

Corporate Governance Framework

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Related documents

Related legislation	See Appendix B
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Related policies/ procedures	Code of Conduct and Registration of Interests Complaints Policy & Procedure Finance Manual Grievance Policy Capability Policy Disciplinary Policy Whistle-blowing Policy Health & Safety Policy Risk Policy Appeals Policy
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Foreword

The Local Government Boundary Commission for England (the 'Commission') aims for good and appropriate corporate governance, practising our desired behaviours of Impartiality, Objectiveness, Responsiveness, Transparency and Professionalism.

The Corporate Governance Framework was adopted by the Commission in July 2010 and is reviewed bi-annually. This version was adopted by the Commission in March 2023. It is published on the Commission's website.

1. What we exist to do, and how we do it

Who we are

We are a single purpose independent body accountable to Parliament:

- 1.1 The Local Government Boundary Commission for England ('the Commission') is an independent body, established by the United Kingdom Parliament under the provisions of the Local Democracy, Economic Development and Construction Act 2009 ('the Act'). The Commission has statutory functions under this Act and other legislation (a summary of applicable legislation is at [Appendix B](#) of this document).
- 1.2 The Commission is accountable to Parliament, and specifically to the Speaker's Committee of the House of Commons whose members are appointed in accordance with the provisions of the Political Parties, Elections and Referendums Act 2000. The role of the Speaker's Committee and its relationship with the Commission is described at [Appendix B](#).
- 1.3 The Commission has a number of statutory obligations, principally under the Local Democracy, Economic Development and Construction Act 2009. The Commission also has numerous discretionary powers under this and other legislation.
- 1.4 [Part 4](#) describes the roles and powers reserved to the Chair and Commissioners collectively in the activities and statutory functions of the Commission and those delegated to the Chief Executive. The following is a summary of the Commission's main activities:
 - Reviewing the electoral boundaries of local authorities in England and implementing any changes.
 - Reviewing the administrative (external) boundaries of local authorities in England and making recommendations for any changes to the Secretary of State.
 - Advising the Secretary of State, at their request, on proposals they receive from two-tier local authorities for changes to unitary status.
 - Reviewing the constituencies of the London Assembly and implementing any changes.

What we do

1.5 We recommend fair electoral and boundary arrangements for local authorities in England.

We aim to

- make sure that, within an authority, each councillor represents a similar number of electors
- create boundaries that are appropriate, and reflect community ties and identities
- deliver reviews informed by local needs, views and circumstances.

We want to be regarded as

- impartial – giving equal consideration to all views
- objective – making recommendations based on evidence
- responsive – listening to local opinion
- transparent – following clear and open processes
- professional – being reliable, efficient and helpful

Our Strategic Objectives (SOs)

1.6 SO1: We will deliver fair electoral arrangements:

- by carrying out reviews to correct electoral imbalances
- by carrying out reviews that have been requested by local authorities
- by carrying out electoral reviews of all English local authorities from time to time

SO2: We will deliver high-quality reviews that consult and engage with people and communities.

SO3: We will monitor the efficiency of our processes and keep our organisation fit for purpose.

Accountability

1.7 The Commission demonstrates its accountability by:

- submitting to the Speaker's Committee a five-year Corporate Plan and a Main Supply Estimate for resources during that period, both of which are published
- laying its Annual Report & Accounts before Parliament

- appointing the Chief Executive as Accounting Officer
- carrying out an internal audit of its corporate and review-related procedures by an independent auditor, appointed through a tendering process
- establishing an Audit & Risk Committee (including an independent member) that can consider any part of the Commission
- submitting to an annual external audit of its accounts and value for money exercise (each five years or upon a new government) by the National Audit Office
- establishing a clear complaints policy and procedure, which invites independent assessment via the Parliamentary Ombudsman
- being open to scrutiny by appropriate parliamentary committees

2. The Commission Board and its Committees

The Commission Board

- 2.1 Together, the Commissioners constitute the Board of the Commission and ensure that the Commission discharges its functions as set out in the Act and associated legislation. They monitor the Commission's performance and are responsible for ensuring that it acts within its statutory remits.
- 2.2 The Chair is appointed by His Majesty the King on the recommendation of the House of Commons. Other Commissioners are appointed by His Majesty on the recommendation of the Secretary of State. The Secretary of State may designate a commissioner to be Deputy Chair. Commissioners are appointed for a period not exceeding five years (current DLUHC practice is a 4-year appointment) with the possibility of re-appointment for a further period. There is a statutory minimum of four Commissioners, excluding the Chair, with 11 as a maximum.
- 2.3 A Commissioner may cease to serve or be removed on the grounds set out in Schedule 1, paragraph 1(6)-(8) of the Act. Appointments will terminate at the end of the period specified for each Commissioner, unless the Commissioner is reappointed before the period expires. Appointments may also be terminated at the request of the Commissioner.

Committees reporting to the Commission Board

The Audit & Risk Committee

- 2.4 The Commission Board has established an Audit & Risk Committee to support it, and specifically the Chief Executive as Accounting Officer, in their responsibilities for ensuring the adequacy of risk management, internal controls, efficient and effective use of public funds and financial governance arrangements within the Commission. For details, see the [Audit & Risk Committee Terms of Reference](#).

The Remuneration Committee

- 2.5 The Commission Board's Remuneration Committee has responsibility for determining the remuneration of the Chief Executive, for the structure of the organisation and the framework for remuneration of other staff. For details, see the [Remuneration Committee Terms of Reference](#).

Project groups

- 2.6 Periodically, the Commission Board may invite one or more Commissioners to become part of, or advise, a group working on a specific time-limited issue, for example, working with staff to develop a policy position or approach. These groups do not have delegated powers and are not decision-making bodies. Where they are relevant to the review-related policies or procedures of the Commission, the outputs from these groups are reported to the Commission Board.

The Appeals Panel

- 2.7 The Chair, Deputy Chair and Chair of the Audit & Risk Committee serve as a panel that meets, if necessary, to consider appeals against, or representations to review, decisions that the Chief Executive may take at first instance on individual staffing matters.

3. Roles, responsibilities and Code of Conduct for Commissioners

The Chair (and the Deputy Chair in the Chair's absence)

- 3.1 The Chair leads the Commission. The Commission Board regulates its own proceedings and has approved Standing Orders for that purpose (see [Appendix A](#)). The Chair has responsibilities for the following matters:
- Strategic leadership – leading the development and implementation of the Commission's Corporate Plan, working closely with the Chief Executive.
 - Corporate governance – encouraging high standards of propriety and promoting the efficient and effective use of staff and other resources throughout the Commission. The Chair presides at Commission Board meetings and ensures that these are held at regular intervals throughout the year and are accurately recorded. The Chair will also ensure that the Commission Board's effectiveness is reviewed every year in accordance with this framework.
 - External communication – representing the views of the Commission to key stakeholders including government ministers, leaders of political parties and other senior politicians, chairs of public bodies and other organisations, leaders of local government and the media.
 - Agreeing the objectives and undertaking annual appraisals of the Chief Executive, following consultation with other Commissioners.
 - Taking a lead in identifying the diverse background, skills and experience required to fill vacancies among the Commissioners, with a view to ensuring a proper balance of views and expertise.
 - Ensuring that new Commissioners receive a full, formal, and tailored induction.
 - Assessing the performance of individual Commissioners.
 - In the absence of the Chair, the Deputy Chair acts to ensure the continuity of Commission business in accordance with the procedures outlined in the Standing Orders in [Appendix A](#) of this Framework.

Corporate responsibilities of Commissioners

- 3.2 Commissioners act collectively: they do not have individual executive authority. They have corporate responsibility for ensuring that the Commission fulfils its aims and objectives and for promoting the efficient and effective use of staff and other resources.
- 3.3 Other responsibilities of Commissioners include:
- ensuring that high standards of corporate governance are always observed
 - ensuring that the Commission identifies and manages its risks effectively
 - establishing and maintaining effective arrangements for the discharge of the Commission's functions, including delegating to staff within a clear framework of strategic control; consulting interested bodies on major developments and responding to their views; where appropriate, establishing advisory and consultative bodies to inform the Commission's work; facilitating good communication with external organisations and the public
- 3.4 Commissioners individually are responsible for upholding the values of the Commission. They should act in good faith and follow the Seven Principles of Public Life set out by the Committee on Standards in Public Life (the 'Nolan Principles'), which can be found at [Appendix C](#). They should act corporately, being ready to explain and defend the Commission's position and decisions (although they may themselves have dissented from them) and should observe this principle throughout and beyond their terms of appointment.

Responsibilities of individual Commissioners

- 3.5 The Commission Board allocates additional responsibilities to individual Commissioners. These include:
- Chair and Deputy Chair
 - Chair and members of the Audit & Risk Committee, or of the Remuneration Committee
 - Lead Commissioner responsibility for individual electoral reviews being conducted by the Commission

Personal liability of Commissioners

- 3.6 Although any legal proceedings initiated by a third party are likely to be brought against the Commission as an entity, certain criminal and/or civil law proceedings may be brought against the Chair or other individual Commissioners (or Commission staff). For example, these could include breaches in Health & Safety law.
- 3.7 Individual Commissioners who act honestly and in good faith will not have to meet any personal civil liability that may arise from the reasonable and proper execution or purported execution of their duties. The Commission will, to the extent lawful, indemnify Commissioners against claims in these circumstances. The indemnity will not apply where the Commissioner has acted negligently or recklessly.

Standards of Conduct

- 3.8 Commissioners are required to comply with the Commission's Corporate Governance Framework. Commissioners and staff are required to comply with the standards set out in the Code of Conduct and in the Commission's Human Resources policies and staff handbook.

Register of Interests

- 3.9 Commissioners, the Chief Executive and Directors are required annually to register any interests with the Commission's Business Team, in accordance with the Commission's Registration of Interests Policy (set out in the Code of Conduct).
- 3.10 The Register of Interests is made available on the Commission's website:
www.lgbce.org.uk/about-us/commissioners/registration-of-interests

Gifts and Hospitality

- 3.11 Offers of gifts and hospitality, whether accepted or not, must be reported to the Commission's Business Team together with details of the donor and the approximate value. A Register of Gifts & Hospitality will be maintained by the Commission's Business Team and considered at each meeting of the Audit and Risk Committee. Guidance on declaring gifts and hospitality can be found in the relevant section of the Code of Conduct.

Complaints

- 3.12 The Commission Board shall approve, publish and maintain a Complaints Policy & Procedure (with a separate procedure for Freedom of Information matters). The Policies are available on the Commission's website.

Review of Commission Board effectiveness

- 3.13 The Commission Board will consider its operation every year and, where appropriate, put forward such changes as may, efficiently and proportionately, improve its effectiveness.
- 3.14 Commissioners will annually engage in a self-assessment of their own individual performance as well as their contribution to the collective work of the Commission. This assessment will be reviewed by the Chair of the Commission. Such assessments will consider how each Commissioner discharges the requirements of their role, their contribution to the Commission as a corporate body, and their commitment to the role (including commitment of time for Commission and committee meetings and any other duties). The exercise will provide the opportunity for learning and development needs to be identified by the Commissioner.
- 3.15 In the case of the Chair, the self-assessment – with the same aim as for the other Commissioners – will be reviewed by the Deputy Chair together with the Chief Executive. It will also be informed by input from other Commissioners. To facilitate this, the Deputy Chair will seek views about the Chair's performance from the other Commissioners, without the Chair present, in advance of the review meeting.

- 3.16 The Chair will act on the results of the performance evaluation by building on strengths and addressing weaknesses, individually and collectively. The assessments will also help inform proposals for renewed terms of office.

Review of the Corporate Governance Framework

- 3.17 The Commission Board will review the Corporate Governance Framework every two years. The Commission's Chief Executive is responsible for the operation of the scheme of corporate governance to ensure that the intention of the Framework is given full effect.
- 3.18 Changes to the Framework will be considered by the Audit & Risk Committee and recommended for approval by the Commission Board. However, the Chief Executive may from time to time make and publish the following changes:
- consequential changes to give effect to Commission Board's decisions
 - such changes as may be necessary to reflect any changes made to the Commission's structure or in the allocation of functions to staff
 - such changes as may be necessary to reflect, comply with or give effect to any legislative changes or requirements
 - such other changes of an editorial or consequential nature as may seem apt to make the Framework internally consistent, up to date and readily understandable
- 3.19 The Chief Executive shall ensure that Commissioners are informed of the changes in addition to any other means of publishing changes.
- 3.20 The Chief Executive will ensure that the Framework is made widely available to Commissioners and staff, is published on the Commission's website and is updated as necessary.

The Chief Executive

- 3.21 The Chief Executive shall act always to promote, by leadership and example, the values embodied in the Nolan Principles (see [Appendix C](#)). Commissioners, who are also required to act according to the Nolan Principles, should support the Chief Executive in undertaking this responsibility.
- 3.22 The Chief Executive is responsible for ensuring that the Chair, Deputy Chair and other Commissioners have timely, accurate and clear information, as required, to carry out their responsibilities.
- 3.23 The Chief Executive will work closely with the Chair in developing future strategy and setting it out in the Corporate Plan.
- 3.24 The Chief Executive signs Orders that implement the Commission Board's electoral changes.
- 3.25 The Commission Board has delegated authority for the management of the Commission to the Chief Executive. The Chief Executive therefore has responsibility for the overall organisation, management, and staffing, and for procedures in financial and other matters including conduct and discipline. The Chief Executive is responsible for all appointments of

other staff, subject to the parameters (of numbers and levels or grades) agreed from time to time by the Commission Board. In making appointments to any Director post, the Chief Executive will consult the Commission Board.

- 3.26 The Chief Executive is in turn authorised to delegate matters to other Commission staff. The Commission Board's Reserved Powers are described in [Part 4](#) of this document.
- 3.27 The Commission Board has also delegated powers to the Chief Executive to approve decisions where a local authority by statute requires the Commission's consent to an action, but not to withhold such consent.
- 3.28 The Chief Executive is the Commission's Accounting Officer as designated by the Speaker's Committee pursuant to paragraph 16 of Schedule 1 of the Act. This role carries with it personal responsibility to ensure that appropriate advice is given to the Commission Board on all matters relating to financial propriety and regularity, for keeping proper accounts, and for the efficient and effective use of resources. As Accounting Officer, the Chief Executive is answerable to Parliament for ensuring that all the resources available are used properly and provide good value for money.
- 3.29 The Chief Executive is accountable to the Commission Board for ensuring sound Governance arrangements for the Commission.

The Commission as an employer

- 3.30 The Commission will seek to follow good practice as an employer. The Commission is committed to offering all staff equality of opportunity and will ensure that employment practices are designed to promote diversity and treat all individuals according to their needs.
- 3.31 The Commission will ensure that:
- Its rules for the recruitment and management of staff create an inclusive culture, and that appointment and advancement are based on merit.
- An Equalities, Diversities and Inclusion Policy is agreed and followed
- The level and structure of its staffing, including grading and numbers of staff, reflects its functions and meets the requirements of efficiency, effectiveness and economy.
 - The performance of its staff at all levels is effectively managed, through appraisal and performance management systems that are reviewed from time to time.
 - Its staff are encouraged and supported to develop themselves, including by gaining professional, managerial and other expertise, to achieve the Commission's objectives.
 - Proper consultation with staff takes place on key issues affecting them.
 - Clear grievance, capability and disciplinary policies and procedures are in place, including clear procedures for raising grievances against the Chief Executive and/or Chair of the Commission.

- A code of conduct is in place, which includes provision for all offers of gifts or hospitality – whether accepted or not – to be declared and registered.
- Effective ‘whistleblowing’ procedures are maintained to ensure that all staff have a means through which their concerns can be voiced.

Political activities

Commissioners and the Chief Executive

- 3.32 For the Commission to effectively perform its functions, it must command wide confidence that it is entirely independent of Government and of political parties. Commissioners (and the Chief Executive) must not be, or be perceived as, associated with any political party or its policies.
- 3.33 The Act specifies that a person is no longer a commissioner or Chief Executive on the occurrence of the following events:
- They consent to being nominated as a candidate, or to be included in a registered party’s list of candidates, for one of the following elective offices:
 - member of the House of Commons
 - ~~Member of the European Parliament elected in the United Kingdom~~
 - member of the Scottish Parliament
 - member of the National Assembly of Wales
 - member of the Northern Ireland Assembly
 - Police and Crime Commissioner
 - member of:
 - any local authority in any part of the United Kingdom, including the Common Council of the City of London but excluding a parish or community council, or
 - the Greater London Assembly
 - Mayor of London or elected mayor within the meaning of Part II of the Local Government Act 2000
 - They take up any office or employment in or with:
 - a registered party or any accounting unit of such a party
 - a recognised third party
 - a permitted participant
 - They are named as a donor in the statement of donations reported under Chapter 3 or 5 of Part 4 of the Political Parties, Elections and Referendums Act 2000.
 - They are named as a participant in the register of recordable transactions reported under Part 4A of that Act.
 - They become a member of a registered party.
- 3.34 It is important that Commissioners and the Chief Executive provide full details of any activities that might lead to claims that they are or have been an active supporter of one political party or another, or of a particular policy that is associated with the objectives of a political party.

3.35 Failure to provide all relevant information regarding their political activity will be grounds for removal from post. A Commissioner or the Chief Executive may be regarded as unfit to continue in post should they engage in any activity that might call into question their political impartiality or cause risk to public confidence in the Commission. Particular regard will be had to activity that may reasonably be regarded as identifying a commissioner or the Chief Executive as an active supporter of any particular party.

Staff other than the Chief Executive

3.36 The Act provides that the political restrictions referred to in paragraph 3.33 also apply to the Commission's staff, with the exception that staff below the grade of Chief Executive may be a member of a registered political party.

4. Commission's business and delegated powers

- 4.1 Part 4 describes the roles and powers reserved to the Commission Board collectively in the activities and statutory functions of the Commission and those delegated to the Chief Executive. The arrangements referred to in Part 4 are known as the Commission's Delegated Powers and they operate throughout normal times. The Commission Board has also agreed an Emergency Delegation Framework for exceptional times where its ability to operate effectively and make decisions is compromised, or is likely to be compromised, and for an unmanageable period. Details of the Emergency Delegation Framework are outlined in Part 5 and Appendix E.
- 4.2 Paragraph 9 of Schedule 1 to the Act provides that the Commission, or any committee or sub-committee of the Commission, or the Chief Executive, may delegate functions to the Commission's staff. The Commission has delegated certain of its functions to the Audit & Risk Committee and the Remuneration Committee.
- 4.3 The following decisions are reserved to the Commission Board:

Subject	Reserved to the Commission Board
Reviews	Number of councillors Draft and Final Schemes (including further recommendations) The Review Programme Approve laying and/or making of Orders Recommendations to the Secretary of State
Strategy and Policy	Changes to policy for the conduct of reviews The Corporate Plan
Corporate Governance	The Corporate Governance Framework, including Delegated Powers, Standing Orders and Prime Financial Policies The Annual Report Operational Performance Management Approval of minutes of Commission meetings
Corporate Plan and Budgets	The Corporate Plan The Annual Budget Substantial variations to approved budgets: (any one-off expenditure of £100,000 or more, or any recurring expenditure of £25,000 or more, is to be treated as substantial) Approval of Annual Report and adoption of accounts
Risk Management & Assurance	Setting the risk appetite for the organisation Approval of the Commission's risk management and assurance arrangements
Human Resources	Approval of significant changes to overall staff terms and conditions of employment Appointment, setting or changing contract terms and remuneration of the Chief Executive Appointment and remuneration of the Director of Corporate Services Setting pay strategy and remit (annual pay award and changes to PRP) for staff

Litigation	Approval of decisions concerning litigation in matters that are of public, political, financial or reputational significance

4.4 The following decisions are reserved to the Chair:

Commissioners	Recommendations for appointments for Commissioners (through DLUHC (Department for Levelling Up Housing and Communities)) Appraisal of the Commissioners Appraisal of the Chief Executive Allocation of Commissioners to Reviews
Communications	Approach to consultation responses of major public or political significance Approval of communication plans and statements in matters that are of public, political or reputational significance

4.5 The Commission Board delegates to the Chief Executive all responsibility for the day-to-day management of the Commission. Where a matter is not specifically reserved to the Commission Board, or a committee or sub-committee, the Chief Executive has authority to act subject to the following conditions:

- any relevant approved Commission policy shall be complied with
- any expenditure shall be within the agreed budget
- any material decision will be reported to the Commission Board

4.6 In addition, the Commission Board has authorised the Chief Executive to appoint another officer of the Commission to act on the Chief Executive's behalf. For short periods, in the absence of the Chief Executive, the Director of Corporate Services will deputise for the Chief Executive. For longer periods, the Commission Board will meet to decide how to ensure the continuity of Commission business. References in these arrangements to the Chief Executive include any person(s) to whom the Chief Executive has delegated their authority.

5. Emergency Delegation Framework

- 5.1 In the event that the Commission Board becomes inquorate under the normal terms above, and items of business cannot simply be delayed for a short period, then such Commissioners as are available, together with the Chief Executive, shall agree the most appropriate way of continuing the Commission's business during the period that the Commission is inquorate.
- 5.2 The arrangements for invoking the Emergency Delegation Framework are attached at [Appendix E](#).

Appendix A – Standing Orders

1. Introduction

- 1.1 Standing Orders, together with the Delegated Powers, provide a procedural framework within which the Commission discharges its business. They deal with the business of the Commission, procedure at its meetings and of any committees, delegation of powers, declaration of interests and standards of conduct. These should be read in conjunction with the Finance Manual, in relation to finance matters and delegated authority to authorise expenditure.

2. Place of business

- 2.1 The principal place of business of the Commission is 7th Floor, 3 Bunhill Row, London EC1Y 8YZ.

3. Meetings of the Commission Board

3.1 Calling meetings

The Commission Board shall meet on such dates and at such times and places (including virtual meetings) as the Commission Board shall determine. Such meetings shall be known as ordinary meetings.

An extraordinary meeting may be called at any time by the Chair or the Chief Executive, or by no fewer than three Commissioners lodging with the Chief Executive a written request for such a meeting, stating the business to be transacted. No business shall be transacted at such a meeting other than that specified in the notice of the meeting.

3.2 Notice of meetings

At least four clear working days (a working day excludes Saturday, Sunday, bank holidays and other days when the Commission's is not working) before any ordinary meeting, written notice of the time and place of such meeting and of the business to be transacted shall be sent by the Chief Executive, or a nominated officer acting on their behalf, to each member.

The accidental omission to give notice to or the non-receipt of notice by any member shall not invalidate the proceedings of the meeting, save that failure to serve such a notice on more than four members will invalidate the meeting.

3.3 Business to be transacted

The Chair is responsible for drawing up the agenda of the meetings in consultation with the Chief Executive.

No business other than that specified in the notice of the meeting shall be transacted at that meeting unless the business is of an urgent nature or required by statute to be transacted and not less than two-thirds of the members present decide that the business shall be transacted.

A member wishing a matter to be included on an agenda shall make their request in writing for the Chair to consider at least 10 clear days before a meeting. Requests made fewer than 10 days before a meeting may be considered for inclusion on the agenda at the discretion of the Chair. Agendas for meetings shall include declarations of interest as a standing item.

3.4 Quorum

Subject to 3.6 below, meetings are quorate if there are at least three Commissioners, including the Chair or Deputy Chair, present and not disqualified from participating.¹

Members may attend meetings of the Commission Board by virtual methods. Members attending a meeting by these means shall be deemed to be present in person at the meeting. The responsible officer shall record the circumstances of any member attending a meeting by video or telephone conferencing facility.

If a member has been disqualified from participating in a discussion or resolution to be taken about any matter by reason, for example, of a declaration of interest, they shall no longer count towards the quorum. If the Commission Board becomes inquorate as a result, that matter may not be subject to a decision, although a view may be expressed that can be formally approved at the next quorate meeting. The responsible officer shall record this situation in the minutes of the meeting.

3.5 Record of attendance

The responsible officer shall record the names of all members present at the meeting of the Commission Board in the minutes of the meeting.

3.6 Chair of meetings

The Chair shall preside at any meeting of the Commission Board. In the absence of the Chair the Deputy Chair will preside. A Commission Board meeting cannot commence in the absence of both the Chair and the Deputy Chair.

If the Chair is absent and the Deputy Chair is unable to preside on some items (due to a declarable interest, for example) then a temporary deputy chair may preside for the relevant item(s). Once the Deputy Chair has vacated the chair the Chief Executive will call for the nomination of an alternative to take the chair. The decision on which of the remaining Commissioners should chair the relevant item(s) should be reached by consensus.

If the Deputy Chair is absent, the Chair, with the agreement of the Commission Board, may invite any other Commissioner to chair discussion of items on which they wish to speak substantively. The Deputy Chair, when the Chair is absent, may similarly invite another Commissioner to chair discussion of particular items. The minutes shall record the position.

The meeting shall be deemed to be quorate if there are three Commissioners present, one of whom is chair for the time being.

The Chair (or Commissioner chairing the meeting for the time being) determines the detailed procedure for the conduct of business at meetings of the Commission Board and the Chair's decision on questions or order is final, subject to the provisions of the Standing Orders.

¹ The quorum for the Audit & Risk Committee is two members.

3.7 Consensus

The Commission Board seeks to operate on the basis of consensus, reaching its decisions by reviewing evidence and discussing options. A vote is only taken where necessary and, in such cases, unless these Standing Orders provide otherwise, the Commission Board's decision shall be determined by a majority of the members present. A member absent at the time of the vote may not vote by proxy. In the event of an equality of votes, the Chair shall have a second or casting vote. If the vote is to select a temporary Deputy Chair, then in the event of an equality of votes, if there is no initial consensus, the matter will be decided by the drawing of lots.

The procedure for voting shall be a matter for the Chair at the meeting, subject to any decision of a majority of the Commission Board to the contrary, including:

- the form that voting shall take, whether by a show of hands or by some other means, for example, oral statement
- any question whether or not to record the voting in the minutes to show how each member present voted or abstained.

Members may ask for their dissenting views on any matters to be recorded in the minutes.

3.8 Principles of decision-making

All decisions of the Commission Board, including delegated decisions, will be made in accordance with the following principles:

- proportionality (that is, the action must be proportionate to the desired outcome)
- due consideration and the taking of professional advice from staff
- reasonableness, fairness, impartiality, equality and in accordance with natural justice and human rights
- a presumption in favour of transparency in what the Commission does and how it does it, acknowledging that this may not always be apt, for example in legal advice, or the premature release of information before publication of review recommendations
- reasoned, with clarity of aims and desired outcomes, to ensure that those responsible for decision making provide the reasons for decisions
- efficiency (decisions must not be unreasonably delayed)
- consistency with the duties and responsibilities, aims and objectives of the Commission, including effective and efficient use of resources
- collective responsibility, support and respect
- external pressure, other than relevant statutory guidance, will not alter Commission processes except for potential timelines
- Commissioners' behaviour in response to decisions is required to be the same inside and outside the Commission

3.9 Openness and responsiveness

The Commission and its staff will conduct all dealings with the public in an open and responsible way and ensure full compliance with the principles of the Freedom of Information Act 2000 and the General Data Protection Regulation as it applies in the UK, tailored by the Data Protection Act 2018.

The Commission recognises the need for confidentiality of certain information, in accordance with statutory requirements or agreed commercial interests, subject to the rights of Parliament, the National Audit Office, HM Treasury and other public bodies to obtain information, and to the rights of individuals to obtain information in accordance with statute.

3.10 Adjournment

Any meeting of the Commission Board may be adjourned from time to time and from place to place at the discretion of the Chair. Reasonable notice shall be given where practical of the date and time of the reconvening of the adjourned meeting, save that where a meeting has been adjourned for 30 days or more, notice of the reconvening of the adjourned meeting shall be given as for an ordinary meeting of the Commission Board.

3.11 Minutes

Minutes of all Commission Board meetings shall record the decisions taken, and where appropriate, the views of individuals present. The minutes shall record any declarations of interest made at the meeting. The minutes will be submitted for agreement at the following Commission Board meeting. Once agreed, the minutes, including any amendments required by the Commission Board, shall be signed by the Chair.

Approved minutes will be published on the Commission's website.

3.12 Delegation of Powers

The Commission Board has approved Delegated Powers that specify those matters that are reserved to the Commission Board for decision. The Chief Executive may delegate any matter within their authority to another officer of the Commission. Any person to whom a matter is delegated by the Chief Executive or under arrangements approved by them shall carry the authority of the Commission in respect of the matter so delegated. The Commission Board shall review and approve the Delegated Powers annually.

3.13 Urgent or non-contentious business

Urgent business is deemed to be any matter requiring a decision of the Commission Board before the date when an ordinary or extraordinary meeting of the Commission Board can be convened. In such cases the Chief Executive should take all practicable steps to consult with the Chair, and with as many other Commissioners as the Chief Executive considers appropriate (and if at all possible, no fewer than two Commissioners). The Chief Executive should seek Commissioners' views as to:

- the urgency of the matter requiring decision

- the possibility of holding a Commission Board meeting to consider it
- the action to be taken.

The Chief Executive should decide in the light of Commissioners' views what action to take, should notify as many Commissioners as practicable (and in any event, no fewer than two) of the proposed action and should allow as much time as they consider reasonable in the circumstances for Commissioners to comment on their proposals. They should then act as they consider appropriate.

The exercise of such powers shall be reported to the next meeting of the Commission Board that will consider whether further action is required.

3.14 Committees

The Commission Board may establish standing or ad hoc committees or advisory groups, and the Chair may establish advisory groups, consisting of such numbers and for such purposes as the Commission Board, or as the case may be, the Chair, may determine.

The provision of these Standing Orders shall apply where relevant to the operation of all committees, unless these Standing Orders specify otherwise. They shall not apply to advisory groups.

4. Suspension of Standing Orders

4.1 At any meeting the Commission Board may, by a majority of not less than two-thirds of those present and voting, resolve to suspend these Standing Orders for the duration of the meeting or for any item of business to be transacted at the meeting, provided that:

- Suspension of Standing Orders does not contravene any statutory provisions or directions.
- Any decision to suspend Standing Orders, and the reason for doing so, is recorded in the minutes.
- A separate record of matters discussed during the suspension shall be kept.

5. Amendment of Standing Orders

5.1 These Standing Orders, or any of them, may be amended by alteration, addition or deletion provided that:

- Amendment or variation of the Standing Orders does not contravene any statutory provisions or directions.
- At least five days' notice is given of the proposed amendment.
- The amendment is approved by a majority of not less than two-thirds of the members present and voting at the meeting in which it is moved.

6. Review of Standing Orders

6.1 The Commission Board shall review Standing Orders every two years. The review shall include all other documents having effect as if incorporated into Standing Orders.

Appendix B – Summary of the statutory framework for the Commission

1. Local Democracy, Economic Development and Construction Act 2009

- 1.1 The Commission is an independent body, established by the United Kingdom Parliament under the provisions of the Local Democracy, Economic Development and Construction Act 2009 (the Act).
- 1.2 The Commission is accountable to Parliament, and specifically to the Speaker's Committee of the House of Commons whose members are appointed in accordance with the provisions of the Political Parties, Elections and Referendums Act 2000, and is given powers and duties in relation to the Commission by the 2009 Act (and amended by the Deregulation Act 2015). The principal powers and duties, and membership, of the Speaker's Committee are set out below.

2. Legal status

2.1 Administrative Law

As a public body, the Commission is subject to normal principles of administrative law. The Commission must act reasonably (in the sense that it should not act in a manner in which no reasonable body such as the Commission would act) and should base its decisions on relevant considerations, disregarding irrelevant factors. The Commission, and the Commissioners, should be objective and impartial and bear in mind that the Commission is an independent statutory body.

2.2 A statutory body

As a statutory body, the Commission is subject to the principle that it can only do the things that Parliament through statute has given it the power or the duty to do ('the ultra vires' principle). It must be possible, in relation to any act or decision of the Commission, to identify the statutory authority upon which the Commission is relying.

2.3 Ombudsman

The Commission falls within the remit of the Parliamentary Commissioner for Administration (the Ombudsman).

2.4 Freedom of Information

The Commission is listed as a public authority in Schedule 1 to the Freedom of Information Act 2000 and is therefore subject to the Act. The Commission has published a Publication Scheme under the Act. The Commission is required to comply with requests for information unless a defined exemption applies.

2.5 Data Protection and document security

The Commission complies with Data Protection law, including the General Data Protection Regulation and the Data Protection Act 2018. These govern the way organisations collect, store and process personal data. They also give individuals certain rights with regard to their information including the right to be informed, rights of access and the right to erasure.

3. Powers, duties and membership of the Speaker's Committee

3.1 The Speaker's Committee is appointed in accordance with the provisions of section 2 of the Political Parties, Elections and Referendums Act 2000 ('PPERA') to perform the functions conferred on it by that Act. A summary of the principal powers and duties of the Committee in relation to the Commission (amended by the Deregulation Act 2015) are:

- To receive the Commission's annual accounts and examine the Commission's estimates.
- To examine the Commission's five-year Corporate Plans and its Supply Estimates for resources during those periods and to consult with the Treasury.
- To designate the Commission's accounting officer and to specify his or her responsibilities.
- To report to the House on the exercise of its functions.

3.2 Membership

The membership of the Speaker's Committee is determined in accordance with the provisions of Section 2 of the Political Parties, Elections and Referendums Act 2000. Details are available from the [House of Commons](#).

4. Summary of applicable legislation

4.1 Local Democracy, Economic Development and Construction Act 2009 (and other legislation that governs the work of Commission)

4.2 In addition to the 2009 Act, other legislation is relevant to the Commission in the discharge of its functions. This includes those listed below.

- Local Government Act 2000
- Local Government and Public Involvement in Health Act 2007
- Greater London Authority Act 1999
- National Parks and Access to the Countryside Act 1949
- Countryside and Rights of Way Act 2000
- Deregulation Act 2015
- Cities and Local Government Devolution Act 2016

4.3 In addition, the lawful governance and running of the Commission requires compliance with the general law, such as that on equality and human rights, employment, procurement, health and safety, intellectual and other property, and access to information.

Appendix C – The Nolan Principles

The Nolan Principles

Commissioners should act in good faith and follow the Seven Principles of Public Life set out by the Committee on Standards in Public Life (the 'Nolan Principles'). The Nolan Principles' code of practice has been written with regard to the seven principles of public life identified by the Nolan Committee in their First Report on Standards in Public Life in May 1995 and subsequently endorsed by the Government.

The seven principles of public life are:

Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individual or organisation that might influence them in the performance of their official duties.

Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merits.

Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness

Holders of public office should be as open as possible about all the decisions and actions they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership

Holders of public office should promote and support these principles by leadership and example.

Appendix D – Interpretations

The Commission Board shall be the final authority on the interpretation of this document. The Chief Executive and the responsible officer for administrative and secretarial functions for the meeting shall advise on the interpretation of this document during meetings.

Any expression to which meaning is given in the Commission's governing legislation shall have the same meaning in this document. In addition:

'Accounting Officer' means the Officer responsible and accountable for funds entrusted to the Commission. For the Commission it shall be the Chief Executive.

'Chair' is the person appointed by His Majesty the King on recommendation of the House of Commons.

'Commission' means the Local Government Boundary Commission for England.

'Commission Board' means the Commissioners meeting as a decision-making body.

'Commissioner' or **'Member'** means a person appointed by His Majesty the King to be a member of the Commission.

'Chief Executive' means the Chief Executive Officer of the Commission and the Commission's Accounting Officer.

'Deputy Chair' means the Commissioner designated by the Secretary of State to act as Chair in the absence of the Chair or if the Chair is unable to act.

'Responsible Officer' means an officer charged with responsibility for discharging specific tasks under Standing Orders and other documents that have the force of Standing Orders.

'Significant Publications' as referred to in the scheme of delegation means the Corporate Plan, Annual Report, any reports required under statute, and significant policy reports.

'Officer' means an employee of the Commission.

Appendix E – Emergency Delegation Framework

1. Context

The Commission Board makes all electoral review decisions (except decisions to approve consent that are delegated to the Chief Executive) as well as significant governance and financial decisions, as outlined in the Commission’s Corporate Governance Framework (CGF).

In addition:

- The Local Democracy, Economic Development and Construction Act 2009 specifies a minimum of four Commissioners, and a maximum of 11, plus a Chair, together with a Chief Executive and Accounting Officer.²
- The Commission’s own CGF sets a quorum of three Commissioners for making decisions, one of whom should be the Chair or, failing that, the Deputy Chair.
- In statute, all the decisions of the Commission may be delegated except for the decision to lay an electoral changes statutory instrument in Parliament. This power includes delegation to a commissioner.
- The Commission Board has agreed to delegate some of its functions to the Chief Executive who may themselves delegate any of his/her own designated functions. If the Chief Executive becomes unavailable, then the Director of Corporate Services will normally stand in.

2. What do we want to achieve?

It is helpful, by way of contingency and only to be applied in the most exceptional of circumstances, to have an arrangement that would allow most aspects of the Commissions’ work (other than the laying of orders) to continue on a temporary basis in the event that it was impossible to maintain a quorum for an unmanageable period (that is where it was not possible to simply delay matters for a short period).

Also, it should be noted that the Commission is able to conduct its business through remote means and/or written procedures so that it is difficult to imagine circumstances in which the arrangement would be needed. It is very much a last resort arrangement.

3. Instigating Emergency Delegation

Where the need to instigate these arrangements is foreseeable then they should be agreed by the normal quorum of Commissioners. Where this is not possible then they should be agreed by such Commissioners as are available together with the Chief Executive.

The arrangements will last for 28 days or until the Commission Board becomes quorate (whichever is the sooner) and any extensions must be specifically agreed. Where the need is likely to last for longer than three months in total then the Speaker and the Ministry of Housing, Communities and Local Government (MHCLG) should be consulted about the need to appoint additional Commissioners as a matter of urgency.

² Section 6.2 of the Schedule clarifies that ‘The validity of proceedings of the Commission, or any of its committees or sub-committees, is not affected by (a) a vacancy or (b) a defective appointment’.

The range of business that could be conducted under this arrangement would cover most of the existing areas although it is assumed that, wherever possible, any matters that can reasonably be delayed until the Commission Board becomes quorate will be deferred. The following matters should also await the Commission Board becoming quorate:

- All aspects of staff and Commissioner pay terms and conditions (apart from temporary allowances for acting up).