

## Appendix II

### RULES OF PROCEDURE

#### 1. Interpretation

- 1.1 The South Tees Development Corporation is referred to as “the Development Corporation” in these Rules.
- 1.2 These Rules apply to meetings of the Development Corporation Board (“Board”), and where appropriate, to meetings of Committees and Sub-Committees of the Development Corporation, including the Audit and Governance Committee.
- 1.3 References in these Rules to the “Chair” mean the Member for the time being presiding at the meeting of the Board, and at a meeting of a Committee or Sub-Committee.
- 1.4 These Rules shall be read in conjunction with other parts of the Constitution.
- 1.5 These Rules are subject to any statute or other enactment whether passed before or after these Rules came into effect.

#### 2. Annual Meeting of the Development Corporation Combined Authority Board

- 2.1 The Annual Meeting will:
  - (a) confirm the Mayor as the person who is to preside at meetings;
  - (b) approve the Members (and substitute Members) of the Development Corporation; agree the portfolio responsibilities of each of the members and any functions delegated to them;
  - (c) elect the Vice Chair;
  - (d) approve the minutes of the last meeting;
  - (e) receive any declarations of interest from Members;
  - (f) receive any announcements from the Mayor and/or the Chief Executive;
  - (g) consider any recommendations from the Audit and Governance Committee;
  - (h) appoint the Audit and Governance Committee;
  - (i) appoint such other Committees as the Development Corporation considers appropriate;

- (j) appoint the membership of the Committees referred to in the preceding sub-paragraphs after:
  - (i) deciding the number of members to be appointed to each Committee and their term of office;
- (k) appoint the Chair and Vice-Chair of the Audit and Governance committee, after considering any proposal put to them by the Committee and of any other Committees established by the Development Corporation.
- (l) appoint the Vice-Chairs of the Committees referred to in the preceding sub-paragraphs;
- (m) appoint to outside bodies;
- (n) agree the officer scheme of delegation;
- (o) consider amendments to the Development Corporation's procedure rules, as appropriate;
- (p) approve the Development Corporation's allowances scheme;
- (q) decide the date and time for the ordinary meetings of the Development Corporation Board;
- (r) consider any other business set out in the notice convening the meeting.

### **3. Ordinary Meetings of the Development Corporation Board**

3.1 At an ordinary meeting of the Development Corporation, the Board will:

- (a) approve the minutes of the last meeting;
- (b) receive any declarations of interest from Members;
- (c) receive any announcements from the Mayor and/or the Chief Executive;
- (d) deal with any business from the last ordinary meeting;
- (e) receive reports and approved minutes from any Committee of the Development Corporation;
- (f) consider any other business specified in the summons to the meeting.

### **4. Extraordinary Meetings of the Development Corporation Board**

- 4.1 At an extraordinary meeting of the Development Corporation, the Board Cabinet will consider the business specified in the summons to the meeting.

## **5. Notice of Meetings**

- 5.1 At least five clear days before a meeting of the Board and its Sub-Committees, notice of time and place of the intended meeting shall be published at the offices of the Development Corporation.
- 5.2 A summons to attend the meeting, specifying an agenda for the meeting shall be left at, or sent by, electronic mail or post to all Development Corporation Members at their usual place of residence, or to such other place as may be requested by a Member.
- 5.3 Lack of service of the summons on a Member shall not affect the validity of a meeting.

## **6. Chair of Meeting**

- 6.1 At a meeting, the chair shall preside. If the Chair is absent, the Vice-Chair shall preside. If both the Chair and the Vice-Chair are absent, the Members present shall choose which Member is to preside at the meeting.
- 6.2 Any power or duty of the Chair in relation to the conduct of the meeting, may be exercised by the person presiding at the meeting.
- 6.3 The ruling of the Chair on the interpretation of these Rules in relation to all questions of order and matters arising in debate, shall be final.

## **7. Items of Business**

- 7.1 No item of business may be considered at any meeting except:
- the business set out in the summons;
  - business required by law to be transacted at the annual meeting; or
  - business brought before the meeting by reason of special circumstances, which shall be specified in the minutes, and where the Chair of the meeting is of the opinion that the item should be considered at the meeting as a matter of urgency.

## **8. Order of Business**

- 8.1 Items of business shall be dealt with in the order specified in the notice of meeting, except that such order may be varied at the discretion of the Chair, or on a request agreed to by the meeting.

## **9. Order of Debate**

- 9.1 The Chair will introduce each item and may invite an Officer to present it.
- 9.2 Each Member, including the Substitute Member and Associate Members of the Development Corporation, shall be given an opportunity to speak on the matter and on any recommendations contained in the report.
- 9.3 The order in which anyone will be invited to speak will be decided by the Chair.
- 9.4 Members may speak more than once on the same item, with the agreement of the Chair.
- 9.5 Any Elected Member, when speaking, may move that:
- (a) an amendment be made to the recommendation(s); or
  - (b) that an item be withdrawn.
- 9.6 Any such motion, if seconded, shall either be agreed by consensus amongst those Elected Members present, or be voted upon.
- 9.7 Subject to the outcome of any such motion, once each Member who wishes to speak has done so, the Chair shall move the item, which if seconded, shall again either be agreed by consensus or shall be voted upon.

## **10. Duration**

- 10.1 At any meeting the Chair shall have discretion to adjourn the meeting for a short period of time unless the majority of Members present, by vote, determine it shall stand adjourned to another day, the date and time of which shall be determined by the Chair.

## **11. Minutes**

- 11.1 The Chair will sign the minutes of the proceedings at the next suitable meeting. The Chair will move that the minutes of the previous meeting be signed as a correct record. Discussion of the minutes should be restricted to their accuracy.

## **12. Code of Conduct and Protocols**

- 12.1 Members, Substitute Members and Associate Members shall comply with the provisions of the Development Corporation's Code of Conduct for Members and of any other Codes or Protocols, approved by the Development Corporation Board, including those relating to registering and disclosing pecuniary and other interests.

## **13. Reporting of Proceedings**

- 13.1 Without prejudice to the Chair's powers in procedure rule 5.3, and subject to procedure rules 17.1 and 17.2, when any meeting of the Development Corporation is open to the public any person attending the meeting may report on the meeting and publish or disseminate any recording at the time of the meeting or after the meeting.
- 13.2 The Chair may decide not to permit oral reporting or oral commentary of the meeting as it takes place, if the person reporting or providing the commentary is present at the meeting.
- 13.3 Where the public are excluded from a meeting in order to prevent the likely disclosure of confidential or exempt information, the chair may also prevent any person from reporting on that meeting employing methods which can be used without that person's presence at the meeting and which enable persons not at the meeting to see or hear the proceedings at the meeting, as it takes place or later.

#### **14. General Disturbance**

- 14.1 If a general disturbance makes orderly business impossible, the Chair may adjourn the meeting for as long as the Chair considers necessary.
- 14.2 If the Chair considers at any meeting that a Member is behaving improperly or offensively, or is deliberately obstructing business, the Chair may move that the Member should not be heard further. If seconded, the motion shall be voted upon without discussion.
- 14.3 If the Member continues to behave in the same way, the Chair may:
  - (a) adjourn the meeting for a specified period; and/or
  - (b) move that the Member leaves the meeting (if seconded such a motion will be voted on without discussion).

#### **15. Officers' Interests**

- 15.1 If it comes to an Officer's knowledge that a contract in which the Officer has a pecuniary interest, whether direct or indirect, has been, or is proposed to be entered into by the Development Corporation, the Officer shall as soon as reasonably practicable give notice in writing to the Monitoring Officer of the fact that he/she has such an interest.
- 15.2 An Officer shall be treated as having an indirect pecuniary interest in a contract if he/she would have been so treated by virtue of Section 95 of the Local Government Act 1972 had he/she been a member of the Development Corporation, i.e. the other party to the contract is a company or other person or body (other than a public

body) of which the Officer or his/her spouse/partner is a member or employee or partner.

- 15.3 The Monitoring Officer will keep a record of any such notices/interests and the record shall be open for inspection by any Member of the Development Corporation at its offices.

**16. Members' Allowances**

- 16.1 The Development Corporation may pay travel and subsistence allowances to its Members in accordance with a scheme drawn up and approved by the Board.
- 16.2 The Development Corporation may pay allowances to eligible members , in accordance with recommendations made by the Tees Valley Combined Authority's independent remuneration panel contained in a report submitted by the panel to the Tees Valley Combined Authority Cabinet.