

WESTERN GATEWAY SHADOW SUB-NATIONAL TRANSPORT BODY (SSTB)

Terms of Reference [DRAFT]

1. Context

- 1.1 The Western Gateway Shadow Sub-National Transport Body (SSTB) is formed by an alliance of local authorities that have made a commitment to work together to drive innovation, maximise economic growth and improve industrial productivity by strengthening travel connections to local, national and international markets.
- 1.2 The SSTB is not about taking decisions and responsibilities away from local communities. It is about strengthening delivery by demonstrating strategic leadership and working collaboratively for material advantage for the Western Gateway area.
- 1.3 The Western Gateway enables big picture visioning to be expressed in a way that collectively benefits the area through the development of shared priorities. It enables our collected resources and expertise to be shared. This will benefit the area by having a larger more influential lobbying base. It makes working with Department for Transport, Highways England and Network Rail easier by having fewer, but more coordinated conversations and removing the risk of competing local priorities and enhancing the areas ability to attract national investment. By working together to address our transport challenges this will strengthen local and strategic connectivity and improve the desirability of the Western Gateway area as a destination to live, work and invest in.
- 1.4 A Western Gateway Transport Strategy will be required to identify sub-national transport priorities and enable the delivery of sustainable economic growth. Developing a long-term strategic transport plan and delivery programme across a wider area brings greater certainty for investors from both, the public, as well as the private sector. The Transport Strategy will emphasise the importance of minimising adverse impacts of development to ensure an efficient, safe and resilient transport network. It will recognise the role of 'place' and the need to remove strategic traffic from local networks creating high quality, vibrant and successful communities.
- 1.5 The Gateway area is home to over 2.6 million people and is set for a step change in prosperity and productivity through an ambitious growth agenda over the next 20 years delivering 260,000 new homes and over 150,000 new jobs. It is both a highly desirable destination as well as a facilitator of movement through nationally significant travel corridors. The Gateway area links England's South Coast to the Midlands; London and the South East to South Wales and the South West Peninsula to the rest of the UK.
- 1.6 Together with the South West Peninsula (Somerset, Devon, Dorset and Cornwall), the Western Gateway forms part of South West England. The relationship with the South West Peninsula is very important and there are a number of shared priorities between the two areas including the M5, A303 & A350 and the Peninsula rail improvements. But, there are clear distinctions between the two areas in terms of transport need reflecting the different economies and markets they serve.
- 1.7 The Western Gateway alliance is predominantly focused on maximising capacity and resilience of the strategic travel corridors within its geography. Prioritising transport investment within the Gateway area will not only benefit local connectivity, but improve connectivity to and for an area much wider than the immediate Western Gateway boundaries. This will open new and improved existing pathways to local, national and international markets resulting in economic success and prosperity for all.
- 1.8 The strength of the Western Gateway area will be its ability to speak with one voice to Government on strategic transport priorities. This will be achieved through increased collaborative working between research institutions, the Local Enterprise Partnerships and local government which will ensure that transport is not a barrier but an accelerator of growth.

2. Statement of Purpose

2.1 The Western Gateway SSTB will:

- Provide the opportunity to share technical expertise and resources across the partners to assist with the development, assessment and implementation of proposals
- Enable a more effective and meaningful engagement with the Department for Transport, infrastructure agencies (such as Highways England and Network Rail), service providers (such as bus and train operating companies) and Homes England
- Provide the focus for a single conversation on strategic transport and infrastructure related activities
- Agree objectives for the region for Network Rail and Highways England to ensure that their priorities clearly reflect the needs of the Western Gateway area
- Agree the needs of the South West in future specifications for Cross Country and Great Western rail franchises
- Develop an evidence base for the Western Gateway SRN and MRN to identify and prioritise schemes for consideration by the Department for Transport

2.2 In this way the partners will be able to:

- Identify and maintain a single overview of strategic transport priorities in liaison with stakeholders as appropriate
- Manage the resources available to establish project teams as a means of providing the leadership required to develop strategic proposals, including engagement with business and the wider community
- Establish joint teams to undertake and commission work (including the development of business cases) to secure investment funding to enable the delivery of strategic proposals
- Work with Government and its agencies to co-design nationally delivered transport investment programmes
- Utilise the joint view of investment priorities for the Western Gateway SSTB to influence funding processes including Network Rail's Control Periods; Highways England's Road Investment Strategy and in respect of the Major Road Network, the Department for Transport's National Roads Fund
- Explore the rationalisation of existing groups associated with transport investment prioritisation across the geographic area

2.3 The Western Gateway SSTB will enable the partners to realise:

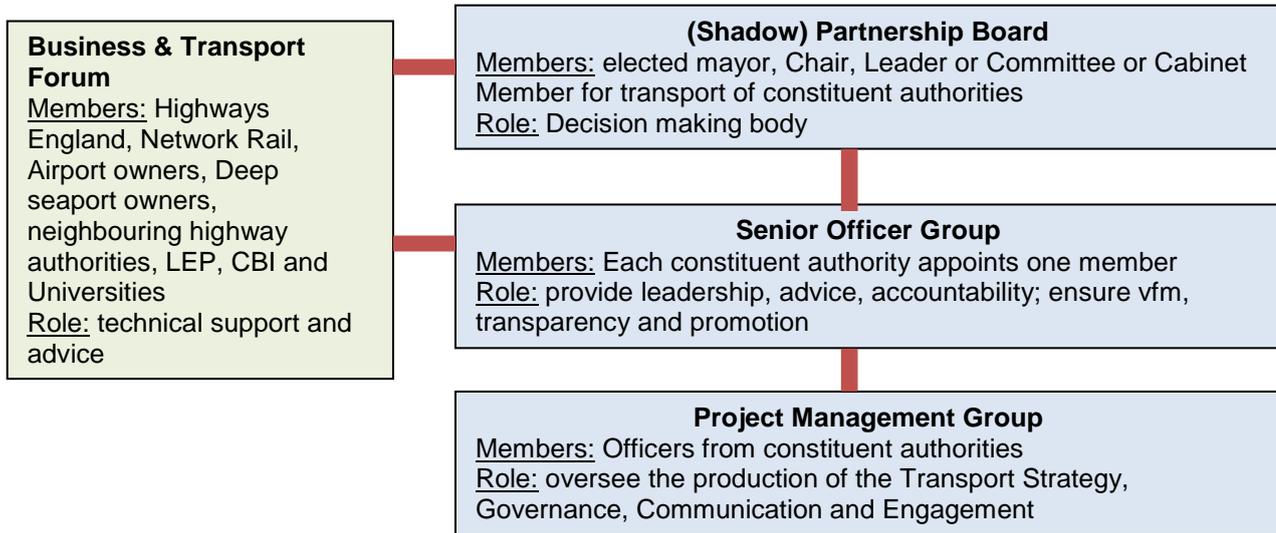
- Greater added value through the sharing of knowledge, skills and resources
- More efficient operation of the strategic and major road networks
- Improved resilience and reliability of the transport system, particularly during periods of disruption (both planned and unplanned)
- More efficient and effective delivery of infrastructure, with schemes delivered faster and at less cost
- More effective engagement with, and influence over, decision making at the national level
- Enhanced job opportunities and housing delivery, better access to education, improved local public services and better supported tourism and recreation through an improved transport system
- Improved national and international connection in to, out of and across the region, supporting commerce
- Improved links across the Western Gateway area, including to our ports and airports to enable freight and goods to move more efficiently

- In addition and whilst in shadow form a key task of the SSTB Board will be to prepare a submission to Government in relation to the creation of a statutory STB for the Western Gateway area.

3 Governance Structure of the Western Gateway SSTB

3.1 The structure of the Shadow SNTB and the expected member and role is outlined below:

Proposed Western Gateway Sub-National Transport Body Structure:



- 3.2 The Shadow Partnership Board is the decision making body for the Western Gateway SSTB. Each Constituent Authority will appoint one person as a member of the Shadow Partnership Board (elected mayor, Chair, Leader or Committee or Cabinet Member for transport of constituent authorities). Substitutes may attend meetings of the SSTB board if the nominated representative is unable to attend. They should have an equivalent level of authority to the nominated member.
- 3.3 The Senior Officer Group will provide expertise and recommendations to the Board and will oversee delivery of the Western Gateway SSTB programme. Each Constituent Authority will also appoint one person as member of the Senior Officer Group.
- 3.4 The Business and Transport Forum will be an advisory body to the Senior Officer Group and Shadow Partnership Board, comprising a wider group of representatives from: the CBI, LEPs, Universities, transport operators, District and Borough Councils as well as Government and National Agency representatives. It will be chaired by an independent representative, who will be a co-opted member to the Shadow Partnership Board. The Transport Forum will provide technical expertise, intelligence and information to Senior Officer Group and the Shadow Partnership Board.
- 3.5 The Project Management Group will comprise officers from the Constituent Authorities.
- 4.1 The SSTB board brings together representatives of Local Transport Authorities with representatives from Government, infrastructure agencies and transport service providers in a collaborative partnership that enables a single co-ordinated conversation.
- 4.2 The members of the SSTB board are set out below:

Constituent Members: -	Co-opted members:
<ul style="list-style-type: none"> • Bath and North East Somerset Council • Bristol City Council 	<ul style="list-style-type: none"> • Chair Business & Transport Forum • Highways England • Network Rail

<ul style="list-style-type: none"> • Borough of Poole • Bournemouth Borough Council • Gloucestershire County Council • North Somerset Council • South Gloucestershire Council • West of England Combined Authority (WECA) • Wiltshire Council 	<ul style="list-style-type: none"> • Department for Transport • Homes England
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- 4.3 It is for each Partner to nominate their representative on the SSTB board.
- 4.4 A Business and Transport Forum will be established. The chair of this group will represent their views at STB board meetings.
- 4.5 Individual members of the STB board will be responsible for ensuring their organisation is kept briefed on the work of the STB.
- 4.6 The Chair of the STB board will be a representative from a Local Transport Authority, who will serve in the role for one year. A Vice-Chair will also be appointed from the STB board Local Transport Authority members.
- 4.7 The Chair and Vice-Chair will rotate annually amongst its elected membership. The rotation will be defined alphabetically by Local Authority with no single organisation holding the chair for successive years.
- 4.8 In the absence of the Chair, the Vice-Chair will Chair the meeting.
- 4.9 Additional organisations may be invited to join at any time where their membership and participation is seen as adding value to the SSTB board.
- 4.10 Membership of the STB board will be reviewed on a regular basis.
- 4.11 Members of the SSTB board retain their existing accountabilities and responsibilities for transport. During the Board's shadow operating phase they will also be responsible for ensuring that necessary approvals for SSTB Board decisions are obtained within their organisation.
- 4.12 Membership of the STB board:
 - Does not oblige partners to be involved in all activities, projects or proposals
 - Does not preclude any member from working cross-boundary with other Local Transport Authorities or strategic transport organisations
- 5.1 Meetings of the SSTB board will be held quarterly. The date and time of the meetings will be fixed by the secretariat in consultation with constituent organisations. All papers and meetings will be in public, with all interested parties able to attend meetings.
- 5.2 Written notice of meetings, along with the agenda and associated papers will be sent to members at least five working days in advance of any meeting. Late items will be distributed or tabled only in exceptional circumstances with the agreement of the Chair.
- 5.3 Where required, extraordinary meetings can be held with the agreement of the Chair.
- 5.4 The quorum for the meetings will be at least five members.
- 5.5 In principle, decisions and recommendations will be reached by consensus.
- 5.6 Where there are equal votes, the Chair of the meeting will have the casting vote.
- 5.7 Third parties may be invited to participate in meetings of the SSTB Partnership board and invited to be members of project teams established by the SSTB.
- 5.8 Third parties may request to address the SSTB board on a specific issue or proposal. The Chairman of the SSTB board will determine whether to grant the request.

- 5.9 The SSTB Partnership board may decide to establish sub-groups where this is appropriate in order to address specific issues: sub-groups may be either time-limited in their duration or standing sub-groups where the issue is on-going.
- 5.10 The secretariat for meetings of the SSTB Partnership board will be provided by the Local Transport Authority that provides the Chairman of the SSTB board, supported by the programme team.
- 5.11 The work of the STB board will be supported by an Senior Officers Group. The Senior Officer Group will be required to attend meetings of the SSTB Partnership board as necessary.
- 5.12 The Senior Officers Group will maintain an overview of the activities taken forward as part of the SSTB and ensure that the work programme adopted by the STB is delivered.
- 5.13 It is not proposed to establish stand alone scrutiny arrangements for the SSTB during the shadow phase of operation but as formal proposal for a statutory body is developed for submission to Government, consideration shall be given in consultation with the DfT, as to what formal scrutiny requirements will be required once the STB is fully operational. During the shadow phase it will be for each of the Constituent Authorities to scrutinise the activities of the Board through their own scrutiny arrangements.
- 6.1 The Constituent members must make a contribution in respect of any reasonably incurred costs of the Western Gateway SSTB if they all agree on the need for a contribution and the amount required. The amount of any contribution must also be agreed.
- 6.2 Each constituent authority may contribute to the costs of the Western Gateway SSTB individually if it chooses to do so.
- 6.3 The SSTB will seek funding from the Department for Transport to accelerate the development and delivery of its transportation plans.
- 6.4 The SSTB budget will be held and administered by the lead authority.

7 Lead Authority

- 7.1 During the shadow phase, the STB has no statutory standing, cannot enter contracts and cannot employ staff. Therefore, for the shadow phase of operation, the STB will need to appoint a Lead Authority to:
 - co-ordinate and administer the project and meetings of the Board
 - manage the budget for, and the sound financial management of, the Project. The budget will be allocated in accordance with the decisions of the Board as authorised by the Constituent Authorities
 - claim, draw down and account for all funds due from the Constituent Authorities and any other body
 - provides procurement services to all contracts let on behalf of the SSTB
 - keep appropriate accounting and operational records; and
 - procure on behalf of the Constituent Authorities such external support, advice or consultancy services that are considered necessary by the Shadow Partnership Board or the Senior Officer Group
 - oversee the preparation of the proposal to the Secretary of State to transition to a statutory Sub-National Transport Board
 - prepare a communications and marketing strategy for the project for the approval of the Board and then to implement the strategy.
- 7.2 The full detail of the Lead Authority role will be set out in an Inter-Authority Agreement to be agreed by all Constituent Organisations.

8 Information Governance

- 8.1 Each Party shall in connection with the performance of its obligations under this Partnering Agreement comply with their duties and responsibilities under all

applicable data protection legislation in the performance of this Partnering Agreement and shall not unlawfully process or disclose information subject to such legislation and clauses 8.1 and 8.2 below.

- 8.2 The Parties shall co-operate with, and supply to, each other all information properly required in connection with any request received by a Party under the Freedom of Information Act 2000 or the Environmental Information Regulations 2004.
- 8.3 Each Party acknowledges that in responding to requests received under the Freedom of Information Act 2000 or the Environmental Information Regulations 2004, the Parties will be entitled to provide information relating to this Partnering Agreement.

9 General

- 9.1 The Parties shall each act in the utmost good faith towards each other in relation to this Heads of Terms document.
- 9.2 All Parties shall keep confidential, both during and after termination of this Heads of Terms document, all information received from the other relating to this document, unless that information was already lawfully known to that party independently, the information came into the public domain other than due to wrongful use or disclosure by that party, or disclosure is required by law or in the context of legal or appeal proceedings or as evidence in any compulsory purchase procedure or public inquiry or examination in connection with the Sub Regional Area.
- 9.3 Any consent required or otherwise sought pursuant to this Heads of Terms document on behalf of a Party to this document shall only be valid if it is in writing and signed by the relevant Party's authorised representative.

Notes – also need to include provisions in respect of dispute resolution and withdrawal/termination arrangements.

THE WESTERN GATEWAY CONSTITUTION OF THE SHADOW SUB-NATIONAL TRANSPORT

BODY (SSTB)

1. Introduction

- 1.1. The Cities and Local Government Devolution Act makes provision for the establishment and constitution of Sub-National Transport Bodies (STBs) for any area in England (outside of Greater London).
- 1.2. An STB can prepare a Transport Strategy for an area which would set out proposals for the promotion and encouragement of safe, sustainable, integrated, efficient and economic strategic transport facilities and services to and from the area of the STB.
- 1.3. The establishment of an STB as a statutory body requires approval from Government and a Statutory Instrument must be agreed by Parliament. It has been agreed by each of the Constituent Authorities to establish a shadow body which will operate until a statutory body is approved.
- 1.4. This Constitution for the shadow body will govern the running of the shadow body, and will form the basis of the proposal to the Secretary of State for Transport for a statutory body which will be developed over the coming months and presented to the Shadow Partnership Board for consideration. The proposal to the Secretary of State will also set out the powers that the body will be seeking, which will be informed by the vision of The Western Gateway STB, the Transport Strategy The Western Gateway STB will develop and negotiations with the Department for Transport (DfT).

2. Constituent Authorities

The Constituent Authorities are the following Local Transport Authorities:-

- Bath and North East Somerset Council
- Bristol City Council
- Borough of Poole
- Bournemouth Borough Council
- Gloucestershire County Council
- North Somerset Council
- South Gloucestershire Council
- West of England Combined Authority
- Wiltshire Council

3. Area of the Shadow Sub-National Transport Body

The area of the Shadow Sub-National Transport Body (SSTB) is the area of the Constituent Authorities

4. Name of the Shadow Sub-National Transport Body

The name of the SSTB will be the Western Gateway SSTB.

5. Terms of Reference

- 5.1. The Terms of Reference of The Western Gateway SSTB will be those that The Western Gateway SSTB may from time to time at its discretion determine but will include:
 - Developing an overarching Transport Strategy for the area of the Western Gateway STB

- Developing responsibilities and accountabilities (including their delegation) for the Western Gateway STB including governance and assurance arrangements
- Preparing a submission to Government in relation to the creation of a statutory Sub-National Transport Body for the area of the Western Gateway STB

5.2. Any amendments to the Terms of Reference will be considered a change to the Constitution for the purposes of the voting arrangements set out in paragraph 6.1.

6. Membership

6.1. Each Constituent Authority will appoint one person as a member of the Western Gateway SSTB and shall be entitled to one vote. Should the administrative boundaries of any of the Constituent Authorities change, the SSTB will review the votes allocated to this Authority. The person appointed shall be that organisations elected mayor, Chair, Leader or Committee or Cabinet Member for transport

6.2. New membership applications will be considered and determined by the SSTB.

6.3. The Constituent Authorities will appoint another of their Councilors as a substitute to act as a member of the Western Gateway SSTB in the absence of the person appointed. Such appointments will reflect the levels of representation set out in paragraphs 6.1.

6.4. Decisions will be made unanimously by all voting members meaning every constituent authority has a veto right

7. Co-opted Members

7.1. The Western Gateway SSTB can appoint persons who are not elected members of the constituent authorities to be co-opted members of the Western Gateway SSTB.

7.2. Persons who may be appointed as co-opted members will include:

- (a) the person appointed by the Western Gateway SSTB as Chair of the Business and Transport Forum, Highways England, Network Rail and other appropriate Government agencies.

7.3. Co-opted members will be able to appoint a substitute to act as a member of the Western Gateway SSTB in the absence of the person appointed.

8. Election and role of Chairman and Vice-Chairman

8.1. The Chair and Vice-Chair will be elected for a term of one year.

8.2. The first election will take place at the inaugural meeting of the Western Gateway SSTB and at the meeting scheduled nearest to the 12 month anniversary of the inaugural meeting, every year thereafter.

8.3. In the absence of the Chair, the Vice-Chair will Chair the meeting

8.4. In the event of a tied vote, the Chair will have a casting vote.

9. Voting

9.1. The Quorum shall be five voting members of the Western Gateway SSTB.

9.2. The Shadow Partnership Board shall operate on a consensus basis.

9.3. If a member is unable to attend a meeting, then they may provide a named alternate member to attend in their place, who will be able to speak and vote. The Western Gateway SSTB chair should be notified of any absence and/or substitution.

10. Transparency and Public Accountability

- 10.1. The meetings will be held in public. However, some meetings, or parts of meetings, may not be open to the public where the associated reports contain confidential or exempt information which should not be disclosed to the public. It is also proposed that the Shadow Partnership Board adhere to the publication and access to information requirements as set out in the Local Government Act 1972. Therefore, at least five clear working days' notice will be given, in writing, to each member of every ordinary meeting of the Shadow Partnership Board, to include any agenda of the business to be transacted at the meeting and accompanying reports.
- 10.2. The agendas, minutes and reports for the Western Gateway SSTB will be made publicly available. The only exception to this relates to material of a confidential or commercially sensitive nature.
- 10.3. It is not proposed to establish stand alone scrutiny arrangements for the shadow body, but as the proposal to Government for a statutory body is developed, consideration shall be given, in consultation with the DfT, as to what will be required in the future. It is therefore proposed that each of the Constituent Authorities use their own governance arrangements for reporting on progress and any necessary approvals.
- 10.4. The Constituent Authorities shall comply with their duties and responsibilities under the Data Protection Act 1998 in the performance under this constitution and shall not unlawfully process or disclose information subject to those Acts.
- 10.5. The Constituent Authorities shall co-operate with, and supply to, each other all information properly required in connection with any request received by a Party under the Freedom of Information Act 2000 or the Environmental Information Regulations 2004.
- 10.6. The Constituent Authorities acknowledge that in responding to requests received under the Freedom of Information Act 2000 or the Environmental Information Regulations 2004, the Constituent Authorities will be entitled to provide information relating to this constitution.
- 10.7. The Constituent Authorities shall keep confidential, both during and after termination of the SSTB, all information received from the other relating to the work of the SSTB, unless that information was already lawfully known to that party independently, the information came into the public domain other than due to wrongful use or disclosure by that party, or disclosure is required by law or in the context of legal or appeal proceedings or as evidence in any compulsory purchase procedure or public inquiry or examination in connection with the Sub Regional Area.

11. Executive Arrangements

- 11.1. The Western Gateway SSTB will not operate formal statutory executive arrangements.
- 11.2. The Western Gateway SSTB may delegate the discharge of its functions to a Committee, Sub-Committee or officer, or to another Local Authority. As such, the Western Gateway SSTB may establish a Committee(s) to discharge any functions.
- 11.3. The functions of agreeing a budget and the Transport Strategy of the Western Gateway SSTB will not be delegated functions and will only be determined by a meeting of the full the Western Gateway SSTB.

12. Executive Body

- 12.1. The Western Gateway SSTB may establish an executive officer body of its own, but may also delegate the discharge of agreed functions to the officers of the Constituent Authorities.

13. Governance Structures

13.1. The structure for the Western Gateway STB in its shadow form is attached as Appendix 1, and includes:

- **Shadow Western Gateway STB Board** – this will be the decision making body for the Western Gateway SSTB.
- **SSTB Senior Officer Group** – this will comprise senior officers from the Local Authorities. It will provide expertise and recommendations to the Board and will oversee delivery of the programme.
- **Business and Transport Forum** – this will be an advisory body to the Senior Officer Group and Shadow Partnership Board, comprising a wider group of representatives from: the CBI, LEPs, Universities, transport operators, District and Borough Councils as well as Government and National Agency representatives. It will be chaired by an independent representative, who will be a co-opted member to the Shadow Partnership Board. The Transport Forum will provide technical expertise, intelligence and information to Senior Officer Group and the Shadow Partnership Board.
- **Project Management Group** – the Project Management Group will comprise officers from the Local Authorities.

13.2. During the shadow period, The Western Gateway SSTB will not have the statutory standing that it will once formally constituted by the Secretary of State. Consequently, the Western Gateway SSTB will not be able to enter into contracts or employ staff in its own right. It is therefore proposed that the Western Gateway SSTB appoints a Lead Authority, which in summary will:

- Coordinate and, where necessary, undertake the administrative arrangements in relation to the project and Board administration;
- Facilitate the operation of the Project and, if required, recruit additional staff;
- Claim, draw down and account for all funds due from the Constituent Authorities and any other body;
- Be responsible for the managing of the budget for, and the sound financial management of, the Project;
- Keep appropriate accounting and operational records; and
- Procure on behalf of the Constituent Authorities such external support, advice or consultancy services that are considered necessary by the Shadow Partnership Board or the Senior Officer Group.

Where such an arrangement is in place it is usual for the Constituent Authorities to enter into an Inter-Authority Agreement which will govern this.