

# **SOUTH WEST COUNCILS**

## **CONSTITUTION**

### **1. TITLE**

The organisation shall be known as South West Councils (the "Organisation").

### **2. ADDRESS**

The address of the Organisation for the time being shall be Dennett House, 11 Middle Street, Taunton, Somerset, TA1 1SH.

### **3. PURPOSE**

The Organisation will support member authorities in:

- (i) regulating relations between employing authorities and those employees of member authorities who come within the scope of the Provincial Joint Council;
- (ii) representing and promoting their collective interests ensuring a strong, consensus based, voice for the South West of England;
- (iii) supporting improvement and efficiency amongst member authorities;
- (iv) undertaking further business as agreed by member authorities at the Annual General Meeting.

### **4. MEMBERSHIP**

- (i) all Principal Councils (being Unitary, County and District Authorities) in the South West shall be eligible for membership of the Organisation and those in membership shall be called "Member Authorities".
- (ii) other organisations having an interest in the work of the Organisation for example, National Park Authorities, Combined Authorities, Police and Crime Commissioners, Police Forces, Fire Authorities and Local Councils (Parish and Town Councils) may be invited to be involved in the work of the Organisation on a non-voting basis (and such organisations invited to be so involved shall be called "Associate Members").

### **5. REPRESENTATION**

- (i) each Member Authority may nominate one representative, their "Member Representative" who should normally be the elected Member who acts as the Local Authority's Leader or elected Mayor. However, the choice of Member Representative is at the absolute discretion of the

Local Authority concerned. Details of the Member Authority's Member Representative shall be notified to the Chief Executive on an annual basis;

- (ii) an elected Member ceasing to be an elected Member of a Member Authority automatically ceases to be the Member Representative of the relevant Member Authority.
- (iii) substitutes for Member Representatives may be made providing written (email) notice is given to the Secretariat prior to a meeting;
- (iv) An additional 10 non-voting Members can be appointed by the Organisation in its absolute discretion as follows:-

The 10 places are allocated to political groups

- (a) taking account of political balance across all Member Authorities (but recognising that the Organisation is not a political platform but a body working for the South West as a whole) and
- (b) limited to one additional Member for any main political party with less than 10% of the political balance;
- (v) The political groups notify the Organisation of their nominations to fill the 10 places; and
- (vi) The Resources and Management Committee considers the nominations and approves them taking into account
  - (a) geographic/gender/ethnicity spread; and,
  - (b) that the Leader of a Member Authority from which an additional representative is proposed has a right of veto if there were exceptional reasons why this appointment was not deemed appropriate.
- (vii) The quorum for full meetings of the Organisation (including the Annual General Meeting, the Annual Conference and any Extraordinary General Meeting) shall equate to one third of the number of Member Authorities at any time.

## **6. VOTING AT MEETINGS**

- (i) the Organisation will act, whenever possible, on the basis of consensus but, in the event of a vote being called for, any questions coming before the Organisation, this will be decided by a majority of the voting Member Representatives present and voting at the relevant meeting;
- (ii) the manner of voting at meetings will be by a show of hands;
- (iii) on the request of any Member Representative, supported by not less than 10% of the other Member Representatives present, the voting on any question will be recorded to show whether each Member Representative present and voting gave their vote for or against that

question or abstained;

- (iv) any Member Representative may request that their opposition to a decision made upon a vote be recorded;
- (v) proposals to amend the Constitution must be approved by three quarters of the Member Representatives present and eligible to vote.

## **7. MEETINGS and APPOINTMENTS**

- (i) the Organisation shall hold an Annual General Meeting for Member Authorities to conduct the following business:-
  - a) appointment of office holders: a Chair, Deputy Chair and three Vice Chairs will be appointed; normally be for a two year term, that is until the second annual meeting after the date of election, these posts should as far as possible recognise the principle that the post holders should represent County, Unitary and District authorities, should reflect the geographic spread of membership and include representation from the main political groups as appropriate;
  - b) appointment of a Local Government Employers Panel to act on behalf of the full membership as the Employers arm of SW Provincial Council;
  - c) appointments to the Resources and Management Committee ("RMC") to act on behalf of the full membership in managing the staff and resources of the Organisation. The RMC will bring recommendations on the following items to the Annual General Meeting or another appropriate meeting, depending on timing, for discussion and approval by the full membership:
    - a. The annual accounts
    - b. The forward business priorities
    - c. The level of the subscription and any other financial arrangements for the following financial year.
  - d) to approve any amendments to the Constitution;
  - e) to agree a schedule of meetings for the ensuing year;
- (ii) the Organisation will normally hold at least 1 other meeting per year
- (iii) other meetings may be held as required and may be set up by the Chief Executive in consultation with the Chair and Deputy Chair and Vice Chairs;
- (iv) an Extraordinary General Meeting shall be called by the Chief Executive at any time on the receipt of a requisition from Member Authorities holding not less than 1/3 of the votes. Such a requisition shall specify the business to be considered at the meeting.

## **8. LOCAL GOVERNMENT EMPLOYERS PANEL**

(i) the SW Local Government Employers Panel will be appointed to act on behalf of the Organisation on local government employment issues and in particular will form the Employers side of the Provincial Council (see separate SW Provincial Council constitution). The Organisation's full membership shall determine the detailed terms of reference for the Panel and appoint its membership;

(ii) All Member Authorities shall be invited to nominate members to the Panel. Normal expectation will be that the Chair of the Panel should be a Leader or HR Portfolio holder and a "Member Representative on the Organisation but that other members of the Panel do not have to be Member Representatives of the Organisation but may be drawn from the wider local government membership reflecting their skills and expertise. The expectation is that the membership will include as a minimum:

County Councils	2 representatives
Unitary Councils	3 representatives
District Councils	4 representatives
Fire Authorities	1 representative

The Panel shall form the Employers side of the SW Provincial Council;

(iii) the quorum for meetings of the Employers Panel shall be any 7 Members. Voting will be as for the Organisation (Section 6). Normally two meetings a year will be held. At least one meeting a year will be held as a Joint Provincial Council with the Union Side (details of these meetings are set out in the jointly agreed SW Provincial Council constitution).

## **9. RESOURCES AND MANAGEMENT COMMITTEE ("RMC")**

(i) the RMC will be appointed to act on behalf of the Organisation in managing the staff and financial resources of the Organisation. The RMC shall comprise 12 Member Authorities (or such similar number as agreed by the Organisation to best reflect the composition of the subscribing membership). Normal expectation will be that the Chair, Deputy and Vice Chairs of the Organisation will be Member Representatives. In addition the Chair of the Organisation will also Chair the RMC. The expectation will also be that the majority of the membership of the RMC should be drawn from Member Representatives of the Organisation but some members may be drawn from the wider local government membership reflecting their skills and expertise. Membership of the RMC should as far as possible recognise the principle that the post holders should represent County, Unitary and District authorities and include representation from the main political groups;

(ii) the quorum for meetings of the RMC shall be any 5 Members. Voting will be as for the Organisation (section 6);

(iii) meetings will normally be held three times a year. The Annual

General Meeting will be held following the Annual General Meeting of the Organisation.

#### **10. COMMITTEES and INFORMAL MEETINGS**

- (i) the Organisation shall have full power to appoint whatever standing or special committees they consider necessary for the efficient conduct of the work of the Organisation;
- (ii) the Organisation will also support more informal working. For example, the County and Unitary and District Leaders may wish to meet separately. Non Members may be invited to participate subject to financial considerations.

#### **11. CORPORATE RESPONSIBILITIES**

- (i) the Organisation is fully committed to equality and opposes all forms of discrimination. It will work positively towards promoting equality of opportunity within its Membership and the wider community;
- (ii) the Organisation shall act, wherever possible, on the basis of consensus and views expressed publicly by postholders of the Organisation, whether elected members or officers, on behalf of the Organisation shall reflect this approach. Dissenting views may be recorded in the minutes;
- (iii) in making appointments to other bodies, the Organisation shall seek to ensure balance in relation to the political composition of the Organisation and in relation to the diversity of the region and the different types of local authority represented in Membership.

#### **12. APPOINTMENT OF A CHIEF EXECUTIVE AND EMPLOYERS SECRETARY**

The Organisation will appoint an officer to act as Chief Executive and normally the same officer will also be the Employers Secretary.

#### **13. FINANCE AND ADMINISTRATION**

- (i) the Chief Executive shall be authorised to sign any documentation on behalf of the Organisation in accordance with rules relating to officer delegation and financial regulations to be agreed from time to time by the RMC and endorsed by the full membership;
- (ii) the Organisation's financial year will run from 1 April to 31 March;
- (iii) the RMC will determine a subscription scheme for Member Authorities to cover the cost of running the Organisation (including payment towards any accumulated deficits or liabilities and to meet ongoing operational costs) which will be subject to approval by the full Organisation at an appropriate meeting.
- (iv) contributions will become due on 1 April in every year;

- (v) the Financial Officer shall be responsible for maintaining the accounts for the conduct of the Organisation's affairs, which will be subject to annual audit.

#### **14. PROPERTY**

Four Trustees will be appointed by the RMC with responsibility for the holding of property.

#### **15. ASSETS AND LIABILITIES**

- (i) Any net liabilities or surpluses of the Organisation shall be borne by or due to the Member Authorities. Each Member Authority shall be entitled to or liable for, as the case may be, a proportion of such amounts equivalent to the proportion of the total subscriptions paid by that Member Authority in the financial year 2018/19 (as shown in Appendix A to the Constitution).
- (ii) In the event of a Member Authority resigning (see section 16) the relative proportions owed by or due to the remaining Member Authorities in respect of ongoing liabilities and surpluses of the Organisation will be recalculated and notified to the remaining Members.

#### **16. RESIGNATION**

- (i) Any Member Authority wishing to terminate their membership of the Organisation will give not less than three months' notice in writing to the Chief Executive, to expire on 31 March in any year.
- (ii) A resigning authority's share of liability or entitlement will be based on the proportions set out in section 15. The actual amount owed or due will be calculated by valuing the material assets and liabilities of the Organisation as at the proposed resignation date on the basis that the Organisation was being completely wound up on that date. The calculation of a Member Authority's share of surpluses or liabilities will be based on existing valuations or (where these are more than 12 months old) on new valuations obtained by the RMC. The valuation will be signed off by the Organisation's external Auditors. The RMC will delegate to the Chief Executive the power to finalise a resignation agreement with the leaving member. The RMC will take the final decision on a proposed Resignation Agreement on behalf of the Organisation.
- (iii) Once a Resignation Agreement has been agreed with a leaving Member Authority and signed, the Member

Authority will be invoiced for the agreed share of any liability (payable in 30 days) or will be sent the agreed share of surpluses. The Resignation Agreement and the release of the Member Authority from any liability will only be effective on the receipt of the agreed amount of cleared funds.

## **17. RESTRUCTURING OF MEMBER AUTHORITIES**

If any Member Authority is restructured through a reorganisation of local authorities/public bodies in the South West region leading to its abolition, merger, enlargement or change of status, the following provisions shall apply

- (i) Any successor body to a Member Authority or Authorities which have been abolished or cease to exist shall (though the statutory transfer of assets consequent on a restructuring) automatically take on the membership of the former Member Authority
- (ii) The new Member Authority shall have responsibility for any debts and liabilities owed to the Organisation by the predecessor Member Authority or Authorities and shall be entitled to any surpluses or distribution of assets which would have been due to the predecessor Member Authority
- (iii) Where more than one new Member Authority has been created following the restructuring or abolition of one or more former Member Authorities, it shall be a matter for the new Member Authorities to agree between them the proportions in which they are liable for any debts of liabilities owed to the Organisation by the predecessor Member Authority or Authorities (and the proportions in which they would be entitled to any surpluses or distribution of assets) and jointly to notify the Chief Executive accordingly. In the absence of any such notification, the new Member Authorities shall be treated by the Organisation as joint and severally liable for any such debts and liabilities and entitled to any such surpluses and assets in equal shares.
- (iv) The abolition of any Member Authority shall not constitute a "resignation" for the purposes of section 16 of the Constitution and the restructuring of any Member Authority will not trigger a recalculation of the proportions owed by or due to other Member Authorities.

## **18. DISSOLUTION**

- (i) a motion for the dissolution of the Organisation must be approved by three quarters of the Member Representatives present at a meeting and entitled to vote;
- (ii) following the approval of a motion for the dissolution, the Chief

Executive will ensure that the Organisation's assets are disposed of, that its liabilities are satisfied and that the responsibility for receiving proceeds or meeting liabilities is apportioned between the Member Authorities in the proportions and on the basis determined under sections 15 and 16 of this Constitution.

**Approved at SW Councils AGM 13<sup>th</sup> July 2018**

# Appendix A

## Subscriptions

	18/19 Subs (Full rate)	Percentage of total Subs in 2018/19 (£311,852)	Percentage applied to assets and Liabilities upon cessation of membership (post LGR)	Comments
	(a)	(b)	(c)	(d)
<b>Counties and Unitaries</b>				
<b>Band 1: Pop 179k and under</b>				
Torbay	6,689	2.14%	2.14%	
Poole	6,772	2.17%		
<b>Band 2 Pop 180-249K</b>				
Bath and NE Somerset	7,593	2.43%	2.43%	
Bournemouth	7,285	2.34%		
N Somerset	8,148	2.61%	2.61%	
Swindon	7,839	2.51%	2.51%	
<b>Band 3: 250-349</b>				
Plymouth	9,092	2.92%	2.92%	
South Gloucestershire	9,216	2.96%	2.96%	
<b>Band 4: 350-499</b>				
Dorset	12,297	3.94%		
"New Dorset"			12.64%	Working figures: Proportionate allocation between two new authorities to be changed by agreement with the current constituent authorities.
"New Bmouth/Poole/CHCH"			6.07%	
Bristol	12,482	4.00%	4.00%	
Wiltshire	13,242	4.25%	4.25%	
<b>Band 5:500k+</b>				
Somerset	14,680	4.71%	4.71%	
Cornwall	14,865	4.77%	4.77%	
Gloucestershire	15,912	5.10%	5.10%	
Devon	19,342	6.20%	6.20%	
<b>Districts</b>				
<b>Band 1: 59k or under</b>				
W Somerset	4,657	1.49%		
Purbeck	4,882	1.57%		
Christchurch	4,861	1.56%		
W Devon	5,006	1.61%	1.82%	
<b>Band 2: 60-79 k</b>				
Weymouth and Portland	5,272	1.69%		
Torridge	5,272	1.69%	1.69%	
N Dorset	5,333	1.71%		
<b>Band 3: 80 -99k</b>				
Mid Devon	5,497	1.76%	1.76%	
S Hams	5,662	1.82%	1.82%	
Cotswold	5,662	1.82%	1.82%	
Forest of Dean	5,662	1.82%	1.82%	
E Dorset	5,703	1.83%		
Tewkesbury	5,559	1.78%	1.78%	
N Devon	5,827	1.87%	1.87%	
<b>Band 4: 100-129k</b>				
W Dorset	5,930	1.90%		
Taunton Deane	6,155	1.97%		
Mendip	6,176	1.98%	1.98%	
Stroud	6,217	1.99%	1.99%	
Cheltenham	6,237	2.00%	2.00%	
Sedgemoor	6,237	2.00%	2.00%	
Gloucester	6,298	2.02%	2.02%	
<b>Band 5: 130k+</b>				
Teignbridge	6,546	2.10%	2.10%	
Exeter	6,443	2.07%	2.07%	
E Devon	6,649	2.13%	2.13%	
West Somerset & Taunton			3.47%	
S Somerset	7,182	2.30%	2.30%	
Isles of Scilly	1,475	0.47%	0.47%	
<b>Total</b>	<b>311,852</b>	<b>100%</b>	<b>100%</b>	