Area Manager – Freedom Leisure and such other GLL/FL colleagues according to relevant agenda items.

The Leader of the Council, Opposition Leader and Shadow Portfolio Holder for Living Well reserve the right to attend.

Quorum

The quorum shall be five (5) (with at least three (3) Elected Members from the Council and two (2) representatives from the Contractor/Sub-Contractor).

Chair and Vice-Chair (and election thereof)

The Chair shall be the Portfolio Holder for Living Well or in the absence of, or at the discretion of the Portfolio Holder their nominated elected Council representative.

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Board

The Leisure Partnership Board shall have the authority to determine matters of operational day-to-day management in connection with the delivery of the Service / Facilities contained in the Leisure Partnership Agreement. Such levels of authority shall reflect the Council's existing Scheme of Delegation to Officers (May 2016 and subsequent updated versions) as enacted by the relevant member of the Corporate Leadership Team, save that any explicit requirement of the Leisure Partnership Agreement shall take precedence. Issues of a strategic nature and/or which are likely to have a financial impact on the Council shall be referred by the Leisure Partnership Board (via the Council's Building Services Manager) to the Council's Executive or Full Council for decision as appropriate.

Recommendations of the Leisure Partnership Board that require formal Council consideration shall be placed on the Forward Plan as soon as possible. Formal reporting to the Council shall be undertaken by the Portfolio Holder or the Council's Building Services Manager, all members of the Leisure Partnership Board shall be required to provide such information as necessary to enable appropriate reporting to be undertaken within agreed timescales.

Members of the Leisure Partnership Board agree to work in accordance with the values of the Leisure Management Agreement, where every effort shall be made through effective, considered and constructive partnership dialogue to resolve any issues in a consensus manner. No formal voting procedure shall be adopted, as any serious performance and operational issues shall be managed in accordance with the conditions of contract contained in the Leisure Management Agreement.

Meetings of the Board

The Leisure Partnership Board shall normally have two (2) meetings per year, beginning at 6pm. The dates and times of meetings shall be set, whenever possible, up to six (6) months ahead. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Board shall normally be held virtually, or at one of the Borough’s leisure facilities.

The Board shall be serviced by Democratic Services.

Meetings of the Board shall be held in private. Any recommendations shall become public knowledge once at Committee. On occasion it may be necessary for the Leisure Partnership Board to convene and/or record separately a Part II (confidential) session to the meeting due to the commercial sensitivity or confidentiality of the information being discussed. Under these circumstances only those individuals who are directly employed by the Approved Contractor/Sub-Contractor; are Elected Members or Officers from the Council should remain in the meeting. Under these circumstances all parties shall be bound by the agreed confidentiality surrounding the issue, and the matter shall be recorded as a Part II item in the minutes.

All agenda items shall be forwarded to the Democratic Services Officer eight (8) clear days prior to the next scheduled meeting.

As the Board is private all papers, including agenda, reports and minutes shall be treated as confidential.

The Board shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be made available to all Councillors to access through mod.gov.

Additional Information

The Board’s work programme shall include the following standing items – the timing of which dovetails with the Council’s business planning process:

| LPB Meeting | Standing Items |
|------------------|---|
| October | <ul style="list-style-type: none"> • Annual Report (from previous financial year) • Performance update on current year’s Business Plan • Investment Proposals • ‘Core’ Fees and Charges (for following financial year – April) • Draft Business Plan Objectives (for following year) |
| February / March | <ul style="list-style-type: none"> • Business Plan Approval (for following financial year – April) • ‘Non-Core’ Fees and Charges (for following financial year – April) |

Note: The year-end Annual Report – shall be circulated by no later than 31 July each year to the Leisure Partnership Board.

Military Covenant Advisory Panel

Terms of Reference

Adopted: March 2023

Introduction

The Military Covenant Advisory Panel shall report to Council. The Terms of Reference were first adopted October 2012 and last amended February 2022.

Significant changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

The establishment of the Covenant followed an approach by the Commanding Officer at the Army Training Centre at Pirbright to establish a local community covenant with Woking Borough Council to establish closer links between the Armed Forces and the local community. The covenant was intended to develop relationships between the civilian and military organisations in Woking for the benefit of all communities and develop projects of mutual benefit for submission to the Armed Forces Community Covenant Grant Scheme. Details of the Armed Forces Community Covenant are outlined in Appendix 1 to these Terms of Reference.

Members of the Advisory Panel shall be expected to gain the views of Councillors/Officers/other representatives with a view to reporting those views to the Group. Members of the Advisory Panel may also be charged with specific areas to research and report back on to the Group.

Membership

The membership shall be decided by Council as the start of the Municipal year.

Membership shall comprise six (6) Councillors based on proportionately.

Membership of the Group shall be as follows:

- six Councillors.
- Ex-Military Personnel
- Appropriate Officers of the Council.

Armed Forces Champion

The Membership of the Advisory Panel to include the Borough's Armed Forces Champion and a named Deputy who are to be appointed annually by Council. The Armed Forces Champion is chosen by the Council to represent the Authority and the Borough on all matter's military.

An outline of the roles and responsibilities of the Armed Forces Champion are set out in Appendix 2.

Details of the membership of the Advisory Panel are to be maintained, and published, by the Democratic Services Team of Woking Borough Council.

The Advisory Panel may invite outside organisations, community/voluntary groups or other interested parties to participate in meetings but, should voting on any issue be required, this shall be reserved to the Members of the Advisory Panel, including the Armed Forces Champion.

Quorum

The quorum shall be no less than one quarter (minimum of two (2)) of the Borough Councillors appointed to the group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the Municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Group

It is expected that the Group shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor elected to the Group present at the meeting and elected to the Group may vote on recommendations.

Meetings of the Group

Meetings of the Military Covenant Advisory Panel shall be held virtually and shall be serviced by Democratic Services.

The Group shall normally have three (3) meetings per year, beginning at 6pm. Ad hoc meetings may be arranged at the discretion of the Chair. Meetings of the Group will be held in private.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting. As the Group is private all papers, including agenda, reports and minutes shall be treated as confidential. The group will have agendas and minutes of its meetings, which shall be available to all Councillors to access through Mod.gov.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Working Group.

Neighbourhood Community Infrastructure Levy (CIL) Working Group

Terms of Reference

Adopted: March 2023

Introduction

The Neighbourhood Community Infrastructure Levy (CIL) Working Group ('the Group') shall report to the Woking Strategic Partnership Board.

Woking Borough Council adopted its Community Infrastructure Levy (CIL) Charging Schedule on 24 October 2014 to take effect from 1 April 2015. The Community Infrastructure Levy Regulations 2010 (as amended) imposes a duty on Woking Borough Council as a CIL Charging Authority to pass on a proportion of its CIL income to local communities where the chargeable development takes place.

The Group has authority to determine applications for funding through CIL Community Funding Bids up to a maximum of £10,000.

Changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Neighbourhood Community Infrastructure Levy (CIL) Working Group will:

- assist and advise the Woking Strategic Partnership Board in relation to CIL Community Funding Bids across the Borough;
- determine the applications submitted by Ward Councillors for Community Infrastructure Levy funds up to a maximum of £10,000;
- assist and advise the Executive in relation to applications submitted by Ward Councillors for Community Infrastructure Levy CIL Community Funding Bids over and above the threshold of £10,000; and
- to monitor spend against the community Infrastructure Levy funds available in each area.

Objectives

To deliver and monitor community infrastructure projects through the careful, consistent and considered award of Community Infrastructure Levy funds for projects within the Borough of Woking.

Membership

The membership shall be decided by Council at the start of the Municipal Year.

Membership will be proportionately representative of the political makeup of the Council.

Membership of the Working Group shall be as follows:

- Six (6) Borough Councillors
- Planning Policy

The Working Group shall reserve the right to seek representation from other service areas as required.

Other representation from Ward Councillors and key partners, including Surrey County Council, may be required to provide advice, evidence and information.

Quorum

The quorum shall be no less than three (3) Borough Councillors appointed to the Group.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the Municipal Year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Group

It is expected that the members of the Working Group shall reach its decisions through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor elected to the Working Group and present at the meeting may vote on recommendations.

In the event no majority is reached, the Chair shall have a second, casting, vote.

Meetings of the Group

Meetings of the Group shall be held virtually and serviced by Democratic Services.

The Working Group shall normally have up to ten (10) meetings per year beginning at 10:00am on the first Monday of each month (with the exception of January and August). Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Working Group shall be held in private to allow the greatest possible freedom.

The Working Group shall have agendas for, and minutes of, its meetings. The agendas and minutes shall be made available to all Councillors. All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting.

As the Working Group is private, all papers, including agenda, reports and minutes shall be treated as confidential and not be disseminated beyond the membership.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Group.

Selection Panel

Terms of Reference

Adopted: March 2023

Introduction

The Selection Panel has always formed part of the Council's process for annual appointments for Committees, Working Groups, Task Groups, Outside Bodies and ex officio positions, and any other such Groups that the Council appoints to. The Panel recommends appointments to Council at the start of each Municipal Year.

Changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Selection Panel was established to:

- consider the proportionality of the Council following Borough Elections;
- review the Council's Committees, Working Groups, Task Groups, appointments to Outside Bodies and ex officio positions, and any other such Groups that the Council appoints to;
- recommend to Council any changes to Committees, Working Groups, Task Groups, appointments to outside bodies and ex officio positions, and any other such Groups that the Council appoints to;
- recommend to Council the size of each Committee, Working Group and Task Group, and any other such Groups that the Council appoints to, having due regard to the proportionality of the Council;
- recommend the number of appointments to outside bodies and ex officio positions, having due regard to the proportionality of the Council;
- recommend to Council the proportionality of each Committee, Working Group and Task Group, and any other such Groups that the Council appoints to, having due regard to the proportionality of the Council; and
- consider any additional appointments for Elected Representatives that may arise.

Membership

Membership shall consist of the Group Leader and Deputy Group Leader of each Political Group on the Council. Accordingly, the Panel may not necessarily be proportionately representative of the political makeup of the Council.

A member of the Selection Panel may nominate a proxy to attend a meeting if that Member is unable to attend. The Chair shall be informed of the substitution at least five working days prior to the scheduled nominated meeting.

Officers of the Council attending the meetings shall include, though not be limited to, the Chief Executive, the Director of Legal and Democratic Services and the Head of Democratic Services.

Quorum

The quorum shall be no less than one third, rounded up where necessary, of the membership of the Selection Panel. Each Political Group shall be expected to be represented at the meetings of the Panel.

Chair and Vice-Chair (and election thereof)

The Chair shall normally be the Chief Executive of Woking Borough Council but may be any member of the Selection Panel. Officers attending, including the Chief Executive, shall not have the option to cast a vote at meetings.

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Selection Panel

It is expected that the Selection Panel shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor appointed to the Group and present at the meeting may vote on recommendations.

In the event no majority is reached, the matter shall be referred to Council for determination.

Meetings of the Selection Panel

Meetings of the Selection Panel shall be held in person and serviced by Democratic Services.

The Selection Panel shall normally meet once per year beginning at 6:00pm. Any recommendations shall be presented to Council at its first business meeting of the new Municipal Year. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Selection Panel shall be held in private to allow the greatest possible freedom. Any recommendations shall become public knowledge once at Council.

All agenda items shall be forwarded to the Democratic Services Officer by eight (8) clear days prior to the next scheduled meeting.

The Selection Panel shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be made available to all Councillors through Mod.gov. As the Selection Panel is private, the agenda and reports shall be treated as confidential and not to be disseminated beyond the members and Officers of the Council. The minutes shall be published for consideration at the subsequent meeting of Council.

Any Councillor may attend as an observer and may, with the consent of the Chair, contribute to the Selection Panel.

Shareholder Advisory Group

Terms of Reference

Adopted: March 2023

Overview

The purpose of the Shareholder Advisory Group is to advise the Leader in the exercise of their responsibility for the Council's functions as corporate shareholder of a company or group of companies and in their role to represent the interests of the Council as Shareholder Representative at meetings of a company.

Decision making

The Leader (or other Executive member appointed by the Leader for this purpose) may make decisions concerning companies in which the Council is or is proposed to become a shareholder, either:

- (a) in Executive; or
- (b) in the presence of the Shareholder Advisory Group.

Membership and Arrangements

The Shareholder Advisory Group shall consist of the Leader (or other Executive member appointed by the Leader for this purpose) in the presence of:

- (a) Such Members of the Executive as are appointed by the Leader (which shall be at least two);
- (b) One co-opted members, who will be an independent person providing relevant expertise and appointed on merit; and
- (c) Relevant senior Officers of the Council as are appointed by the head of paid service (or their deputies); together with
- (d) The Chair of Overview and Scrutiny Committee, as a Member of the Council from outside of the Executive, to act in the capacity of Observer.

The Service Director for Finance (s151 Officer) and the Service Director for Legal and Democratic Services (monitoring Officer), or their deputies, will be advisors to the Group to provide open and strong advice.

Other members of the Executive (who are not directors of any of the companies concerned) may attend and vote as substitutes in the event that an appointed member of the Shareholder Advisory Group is unable to attend

Restrictions on Membership

As the Shareholder Advisory Group is to advise and discharge Executive functions in relation to company matters and the role of the Shareholder Representative, only Executive members can be members of the Shareholder Advisory Group with voting rights, although other Executive members and non-Executive members can be invited to attend, without voting rights.

Meetings

The Shareholder Advisory Group shall meet on a basis agreed by itself and normally in private.

The quorum shall be the Leader (or other Executive member appointed by the Leader for this purpose) in the presence of a minimum of:

- (a) one other Executive Member;
- (b) one independent co-optee; and
- (c) one senior Officer appointed to the Group (or their appointed deputy).

An invitation to attend must have been provided to the Chair of Overview and Scrutiny Committee (or their nominated deputy) at least three clear days in advance of the meeting taking place. This notice period may be waived if the Chair of Overview and Scrutiny Committee (or their nominated deputy) so agrees.

An invitation to attend must also have been provided to the section 151 Officer and the monitoring Officer (or their nominated deputies), which will normally be at least three clear days in advance of the meeting taking place.

The Leader (or appointee) will chair the Shareholder Group and a Vice Chair will be selected from the elected members of the Shareholder Group.

Sub-Groups

To assist it in its functions the Shareholder Advisory Group:

1. may establish and consult standing sub-groups, such as might be required in respect of:
 - (a) Audit and Risk;
 - (b) Ethical practices; or
 - (c) Nominations and Remuneration
2. may establish and consult ad-hoc or task and finish sub-groups in respect of any matter; and
3. may establish and consult stakeholder groups on any particular aspect or the generality of the objects of the trading companies

A sub-group or stakeholder group may contain such co-opted members, advisors or observers as the Shareholder Advisory Group sees fit.

Functions

1. Monitor the performance of a company in relation to its Business Plan and, in particular, the company's performance:
 - (a) in financial matters
 - (b) against the social goals of the company as set out in the company's Objects, Business Case or Business Plan; and
 - (c) against the values of the Council.
2. Evaluate and monitor:
 - (a) the financial and social returns on investment (be that shareholding, loans or direct investment); and
 - (b) risks and opportunities including those arising from joint ventures or new opportunities.
3. Consider matters reserved to the Council for shareholder approval, such as:
 - (a) Varying Articles of Association
 - (b) Varying ownership and structure

- (c) Variations to shares (number of, rights, etc.
- (d) Entering contracts that:

are outside of the business plan or do not relate to the business

- (e) Material legal proceedings outside of ordinary business
- (f) Adopting and amending business plans each year and strategic plans (3 years)
- (g) Appointment, removal and the remuneration of directors (members of the company board)
- (h) Selection of the chair of the board
- (i) Appointment of auditors
- (j) Issue of dividends

as more particularly set out in a company's Articles of Association or Shareholder Agreement.

Relationship

The Shareholder Advisory Group as it considers appropriate in accordance with its functions described above, may:

1. report and make formal recommendations to the Leader, directly or to the wider Executive;
2. make reports to and consult Overview and Scrutiny (including Full Council) or
3. make reports to and consult the Standards and Audit Committee, in relation to that Committee's particular functions.

Sheerwater Regeneration Delivery and Oversight Panel

Terms of Reference

Adopted: March 2023

Introduction

The Sheerwater Regeneration Delivery and Oversight Panel shall report to Council. The Terms of Reference were first adopted on 25th July 2019.

Significant changes to the Terms of Reference must be approved by Council. Minor changes may be made by the Monitoring Officer.

Role and Functions

The Panel was established to have oversight of the governance of the detailed implementation of the Sheerwater Regeneration Project and the social, environmental and economic issues affecting the Project.

The Oversight Panel shall:

- monitor the delivery of key milestones;
- monitor risks and issues associated with the Project;
- receive reports on rehousing of tenants;
- maintain high-level oversight of the financial model and funding;
- ensure the regeneration outcomes are achieved including key community infrastructure and retail units;
- ensure that residents and stakeholders are regularly updated and engaged with key project issues.

Membership

The membership shall be decided by Council at its first meeting of the Municipal Year.

Membership of the Panel shall be as follows:

Seven (7) appointed Borough Councillors based on proportionality.

If not appointed to the Group, the Portfolio Holder for Key Projects shall be an ex-officio member.

Ward Councillors for Canalside that have not been appointed to the Panel may also attend meetings.

The County Councillor whose division contains the Sheerwater area may attend meetings.

The Strategic Director of Communities (as project sponsor) and appropriate Officers involved in the Sheerwater Regeneration Project. Officers attending shall not have the option to cast a vote at meetings.

Quorum

The quorum shall be no less than one quarter (i.e. a minimum of two (2)) the Borough Councillors appointed to the Panel.

Chair and Vice-Chair (and election thereof)

The election of the Chair and Vice-Chair shall take place at the first meeting of the municipal year.

If the Chair is absent, the Vice-Chair shall chair the meeting. If both are absent, then (if quorate) the meeting shall appoint a Chair from those present for the duration of that meeting.

Recommendations of the Panel

It is expected that the Panel shall reach its recommendations through consensus.

If consensus cannot be reached, a vote shall be held. Any Councillor appointed to the Panel and present at the meeting may vote on recommendations.

Meetings of the Panel

Meetings of the Panel shall be held virtually and serviced by Democratic Services.

The Panel shall normally have three (3) meetings per year and start at 6:30pm. Ad hoc meetings may be arranged at the discretion of the Chair.

Meetings of the Panel shall be held in private. Any recommendations shall become public knowledge once at Full Council.

All agenda items shall be forwarded to the Democratic Services Officer eight (8) clear days prior to the next scheduled meeting.

As the Panel is private all papers, including agenda, reports and minutes shall be treated as confidential.

The Panel shall have agendas for, and minutes of, its meetings. The agenda and minutes shall be made available to all Councillors made available through Mod.gov.

Third parties may be invited to attend meetings with the consent of the Chair and Lead Officer.