

SCHEDULE 1 GOVERNANCE

The Councils shall set up the following governance arrangements.

1 Joint Committee

- 1.1 The purpose of the Councils in establishing the Joint Committee is to facilitate an effective joint approach between the Councils in delivering the Services.
- 1.2 For the avoidance of doubt, the Joint Committee shall have decision making powers vested in it by the Councils and is a Joint Committee for the purposes of the Local Government Act 1972 and the statutory Access to Information provisions set out in Part VA of that Act and the Local Government (Executive Arrangement) (Meetings and Access to Information)) (England) Regulations.
- 1.3 The Joint Committee will provide performance management for Orbis to ensure value for money assurance to the Councils.

2 The membership of the Joint Committee

- 2.1 The Joint Committee shall comprise of Members appointed by the Councils (Currently Brighton & Hove City Council, East Sussex County Council and Surrey County Council.) Each Council shall appoint two Members to the Joint Committee in accordance with the governance arrangements of each Council.
- 2.2 Each Council's Leader (or in the case of Brighton & Hove City Council, the Council) may appoint two substitute Members to attend meetings of the Joint Committee, should an appointed member of the Committee be unavailable or unable to attend a meeting of the Joint Committee. A substitute Member attending in the absence of an appointed member will have full voting rights.
- 2.3 Each member of the Joint Committee shall act in the overall interests of the Joint Committee.
- 2.4 Each member of the Joint Committee shall comply with the Members' Code of Conduct of their Council when acting as a Member of the Joint Committee.

3 The terms of reference of the Joint Committee

- 3.1 The terms of reference of the Joint Committee are to oversee and to improve delivery of the Services for the benefit of each participating Council and in particular to:
- Recommend proposals to meet the annual budget for Orbis, set by each of the Councils
 - Approve the Orbis Business Plan and performance measures
 - Monitor the Orbis Business Plan and performance of Orbis
 - Make recommendations to the constituent authorities regarding revisions to the Terms of Reference of the Orbis Joint Committee

4 Meetings of the Joint Committee

- 4.1 The Joint Committee shall hold meetings four times a year unless otherwise determined by the Joint Committee. The venue for the meetings will be determined by the Councils on an alternate basis.
- 4.2 The Joint Committee may in every year hold any additional meetings it determines necessary.

5 Role of the Joint Management Board

- 5.1 The Joint Management Board shall be a senior level forum for advice, consultation, discussion, resolution of issues and recommendations back to the Councils and Joint Committee on all aspects of the delivery of the Service.
- 5.2 The membership of the Joint Management Board shall be those senior officers nominated by the Councils from time to time as agreed between the Councils.
- 5.3 The Joint Management Board will meet every three (3) months or more frequently as agreed.

6 Orbis Leadership Team (OLT)

- 6.1 An Orbis Leadership Team (OLT) shall comprise the heads of service or officers fulfilling similar roles as determined by the Joint Management Board, meeting as required, to oversee the general operation of the Service.

7 Changes to the Constitution

- 7.1 No change may be made to the governance arrangements of the Joint Committee in this Schedule 1 unless it has been recommended by the Joint Committee and agreed by each of the Councils in accordance with their respective governance arrangements. Each of the Councils may request a change to the constitution of the Joint Committee by sending to the Joint Committee:
 - 7.1.1 Details in writing of the proposed change to the governance arrangements;
 - 7.1.2 A request in writing for the proposed change to be included in the agenda for the next meeting of the Joint Committee.
- 7.2 If the Joint Committee agrees to a change to the governance arrangements of the Joint Committee, it shall be referred to each of the Councils for approval through their respective governance arrangements.. The share of costs associated with the agreed change shall be agreed in writing between the Councils

8 Additional Councils

- 8.1 Orbis shall be able to provide the Services to any councils ("Additional Council") in addition to ESCC, BHCC and SCC subject to the provisions of this paragraph 8 and provided that the engagement of an Additional Council shall not create any detriment to the cost and quality of the Services provided to SCC, ESCC or BHCC nor otherwise be injurious to either party's interests.
- 8.2 It is agreed by the Councils that requests from Additional Councils to join Orbis will be actively considered by the Joint Committee. The Joint Committee will discuss any such requests taking into account:
 - 8.2.1 Whether the enlargement of Orbis will improve the cost effectiveness and sustainability of Orbis
 - 8.2.2 The avoidance of detriment to the level and quality of service provided to ESCC, BHCC and SCC
 - 8.2.3 The implications of Additional Councils joining Orbis in this Agreement
 - 8.2.4 Ensuring the Councils incur no additional costs

8.3 Discussions on this issue will be approached in the spirit of partnership and good faith and the Joint Committee will seek to agree an outcome which will be at no detriment to the cost or quality of the Service provided to ESCC, BHCC and SCC

8.4 If the admission of an Additional Council cannot be agreed by the Joint Committee then the decision to admit Additional Council(s) shall only be made if agreed by the Councils.

9 Standing orders

9.1 The standing orders of ESCC, BHCC and SCC will apply to meetings of the Committee in accordance with the venue of the meeting unless otherwise provided for in this agreement.

9.2 The quorum for any meeting of the Joint Committee will be three members providing that one member is in attendance from each Council.

9.3 The chairman of the meeting shall be the member of the Council which is hosting the meeting.