

Report to **South Downs National Park Authority**  
 Date **5 July 2022**  
 By **Head of Governances & Support Services and Monitoring Officer**  
 Title of Report **Governance Issues**  
**Decision**

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**Recommendation: The Authority is recommended to:**

- 1. Agree the amended Authority’s Standing Orders for Regulation of Authority Proceedings and Business (“Standing Orders”) as set out at Appendix 1 and instruct the Monitoring Officer to publish the updated Standing Orders.**
  - 2. Approve the revised Indemnity for Members and Officers set out at Appendix 2 to take effect from the 6<sup>th</sup> July 2022.**
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**1. Summary and Background**

- 1.1 This report sets out proposed changes arising from the annual review of the Authority’s Standing Orders.
- 1.2 The annual review of Standing Orders forms part of the review of the effectiveness of the Authority’s system of internal control as required by the Accounts and Audit (England) Regulations 2015 and is undertaken by the Head of Governance and Monitoring Officer, based on the application of Standing Orders throughout the year.
- 1.3 The paper also proposes an update to the Authority’s Indemnity for Members and Officers arising from the ongoing review of the Authority’s governance documentation by Officers.

**2. Standing Orders Review**

- 2.1 The following changes are proposed to the SDNPA Standing Orders. Where necessary additional information for the changes is set out below:

<b>Reference</b>	<b>Suggested Change</b>	<b>Rationale</b>
SO5 Order of Business (Page 7)	To amend the ORDER OF BUSINESS to reflect current practice	Clarification
Appendix 4 Appointments, Management and Standards Committee Terms of Reference (page 31)	To include provision for this committee to determine any request by a Member for approval of their reasons for not attending any meetings for a period of six consecutive months , for the purposes of s85(1) of the Local Government Act 1972 (see below)	Update

Appendix 5 – Rules of Debate (page 35)	To update the rules of debate to better reflect the Chair’s discretion in applying these rules – (see below)	Clarification
Appendix 6 – The Chief Executive (National Park Officer) (Page 38)	To delete “proposed” from para 1.1	Correction
Appendix 7 Delegation of Functions to the Chief executive (Page 41)	To include additional reserved matters under the Memorandum of Association for South Downs Commercial Operations Limited, within the delegated functions to the Chief Executive, to better align these with existing financial limits and decision making processes and support effective and efficient decision making in relation to the Authority’s Teckal company (See below )	Update

Reserved Matters in relation South Downs Commercial Operations Limited

- 2.2 The NPA agreed the Memorandum and Articles of Association for South Downs Commercial Operations Limited (the company) at its meeting in December 2020
- 2.3 Within the Memorandum of Association there are a series of “reserved matters” – matters for which the company would require the approval of the shareholder i.e. the Authority before it was allowed to act.
- 2.4 A number of reserved matters were delegated to the Chief Executive when the Memorandum of Association was agreed. However, since the company become operational in July 2021 and has begun managing the Seven Sisters Country Park site it has become apparent that there is a risk that the operation of these reserved matters may slow down the company’s ability to operate as effectively as the Authority would expect.
- 2.5 Therefore it is proposed that additional reserved matters be delegated to the Chief Executive to assist the relationship between the NPA as Shareholder and the company and ensure appropriate decisions can be taken in a timely manner. Where appropriate it is proposed that the delegations be consistent with existing Contract Standing Orders and be capped at below £100k, with decisions involving amounts of £100k or above still coming to the NPA (in its capacity as Shareholder) for decision.
- 2.6 A number of reserved matters, relating to strategic matters, or decisions that may have significant consequences or implications of the Authority or the Company will continue to be exercised by the full Authority. A list of the existing and proposed delegations, and the matters which will continue to be exercised solely by the NPA is attached at **Appendix 4**.

Allocation of responsibilities for functions for the purposes of Section 85LGA 1972

- 2.7 Section 85(1) of the Local Government Act 1972 provides that if a Member fails throughout a period of six consecutive months from the date of their last attendance to attend certain meetings of/on behalf of the SDNPA (such meetings are defined in the legislation), they shall, unless the failure was due to some reason approved by the NPA before the expiry of that period, cease to be a Member of the NPA.
- 2.8 As section 85(1) permits the Authority to approve a Member’s reasons for non-attendance, subject to such a request being made within the six consecutive month time period, it is proposed that this function be added to the terms of reference of the Appointments, Management and Standards Committee. This would avoid the need to call an additional meeting of the NPA to consider such a request. This Committee would be more flexible in calling an additional meeting to consider such requests, which could be very time sensitive, and this ensures decision making in relation to these issues is retained by Members. In such circumstances it is essential that decisions can be quickly and effectively taken. The public minutes and public summary of the exempt minutes of such consideration would be

provided to all Members, albeit that such deliberations would be likely to take place in private session.

#### Rules of Debate

- 2.9 The rules of debate set out in Appendix 5 of the Standing Orders are intended to support the effective operation of meetings of the Authority and its Committees. The SDNPA rules of debate reflect common practice in terms of how formal debate should operate, and largely reflect the rules of debate set out in most other Local Authority and National Park Authority Constitutions or standing orders.
- 2.10 However, due to the make up of the NPA and the absence of formal party political structures that exist in most Local Authorities, the full application of these rules is not often conducive to the style of debate and engagement that characterises the SDNPA.
- 2.11 The Chair has always had, and exercised, discretion with regard to these rules, however the wording of Appendix 5 created ambiguity as to the operation of this discretion. The proposed wording clarifies that the Chair may allow informal debate as they see fit but may also call upon the meeting to follow the formal rules should they feel it is necessary for effective debate. To support this a “flow chart” of the rules of debate will be produced to assist the Chair and Members should the formal rules be applied.

### **3. Indemnity for Members and Officers**

- 3.1 In addition to some amendments made for clarification, the following substantive changes are proposed to the SDNPA’s existing Indemnity for Members and Officers:

<b>Reference</b>	<b>Suggested Change</b>	<b>Rationale</b>
Throughout	Amend reference to “his/her” to “their”	Clarification
Throughout	Amend reference to “employees” to “officers”	Clarification
Throughout	Remove all references to “part 3 proceedings”	Update as the old standards legislation has been revoked meaning Part 3 proceeding no longer apply
Para 1.4	Exclusion of motor vehicle claims when travelling in own private vehicle on Authority business	Update to avoid potential for duplication of insurance claims (see also proposed para 8)
Para 2	Further to the deletion of the civil “part 3 proceedings”, to clarify that the Indemnity will apply to the reasonable costs incurred in defending civil proceedings arising as a consequence of any act or failure to act which also constitutes a criminal offence.	Update to mirror the wording of the coverage permitted by Article 6(2) of the 2004 Order
Para 2.1	Express inclusion of prosecution under s34 of the Localism Act 2011 (i.e. offences relating to the registration and declaration of disclosable pecuniary interests and taking part in decision making when having a DPI), see below.	Clarification

para 2.2 and para 5	Amending decision making responsibility in relation to proceedings to give authority to Chief Executive	Update to ensure appropriate arrangements are in place for decisions to be taken under the Indemnity
Para 2.3	Redrafted to align with the exception permitted by the 2004 Order.	Clarification
Para 3.1	Redrafted to reflect more closely the wording in the 2004 Order together with additional wording expressly referencing SDNPA appointed directors of a company as being included within the Indemnity	Clarification and to reflect more closely the wording of the 2004 Order which makes provision for the circumstances in which an indemnity may be given
8	Addition to remove potential for conflicting claims where multiple insurances may be in effect	Update & clarification

3.2 The revised Indemnity for Members and Officers is contained in Appendix 2. As indicated above, some of the amendments to the terms of the Indemnity are being proposed to reflect more closely the wording of the Local Authorities (Indemnities for Members and Officers) Order 2004. For ease of reference, the Authority's existing Indemnity is contained in **Appendix 3**.

3.3 It is considered that the NPA can rely on the following powers in relation to the granting of indemnities:

- Under section 265 of the Public Health Act (PHA) 1875, Members and Officers when acting in the course of their duties and in good faith, have statutory immunity and are not personally liable for the actions they take.
- The Local Authorities (Indemnities for Members and Officers) Order 2004 ("the 2004 Order") which gives a specific power for authorities to grant indemnities and/or take out insurance to cover the potential liability of Members and Officers in a wider range of circumstances than under the PHA 1875. Each authority has the discretion to decide whether to use the powers and to decide the extent of such indemnities and insurance. There are restrictions in relation to the power, in particular Article 5 limits the power to cases in which the Member or Officer is carrying on any function at the request of, with the approval of, or for the purposes of, the authority.
- Section 65(5) Environment Act 1995 which provides an ancillary power to the NPA that may permit it to indemnify Members and Officers in relation to particular decisions or acts if to do so would facilitate; or is incidental, or conducive, to the accomplishment of its statutory purposes;
- Section 65A(1) Environment Act 1995 ("section 65A(1)") which provides a wider functional specific power to do:
  - anything it considers appropriate for the purposes of the carrying out of any of its functions (its "functional purposes"),
  - anything it considers appropriate for purposes incidental (whether directly or indirectly) to its functional purposes,

- anything it considers to be connected with—
    - any of its functions, or
    - anything it may do under paragraph (a) or (b), and
  - for a commercial purpose, anything which it may do under any of paragraphs above otherwise than for a commercial purpose.
  - This power is in addition to, and is not limited by, the other powers of the Authority. However, if exercise of an existing power is subject to restrictions (such as the terms of the 2004 Order), those restrictions apply also to the exercise of the power conferred by section 65A(1) (so far as that power is overlapped by the power that existed prior to the commencement of section 65A(1)).
- 3.4 Recent case law (*R (Anderson) v Liverpool City Council* [2021] EWHC 2205 (Admin)) has cast some doubt over the continued applicability of the 2004 Order to English authorities. Having considered commentary upon the various legislative provisions that apply in relation to the application of the 2004 Order, it is considered that the Order does still apply to the NPA. However, for the avoidance of doubt, should the Authority consider that any of the terms of the proposed Indemnity are more restrictive than Members would wish, it is recommended that the decision to approve the revised terms of the Indemnity be postponed to allow for legal advice to be sought from Counsel as to the application of the 2004 Order.
- 3.5 One of the proposed substantive amendments relates to the deletion of references to “part 3 proceedings” in the Authority’s existing Indemnity. The relevant provisions in Part 3 of the Local Government Act 2000 which related to Member standards investigations and hearings in England have been repealed. The closest comparator under the successor standards arrangements contained within the Localism Act 2011 would be criminal proceedings brought under section 34 of the 2011 Act i.e. offences relating to the registration and declaration of disclosable pecuniary interests (DPIs) and taking part in decision making when having a DPI. As these are criminal proceedings, they arguably already fall within the scope of the provisions of the existing Indemnity relating to “criminal proceedings”.
- 3.6 The NPA could choose to exclude criminal proceedings under section 34 from the scope of the Indemnity but, as the Authority’s original intention (as per paragraph 2.2 of the existing Indemnity) was for the Indemnity to extend to the reasonable costs incurred by a Member in securing appropriate legal advice and representation in the defence of any proceedings before a standards tribunal, it is proposed, for the avoidance of doubt, to make express reference to proceedings brought under section 34 of the 2011 Act within the definition of “criminal proceedings” covered by the Indemnity.
- 4. Options & cost implications**
- 4.1 The Authority is required to have standing orders and it is incumbent upon the Authority to have regard to relevant best practice requirements and advice from its Officers.
- 4.2 There are no additional costs directly associated with the proposals although costs could be incurred through the application of the indemnity
- 5. Next Steps**
- 5.1 If revised Standing Orders are approved by the Authority, they will be published on the Authority’s Website and wider as considered appropriate.
- 5.2 Members requiring advice on anything arising from the new Standing Orders should contact the Monitoring Officer.

## 6. Other implications

Implication	Yes*/No
Will further decisions be required by another committee/full authority?	No
Does the proposal raise any Resource implications?	There are no resource implications arising from the report although costs could be incurred through the application of the indemnity.
How does the proposal represent Value for Money?	The proposals set out aims to ensure the effective governance of the organisation during the coronavirus pandemic. Effective organisational governance represents value for money by ensuring the correct decisions are taken in the most appropriate manner.
Are there any Social Value implications arising from the proposal?	None
Have you taken regard of the South Downs National Park Authority's equality duty as contained within the Equality Act 2010?	The changes proposed apply equally to all Members, and where appropriate, members of the public. Steps have been taken to ensure meetings are accessible to all. No other equality implications have been identified.
Are there any Human Rights implications arising from the proposal?	None
Are there any Crime & Disorder implications arising from the proposal?	None
Are there any Health & Safety implications arising from the proposal?	None
Are there any Data Protection implications?	None
Are there any Sustainability implications based on the 5 principles set out in the SDNPA Sustainability Strategy?	The proposals support the principle of promoting good governance

## 7. Risk Associated with the Proposed Decision

- 7.1 Failure to have robust and up to date governance arrangements and Standing Orders increases the risk of successful challenge of the Authority's decisions. The proposals set out in this paper seek to mitigate these risks.

**ROBIN PARR**

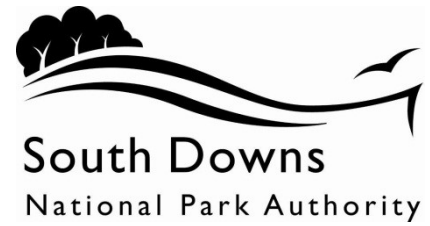
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**South Downs National Park Authority**

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Appendices	<ol style="list-style-type: none"><li>1. Proposed amended standing orders</li><li>2. Revised indemnity</li><li>3. Current indemnity</li><li>4. SDCOI Reserved matters</li></ol>
SDNPA Consultees	Chief Executive; Monitoring Officer.
External Consultees	None
Background Documents	Authority Standing Orders Scheme of Members' Allowances The Local Authorities and Police and Crime Panels (Coronavirus) (Flexibility of Local Authority and Police and Crime Panel Meetings) (England and Wales) Regulations 2020







# **SOUTH DOWNS NATIONAL PARK AUTHORITY**

# **Standing Orders**

## **for Regulation of Authority Proceedings and Business**

Review Date	July 2023
Responsibility	National Park Authority
Date Approved	26 March 2015
Approved at	National Park Authority
Last Amended	July 2022
With Effect From	xx July 2022

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## (a) Introduction

These Standing Orders are made for the regulation of the meetings, proceedings and business of the South Downs National Park Authority pursuant to the Environment Act 1995 ("the 1995 Act"); the South Downs National Park Authority (Establishment) Order 2010 ("the 2010 Order"); Schedule 12 to the Local Government Act 1972 and all other enabling powers.

## (b) Definitions

In these Standing Orders, unless inconsistent with the subject or context:

**'The Authority'** shall mean the South Downs National Park Authority.

**'Member'** shall mean a person elected as a Councillor and appointed to the Authority by a Local Authority or a person appointed to the Authority by the Secretary of State in accordance with the 2010 Order and Schedule 7 to the 1995 Act and shall include any member co-opted to a committee of the Authority.

**'Chair'** and **'Deputy Chair'** shall mean the Members so appointed for the time being in accordance with Standing Order 2

**'Chief Executive' (National Park Officer)'** shall mean the person appointed by the Authority in accordance with paragraph 14 of Schedule 7 of the 1995 Act.

**'Officer'** shall mean a person employed by or on behalf of the Authority.

The headings to the clauses and schedules shall not affect the interpretation

Words importing any gender shall include every gender

Any reference to any statute (whether or not specifically named) shall include any statutory modification or re-enactment of it for the time being in force and any order, instrument, plan, regulation, permission and direction made or issued under it, or under any statute replaced by it or deriving validity from it

## (c) Principal Legislation

[The Local Government Act 1972](#) ('the 1972 Act')

[The Local Authorities \(Standing Orders\) Regulations 1993](#) ('the 1993 Regulations')

[The Environment Act 1995](#) ('the 1995 Act')

[The South Downs National Park Authority \(Establishment\) Order 2010](#) ("the 2010 Order")

[The Localism Act 2011](#)

## **I. MEMBERSHIP OF THE AUTHORITY**

- 1.1 The Authority shall consist of such persons as shall be elected or appointed by the relevant local authorities and the Secretary of State pursuant to Regulation 4 and Schedule 1 to the 2010 Order.
- 1.2 Membership of the Authority shall at all times be regulated in accordance with [Appendix 1](#) to these Standing Orders.
- 1.3 Nothing in these Standing Orders shall in any way derogate from Schedule 7 to the 1995 Act as regards disqualification of Members.

## **2. CHAIR AND DEPUTY CHAIR**

- 2.1 At the Annual Meeting of the Authority the first item of business shall be to elect a Chair of the Authority and the second item of business shall be to elect a Deputy Chair of the Authority.
- 2.2 Elections at the Annual Meeting of the Authority and any meeting of the Authority and its Committees shall be held in accordance with the Rules on Elections set out in [Appendix 2](#)
- 2.3 The Chair and Deputy Chair shall hold office until the next Annual Meeting of the Authority but both such persons shall, on ceasing to hold office at the end of their elected term, be eligible for re-election.
- 2.4 The Chair or Deputy Chair of the Authority or one of its Committees may at any time resign his/her office by notice in writing delivered to the Chief Executive (National Park Officer). The Chief Executive shall consult with the Chair of the Authority before accepting a resignation tendered by the Deputy Chair of the Authority, a committee Chair or a committee Deputy Chair or, in the case of a resignation tendered by the Chair of the Authority, the Chief Executive shall consult with the Deputy Chair of the Authority. During the period of this consultation and prior to the Chief Executive accepting the resignation, the Member will continue to be Chair/Deputy Chair of the committee/Authority and may withdraw their resignation by notice in writing delivered to the Chief Executive.
- 2.5 A person shall cease to hold office as Chair or Deputy Chair of the Authority or one of its committees upon ceasing to be a Member of the Authority.
- 2.6 If any vacancy in the office of Chair or Deputy Chair shall arise it shall be the duty of the Members of the Authority to secure that the vacancy is filled as soon as possible.
- 2.7 Where a casual vacancy in the office of Chair or Deputy Chair of the Authority is filled the person then elected shall hold office until the next Annual Meeting of the Authority. The meeting at which the casual vacancy is to be filled must be convened by the Chief Executive (National Park Officer).
- 2.8 At a meeting of the full Authority the Chair, if present, shall preside.
- 2.9 If the Chair is absent from a meeting of the full Authority the Deputy Chair, if present, shall preside.
- 2.10 If both the Chair and Deputy Chair of the Authority are absent, the Members of the Authority present at that meeting shall choose a person from their number to preside as Chair for that meeting.
- 2.11 For the avoidance of any doubt, any powers or duty in relation to the conduct of a meeting assigned to the Chair by these Standing Orders may be exercised by any person presiding at a meeting in accordance with Standing Order 2.9.
- 2.12 Where in any instance the office of Chair is vacant, or where the Chair is unable to discharge their responsibilities due to absence or other reason, the Deputy Chair is authorised to act in their place.

### **3. MEETINGS OF THE AUTHORITY**

#### **3.1 Number of Meetings**

The Authority shall in every year hold one Annual Meeting and at least three other meetings for the transaction of general business.

#### **3.2 Dates of Meetings**

The meetings of the Authority shall be held as near as may be at regular intervals on such dates as the Authority shall determine. The Chief Executive (National Park Officer) in consultation with the Chair shall have authority to change the date of any meeting of the Authority if, in their opinion, such change is necessary for the convenient and/or efficient dispatch of Authority business.

#### **3.3 Date of Annual Meeting**

The Annual Meeting of the Authority shall be the first meeting held after 1st June in any year.

#### **3.4 Additional Meetings**

The Chief Executive (National Park Officer) in consultation with the Chair, shall have the authority to call an additional meeting of the Authority at any time if, in their opinion, an additional meeting is necessary for the convenient and/or efficient discharge of Authority business. An additional meeting may also be called at any time by the Chair

3.5 Further, the Chair shall call an additional meeting of the Authority upon receipt of a written request for that purpose specifying the nature of the important or urgent business, signed by five Members of the Authority. Should the Chair not call an additional meeting within seven days of receipt of the request, any five Members of the Authority may forthwith call an additional meeting of the Authority.

#### **3.6 Time of Meetings**

The meetings of the Authority shall commence at such times as the Authority shall determine. The Chief Executive (National Park Officer) in consultation with the Chair shall have authority to change the time of any meeting of the Authority if, in their opinion, such change is necessary for the convenient and/or efficient dispatch of Authority business.

#### **3.7 Summons for a Meeting**

The Chief Executive (National Park Officer) shall issue a public notice of the time and place of any meeting of the Authority together with a summons to every Member of the Authority to attend the meeting, to be issued not less than five clear working days before the meeting to which it relates. There may be excluded from the copies of reports to be considered at the meeting, that are open to public inspection, such reports or parts of reports which, in the opinion of the Chief Executive (as "proper officer" for the purposes of Part VA Local Government Act 1972) are likely to be considered when the meeting is not open to the public.

The summons will normally be sent electronically to all members, unless a Member specifically requests an exception to be made for them

The summons for any additional meeting shall set out the business proposed to be transacted at that meeting and (where the meeting is being convened further to Standing Order 3.5) be signed by those members calling the meeting.

The Chief Executive (National Park Officer) must send a copy of the summons to the proper office of each of the South Downs local authorities, Natural England, and the Secretary of State. The summons will normally be sent electronically unless otherwise requested.

Want of service of a summons on any Member of the Authority shall not affect the validity of any meeting.

### 3.8 **Public Participation**

The Agenda for every meeting of the Authority and its committees and sub-committees shall include an item making provision for participation by the public through questions and/or statements in accordance with [Appendix 3](#).

## 4. **QUORUM**

4.1 Except where authorised by statute or otherwise specifically ordered by the Authority, no business shall be transacted at a meeting of the Authority or its committees or sub-committees unless:

- (a) At least one-third of the whole number of Members of the Authority, committee or sub-committee are present, provided that in no case shall the quorum of any committee be less than three Members; and
- (b) Of those present at least one is a local authority appointed Member and at least one a Member appointed to the Authority by the Secretary of State.

**Note: the quorum for a meeting of the full Authority of 27 Members is 9.**

4.2 If, during any meeting of the Authority, the Chair after counting the number of Members present, declares that there is not a quorum present, the meeting shall stand adjourned for 15 minutes, or until a quorum shall be present, whichever shall be the sooner time.

4.3 If at the end of the period of adjournment in accordance with Standing Order 4.2 above, after counting the number of Members present, the Chair declares that there is not a quorum present, the meeting shall forthwith end and any business shall stand adjourned to the next meeting of the Authority

4.4 In the application of this Standing Order to any committee or sub-committee, the meeting may continue at the discretion of the Chair of that committee or sub-committee provided that the absence of a quorum shall be noted in the minutes and no decision shall be taken or resolution made without submission of the proposal to the Authority.

4.5 Where more than one-third of the Members of the Authority become disqualified at the same time, the quorum of the Authority shall be determined by reference to the number of Members of the Authority at that time remaining qualified.

## 5. **ORDER OF BUSINESS**

5.1 At the Annual Meeting only, the appointment of the Chair and Deputy Chair shall be in accordance with the procedure set out in Standing Order 2;

5.2 Subject to paragraphs 5.1, 5.3 and 5.4 of this Standing Order and any statutory requirements, the order of business at every meeting of the Authority shall normally be:

- (a) In the absence of both the Chair and the Deputy Chair, to choose a Member of the Authority to preside.
- (b) To deal with any business required by statute to be done before any other business.
- (c) To approve and sign as a correct record the Minutes of the last meeting of the Authority. This sub-clause shall not apply to any extraordinary meeting of the Authority unless at such extraordinary meeting the business transacted alters or affects in any way any resolution passed at a previous meeting of the Authority for which the minutes have not received approval and signature.

- (d) To introduce any business which by reason of special circumstances such that the Chair, after consultation with the Chief Executive (National Park Officer), is of the opinion that the matter should be considered as a matter of urgency **AND** then to resolve when such business should be ordered on the Agenda.
  - (e) To receive public participation in accordance with [Appendix 3](#).
  - (f) Where there is an item involving exempt or confidential business later on the agenda for the meeting, to determine whether the press and public should be excluded from the meeting for the consideration of that item.
  - (g) To deal with any business expressly required by statute to be done.
  - (h) The Chair's announcements and correspondence.
  - (i) To dispose of business remaining from the last meeting.
  - (j) To consider motions in the order in which notice has been received.
  - (k) Other business specified in the summons.
  - (l) To consider questions from Members of which notice has been given in accordance with Standing Orders.
  - (m) To consider any reports from Members appointed to external bodies and from any Members not appointed to committees but undertaking specific tasks on behalf of the Authority.
  - (n) To consider any items required to be considered in private session without the press and public present.
- 5.3 The order of business falling under items 5.1 and 5.2 (a) and (b) shall not be displaced.
- 5.4 At an extraordinary meeting the order of business falling under items 5.1 and 5.2 (a) and (b) shall not be displaced and any other business shall be exactly that set out in the Summons and no other business shall be considered.
- 5.5 Subject to paragraphs 5.3 and 5.4 of this Standing Order the order of any other business may be varied either at the Chair's discretion or by a resolution passed on a motion duly moved, seconded and put without debate.
- 5.6 Any Member who wishes to place a matter appropriate to its remit on the agenda of any committee may do so by giving written notice to the Chief Executive (National Park Officer) at least seven working days before the next ordinary meeting of the committee concerned.
- 5.7 Except in the case of business required by any statutory provision to be transacted and other business brought before the meeting as a matter of urgency in accordance with the Authority's Standing Orders, no business shall be transacted at a meeting of the Authority other than that specified in the summons relating thereto.

## **6. MINUTES**

- 6.1 The summons issued to Members under Standing Order 3.7 shall include a copy of the minutes of the previous meeting.
- 6.2 Provided that Standing Order 6.1 has been complied with, the minutes shall be taken as read at the meeting of the Authority, and the Chair shall immediately put the question '*May the minutes of the meeting held on the X day of Y be approved as a correct record?*'
- 6.3 Subject to the discretion of the Chair, there shall be no discussion upon the minutes, except upon their accuracy. Any question of their accuracy shall be raised by motion. If no such question is raised, or if it is raised then as soon as it has been resolved, the Chair shall sign the minutes.

- 6.4 The Chief Executive (National Park Officer) shall make arrangements for a signed copy of the approved Minutes of every meeting of the Authority and every committee and sub-committee of the Authority to be kept securely and any minute purporting to be so signed shall be received in evidence without further proof.
- 6.5 The provisions contained in this Standing Order shall also apply in relation to meetings of all committees and sub-committees.
- 6.6 A copy of the draft minutes of the proceedings at each meeting of the Authority, its committees and sub-committees shall be published on the Authority's website within 15 working days after the date of the meeting, subject to the draft having been agreed with the Chair of the meeting concerned. The minutes shall be clearly marked as unconfirmed and subject to formal approval at the following meeting of the Authority, committee or sub-committee (as the case may be).

## **7. ATTENDANCE AT MEETINGS**

- 7.1 It is expected that Members will make every effort to attend meetings of the Authority or any of its committees or sub-committees to which they are appointed. The Chief Executive (National Park Officer) shall maintain a list of the membership of the Authority and of each committee and subcommittee and shall ensure that a record of attendance of meetings is kept.
- 7.2 A Member shall tender their apology to the Committee Officer not less than 3 days before the date of a meeting which they are unable to attend except in the event of emergency or sudden illness.
- 7.3 In exceptional circumstances, the Chief Executive (National Park Officer) in consultation with the Chair shall be authorised to consider and determine a request from a Member for leave of absence, for a period not exceeding 3 months (such period shall be capable of extension or renewal to a maximum aggregate period of 9 months).
- 7.4 Unless leave of absence has previously been agreed, a Member who fails to achieve at least 75% attendance at meetings of the Authority, or a committee, sub-committee to which they have consented to be elected or appointed (a separate record and account to be kept for every such body) in any 12 month period shall be invited by the Chief Executive (National Park Officer) and Chair of the Authority to a meeting to discuss the non-attendance.

## **8. COMMITTEES**

- 8.1 At the Annual Meeting of the Authority, the Authority shall resolve and appoint:
  - (a) The committees and sub-committees necessary to discharge the functions of the Authority
  - (b) The membership (including substitute members) or method of appointment for each committee and sub-committee
  - (c) the Chair and Deputy Chair(s) of each committee and sub-committee
  - (d) The terms of reference of each of those committees and sub-committees
  - (e) Whether non-voting members, assessors and advisers may also be co-opted to any such committee and sub-committee
  - (f) The limitations, if any, to be placed on the powers of any committee to arrange for the discharge of its functions by a subcommittee
- 8.2 Should a vacancy arise on a committee between annual meetings, the Authority shall fill that vacancy as soon as is practicable.



- 8.3 Pursuant to Standing Order 8.1(c), in the event that:
- (a) the Authority does not appoint the Chair and/or Deputy Chair(s) of a committee or sub-committee, the committee or sub-committee shall, at their first meeting following the Authority Annual Meeting elect from among their Members, except any Co-opted Members, a person or persons to fill the relevant vacancy or vacancies. The election shall take place in accordance with the rules on elections set out in [Appendix 2](#); and/or
  - (b) a vacancy for the position of Chair and/or Deputy Chair(s) arises between Annual Meetings of the Authority, the committee or sub-committee shall, at their first meeting following a relevant vacancy arising, elect from among their Members, except any Co-opted Member, a person or persons to fill the relevant vacancy or vacancies. The election shall take place in accordance with the rules on elections set out in [Appendix 2](#).
- 8.4 The Chair and Deputy Chair(s) shall serve until the next Annual Meeting of the Authority, but such persons shall, on ceasing to hold office at the end of their elected term, be eligible for reappointment or re-election.
- 8.5 If the Chair is absent from a meeting of a committee the Deputy Chair, if present, shall preside as Chair for that meeting. Where more than one Deputy Chair has been elected and are present at the meeting they will agree amongst themselves who will preside as Chair for that meeting.
- 8.6 If both the Chair and Deputy Chair(s) of the committee or sub-committee are absent when the meeting is due to commence, the Members of the committee or sub-committee present at that meeting shall choose a person from their number to preside as Chair for that meeting.
- 8.7 The number, date, time and place of meetings of every committee and sub-committee shall be as determined by the Authority, or if no such determination is made, as may be decided by the committee and sub-committee or its chairman for the convenient and/or efficient dispatch of its business.
- 8.8 For the avoidance of doubt, if the Chair or Deputy Chair of the Authority is appointed by the Authority to a committee or sub-committee, they will be a voting member of that committee or sub-committee unless the Authority specifies otherwise.
- 8.9 A Member shall have the right to attend any meeting of a committee of which they are not a member and may receive the relevant papers thereof however they shall not be entitled to speak at that meeting except with the consent of the Chair, neither shall they have any right to vote and they shall leave the meeting if requested to do so.
- 8.10 Every committee and sub-committee established under this Standing Order shall at all times be constituted and act in conformity with these Standing Orders and, in particular, the provisions set out in [Appendix 4](#) (Terms of Reference). The provisions of Standing Orders 9, 12, 13, 14, 15, 16 and 17 shall apply to the procedure to be followed at a meeting of a committee or sub-committee, with references to the Authority being read as references to the relevant committee or sub-committee, and references to the Chair of the Authority read as references to the Chair of the committee or sub-committee.

## **9. QUESTIONS BY MEMBERS**

### **9.1 Authority Business**

A Member may ask any question upon the business before the Authority (i.e. included in the summons for the meeting), if the question is put before the Authority's consideration of such business is concluded.

### **9.2 Notice of Questions and Replies Thereto**

A Member may also:

- (a) Ask any question relating to the business of the Authority provided written notice is received at the office of the Chief Executive (National Park Officer) at least nine working days before the meeting. A response to that question shall be made at that meeting
- (b) With the permission of the Chair, put any question relating to urgent business, but a written copy of such question shall be delivered to the Chief Executive (National Park Officer) not later than 3.00pm on the day before the meeting.

Provided that:

- (a) Where the desired information is contained in any publication of the Authority it shall be deemed a sufficient reply if the publication containing the information is indicated
- (b) If a reply to any question cannot conveniently be given at the meeting it will be deemed a sufficient reply if the answer is circulated to Members within 10 working days of the meeting at which the question was asked
- (c) Every question shall be put and answered without discussion and no provision shall be made for asking supplementary questions.

## 10. CONFIDENTIALITY

10.1 A Member or Officer of the Authority shall not:

- (a) Disclose any information or matter which has been reported to or debated by the Authority or any committee or sub-committee and which is confidential information within the meaning of s100A of the 1972 Act; or
- (b) Without the express permission of the Authority, disclose any information or matter which is identified as exempt information following a resolution pursuant to s100A of the 1972 Act to exclude the public from the meeting.

## 11. MEETINGS TO BE OPEN TO THE PUBLIC AND PRESS

11.1 Every meeting of the Authority or any committee or sub-committee shall be open to the public and press except in the following circumstances:

- (a) The public and press **SHALL** be excluded from the meeting during an item of business whenever it is likely, in view of the nature of the business to be transacted or the nature of the proceedings, that, if members of the public were present during that item, confidential information as defined in s100A(3) of the 1972 Act would be disclosed to them in breach of the obligation of confidence;
- (b) The public and press **MAY** by resolution under s100A(4) of the 1972 Act be excluded from the meeting during an item of business whenever it is likely, in view of the nature of the business to be transacted or the nature of the proceedings, that if members of the public were present during that item there would be disclosure to them of exempt information, as defined in s100 I of the 1972 Act.
- (c) A motion under Section 100A (4) of the 1972 Act to exclude the public shall be moved immediately by the Chair and put without debate. This shall apply in particular if any question arises at a meeting of the Authority or any Committee as to the appointment, promotion, dismissal, salary, superannuation, conditions of service or conduct of any Officer, or where persons are being considered for an appointment with the Authority.

- 11.2 A resolution under Standing Order 11.1(b) shall identify the proceedings, or the part of the proceedings, to which it applies, and state the description, in terms of Schedule 12A to the 1972 Act, of the exempt information giving rise to the exclusion of the public and press.
- 11.3 Unless the Chair directs otherwise, the business that is the subject of any resolution under Standing Order 11.1 shall, on the passing of that resolution, immediately stand adjourned until the conclusion of all other business at the meeting, at which time the Chair shall invite the public and press to leave the meeting so that the adjourned business shall be considered.
- 11.4 Unless the Chair directs otherwise, on the conclusion of any item of business taken following a resolution under Standing Order 11.1, Members shall immediately return to the Chief Executive or his nominee all reports, documents and papers relating to that item, for secure disposal as confidential waste.

## **12. MOTIONS WHICH MAY BE MOVED WITHOUT NOTICE**

- 12.1 The following motions and amendments need not be in writing and may be moved without notice:
  - (a) Appointment of the Chair and/or Deputy Chair of the meeting at which the motion is made
  - (b) Motions relating to the accuracy of the minutes
  - (c) To vary the order of business
  - (d) For leave to be given to withdraw a motion
  - (e) To amend a motion
  - (f) To refer the motion to a committee or sub-committee
  - (g) Receipt of reports or adoption of recommendations of committees or Officers and any consequent resolution
  - (h) "That the question be now put"
  - (i) "That the Authority (or committee) proceeds to the next item of business"
  - (j) "That the debate be now adjourned"
  - (k) "That the Authority (or committee) do now adjourn"
  - (l) To exclude the public in accordance with Standing Order 11
  - (m) "That the Member be not further heard" (Standing Order 17)
  - (n) "That the Member leave the meeting" (Standing Order 17)
  - (o) To give the consent of the Authority where the consent of the Authority is required by these Standing Orders
  - (p) Appointment of a committee or Member thereof occasioned by an item mentioned in the summons to the meeting.

## **13. MOTIONS**

### **13.1 Notice of Motion**

Notice of every motion (other than those which under Standing Order 12.1 may be moved without notice) shall be given in writing and signed by the Member or Members giving the notice and delivered so as to be received, wherever practicable, at least nine working days before the date of the next meeting of the Authority to the Chief Executive (National Park Officer). Upon receipt it shall be dated and numbered in the order in which it is received.

**13.2 Motions to be Set out in Summons**

The Chief Executive (National Park Officer) shall set out in the summons for every meeting of the Authority all motions of which notice has been duly given in the order in which they have been received, unless the Member when giving such notice intimated in writing that they propose to move it at some later meeting, or has since withdrawn it in writing.

**13.3 Motion Not Moved**

If a motion which is set out in the summons is not moved either by a Member who gave notice thereof or by some other Member on his/her behalf it shall, unless postponed by consent of the Authority, be treated as withdrawn and shall not be moved without fresh notice.

**13.4 Scope of Motion**

Every motion shall be relevant to some matter in relation to which the Authority has power or duties or which affects the South Downs National Park.

**13.5 Form of Motion**

If it shall appear to the Chief Executive (National Park Officer) that a motion of which notice has been received pursuant to Standing Order 13.1 is not in order or is framed in improper or unbecoming language or otherwise fails to comply with the provisions of these Standing Orders, the direction of the Chair shall be sought as to whether and in what form the motion shall be placed upon the Summons and Agenda, and the decision of the Chair, after consultation with the Member giving the notice if possible, shall be final.

**14. DEBATE**

14.1 All discussion and debate in a meeting of the Authority or any committee and sub-committee shall be conducted in accordance with the Rules of Debate set out in these Standing Orders in [Appendix 5](#).

14.2 For the purpose of conducting the business of meetings in an informal and amicable manner, it shall always be open to the Chair to allow debate which does not comply with the formalities of [Appendix 5](#).

**14.3 Points of Order**

A Member may raise a point of order or a matter of personal explanation and shall be entitled to be heard forthwith.

A point of order shall relate only to an alleged breach of a Standing Order or statutory provision and the Member shall specify the Standing Order or statutory provision and the way in which they considers it has been broken.

A personal explanation shall be confined to some material part of a former speech by him/her which appears to have been misunderstood in the present debate.

The ruling of the Chair on a point of order or on the admissibility of a personal explanation shall not be open to discussion.

#### **14.4 Respect for the Chair**

Whenever the Chair speaks during a debate, any Member then speaking shall immediately stop and the Authority shall be silent. The decision of the Chair on all points of procedure, order and interpretation of the Rules of Debate shall be final and no debate shall be permitted thereon **Provided Always** that the Chair's ruling on a particular issue or matter may be challenged by motion, which motion shall upon being duly seconded, be put without debate.

- 14.5 The Chair may at any time determine to call upon the meeting to bring its procedures into full and strict conformity with these Standing Orders and the decision as to the necessity for and/or timing of any such determination shall be final and not subject to debate or challenge.

### **15. VOTING**

- 15.1 Subject to Standing Order 2.2 every question shall be determined by the voices of those present or, at the discretion of the Chair, by a show of hands, unless otherwise decided by a majority of the meeting.
- 15.2 Pursuant to Schedule 12 of the 1972 Act, all questions coming or arising before a meeting of the Authority shall be decided by a majority of the Members of the Authority present and voting at that meeting.
- 15.3 On the Chair putting a motion to the vote, no further discussion on it shall take place. The question having been put by the Chair and voting having commenced no Member shall speak, nor any questions be asked.
- 15.4 Where an equality of votes on any matter arising throughout the course of any meeting occurs, the person presiding at that meeting in accordance with these Standing Orders shall have a second or casting vote. For avoidance of doubt, a second vote is where the person presiding at the meeting has already voted on the issue, and a casting vote is when they have abstained on the previous vote to preserve the status quo. In exercising a second or casting vote, regard shall be had to the guidance agreed by the Authority on this point.
- 15.5 If immediately after a vote is taken any Member so requests, a record shall be kept in the Minutes of that meeting whether that Member cast their vote for the question, against the question or abstained from voting.

### **16. REVERSAL OF PREVIOUS RESOLUTION**

- 16.1 No motion to rescind or reverse any substantive resolution passed by the Authority within the preceding six months and no motion or amendment to the same effect as one which has been rejected within the preceding six months shall be proposed unless the notice thereof given in pursuance of Standing Order 13 bears the names of at least six Members. When any such motion or amendment has been disposed of by the Authority, it shall not be open to any Member to propose a similar motion within a further period of six months. This Standing Order shall not apply to motions moved in pursuance of a recommendation of a committee.

### **17. PREVENTION OF DISORDER**

- 17.1 If during any meeting of the Authority the Chair forms the opinion that a Member has engaged or is engaging in misconduct by persistently disregarding the ruling of the Chair, or by behaving irregularly, improperly or offensively, or by willfully interrupting or obstructing the business of the Authority, the Chair shall inform the meeting of that opinion and may take any of the following actions, either in sequence or separately:
- (a) Formally warn the Member regarding his/her conduct

- (b) Direct that the Member refrain from speaking during all or part of the debate or meeting
  - (c) Direct that the Member withdraw from all or part of the remainder of the debate or meeting
  - (d) Move "That the Member named be not further heard" (the motion being put and determined without seconding or debate)
  - (e) Move "That the Member named do leave the meeting" (the motion being put and determined without seconding or debate)
  - (f) Adjourn the meeting of the Authority for such period as in the opinion of the Chair is expedient
- 17.2 In the event that an officer or member of the public willfully interrupts the proceedings at any meeting or behaves irregularly, improperly or offensively, the Chair shall warn him/her regarding his/her conduct. If the misconduct continues or is repeated the Chair shall order that person to leave the room for the remainder of the meeting. If the person refuses or fails to leave the room, or having left the room returns, the Chair may order his/her removal from the room and if necessary, adjourn the meeting until they do so.
- 17.3 In case of a general disturbance in any part of the room open to the public, the Chair may order that part to be cleared for all or part of the remainder of the meeting. In the event of a general disturbance which, in the opinion of the Chair renders the due and orderly dispatch of business impossible, in addition to any other power vested in him the Chair may, without the question being put, adjourn the meeting of the Authority for such period and to such place as the Chair shall consider expedient.

## **18. URGENT ACTIONS**

- 18.1 The decision-making powers, discretions and duties vested in the Authority are deemed to rest with the Authority as a statutory body corporate, except where they have been expressly delegated under the scheme of delegation to a properly constituted committee or sub-committee of the Authority or a Joint Committee or an Officer of the Authority.
- 18.2 The Authority recognises that exceptional circumstances may occasionally arise under which it is essential and in the best interests of the Authority for urgent action to be authorised and taken on its behalf, when such action does not fall within the scope of the scheme of delegation.
- 18.3 In such circumstances, the Chief Executive (National Park Officer) shall be empowered to act on the Authority's behalf, provided always that all such action shall be in accordance with policy and in the best interests of the Authority and shall only be taken after (a) having consulted with the Chair; and (b) having received and considered such legal and specialist advice as may be required to make a reasonable decision.
- 18.4 In the event that urgent action pursuant to Standing Order 18.3 appears to be necessary, but the Chair cannot be contacted despite diligent efforts or is unable to act, the Chair's responsibilities under Standing Order 18.3 shall be discharged by the Deputy Chair. If both are unavailable or unable to act, the Chair's responsibilities under Standing Order 18.3 shall be discharged by either the Chair of the Planning Committee or the Chair of the Policy and Resources Committee. If none of these persons are available and able to act, the matter shall not be dealt with except by a properly constituted extraordinary meeting of the full Authority
- 18.5 In the event that urgent action pursuant to Standing Order 18.3 appears to be necessary, but the Chief Executive is unavailable or unable to act, the Chief Executive's responsibilities under Standing Order 18.3 may be discharged by any Director of the Authority.

- 18.6 Any "urgent action" taken in accordance with Standing Order 18.3 shall be reported in writing to every Member of the Authority as soon as possible and in any event within 3 working days and shall also be reported to the next meeting of the Authority.

## **19. WHEN STANDING ORDERS MAY BE SUSPENDED, REVOKED OR ALTERED**

- 19.1 These Standing Orders shall only be capable of variation, amendment, revocation, replacement or other alteration by the Authority at a meeting of the full Authority and upon notice of motion specifying the alteration proposed to be made.
- 19.2 Excepting always those matters specified in Standing Order 19.3 below, Standing Orders or any part of them may, upon motion and without notice, be suspended at any meeting of the Authority as regards any agenda item or items at such meeting specified in that motion, provided that at least one half of the Members of the Authority are present.
- 19.3 For the avoidance of doubt, it is hereby declared that the following Standing Orders are not capable of suspension and further that no motion to suspend Standing Orders shall be moved in relation to them or their provisions:
- |     |  |                                     |
|-----|--|-------------------------------------|
| (a) | Membership of the Authority                | <a href="#">(Standing Order 1)</a>  |
| (b) | Quorum                                     | <a href="#">(Standing Order 4)</a>  |
| (c) | Order of business                          | <a href="#">(Standing Order 5)</a>  |
| (d) | Attendance at meeting                      | <a href="#">(Standing Order 7)</a>  |
| (e) | Confidentiality                            | <a href="#">(Standing Order 10)</a> |
| (f) | Meetings to be open to public and press    | <a href="#">(Standing Order 11)</a> |
| (g) | Voting                                     | <a href="#">(Standing Order 15)</a> |
| (h) | Prevention of disorder                     | <a href="#">(Standing Order 17)</a> |
| (i) | Urgent actions                             | <a href="#">(Standing Order 18)</a> |
| (j) | Suspension & alteration of Standing Orders | <a href="#">(Standing Order 19)</a> |

## **20. INSPECTION OF DOCUMENTS**

- 20.1 All reports made or minutes kept by the Authority shall be open for inspection by any Member at any reasonable time. Further, a Member may for the purposes of his/her duties as a Member, but not otherwise, inspect any document, report, file or background information which is in the possession of or under the control of the Authority (including documents and information held in electronic formats) that contains material relating to any business to be transacted at a meeting of the Authority or of any committee or sub-committee of the Authority, and shall be provided with a copy of such document, report or information on request.
- 20.2 **PROVIDED ALWAYS** that a Member shall not knowingly inspect and shall not call for a copy of any document relating to a matter in which they or a member of their family or close associate is professionally interested or in which they have a disclosable pecuniary interest and that this Standing Order shall not require the Solicitor to the Authority to allow inspection of any document which is, or in the event of legal proceedings would be, protected by legal professional privilege.
- 20.3 A Member who wishes to inspect any other document or information, not falling within paragraph 20.1, should make a written request to the Chief Executive (National Park Officer) specifying the documents or information.

- 20.4 Unless the Chief Executive (National Park Officer), after consultation with the Chair, believes that the request to inspect the document or information is unreasonable or improper or that the Member appears to have a personal or prejudicial interest in respect of any matter contained or referred to in the document or information, the document and information requested shall be produced for the Member's inspection.
- 20.5 If the Member's request under paragraph 20.3 appears to raise any legal issues affecting the Authority, the Monitoring Officer and the Authority's Solicitor shall be consulted before any decision is made.
- 20.6 If the matter is not resolved to the satisfaction of the Member making the request, it shall be referred to the next full meeting of the Authority.

## **21. AUTHORISATION AND AUTHENTICATION OF DOCUMENTS**

### **21.1 Sealing of Documents**

The Common Seal of the Authority shall not be affixed to any document unless the matter has been authorised by a resolution of the Authority, committee or sub-committee or by an Officer to whom the Authority have delegated their powers in this behalf.

### **21.2 Attestation of Sealing**

The Seal shall be attested by the Chief Executive (National Park Officer) or in his/her absence by a Director of the Authority and an entry of every sealing of a document shall be made and consecutively numbered in a sealing register kept by the Solicitor to the Authority.

### **21.3 Authentication of Documents**

Where any document will be a necessary step in legal proceedings or shall be a legal agreement, contract, notice, or order under hand on behalf of the Authority it shall (unless any other enactment requires or authorises or the necessary delegated authority shall have been given to some other person) be signed by the Chief Executive (National Park Officer) or in his/her absence by a Director of the Authority.

## **22. FINANCIAL REGULATIONS**

- 22.1 The Authority and its committees, sub-committees, working panels & other groups and every Member and Officer shall at all times act in accordance with and behave in conformity with all financial regulations as may be made by the Authority.

## **23. TREASURY MANAGEMENT**

- 23.1 All monies in the hands of the Authority shall be aggregated for the purposes of Treasury Management and shall be under the control of the Section 151 Officer or the Authority's appointed agent.
- 23.2 The Authority adopts the three key principles of CIPFA's 'Treasury Management in the Public Services: Code of Practice' (the "Code") as described in Section 4 of that Code. Accordingly the Authority will create and maintain, as the cornerstones for effective treasury management:
- A treasury management policy statement, stating the policies and objectives of its treasury management activities



- Suitable treasury management practices (TMPs) setting out the manner in which the Authority will seek to achieve those policies and objectives and prescribing how it will manage and control those activities
- 23.3 The content of the policy statement and TMP's will follow the recommendations contained in Sections 6 and 7 of the Code, subject only to amendment where necessary to reflect the particular circumstances of the Authority. Such amendments will not result in the Authority materially deviating from the Code's key recommendations.
- 23.4 The Authority will receive reports on its treasury management policies, practices and activities, including, as a minimum, an annual strategy and plan in advance of the year, and an annual report after its close, in the form prescribed in the TMP's.
- 23.5 The Authority delegates responsibility for the implementation and monitoring of its treasury management policies and practices to the Policy and Resources Committee and for the execution and administration of treasury management decisions to the Section 151 Officer who will act in accordance with the Authority's policy statement and TMP's.
- 23.6 All loans and investments shall be made in the name of the Authority or the Authority's nominee
- 23.7 The Section 151 Officer shall maintain records of all borrowing and investment of money by the Authority.

## **24. ROLE OF CHIEF EXECUTIVE AND DIRECTORS**

- 24.1 Pursuant to Schedule 7 of the 1995 Act, the Authority shall ensure that there is at all times a person appointed as Chief Executive (National Park Officer) with responsibility for the execution, maintenance and co-ordination of the Authority's duties, functions and responsibilities.
- 24.2 [Appendix 6](#) to these Standing Orders shall govern the appointment of the Chief Executive and any matter concerning the investigation and/or discipline of the Chief Executive.
- 24.3 [Appendix 7](#) to these Standing Orders sets out the general delegation of functions to the Chief Executive and Directors of the Authority.

## **25. DISCLOSABLE PECUNIARY INTERESTS**

- 25.1 Where a Member has a disclosable pecuniary interest in any matter being considered at a meeting of the Authority, committee or sub-committee at which they are present, and by virtue of S.31 of the Localism Act 2011 must not participate in discussion of, or vote on, that matter, the Member must in addition withdraw from the room where the meeting is being held while the discussion and vote take place, unless a dispensation from the Appointments Management & Standards Committee has been obtained.
- 25.2 Standing Order 25.1 does not prevent a Member from making representations on the matter to the meeting, in accordance with the Authority's public speaking procedures, provided that the Member withdraws from the room when those representations are concluded and before the discussion and vote on the matter take place.

## **26. APPOINTMENTS TO OUTSIDE BODIES**

- 26.1 At its Annual Meeting, the Authority shall make appointments to outside bodies where it considers such appointment will support and be consistent with the Authority's purposes and duties, policies objectives or outcomes or that the proposed appointment will add value to the Authority's activities.

- 26.2 At least 5 clear working days before the Annual Meeting, the Chief Executive shall circulate to all members a list of those bodies to which it is proposed to make appointments, inviting Members to express an interest in appointment to any of them to notify him by at least 2 clear working days before the meeting by writing or email. Such expressions of interest shall be considered by the Chair of the Authority and the Chairs of its committees, and proposals for appointment presented to the Annual Meeting for approval.
- 26.3 Where, between Annual Meetings of the Authority, the Chief Executive is of the view that there is a need to make a Member appointment to an outside body and the appointment cannot be deferred to the next Annual Meeting of the Authority, the Chief Executive shall, in consultation with the Chair of the Authority, make the appointment in accordance with the Appointment of Members to Outside Bodies Protocol. The Chief Executive shall report the appointment to the next meeting of the Authority.
- 26.4 Any Member appointed under Standing Order 26.1 or Standing Order 26.3 to an outside body shall, when in attendance at the outside body on behalf of the Authority, represent the interests of the SDNPA save that in respect of those bodies where Members perform a legal role as, for example, a trustee or director of a company, the appointees will need to comply with any applicable legislation and company articles relating to their role. Members must act in accordance with the Authority's Members' Code of Conduct and provide a written report to the next meeting of the Authority on the outcome of any meeting held by the outside body the member is appointed to.

## **27. TASK AND FINISH GROUPS**

- 27.1 The Authority, any of its committees or the Chief Executive in consultation with the Chair of the Authority or the Chair(s) of the relevant committee(s), as appropriate depending upon the proposed reporting arrangements, may, from time to time establish a Task and Finish Group of Members to explore a particular area of policy, project or other aspect of the Authority's business that falls within its remit, and to report back upon that matter to the Authority or relevant committee(s). When establishing a Task and Finish Group, the Authority, the establishing committee(s) or the Chief Executive in consultation with Chair of the Authority or the Chair(s) of the relevant committee(s) shall agree its terms of reference. Any amendments to the terms of reference of such a group shall be determined in the same manner.
- 27.2 Membership of a Task and Finish Group will be open to all Members of the Authority., When a Task and Finish Group is established, its membership will be agreed by the Authority, or the establishing committee(s) following a recommendation of the relevant Chair and Deputy Chair(s), or by the Chief Executive in consultation with the Chair of the Authority or the Chair(s) of the relevant committee(s), as appropriate. Any changes to the membership of such a group shall be determined in the same manner.
- 27.3 A Task and Finish Group will report the outcomes of its work to the Authority or relevant committee(s) via a report to be written by an Officer.
- 27.4 Where the Chief Executive establishes a Task and Finish Group or amends the terms of reference of such a group pursuant to Standing Order 27.1 and where the Chief Executive determines the membership of a Task and Finish Group or makes changes to the membership of such a group pursuant to Standing Order 27.2, they shall report this action to the next meeting of the Authority or relevant committee(s).

## **APPENDIX I PROVISIONS REGULATING MEMBERSHIP OF THE AUTHORITY**

1. Membership of the Authority shall be governed by the 1995 Act and the 2010 Order.
2. A Member may at any time resign his membership of the Authority by notice in writing delivered to the Chief Executive (National Park Officer) and his resignation shall take effect on the receipt of the notice by that Officer.
3. Where a vacancy arises in the membership of the Authority, it shall be filled as soon as is practicable:
  - (a) Where the vacancy is for a local authority Member, by the council in whose representation the vacancy arises; and
  - (b) Where the vacancy is for a Member whose appointment falls to be made by the Secretary of State in accordance with Paragraphs 3 and 4 of Schedule 7 to the 1995 Act, by the Secretary of State.
4. As soon as is practicable after receiving a notice under paragraph 2 above, the Authority shall give public notice of:
  - (a) The resignation, termination or vacancy, and
  - (b) The name of the person concerned.

## **APPENDIX 2 RULES ON ELECTIONS**

### **I. ELECTION OF CHAIR OF THE AUTHORITY**

I.1 The election of the Chair of the Authority shall be the first item of business at the Annual Meeting, or the meeting at which the election is to be held and shall be conducted as follows:

- (a) Not less than 20 clear working days before the date of the Annual Meeting, or the meeting at which the election is to be held, the Chief Executive shall email or write to all Members calling for nomination of any Member as Chair of the Authority to be submitted in writing (including email).
- (b) To be valid, a nomination shall be proposed and seconded by two other Members of the Authority. A nomination shall include a declaration by the candidate that they are willing to stand for election, and a statement of not more than 100 words outlining the candidate's relevant skills and experience
- (c) Nominations, together with the details of the proposer and seconder, shall be submitted in writing, or by email using the nominated Member's @southdowns.gov.uk email address, to the Chief Executive at least 10 clear working days before the Annual Meeting, or the meeting at which the election is to be held. At least 2 clear working days before the Annual Meeting or the meeting at which the election is to be held, the Chief Executive shall inform Members in writing or by email of all candidates duly nominated, the proposer and seconder of each, and provide a copy of the candidate's statement outlining their relevant skills and experience.
- (d) At the start of the Annual Meeting or the meeting at which the election is to be held the Chief Executive (National Park Officer) or his/her nominee shall preside for this first item of business
- (e) The Authority's Monitoring Officer, Deputy Monitoring Officer or Solicitor shall act as Returning Officer and shall be responsible for the election process
- (f) The person presiding shall declare nominations closed and the Returning Officer shall announce the valid nominations which have been received
- (g) If only one nomination has been received, the person presiding shall declare that person duly elected and shall install them as Chair of the Authority
- (h) If more than one valid nomination has been received, the election shall proceed by ballot
- (i) The person presiding shall invite each candidate, or - if the candidate prefers - the person nominating the candidate, to address the meeting for not more than 2 minutes, in alphabetical order by surname
- (j) Once the candidates have addressed the meeting, the ballot shall be held without comment, question or debate
- (k) A secret ballot shall be held using the elimination ballot system as follows:
  - (1) The Returning Officer shall invite Members to vote clearly for one candidate only. Candidates shall be entitled to vote for themselves
  - (2) The Returning Officer shall distribute the voting papers to Members and then collect them once votes have been cast
  - (3) The Returning Officer shall examine the voting papers and shall sort them into parcels according to the votes recorded for each candidate, rejecting any that are invalid
  - (4) If once the votes have been counted the candidate with the highest number of votes has secured more than 50% or more of the number of votes cast, the Returning Officer shall inform the person presiding who shall declare that candidate duly elected

- (5) If the candidate with the highest number of votes does not secure more than 50% or more of the number of votes cast, the Returning Officer shall inform the person presiding that a further ballot is required and the name of the candidate with the lowest number of votes, who shall be eliminated from the ballot
- (6) The person presiding shall declare to the Annual Meeting the name of the candidate who is eliminated from the ballot and shall call for a further ballot between the remaining candidates
- (7) This process of elimination shall continue until such time as a candidate secures the highest number of votes **AND** more than 50% or more of the number of votes cast, at which time the Returning Officer shall inform the person presiding who shall declare that candidate duly elected
- (8) In the event of a tie or equality of votes in any ballot, for whatever cause, the person presiding shall without comment, question or debate call for a further ballot. In the event of a further tie or equality of votes in that ballot, the matter shall be settled by the person presiding on the toss of a coin.

## **2. ELECTION OF DEPUTY CHAIR OF THE AUTHORITY**

- 2.1 The election of the Deputy Chair of the Authority shall be the second item of business at the Annual Meeting or the meeting at which the election is to be held. The process for election of the Deputy Chair shall be the same as that for the election of the Chair set out above in Paragraphs I(a) – (k)(8) of this Appendix, subject to the following amendments:
  - (a) All references to the “Chair” shall be read as references to the “Deputy Chair”
  - (b) In paragraph I(f), the person presiding over the election of the Deputy Chair shall be the Chair of the Authority, not the Chief Executive.

## **3. ELECTION OF CHAIR OF A COMMITTEE**

- 3.1 In the event that the Authority does not appoint the Chair of a committee or in the event that a vacancy for the position of Chair arises between Annual Meetings of the Authority, the process for election of the Chair shall be as follows:
  - (a) Any Member of the Committee wishing to stand for election as Chair of that committee shall inform the Chief Executive in writing (including email) not less than 5 clear working days before the date of the committee’s meeting.
  - (b) A Member of the Committee (in accordance with SO 8.3, a Co-opted Member is not eligible to be elected as Chair of a Committee) shall be entitled to nominate themselves, and no proposer or seconder is required. A nomination shall include a declaration by the candidate that they are willing to stand for election, and a statement of not more than 100 words outlining the candidate’s relevant skills and experience.
  - (c) At least 2 clear working days before the committee’s meeting, the Chief Executive shall inform Members of the committee in writing or by email of all candidates duly nominated and provide a copy of the candidate’s statement outlining their relevant skills and experience
  - (d) At the start of the committee’s meeting, the Chief Executive (National Park Officer) or his/her nominee shall preside for this first item of business
  - (e) The Authority’s Monitoring Officer, Deputy Monitoring Officer or Solicitor shall act as Returning Officer and shall be responsible for the election process
  - (f) The person presiding shall declare nominations closed and the Returning Officer shall announce the valid nominations which have been received
  - (g) If only one nomination is received, the person presiding at the meeting shall declare that person duly elected

- (h) If more than one valid nomination has been received, the election shall proceed by ballot
- (i) The person presiding shall invite each candidate to address the meeting for not more than 2 minutes, in alphabetical order by surname.
- (j) Once the candidates have addressed the meeting, the ballot shall be held without comment, question or debate, as follows:
  - (1) The Returning Officer shall invite Members to vote clearly for one candidate only. Candidates shall be entitled to vote for themselves.
  - (2) The Returning Officer shall distribute the voting papers to Members and then collect them once the vote has been cast
  - (3) The Returning Officer shall examine the voting papers and shall sort them into parcels according to the votes recorded for each candidate, rejecting any that are invalid
  - (4) If once the votes have been counted the candidate with the highest number of votes has secured more than 50% or more of the number of votes cast, the Returning Officer shall declare that candidate duly elected
  - (5) If the candidate with the highest number of votes does not secure more than 50% or more of the number of votes cast, the Returning Officer shall inform the committee that a further ballot is required and the name of the candidate with the lowest number of votes, who shall be eliminated from the ballot
  - (6) The Returning Officer shall declare to the meeting the name of the candidate who is eliminated from the ballot and shall call for a further ballot between the remaining candidates
  - (7) This process of elimination shall continue until such time as a candidate secures the highest number of votes **AND** more than 50% or more of the number of votes cast, at which time the Returning Officer shall declare that candidate duly elected
  - (8) In the event of a tie or equality of votes in any ballot, for whatever cause, the person presiding at the meeting shall without comment, question or debate call for a further ballot. In the event of a further tie or equality of votes in that ballot, the matter shall be settled by the person presiding on the toss of a coin.

#### **4. ELECTION OF DEPUTY CHAIR(S) OF A COMMITTEE**

- 4.1 In the event that the Authority does not appoint the Deputy Chair(s) of a committee or in the event that a vacancy for the position of Deputy chair arises between Annual Meetings of the Authority the process for election of the Deputy Chair(s) shall be as follows:
  - (a) Any Member of the committee wishing to stand for election as Deputy Chair of that committee shall inform the Chief Executive in writing (including email) not less than 5 clear working days before the date of the committee's meeting.
  - (b) A Member of the committee (in accordance with SO 8.3, a Co-opted Member is not eligible to be elected as Deputy Chair of a Committee) shall be entitled to nominate themselves, and no proposer or seconder is required. A nomination shall include a declaration by the candidate that they are willing to stand for election, and a statement of not more than 100 words outlining the candidate's relevant skills and experience.
  - (c) At least 2 clear working days before the committee's meeting, the Chief Executive shall inform Members of the committee in writing or by email of all candidates duly nominated and provide a copy of the candidate's statement outlining their relevant skills and experience
  - (d) The Authority's Monitoring Officer, Deputy Monitoring Officer or Solicitor shall act as Returning Officer and shall be responsible for the election process

- (e) The Chair shall declare nominations closed and the Returning Officer shall announce the valid nominations which have been received
- (f) If the total number of valid nominations received do not exceed the number of vacancies, the Chair at the meeting shall declare the person(s) duly elected
- (g) If the total number of valid nominations received does exceed the number of vacancies, the election shall proceed by ballot
- (h) The person presiding shall invite each candidate to address the meeting for not more than 2 minutes, in alphabetical order by surname.
- (i) Once the candidates have addressed the meeting, the ballot shall be held without comment, question or debate, as follows:
  - (1) The Returning Officer shall invite Members to vote clearly for the number of candidates for which there are vacancies. Candidates shall be entitled to vote for themselves.
  - (2) The Returning Officer shall distribute the voting papers to Members and then collect them once the vote has been cast
  - (3) The Returning Officer shall examine the voting papers and shall sort them into parcels according to the votes recorded for each candidate, rejecting any that are invalid.
  - (4) Once the votes have been counted, one of the following outcomes will apply:
    - (a) where there is only one vacancy, if a candidate has secured more than 50% of the number of votes cast, the Returning Officer shall declare that candidate duly elected.
    - (b) If the candidate with the highest number of votes does not secure more than 50% of the number of votes cast, the Returning Officer shall inform the committee that a further ballot is required and the name of the candidate with the lowest number of votes, who shall be eliminated from the ballot. The Returning Officer shall declare to the meeting the name of the candidate who is eliminated from the ballot and shall call for a further ballot between the remaining candidates
    - (c) This process of elimination shall continue until such time as a candidate secures the highest number of votes AND more than 50% or more of the number of votes cast, at which time the Returning Officer shall declare that candidate duly elected
    - (d) In the event of a tie or equality of votes in any ballot, for whatever cause, the person presiding at the meeting shall without comment, question or debate call for a further ballot. In the event of a further tie or equality of votes in that ballot, the matter shall be settled by the person presiding on the toss of a coin
    - (e) Where there is more than one vacancy, the vacancies shall be filled by the candidates receiving the highest number of votes and the Returning Officer shall declare the candidates as duly elected.
    - (f) In the event of a tie or equality of votes in any ballot, for whatever cause, the person presiding at the meeting shall without comment, question or debate call for a further ballot. In the event of a further tie or equality of votes in that ballot, the matter shall be settled by the person presiding on the toss of a coin

## **APPENDIX 3 PROVISIONS RELATING TO PUBLIC PARTICIPATION AT MEETINGS**

For the purposes of this Schedule “participation” and “participate” shall mean the asking of any question, the making of any presentation or statement, or the submission of any petition.

### **I. PUBLIC PARTICIPATION AT MEETINGS OF THE AUTHORITY**

- I.1 Subject to certain limitations and exceptions as set out below, Parish Councils (including Parish Meetings), members of the public and representatives of organisations shall have an opportunity to participate at meetings of the Authority.
- I.2 The agenda for a meeting of the Authority, save the Annual Meeting, shall include an agenda item to receive public participation.
- I.3 Any member of the public or representative of an organisation who wishes to take this opportunity of participation at a meeting of the Authority shall notify the Committee Officer at least 24 hours before the commencement of the meeting.
- I.4 The notification under I.3 above shall include the name of the person to address the meeting and a brief summary of the matter or matters to be raised, in the case of a Parish Council or Meeting, written confirmation that the person is authorised to speak on behalf of the Parish Council or Meeting.
- I.5 For the avoidance of doubt, participation may be exercised with regard to any matter within the remit of the Authority and shall not be limited to matters on the agenda for that meeting.
- I.6 Subject to Standing Order 5, the Chair will invite each speaker who has given prior notice in accordance with I.3 (above) to address the meeting. Where a member of the public wishes to address the meeting, but has not given prior notice in accordance with I.3 (above) the member of the public may speak at the discretion of Chair. Speakers may address the meeting for up to three minutes, or such longer period as the Chair in his/her absolute discretion may permit. Any statements, questions or petitions shall be heard and received without debate. Members may ask questions for clarification but shall not respond on any matter or enter into any debate.
- I.7 Every person asking a question or making a statement requiring a response shall receive a written response from an Officer of the Authority within 14 days, unless additional time for investigation and/or consideration is required. If additional time is required a response shall be sent giving reasons and the date by which it is anticipated that a final response will be provided.
- I.8 Members of the Authority shall be informed of the response in due course.
- I.9 Where there are a number of people wishing to participate, who in the opinion of the Chair appear to be concerned with the same subject matter, the Chair may indicate that the number of individual speakers cannot be accommodated and may ask those concerned to nominate a spokesperson to address the meeting. In these circumstances the Chair may allow a brief adjournment to enable a spokesperson to be appointed and may indicate that a speaking time in excess of three minutes will be permitted.
- I.10 The total time allowed for all public participation at any meeting under these Standing Orders shall not normally exceed 20 minutes.
- I.11 Upon the conclusion of the time for public participation the Chair shall move to the next item of business and from that point no further public participation shall be permitted at that meeting.
- I.12 For the avoidance of doubt “Chair” shall mean the person presiding at the meeting of the Authority in accordance with Standing Order 2.



## **2. PUBLIC PARTICIPATION AT MEETINGS OF THE POLICY AND RESOURCES COMMITTEE AND APPOINTMENTS MANAGEMENT & STANDARDS COMMITTEE**

- 2.1 Subject to certain limitations and exceptions as set out below, members of the public and representatives of organisations shall have an opportunity to participate at meetings of the Policy and Resources Committee and Appointment Management & Standards Committee.
- 2.2 The agenda for a meeting of the Committee, save any extraordinary meeting, shall include an agenda item to receive public participation.
- 2.3 Any member of the public or representative of an organisation who wishes to take this opportunity of participation at a meeting of the Committee shall notify the Committee Officer at least 24 hours before the commencement of the meeting.
- 2.4 The notification under 2.3 above shall include the name of the person to address the meeting and a brief summary of the matter or matters to be raised.
- 2.5 For the avoidance of doubt, participation may be exercised with regard to any matter within the purview of the Committee and shall not be limited to matters on the agenda for that meeting. Addresses related to a specific item may, at the Chair's discretion, be heard at the start of the relevant agenda item. Public addresses not related to a specific item will be heard under a single agenda item as set out at para 2.2 above.
- 2.6 The Chairman will invite each speaker who has given prior notice in accordance with 2.3 and 2.4 (above) to address the meeting. Where a member of the public wishes to address the meeting, but has not given prior notice in accordance with 2.3 (above) the member of the public may speak at the discretion of Chair. Speakers may address the meeting for up to three minutes, or such longer period as the Chairman in their absolute discretion may permit.
- 2.7 The total time allowed for all public participation at any meeting under these Standing Orders shall not normally exceed 20 minutes.
- 2.8 Any statements, questions or petitions shall be heard and received without debate. Members may ask questions for clarification but shall not respond on any matter or enter into any debate.
- 2.9 Every person asking a question or making a statement requiring a response shall receive a written response from an Officer of the Authority within 14 days, unless additional time for investigation and/or consideration is required. If additional time is required a response shall be sent giving reasons and the date by which it is anticipated that a final response will be provided.
- 2.10 Members of the Committee shall be informed of the response in due course.
- 2.11 Upon the conclusion of the time for public participation the Chair shall move to the next item on the agenda and from that point no further public participation shall be permitted at that meeting.
- 2.12 For the avoidance of doubt "Chair" shall mean the person presiding at the meeting of the Committee in accordance with Standing Order 2.

## **3. PUBLIC PARTICIPATION AT MEETINGS OF THE PLANNING COMMITTEE**

- 3.1 The South Downs National Park Authority (SDNPA) has been the local planning authority for the South Downs National Park (SDNP) from 1 April 2011. The SDNPA is responsible for planning across the entire National Park and agreed partnerships with the Local Authorities operating within the National Park boundary. For five of these, the SDNPA deals directly with all planning questions, advice and applications. The other nine Local Authorities deal with these matters on the SDNPA's behalf, however some of the more significant decisions may also be made by the SDNPA Planning Committee

3.2 This protocol provides an opportunity for public representations to be made to the Planning Committee in relation to those planning matters that it determines. Decisions on other applications will be made by the constituent local authorities and all 15 SDNP local authorities have their own public speaking schemes.

3.3 You may, therefore, wish to make representations to the appropriate local authority on such applications. The SDNPA can provide advice on the appropriate determining authority on a case by case basis.

#### **What is Public Speaking at the Planning Committee?**

3.4 The SDNPA Planning Committee is a meeting held in public. The purpose of the committee is for the committee members to debate and decide the matters on the agenda. The SDNPA's invitation to speak at its Planning Committee provides an opportunity for members of the public to directly address the committee with issues of concern to them.

3.5 All aspects of public speaking at SDNPA Planning Committee meetings are subject to the discretion of the Planning Committee Chair. Normally, a maximum of six public speakers may be invited to speak on each planning application or related matter on the agenda (a maximum of three in support and three against). This number includes the applicants and/or their agents. Each speaker will be allowed up to three minutes to speak. Multiple agenda items related to a single site are considered to be a single subject, and therefore public speakers may address the committee once, regardless of how many agenda items the matter comprises.

#### **What matters can I speak on?**

3.6 You can ask to speak on any planning application that the SDNPA is proposing to determine and on any other matters that are being considered by the Committee. This might include its views on any potential enforcement action or matters relating to the development of planning policy or related supplementary advice.

3.7 You can only speak on items that are on the agenda of the meeting at which you ask to speak. The introduction or submission of additional evidence by public speakers in the form of written documents or photographs for display, circulation or distribution will not be permitted during the Planning Committee meeting. Any additional material relevant to the matter to be considered should be given to the planning officers in time for them to evaluate it professionally. Where possible, this should be at least 7 days before the meeting so that officers and Members have adequate time to properly consider it.

#### **Who can speak at the Planning Committee?**

3.8 To speak at an SDNPA Planning Committee you should normally have made written representations on the planning matter in question and you should notify the SDNPA beforehand, so please let the SDNPA know that you wish to speak, as soon as possible. You may approach a local Parish, Town, District, Unitary or County Councillor to speak on your behalf, if you prefer.

3.9 The people who can speak at the Planning Committee, and the order in which they will be invited to speak, are:

- Up to three individuals or group representatives, including any County, Unitary, District, Town or Parish Council representatives, who are opposing the application.
- Up to three individuals or group representatives, including any County, Unitary, District, Town or Parish Council representatives, who are supporting the application. This includes the applicant or agents, who have the right of reply to any points made.
- Any other Member of the South Downs National Park Authority (to speak for a period to be agreed with the Chair of the Committee.)

3.10 If more than three individuals or representatives wish to raise similar points, then they will be asked to agree amongst themselves who should speak on their behalf. If necessary, the Chair of the Planning Committee will make any final decision on which members of the public may

speak on an issue. The Chair may use his/her discretion to increase the number of people who may speak.

**How will I know if and when the item I am interested in is going to Committee?**

- 3.11 If you are interested in a planning matter within the SDNP and you are considering making representations to the SDNPA about it, you should first approach the relevant local authority, and establish whether it has been referred to the SDNPA for determination.

If it has, you should then contact the SDNPA to establish whether the matter is being reported to the SDNPA Planning Committee, and if so, when it is to be considered.

- 3.12 The Member Services Team has details of all future Planning Committee dates and 8 days before the Committee will know which items are to be included on the agenda. Details of forthcoming meeting dates and agenda and minutes can be found on our website.

- 3.13 Copies of reports are normally available on our website at least 7 days before the meeting or they can be obtained from the Committee Officer. In addition, a copy of the agenda for the meeting can be posted to speakers, on written request.

**How do I register my interest in speaking?**

- 3.14 You will need to telephone or email the Committee Officer on 01730 814810 no later than 12 noon, 3 working days before the meeting (if the meeting is held on a Thursday, this would be 12 noon the previous Monday). The email address is as follows:  
public.speaking@southdowns.gov.uk

- 3.15 When you call or email, please be ready to provide:

- Your name, address and daytime telephone number (and email address, if available)
- The application number and details of the proposed development to which it refers or details of the other matters that you wish to speak about
- Confirmation of whether you wish to speak in support or against an application or other matter
- Confirmation of whether you are representing yourself or anyone else
- Confirmation that we can provide your details to other people also wishing to speak so that you can agree who will speak, in the event of their being more than 3 potential speakers.
- Details of any special access or other arrangements that you may require.

**What if I am unable to turn up on the day?**

- 3.16 You may nominate a substitute, giving details to the Committee Officer by no later than 4.00pm on the last working day before the Planning Committee meeting.

**Arriving at the Planning Committee meeting**

- 3.17 If you are invited to speak to the Planning Committee, then you should arrive at the appropriate venue at least 15 minutes before the meeting begins. A member of the SDNPA staff will be there to meet you and to explain the procedures.

**What will happen in the meeting?**

- 3.18 The Chair will ask the appropriate officer to introduce and, if necessary, update the report. Each speaker will then be allowed up to three minutes to address the Committee about the proposal or matter in question.

**Late Representations**

- 3.19 All members of the public have the opportunity to make representations on planning applications during the consultation phase.

- 3.20 If a member of the public wishes to make any comments on an application after the consultation phase has closed, these should be sent to the case officer dealing with the

application as soon as possible before the date of the planning committee meeting so that the information may be professionally considered and evaluated. It cannot be guaranteed that information sent directly to Members within short time frames of meetings will be considered by the Planning Committee.

### **Good practice on speaking at Planning Committee**

- 3.21 Please read the appropriate report carefully before deciding what you want to say. The Committee Members will have read the report and you do not need to repeat report contents at the meeting.
- 3.22 What you can add is information on points you have submitted that you may feel are missing from or are not adequately covered in the report - or you might wish to make a particular emphasis that you feel is not being adequately made. Some points to consider are:
- The Committee will listen to what you say **but will not debate your opinions with you**
  - The Chair will invite you to start speaking and your three minutes will be timed by the Committee Officer
  - Concentrate on explaining the points that you (or the group you are representing) have already made in writing and what the most important of those are.
  - The introduction or submission of additional evidence by public speakers in the form of written documents or photographs for display, circulation or distribution will not be permitted during the Planning Committee meeting. Any additional material relevant to the matter to be considered should be given to the planning officers in time for them to evaluate it professionally. Where possible, this should be at least 7 days before the meeting so that officers and Members have adequate time to properly consider it.
  - The Planning Committee can and will only consider a planning application or other planning matters on what are sound and proper planning grounds.
  - You should not discuss the applicant's past behaviour, nor speculate about what you think their possible future intentions may be.
  - You may not discuss boundary disputes, covenants, reduction in property values or matters dealt with by other law (e.g. licensing).

### **What happens after I have spoken?**

- 3.23 After public speaking is complete, the Planning Committee will consider the application or other matter. This will normally be debated in public and **there will be no further opportunities for non-committee members to speak.**
- 3.24 For further information and advice about the public speaking arrangements, please contact:  
Member Services, South Downs National Park Authority, South Downs Centre, North Street, Midhurst, West Sussex, GU29 9DH.  
Tel: 01730 814810

## **4. CLARIFICATION IN RELATION TO MEMBER'S INTERESTS**

- 4.1 Where a member of the Authority declares an interest and does not participate in the discussion on an item of business at a meeting of the Authority or a committee, they may address the meeting as if they were a member of the public before leaving the meeting room. In such a case, the member is not required to give advance notification of their intention to speak.

## **APPENDIX 4 COMMITTEE TERMS OF REFERENCE**

### **PLANNING COMMITTEE: TERMS OF REFERENCE**

1. To exercise all development Management functions which are conferred upon the local planning authority except where, and to the extent that, the exercise of such functions has been delegated to local councils.
2. To decide Planning policy matters of local, or non-strategic, significance, including neighbourhood plans, Supplementary Planning Documents and development orders but excluding non-planning related community-led plans. At the key milestone stages of planning policy, matters of strategic significance are to be determined by the Authority, including Regulation 19 stage (pre-submission) of the SDNP Local Plan, planning policy matters of strategic significance relating to adjoining authorities, and strategically significant planning policy matters of partner organisations such as LEPs, LSPs etc. All such matters will be reported to the Planning Committee for comment prior to consideration by the Authority.
3. To provide an Authority response to consultations from neighbouring authorities on planning matters, unless the response is of strategic significance.
4. To provide an Authority response to government and other consultations on planning matters unless the response is of strategic significance.
5. To approve consultation documents and arrangements on SDNPA policy matters such as development briefs, conservation area appraisals, joint LDF consultation documents where either the policy issues are of local or non-strategic significance, or no policy commitment is implied.
6. To authorise enforcement action which requires prosecution, the service of a “Stop Notice” or any other Notice or action which in the opinion of the Director of Planning might potentially have significant financial risks for the Authority.
7. To determine administrative and procedural matters relating to planning, such as Statements of Community Involvement and Local Development Scheme.
8. To determine the arrangements for charging the community infrastructure levy.
9. To determine the allocation of resources received through the community infrastructure levy.
10. To authorise the preparation of planning obligations under Section 106 of the Town and Country Planning Act 1990 on such applications that are before the Committee.
11. To consider and report to the Authority on any other matter delegated to it by the Authority.

## **POLICY AND RESOURCES COMMITTEE: TERMS OF REFERENCE**

### **I. AUDIT**

- I.1 To meet the requirements of the Accounts and Audit Regulations 2015 in respect of:
- Conducting an annual review of the effectiveness of the system of internal control;
  - Conducting an annual review of the effectiveness of internal audit;
  - Reviewing the outcome of annual review of governance arrangements and approving the Annual Governance Statement, ensuring it contains any actions for improvement; and
  - Considering and approving the Authority's annual Statement of Accounts
- I.2 To ensure the robustness of risk management and performance management arrangements.
- I.3 To provide assurance as to the adequacy of arrangements for the prevention and detection of fraud and corruption.
- I.4 To agree the internal audit plan and annual report, and receive progress and other relevant internal audit reports.
- I.5 To agree the External Auditor's Annual Audit Plan, and receive the District Auditor's Audit Results Report and other relevant reports.
- I.6 To provide assurance as to compliance with the Authority's Treasury Management Policy, Financial Regulations and Procedures and Capital Strategies
- I.7 Consider and recommend to the Authority the approach to the appointment of the Authority's external Auditor
- I.8 To recommend to the authority any material and/or substantial changes to the Financial regulations and Financial Procedures

### **2. STRATEGIES AND POLICIES**

- 2.1 To recommend annually to the Authority:
- The Corporate and Business Plans including strategies and priorities, appropriate objectives and key performance measures; Treasury Management Policy and Capital Strategies.
- 2.2 To review and recommend to the NPA the adoption or revision of the Partnership Management Plan and monitor and review its delivery
- 2.3 To approve appropriate resource plans (including workforce plans, information strategies, procurement and estates strategy), and policies, procedures and systems to support effective resource management
- 2.4 To develop and consider policies and strategies for recommendation to the NPA save for when these are delegated to another Committee or Officer.
- 2.5 To consider, and where the Committee considers it appropriate, endorse Whole Estate Plans.
- 2.6 To consider, and where the Committee considers it appropriate, endorse non-planning related community led plans, including Parish Plans, Market Town Health Checks and Landscape Character Assessments
- 2.7 To decide applications for, or reviews, of directions for restrictions on Access Land referred to the Committee by the Chief Executive
- 2.8 To agree a strategy for the South Downs National Park Authority brand and identity, and to monitor and review its implementation.

### **3. GRANTS AND PROJECTS**

- 3.1 To have oversight of bids for grant funding including to receive updates on the submission of bids for grant funding and the application of grants funds received.
- 3.2 To have oversight of the Strategic Fund including approving project bids to the Fund in excess of £50k up to a maximum SDNPA contribution of £100k. To recommend for approval by the NPA any Strategic Fund project bid where the SDNPA contribution exceeds £100k.
- 3.3 To receive updates from the South Downs National Park Trust on the financial position and operational activities of the Sustainable Communities Fund.

### **4. PERFORMANCE AND PROCUREMENT**

- 4.1 To monitor and identify improvements arising from the outcomes and evaluation of projects identified by the Committee, audits, survey and other feedback and make recommendations as appropriate.
- 4.2 To monitor and review the performance, including financial performance, of the Authority in the context of its business delivery, and the management and maintenance of the Authority's assets in accordance with the Authority's agreed budget, Corporate Plan and other approved plans, and make recommendations for changes as appropriate.
- 4.3 To agree arrangements for the procurement and ongoing monitoring of external contracts for support services, and to authorize entering into contracts of a value of £100k or greater in accordance with Contract Standing Orders.
- 4.4 To monitor and review the performance including financial performance of South Downs Commercial Operations Limited in the context of its business delivery against the agreed operating agreement and annual business plan and make recommendations to the NPA as appropriate.
- 4.5 To review the operating agreement agreed between the Authority and South Downs Commercial Operations Limited and make recommendations to the Authority, as appropriate.
- 4.6 To exercise any function of the Authority with regard to audit and/or inspection arising under the operating agreement agreed with South Downs Commercial Operations Limited.

### **5. OTHER**

- 5.1 To consider and report to the Authority on any other matter delegated to it by the Authority.

## **APPOINTMENTS, MANAGEMENT AND STANDARDS COMMITTEE: TERMS OF REFERENCE**

1. To determine the terms and conditions of employment of the Chief Executive (National Park Officer), including relocation payments, etc.
2. To determine the remuneration, annual pay award/performance pay, any accelerated progression of the Chief Executive (National Park Officer) (taking into account the contractual and other pay remits and agreements entered into in respect of the wider staff establishment)
3. To set the performance objectives and assess the performance of the Chief Executive (National Park Officer) annually
4. To manage all other aspects of the Chief Executive (National Park Officer)'s and SDNPA's contractual employment relationship, including, but not limited to, performance during the probationary period, capability, conduct and grievance matters, and matters relating to extension of ill-health leave (including the extensions of sick pay) or other terminations of employment.
5. Where the Authority determines to appoint a Chief Executive (National Park Officer) and it decides not to make the appointment exclusively from among existing officers, to undertake the recruitment, selection and appointment process in accordance with the relevant requirements of the statutorily prescribed standing orders contained in Appendix 6 of the Authority's Standing Orders.
6. Before making an appointment of a Chief Executive (National Park Officer) or assigning additional responsibilities to a person holding such an appointment, to consult with Natural England or DEFRA, as appropriate, and to extend an invitation to the consultee to attend the relevant meeting of the Committee.
7. Where the Committee considers it appropriate, to extend an invitation to a Member of the Authority to attend a particular meeting of the Committee.
8. To promote training and advice to Members and Co-opted Members on the Code of Conduct, relevant protocols adopted by the Authority, and related matters to enable high standards of conduct to be maintained.
9. To advise the Authority on the revision or replacement of its Code of Conduct for Members and Co-opted Members, and on the review of protocols relevant to ethical standards.
10. To advise the Authority on the arrangements to be applied for the investigation and determination of allegations of failure to comply with the Code of Conduct for Members and Co-opted Members, including advice on the involvement of at least one independent person in those arrangements, and to handle and determine such allegations in accordance with the approved procedures.
11. To consider and determine an application by a Member or Co-opted Member for the grant of a dispensation under Section 33 Localism Act 2011, relieving the restrictions on participation in, and voting on, a matter in which the Member or Co-opted Member has a disclosable pecuniary interest
12. To consider and determine a request by a Member or Co-opted Member for approval of their reasons for not attending meetings for a period of six consecutive months for the purposes of Section 85(1) Local Government Act 1972, provided that such a request is made and approved before the expiry of the six month period of non-attendance by the Member or Co-opted Member.
13. To consider and report to the Authority on any other matter delegated to it by the Authority



## **HEADS OF TERMS: COAST TO CAPITAL STRATEGIC JOINT COMMITTEE**

### **I. ESTABLISHMENT, PURPOSE AND FORM**

- 1.1 The Coast to Capital Strategic Joint Committee (“the Joint Committee”) shall be established from the Commencement Date
- 1.2 The over-arching purpose of the Joint Committee is to promote and support sustainable economic development and growth across the area served by the Coast to Capital Local Enterprise Partnership (“the LEP”). To achieve this, the Joint Committee will agree the Strategic Economic Plan as developed by the Board of the LEP (“the Board”) and also may advise the Board from time to time on the economic development and growth priorities of the area.
- 1.3 The Joint Committee shall be a joint committee appointed by two or more local authorities represented on the Joint Committee in accordance with section 102(1)(b) of the Local Government Act 1972.
- 1.4 The Joint Committee may appoint one or more sub-committees.
- 1.5 The lead authority for the Joint Committee shall be West Sussex County Council as the Accountable Body for the Local Growth Fund, whose functions in that capacity shall include financial, administrative and legal support (see paragraph 11)

### **2. INTERPRETATION**

- 2.1 In these Heads of Terms –
  - (i) ‘Commencement Date’ means such date as is approved by the local authorities represented on the Joint Committee.
  - (ii) ‘The LEP Area’ means the area encompassing the administrative boundaries of Brighton & Hove City Council, West Sussex County Council, London Borough of Croydon, Lewes District Council, and part of Surrey County Council - Epsom and Ewell District Council, Tandridge District Council, Mole Valley District Council and Reigate and Banstead District Council.
  - (iii) ‘Economic development and growth’ shall bear its natural meaning but with particular emphasis on:
    - employment and skills
    - business support, internationalisation and innovation
    - enterprise
    - infrastructure and transport
    - housing
    - investment and development
    - utilisation of property assets
    - strategic planning
  - (iv) “Strategic Economic Plan” means the plan created by the LEP for the LEP Area setting out the economic development and growth priorities as the basis for negotiation with government.

### **3. FUNCTIONS**

3.1 The functions of the Joint Committee are specified in paragraph 3.2 below, and may be exercised only in respect of the LEP Area.

3.2 The functions referred to in paragraph 3.1 are as follows:

- (i) To agree the Strategic Economic Plan and its revisions and amendments as proposed to the Joint Committee by the Board.
- (ii) To provide strategic advice to the Board from time to time on the economic development and growth priorities for the LEP Area.
- (iii) To nominate on request from the Board representatives from the district and borough local authorities who are members of the Joint Committee to serve as Directors on the Board.

### **4. REPORTING AND ACCOUNTABILITY**

4.1 The Joint Committee shall submit an annual report to each of the bodies represented on the Joint Committee.

### **5. MEMBERSHIP**

5.1 The following bodies shall be members of the Joint Committee:

#### County/Unitary Authorities

- Brighton & Hove City Council
- London Borough of Croydon
- Surrey County Council
- West Sussex County Council

#### District and Borough Authorities

- Adur District Council
- Worthing Borough Council
- Lewes District Council
- Mid-Sussex District Council
- Horsham District Council
- Crawley District Council
- Arun District Council
- Chichester District Council
- Epsom and Ewell District Council
- Tandridge District Council
- Mole Valley District Council
- Reigate and Banstead District Council

#### National Park Authority

- South Downs National Park Authority

- 5.2 Each of the bodies listed in paragraph 5.1 shall be represented at the Joint Committee by one person.
- 5.3 Each local authority member shall be represented at the Joint Committee by an elected Member nominated annually or a nominated substitute (see paragraph 8).
- 5.4 The South Downs National Park Authority shall be represented at the Joint Committee by its Chairman

## **6. CHAIR OF THE JOINT COMMITTEE**

- 6.1 The Chair of the Joint Committee shall be elected from among its members on an annual basis.

## **7. VOTING**

- 7.1 Decisions will be made on a simple majority of votes cast by members represented at a meeting.
- 7.2 Where voting at a meeting results in an equal number of votes cast in favour and against, the Chair of the Joint Committee shall have a casting vote.

## **8. SUBSTITUTION**

- 8.1 Where a representative of a member of the Joint Committee is unable to attend a Joint Committee meeting, a substitute representative of that member (if approved by it) may attend, speak and vote, in their place for that meeting.
- 8.2 A substitute member must be appointed from a list of approved substitutes submitted by the respective member to the Joint Committee at the start of each municipal year.

## **9. QUORUM**

- 9.1 Subject to paragraph 9.2, no business shall be transacted at any meeting of the Joint Committee unless at least eleven of the whole number of voting members are present.
- 9.2 In no case shall any business of the Joint Committee be transacted unless at least two voting representatives from the County/Unitary Authorities as set out in paragraph 5.1.1 are present.

## **10. TIME AND VENUE OF MEETINGS**

- 10.1 The Joint Committee will meet annually.
- 10.2 The Chair of the Joint Committee may call a special meeting of the Joint Committee at any time, subject to providing members with minimum notice of ten working days.

## **11. ADMINISTRATIVE AND LEGAL SUPPORT**

- 11.1 Administrative and legal support to the Joint Committee shall be provided by the lead authority, such legal support to include Monitoring Officer and Proper Officer functions in relation to the Joint Committee meetings.
- 11.2 Other members of the Joint Committee shall contribute to the costs incurred by the lead authority in connection with the activities described in 11.1. The contributions will be agreed on an annual basis.

## **12. OBSERVER STATUS**

- 12.1 The LEP shall have the right to attend meetings of the Joint Committee as an observer and to provide information and advice as requested by the Joint Committee, but will not have any role in voting or decision making.

## **13. REVIEW AND VARIATION OF HEADS OF TERMS**

- 13.1 The Joint Committee shall keep these Heads of Terms under review to ensure that the Joint Committee's purpose is given full effect.
- 13.2 These Heads of Terms may be varied only by complete agreement of all the members of the Joint Committee and in consultation with the Board.

## **14. PROCEDURE AT MEETINGS**

- 14.1 The standing orders of the lead authority will apply to meetings of the Joint Committee.

## **15. WITHDRAWAL**

- 15.1 Any member of the Joint Committee may give six months' notice in writing of intention to withdraw from membership of the Joint Committee and involvement in the Strategic Economic Plan.

## **APPENDIX 5 RULES OF DEBATE**

### **1. DISCRETION OF THE CHAIR**

For the purpose of conducting the business of meetings in an informal and amicable manner, it shall always be open to the Chair to allow debate which does not comply with the formalities of the rules set out below.

Equally, the Chair may at any time determine to call upon the meeting to bring its debate or any element of its debate into conformity with these rules. The decision as to the necessity for and/or timing of any such determination shall be final and not subject to debate or challenge.

### **2. DISCUSSION OF A MOTION OR AMENDMENT**

A motion or amendment shall not be discussed unless it has been proposed and seconded. Where the agenda item contains a recommendation, it shall be deemed at the commencement of the debate on that item that the recommendation has been formally moved by the Chair and seconded, and any subsequent motion shall be treated as an amendment thereto. Unless notice has already been given in accordance with Standing Order 13, the Chair may require the matter to be put into writing and handed to the Chair before it is further discussed or put to the meeting.

### **3. SECONDER'S SPEECH**

When seconding a motion or amendment, a Member may reserve their right to speak until later in the debate by declaring their intention to do so.

### **4. SPEAKING IN DEBATE**

A Member when speaking shall address the Chair. If two or more Members indicate a wish to speak, the Chair shall call one to speak; the other or others shall then await their opportunity to speak. While a Member is speaking the other Members shall refrain from speaking unless raising a point of order.

### **5. CONTENT AND LENGTH OF SPEECHES**

A Member shall direct their speech to the question under discussion or to a personal explanation or to a point of order. A Member shall not be entitled to read a prepared speech, but may refresh their memory by reference to short notes. No speech may exceed three minutes except with the consent of the Chair.

### **6. SPEAKING MORE THAN ONCE**

A Member who has spoken on any motion shall not speak again while it is the subject of debate, except:

- (a) once on an amendment moved by another Member;
- (b) if the motion has been amended since they last spoke, to move a further amendment;
- (c) if their first speech was on an amendment moved by another Member, to speak on the main issue, whether or not the amendment on which they spoke was carried;
- (d) in exercise of a right of reply;
- (e) on a point of order or by way of personal explanation.

## **7. AMENDMENTS TO MOTIONS**

An amendment shall be relevant to the motion and shall be either:

- (a) to leave out words; or
- (b) to insert or add words; or
- (c) to leave out words and insert or add others;

But such omission, insertion or addition of words shall not have the effect of negating the motion before the Authority, or introducing a substantially new proposal.

## **8. DISCUSSION OF AMENDMENTS**

Only one amendment may be moved and discussed at a time. No further amendment shall be moved until the amendment under discussion has been disposed of, but notice of further amendments may be given.

The Chair may permit two or more amendments to be discussed together (but not voted on together) if he is of the opinion that this course would facilitate the proper conduct of Authority business.

## **9. FURTHER AMENDMENTS**

If an amendment is not carried, other amendments may be moved on the original motion. If an amendment is carried, the motion as amended shall take the place of the original motion and shall become the motion upon which any further amendment may be moved.

The mover and seconder of a motion or an amendment not carried by the Authority shall not be entitled to move any further amendment to the same or similar effect at that meeting on the question under discussion.

## **10. WITHDRAWAL OF MOTION OR AMENDMENT**

A motion or amendment may be withdrawn by the mover with the consent of the seconder and of the Authority, which shall be signified without discussion, and no Member may speak upon the amendment after the mover has asked permission for its withdrawal, unless such permission has been refused.

## **11. RIGHT OF REPLY**

The mover of a motion has a right of reply at the close of the debate on the motion, immediately before it is put to the vote. The reply shall be strictly confined to answering previous speakers and shall not introduce any new matters into the debate. If an amendment is moved, the mover of the original motion shall also have a right of reply at the close of the debate on the amendment but shall not otherwise speak on the amendment. The mover of the amendment shall have no right of reply to the debate on that amendment.

## **12. MOTIONS WHICH MAY BE MOVED DURING DEBATE**

When a motion is under debate no other motion shall be moved except the following:

- (a) to amend the motion
- (b) that the question be now put
- (c) to adjourn the debate
- (d) to proceed to the next item of business
- (e) to adjourn the meeting
- (f) a motion under Standing Order 11 to exclude the public

- (g) that the Member be not further heard (Standing Order 17)
- (h) that the Member leave the meeting (Standing Order 17).

### **13. CLOSURE MOTIONS**

A Member may move without comment at the conclusion of a speech of another Member: "That the Authority proceed to the next item of business", "That the question be now put", "That the debate be now adjourned" or "That the Authority do now adjourn", on the seconding of which the procedure shall be as follows:

- (a) on a motion to proceed to the next item of business, unless in the Chair's opinion the matter before the meeting has been insufficiently discussed, the Chair shall first give the mover of the original motion a right of reply, and then put to the vote the motion to proceed to next business
- (b) on a motion that the question be now put, unless in the Chair's opinion the matter before the meeting has been insufficiently discussed, the Chair shall first put to the vote the motion that the question be now put, and if it is passed then give the mover of the original motion their right of reply before putting the motion to the vote
- (c) on a motion to adjourn the debate or the meeting, if in the Chair's opinion the matter before the meeting has not been sufficiently discussed and cannot reasonably be sufficiently discussed on that occasion the Chair shall put the adjournment motion to the vote without giving the mover of the original motion a right of reply on that occasion.

## **APPENDIX 6 THE CHIEF EXECUTIVE (NATIONAL PARK OFFICER)**

### **I. APPOINTMENTS**

- 1.1 Where the Authority determines to appoint a Chief Executive (National Park Officer) and it is determined that the appointment should not be made exclusively from among the existing Officers of the Authority, it shall:
- (a) draw up a statement specifying -
    - (i) the duties of the Chief Executive (National Park Officer), and
    - (ii) any qualifications or qualities to be sought in the person to be appointed;
  - (b) make arrangements for the post to be advertised in such a way as is likely to bring it to the attention of persons who are qualified to apply for it; and
  - (c) make arrangements for a copy of the statement mentioned in paragraph (a) above to be sent to any person on request.
- 1.2 Where a post has been advertised as provided in paragraph 1.1(b) above, the Authority shall:
- (a) interview all qualified applicants for the post, or
  - (b) select a short list from amongst such qualified applicants and interview those included on the short list, or
  - (c) where no qualified person has applied or is able to be appointed, make further arrangements for re-advertisement in accordance with paragraph 1.1(b) above.
- 1.3 Where the Authority determines to appoint a Chief Executive (National Park Officer);
- (a) the authority to take the steps required by paras 1.1 and 1.2 to select a preferred candidate; and
  - (b) the making of the appointment of a Chief Executive (National Park Officer)
- is delegated to the Appointments, Management & Standards Committee
- 1.4 Before making or adopting an appointment of a Chief Executive (National Park Officer) or assigning additional responsibilities to a person holding such an appointment, the Appointments, Management & Standards Committee shall consult Natural England or Defra as appropriate.

### **2. DISCIPLINARY ACTION**

- 2.1 No disciplinary action (within the meaning of Part II of the 1993 Regulations) in respect of the Chief Executive (National Park Officer) except action described in paragraph 2.2 below may be taken by the Authority, or by a committee, sub-committee, relevant Joint Committee or any other person on their behalf, other than in accordance with a recommendation in a report made by a designated independent person under Regulation 3 of the 1993 Regulations.
- 2.2 The action mentioned in paragraph 2.1 above is suspension of the Chief Executive (National Park Officer) by the Authority, or in an urgent case by the Chairman or in their absence the Deputy Chairman on behalf of the Authority, for the purpose of investigating the alleged misconduct occasioning the action; and any such suspension shall be on full pay and terminate no later than the expiry of two months beginning on the day on which the suspension takes effect.

### **3. INVESTIGATION OF ALLEGED MISCONDUCT**

- 3.1 Where it appears to the Authority that a complaint of misconduct involving the Chief Executive (National Park Officer) ("the Chief Officer") requires to be investigated, the



Authority shall appoint a person ("the designated independent person"), being such person as may be agreed between the Authority and the Chief Officer or, in default of such agreement, appointed by the Secretary of State.

3.2 The designated independent person -

- (a) may direct -
  - (iii) that the Authority terminate any suspension of the Chief Officer, or
  - (iv) that any such suspension shall continue after the expiry of the period mentioned in Paragraph 2.2 above or the expiry of any period specified in any such previous direction, as the case may be, or
  - (v) that the terms on which any such suspension has taken place shall be varied in accordance with the direction
  - (vi) that no steps (whether by the Authority or any Committee, Sub-committee or Officer of theirs) towards disciplinary action or further disciplinary action against the Chief Officer, other than steps taken in the presence, or with the agreement, of the designated independent person, are to be taken before a report is made under sub-paragraph (d) below;
- (b) may inspect any documents relating to the conduct of the Chief Officer which are in the possession of the Authority, or which the Authority has power to authorise them to inspect;
- (c) may require any Officer of the Authority to answer questions concerning the conduct of the Chief Officer;
- (d) shall make a report to the Authority -
  - (i) stating their opinion as to whether (and if so, the extent to which) the evidence they have obtained supports any allegation of misconduct against the Chief Officer, and
  - (ii) recommending any disciplinary action which appears to them to be appropriate for the Authority to take against the Chief Officer; and
- (e) shall no later than the time at which he makes his report under sub-paragraph (d), send a copy of the report to the Chief Officer.

3.3 The Authority shall pay the remuneration of the designated independent person, and reimburse any costs and expenses incurred by them in or in connection with the discharge of their functions.

## **APPENDIX 7 SOUTH DOWNS NATIONAL PARK AUTHORITY GENERAL DELEGATION OF AUTHORITY TO THE CHIEF EXECUTIVE AND DIRECTORS**

### **1. INTRODUCTION**

- 1.1 Section 101(1) Local Government Act 1972 provides that, subject to any express provision contained in legislation, a local authority (which term includes a National Park Authority) may arrange for the discharge of any of their functions by a committee, sub-committee or officer of the authority, or by any other local authority.
- 1.2 In the exercise of its power under section 101(1), and to ensure efficiency in the management of resources and delivery of services, the Authority has adopted this Scheme of Delegation to the Chief Executive and Directors.

### **2. GENERAL PRINCIPLES**

In all cases, officers shall carry out the functions delegated to them by this Scheme in accordance with the following general principles:

- 2.1 The objective for officers shall be to give effect to, and achieve the objectives of, the strategies, policies and plans adopted by the Authority and its committees.
- 2.2 Officers shall comply with all procedures and protocols adopted by the Authority, including Standing Orders, Financial Regulations, and the Officer Code of Conduct, and ensure that any expenditure that is incurred is provided for within the Authority's approved budget.
- 2.3 Officers shall maintain close liaison with the Chair of the Authority or, where the function being exercised relates to a matter within the terms of reference of a committee, sub-committee or panel, the Chair of that committee, sub-committee or panel (and in any case where the Chair is absent, the Deputy Chair(s) of the Authority, committee, sub-committee or panel, as the case may be).
- 2.4 The delegation of authority to officers is subject in all cases to the right of the Authority to discharge any function hereby delegated to any officer, instead of that officer, where the Authority considers this to be in the best interests of the Authority.

### **3. DELEGATION OF FUNCTIONS TO THE CHIEF EXECUTIVE**

The Chief Executive is hereby authorised to:

- 3.1 Undertake the day-to-day management and control of the Authority, its officers, resources, premises and services.
- 3.2 Make such decisions and take such action as he considers necessary to give effect to any decision of the Authority, its committees and panels and any objectives within the PMP or Authority Corporate Plan to ensure the efficient and effective co-ordination and discharge of the Authority's functions, including power to commit resources and incur expenditure within the Authority's approved budget.
- 3.3 Commission or otherwise undertake due diligence or other such investigatory activity in relation to matters being considered for inclusion in the Authority's capital programme.
- 3.4 Authorise any other officer of the Authority to act on his behalf in the exercise of any of the functions delegated to him, but shall remain fully accountable to the Authority for the discharge of such functions.
- 3.5 Authorise any Director to discharge the functions hereby delegated to him, in his absence.
- 3.6 Act in relation to the appointment, termination, discipline and determination of all matters relating to the employment of staff.

- 3.7 Commence, defend, participate in or settle any legal proceedings in any case where he considers this necessary to protect the interests of the Authority, including the power to take all such procedural or other steps incidental to such proceedings.
- 3.8 Authorise any officer of the Authority to prosecute or defend or appear in any legal proceedings further to Section 223 Local Government Act 1972.
- 3.9 Authorise staff to exercise such powers of entry, inspection and survey of land, buildings or premises and to issue evidence of such authority.
- 3.10 Sign any order or document necessary to give effect to any decision of the Authority or committee.
- 3.11 Agree any term, condition or provision within any legal documentation to protect the interests of the Authority.
- 3.12 Discharge any function hereby delegated to any Director, instead of that Director, or to authorise another Director to do so, in the Director's absence or where he considers this to be in the interests of the Authority.
- 3.13 Implement, manage and administer the Coast to Capital Local Enterprise Partnership Joint Committee.
- 3.14 In consultation with the Chair of the Authority the appointment of members to outside bodies in accordance with rule 26 where such appointment cannot be deferred to the next Annual Meeting of the Authority.
- 3.15 In consultation with the Chair of the Policy & Resources Committee, the power to make decisions on applications for, or reviews of, directions for restrictions on Access Land which require public consultation (long-term restrictions), except in those cases when the Chief Executive and Chair of the Policy and Resources Committee are of the opinion that it should be dealt with by the Policy and Resources Committee.
- 3.16 Make such decisions and take such actions he considers necessary, in line with any conditions imposed by Defra, and where appropriate taking into account any recommendations received from the Local Assessment Panel, any guidance issued by Defra and any professional advice received, to deliver the Farming in Protected Landscapes programme including but not limited to, the appointment and administration of the Local Assessment Panel and the approval of grant funding applications, irrespective of value.
- 3.17 Approve, in consultation with the Chair of the Policy and Resources committee, the submission of grant bids and the application of grant funds received irrespective of value
- 3.18 In relation to the operation of South Downs Commercial Operations Limited, exercise the powers of the NPA as Shareholder to:
  - 3.18.1 Sell, lease (as lessor), license (as licensor), transfer or otherwise dispose of any of its assets with a value, or at a total price, per transaction exceeding £50,000 unless the value, or total price per transaction equals or exceeds £100k except to the extent provided for in the Business Plan.
  - 3.18.2 Purchase, lease (as lessee), license (as licensee) or otherwise acquire any assets at a total cost to the Company per transaction equals or exceeds £50,000 unless the total cost to the Company per transaction equals or exceeds £100k except to the extent provided for in the Business Plan.
  - 3.18.3 Enter into any contract under which the liability for termination could exceed £50,000 unless such termination liability value could equal or exceed £100k.
  - 3.18.4 Enter into or make any contract with a cost to the Company of more than £50,000 unless the cost to the Company equals or exceeds £100k except to the extent provided for in the Business Plan.
  - 3.18.5 Incur any item or series of items of capital expenditure of more than £50,000 unless the value of such capital expenditure equals or exceeds £100k, except to the extent provided for in the Business Plan.

- 3.18.6 Give or take any loans, borrowing or credit (other than normal trade credit in the ordinary course of business) unless the value of such loans, borrowing or credit equals or exceeds £100k.
  - 3.18.7 Give any guarantee, suretyship or indemnity to secure the liabilities of any person or assume the obligations of any person unless the value of such guarantee, suretyship or indemnity equal or exceeds £100k.
  - 3.18.8 Alter the Company's accounting reference date.
  - 3.18.9 Change the bankers of the Company or open or close any bank accounts.
  - 3.18.10 Give notice of termination of any agreements of a material nature in the context of the Business or make any material variation or amendment to any such agreements.
  - 3.18.11 Commence, settle or defend any claim, proceedings or other litigation brought by or against the Company, except in relation to debt collection not exceeding £100,000 in the ordinary course of the Business in which case the Board of the Company may do this.
  - 3.18.12 Alter the Company's accounting reference date.
  - 3.18.13 Approve or sign the annual accounts of the Company.
  - 3.18.14 Change any of the Company's accounting or reporting practices.
  - 3.18.15 Recruit or dismiss any employee whose remuneration exceeds £40,000 per annum subject to an aggregate limit of £100,000 unless provided for in the Annual Business Plan. [provided always that any employee may be dismissed for gross misconduct by the Board of the Company]
  - 3.18.16 Alter the remuneration or conditions of employment of any employee or any consultant of the Business unless provided for in the Annual Business Plan or unless obliged to do so by statute in which case the Board of the Company may do this.
  - 3.18.17 Make any agreement with any revenue authorities or any other taxing authority, or make any claim, disclaimer, election or consent of a material nature for tax purposes in relation to the Company, its business, assets or undertaking.
  - 3.18.18 Appoint or remove the Company Secretary.
  - 3.18.19 Where required, approve the choice of alternate director proposed to be appointed by a director of the company pursuant to Article 11.1.1 of the company's Articles of Association.
- 3.19 In relation to the operation of South Downs Commercial Operations Limited, be the representative of the NPA as Shareholder and, in that capacity, to attend, speak at and vote at general meetings of the company as well as be the nominated person permitted to access the books and records of the company and to discuss its affairs with the directors and senior management pursuant to Article 28.2. of the company's Articles of Association.

#### **4. DELEGATION OF FUNCTIONS TO THE DIRECTOR OF COUNTRYSIDE POLICY AND MANAGEMENT**

- 4.1 In consultation with the Chair of the Policy and Resources Committee, the power to make decisions on applications for, or reviews of, directions for restrictions on Access Land which do not require public consultation (short-term restrictions).
- 4.2 In consultation with the Chair for of the Authority, the power to appoint the Chair of the South Downs Partnership and the power to agree the basis of any appointment and the terms, including the payment of any allowance, upon which the Chair of the South Downs Partnership may be appointed.
- 4.3 In consultation with the Chair of the Authority and the Chair of the South Downs Partnership, the power to appoint members of the South Downs Partnership and the power to agree the

basis of any appointment and the terms, including the payment of any allowance, upon which members of the South Downs Partnership may be appointed.

## **5. DELEGATION OF FUNCTIONS TO THE DIRECTOR OF PLANNING**

5.1 Subject to paragraph 5.3, the Director of Planning is hereby authorised to make all decisions required and take all actions necessary in the discharge of the functions of the Authority falling within the terms of reference of the Planning Committee, except where and to the extent that the particular matter falls within one of the descriptions of functions set out in paragraph 5.2 (i)-(viii) below in which case it shall be referred to the Planning Committee for determination, however, this does not prevent the Planning Committee from delegating any of these functions to the Director of Planning.

5.2 The descriptions of functions referred to in paragraph 5.1 above are:

- (i) planning applications (except for householder and other minor applications) which are contrary to the approved or draft development plan or other planning policies but which are recommended for approval
- (ii) applications (except for householder and other minor applications) which are requested for referral to the Planning Committee by any Member of the Authority, in writing or email to the Director of Planning and with specified reasons
- (iii) applications (except for householder and other minor applications) which, in the opinion of the Director of Planning, have generated significant and material third party representations which are contrary to the officer recommendation
- (iv) applications from Authority Members or employees
- (v) applications submitted by or on behalf of the Authority for its own developments, except for the approval of minor developments
- (vi) applications which, at the discretion of the Director of Planning, have potential significant impact or could set an important precedent
- (vii) enforcement action which requires prosecution, the service of a “Stop Notice” or any other Notice or action which in the opinion of the Director of Planning might potentially have significant financial risks for the Authority.
- (viii) the allocation of resources received through the community infrastructure levy.

Note - All other enforcement action taken in terms of these delegations is to be carried out only after the appropriate legal advice has been taken and subject to reports on progress being made to the Planning Committee as required by the committee

5.3 In the event that a meeting of the Planning Committee cannot reasonably be convened in accordance with relevant legislation, the functions listed in paragraph 5.2 (i)-(viii) above may be exercised by the Director of Planning in consultation with the Chair of the Planning Committee.

5.4 In exercising the development management functions of the Authority the Director of Planning is authorised to allocate funds received under s106 agreements.

5.5 The Director of Planning will normally provide the Authority’s response, if any, to consultations from neighbouring authorities, government or others on planning matters of non-strategic importance.

5.6 The Director of Planning shall determine whether a matter that would otherwise be determined by a local council under delegation arrangements is suitably “significant” to be referred instead for determination by the Authority.

5.7 Where a Development Consent Order has been granted by the relevant Secretary of State, the Director of Planning shall determine the discharge of requirements imposed by the Development Consent Order which relate to SDNPA as the Local Planning Authority.

- 5.8 The Director of Planning may authorise any other officer of the Authority with appropriate planning qualifications and experience to act on his/her behalf in carrying out the functions hereby delegated to them but shall remain fully accountable to the Authority for the discharge of such functions.

## **6. DELEGATION OF FUNCTIONS TO THE DIRECTORS - GENERAL**

- 6.1 The provisions in this section apply to the following posts: Director of Countryside and Policy Management and Director of Planning; (“the Directors”)

- 6.2 Subject to the terms of the more specific delegations in the sections above, each of the Directors is hereby authorised to make such decisions and take such action as they consider necessary to give effect to any decision of the Authority, its committees, sub-committees and panels, and to carry out the day to day business of the Authority within their Area of Responsibility as defined in paragraph 6.3. This authority includes power to:

6.2.1 commit resources and incur expenditure within the Authority’s approved budget

6.2.2 authorise any other officer of the Authority to act on their behalf in the exercise of any of the functions delegated, although they shall remain fully accountable to the Authority for the discharge of such functions.

- 6.3 The Directors’ Areas of Responsibility are as follows:

6.3.1 Director of Director of Countryside and Policy Management: the Authority’s functions in relation to the delivery on the ground of National Park purposes, including the management of rangers and volunteers and the statutory duty to manage access land, rights of way, water, tourism, sustainability, maintain the National Trail and convene a Local Access Forum, Sustainable Communities Fund and Strategic Fund (subject to powers reserved by the Authority and delegated elsewhere), policy, research and evidence base underpinning the Authority’s statutory duties, the preparation and maintenance of the Management Plan.

6.3.2 Director of Planning: the Authority’s functions in relation to its statutory duties as the local planning authority for the National Park, including spatial planning, environmental design, development control, planning enforcement, minerals and waste, Economic Planning Advice, Landscape, Historic Buildings and NP Design.

## APPENDIX 8 PROPER OFFICERS

### Local Government Act 1972

Function	Proper officer
SI 15(2) – Receipt of Monies due from officers	SI51 Officer
SI46(1)(a)– Declarations and certificates with regard to securities	SI51 Officer
SI00B(2) - Circulation of Agendas and reports and applications of exemptions	Chief Executive (National Park Officer)
SI00B(7) (c) – Supply of copies of documents to the press	Chief Executive (National Park Officer)
SI00C(2) – Written summary of proceedings	Chief Executive (National Park Officer)
SI00F(2) – Rights of access to documents for members	Chief Executive (National Park Officer)
SI00D(1)(a) Preparation of list of background papers	Chief Executive (National Park Officer)
SI00D(5)(a) Identification of background papers	Chief Executive (National Park Officer)
S225(1) Deposit of documents	Chief Executive (National Park Officer)
S229(5) - Certification of photographic copies of documents	Chief Executive (National Park Officer)
S234(1) Authentication of documents	Chief Executive (National Park Officer)
S238 – Certification of Bye-laws	Chief Executive (National Park Officer)

### Local Government Finance Act 1988

Function	Proper officer
SI 16 – Notification to Auditor	SI51 Officer

### Local Government and Housing Act 1989

Function	Proper officer
S2(4) – Political Restricted Posts	Chief Executive (National Park Officer)

### Local Government Act 1974

Function	Proper officer
S30(5) – Public Notice of Ombudsman Report	Chief Executive (National Park Officer)

### Local Government (Miscellaneous Provisions) Act 1976

Function	Proper officer
S41 – Certification of resolutions and minutes etc.	Chief Executive (National Park Officer)

The Chief Executive (National Park Officer), or in his absence the Head of Governance and Support Services, is appointed as Proper Officer for such proper officer functions of the Authority other than those specified in this table as are not specifically delegated to any other officer.

The proper officer functions of the officer listed in Column 1 below may, in their absence or if they are otherwise unable to act, be carried out by the officer listed in Column 2.

<b>Column 1</b>	<b>Column 2</b>
Chief Executive (National Park Officer)	Head of Governance and Support Services
S151 Officer	Head of Business Services



**SOUTH DOWNS NATIONAL PARK AUTHORITY**  
**REVISED INDEMNITY FOR MEMBERS AND OFFICERS**

**TERMS OF INDEMNITY**

1. The Authority will, subject to the exceptions in paragraphs 1.1-1.4, the conditions and other provisions set out below, indemnify each of its Members, including Co-opted Members, and Officers (which term for the purposes of this Indemnity shall include the Authority's employees, any Independent Persons appointed by the Authority under s28(7) of the Localism Act 2011, or replacement legislation, and volunteers undertaking authorised tasks) against any loss or damage suffered by the Member or Officer arising from their action or failure to act in their capacity as a Member or Officer of the Authority. This indemnity will not extend to loss or damage directly or indirectly caused by or arising from:

1.1 any criminal offence, fraud or other deliberate wrongdoing or recklessness on the part of the Member or Officer to include liability of any fines or penalties imposed or ordered to be paid;

1.2 any act or failure to act by the Member or Officer otherwise than in their capacity as a Member or Officer of the Authority;

1.3 failure by the Member to comply with the Authority's Member Code of Conduct;  
or

1.4 any motor vehicle claims in which a Member or Officer using their own private vehicle on the Authority's business has been involved in an accident.

2. The Authority will, subject to paragraphs 2.1 – 2.3 indemnify each of its Members and Officers, in accordance with paragraph 1 above, against the reasonable costs which they may incur in securing appropriate legal advice and representation in the defence of any criminal proceedings brought against them or any civil proceedings arising as a consequence of any act or failure to act which also constitutes a criminal offence.

2.1 "Criminal proceedings" includes any interview or investigation by the Police, and any proceedings before a criminal court, in the United Kingdom, including any prosecution under section 34 of the Localism Act 2011.

2.2 Where any Member or Officer avails themselves of this indemnity in respect of defending themselves against any criminal proceedings, the indemnity is provided subject to the condition that if the Member or Officer is convicted of a criminal offence in consequence of such proceedings and that conviction is not overturned following any appeal, the Member or Officer as the case may be, shall reimburse the Authority for any sums expended by the Authority in relation to those proceedings pursuant to the indemnity.

2.3 Where the Authority arranges insurance to cover its liability under this indemnity, the requirement to reimburse in Paragraph 2.3 shall apply as if references to the Authority were references to the insurer.

3. Subject to the agreement of the Chief Executive in consultation with the Monitoring Officer in any case and to any conditions the Chief Executive may impose, this indemnity shall extend to any advice or representation in respect of the defence by a Member or Officer of any allegation of defamation made against them.

4. For the purposes of this indemnity, a loss or damage shall be deemed to have arisen from the action of or failure to act by a Member or Officer "in their capacity as a Member or Officer of the Authority" where:

4.1 The act or failure to act was authorised by the Authority or forms part of, or arises from, any powers conferred, or duties placed, upon that Member or Officer, as a consequence of any function being exercised by that Member or Officer (whether or not when exercising that function he does so in his capacity as a Member or Officer of the Authority) -

- (i) at the request of, or with the approval of the Authority, or
- (ii) for the purposes of the Authority.

For the avoidance of doubt, this indemnity covers a case where a Member or Officer acts as a director of a company at the request of the Authority, and thus is acting in their capacity as a director.

4.2 The act or failure to act was outside the powers of the Authority, or outside the powers of the Member or Officer, but the Member or Officer reasonably believed that the act or failure to act was within the powers of the Authority or within the powers of the Member or Officer (as appropriate) at the time that they acted or failed to act, as the case may be; or

5. The Authority undertakes not to sue (or join in action as co-defendant) a Member or Officer of the Authority in respect of any negligent act or failure to act by the Member or Officer in their capacity as a Member or Officer of the Authority, subject to the following exceptions:

5.1 Any criminal offence, fraud or other deliberate wrongdoing or recklessness on the part of the Member or Officer; or

5.2 Any act or failure to act by the Member or Officer otherwise than in their capacity as a Member or Officer of the Authority.

6. This indemnity and undertaking will not apply if a Member or Officer, without the express permission of the Chief Executive, admits liability or negotiates or attempts to negotiate a settlement of any claim that would otherwise fall within the scope of the indemnity.

7. This indemnity and undertaking are without prejudice to the rights of the Authority to take disciplinary action against an Officer in respect of any act or failure to act.

8. This indemnity and undertaking shall apply to any act or failure to act which may occur on this date and shall continue to apply after the Member or Officer has ceased to be a Member or Officer of the Authority as well as during their membership of or employment or appointment by the Authority.

9. This indemnity will not cover any loss or expense in respect of which the Member or Officer can obtain reimbursement from any other source, including insurance whether taken out by the Authority, the Member or Officer or by any other person or body.

Adopted by South Downs National Park Authority

Date: With effect from 6 July 2022



## **SOUTH DOWNS NATIONAL PARK AUTHORITY**

### **INDEMNITY FOR MEMBERS AND**

#### **OFFICERS TERMS OF INDEMNITY**

1. The Authority will, subject to the exceptions in paragraphs 1.1-1.3, indemnify each of its Members, including Co-opted Members, and employees (which term for the purposes of this Indemnity shall include any Independent Persons appointed by the Authority under s28 (7) of the Localism Act 2011, or replacement legislation, and volunteers undertaking authorised tasks) against any loss or damage suffered by the Member or employee arising from his/her action or failure to act in his/her capacity as a Member or employee of the Authority. This indemnity will not extend to loss or damage directly or indirectly caused by or arising from:
  - 1.1 any criminal offence, fraud or other deliberate wrongdoing or recklessness on the part of the Member or employee;
  - 1.2 any act or failure to act by the Member or employee otherwise than in his/her capacity as a member or employee of the Authority; or
  - 1.3 failure by the Member to comply with the Authority's Code of Conduct for Members.
2. The Authority will, subject to paragraphs 2.1 – 2.6 indemnify each of its Members and employees against the reasonable costs which he/she may incur in securing appropriate legal advice and representation in respect of any civil or criminal proceedings or Part 3 proceedings to which he/she is subject.
  - 2.1 "Criminal proceedings" includes any interview or investigation by the Police, and any proceedings before a criminal court, in the United Kingdom.
  - 2.2 "Part 3 proceedings" means any investigation or hearing in respect of an alleged failure to comply with the Authority's Code of Conduct for Members under Part 3 of the Local Government Act 2000.
  - 2.3 Subject to the agreement of the Monitoring Officer in any case and to any conditions he or she may impose, this indemnity shall extend to any advice or representation in respect of any claim or threatened claim in defamation against the member or employee.
  - 2.4 Where any Member or employee avails him/herself of this indemnity in respect of defending him/herself against any criminal proceedings or Part 3 proceedings, the indemnity is subject to a condition that if, in respect of the matter in relation to which the member or employee has made use of this indemnity:
    - 2.4.1 the Member or employee is convicted of a criminal offence in consequence of such proceedings, or
    - 2.4.2 a Standards Committee or the First Tier Tribunal determines that the Member has failed to comply with the Code of Conduct for Members and the conviction or determination is not overturned on appeal,
    - 2.4.3 the Member or employee as the case may be, shall reimburse the Authority for any sums expended by the Authority pursuant to the indemnity.
  - 2.5 Where the Authority arranges insurance to cover its liability under this indemnity, the requirement to reimburse in Paragraph 2.4 shall apply as if references to the Authority were references to the insurer.

3. For the purposes of this indemnity, a loss or damage shall be deemed to have arisen to the Member or employee "in his/her capacity as a member or employee of the Authority" where:
  - 3.1 The act or failure to act was outside the powers of the Authority, or outside the powers of the Member or employee, but the Member or employee reasonably believed that the act or failure to act was within the powers of the Authority or within the powers of the Member or employee (as appropriate) at the time that he/she acted or failed to act, as the case may be; or
  - 3.2 The act or failure to act occurred not in the discharge of the functions of the Member or employee as a Member or employee of the Authority but in their capacity as a Member or employee or representative of another organisation, where the Member or employee is, at the time of the action or failure to act, a Member or employee or representative of that organisation in consequence of his/her appointment as such Member or employee or representative of that organisation by the Authority.
4. The Authority undertakes not to sue (or join in action as co-defendant) a Member or employee of the Authority in respect of any negligent act or failure to act by the Member or employee in his/her capacity as a Member or employee of the Authority, subject to the following exceptions:
  - 4.1 Any criminal offence, fraud or other deliberate wrongdoing or recklessness on the part of the member or employee; or
  - 4.2 Any act or failure to act by the Member or employee otherwise than in his/her capacity as a Member or employee of the Authority.
5. This indemnity and undertaking will not apply if a Member or employee, without the express permission of the Monitoring Officer, admits liability or negotiates or attempts to negotiate a settlement of any claim, that would otherwise fall within the scope of the indemnity.
6. This indemnity and undertaking are without prejudice to the rights of the Authority to take disciplinary action against an employee in respect of any act or failure to act.
7. This indemnity and undertaking shall apply retrospectively to any act or failure to act which may have occurred before this date and shall continue to apply after the Member or employee has ceased to be a Member or employee of the Authority as well as during his/her membership of or employment by the Authority.

Adopted by South Downs National Park Authority

Date February 2011

**Table Identifying Delegated Decision Making of the Reserved Matters set out in Schedule I of the Memorandum of Association of South Downs Commercial Operations Limited**

The proposed new delegations are identified in red:

Function	Exercised by
Extend its activities outside the scope of the business (as may be identified for the time being in the Business Plan) or close down any business operation;	NPA
Expand, develop or vary the Company's business other than through the Company or a wholly owned subsidiary of the Company;	NPA
Sell, lease (as lessor), license (as licensor), transfer or otherwise dispose of any of its assets with a value, or at a total price, per transaction exceeding £50,000, except to the extent provided for in the Business Plan.	<p>Except to the extent provided for in the Business Plan:</p> <p>CEO for any value, or total price, per transaction exceeding £50k up to £100k</p> <p>NPA for any value, or total price, per transaction of £100k and above</p>
Purchase, lease (as lessee), license (as licensee) or otherwise acquire any assets at a total cost to the Company per transaction exceeding £50,000, except to the extent provided for in the Business Plan.	<p>Except to the extent provided for in the Business Plan:</p> <p>CEO where the total cost to the Company per transaction exceeds £50k up to £100k</p> <p>NPA where the total cost to the Company per transaction is £100k and above</p>
Acquire or agree to acquire any freehold or leasehold interest in or licence over land.	NPA
Enter into any contract which cannot be terminated within 3 years and/or under which the liability for such termination could exceed £50,000.	<p>CEO for any contract with a termination liability value that could exceed £50k up to £100k</p> <p>NPA for any contract which</p>

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	cannot be terminated within 3 years and/or with a termination liability value that could be £100k and above
Enter into or make any contract with a cost to the Company of more than £50,000 unless provided for in the Business Plan.	Unless provided for in the Business Plan:  CEO for any contract with a cost to the Company of more than £50k up to £100k  NPA for any contract with a cost to the Company of £100k and above
Enter any contract for the supply of services, supplies and/or works to or for a third party which would when aggregated with other contracts for third parties result in risk that the aggregate activity represented by all services, supplies and/or works to or for third parties for the time being would cause the Company to cease to be an entity to which the Authority can let contracts in accordance with regulation 12(1) of the Public Contracts Regulations 2015 (as amended);	NPA
Incur any item or series of items of capital expenditure of more than £50,000 unless provided for in the Business Plan.	Unless provided for in the Business Plan:  CEO for capital expenditure of more than £50k up to £100k  NPA for capital expenditure of £100k and above
Give or take any loans, borrowing or credit (other than normal trade credit in the ordinary course of business).	CEO for loans, borrowing or credit (other than normal trade credit in the ordinary course of business) up to £100k  NPA for loans, borrowing or credit (other than normal trade credit in the



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	ordinary course of business) of £100k and above
Give any guarantee, suretyship or indemnity to secure the liabilities of any person or assume the obligations of any person.	<p>CEO for any guarantee, suretyship or indemnity value up to £100k</p> <p>NPA for any guarantee, suretyship or indemnity value of £100k and above</p>
Create any Encumbrance over the whole or any part of the undertaking or assets of the Company or over any Share forming part of the authorised or issued share capital of the Company.	NPA
Enter into any agreement or arrangement (including for the avoidance of doubt any concession arrangement, lending, licence, lease, disposal or acquisition) which is not in the ordinary course of the business and/or which is not on an arm's length basis or amend its standard terms of business.	NPA
Give notice of termination of any agreements of a material nature in the context of the Business or make any material variation or amendment to any such agreements.	CEO
Commence, settle or defend any claim, proceedings or other litigation brought by or against the Company, except in relation to debt collection <i>not exceeding £100,000</i> in the ordinary course of the Business.	CEO
Appoint or remove or approve the remuneration of the auditors of the Company.	NPA
Alter the Company's accounting reference date.	CEO
Approve or sign the annual accounts of the Company.	CEO
Change any of the Company's accounting or reporting practices.	CEO
Recruit or dismiss any employee whose remuneration exceeds £40,000 per annum unless provided for in the Business Plan (and not to exceed the amount identified for employee remuneration in the Business Plan by more than £100,00) provided always that any employee may be dismissed for gross misconduct without the prior consent of the Shareholders.	CEO
Pay any fees, remuneration or other emoluments to any director or vary any such fees, remuneration or emoluments. For the avoidance of doubt this <b>provision</b> shall not apply to the payment or reimbursement of expenses properly incurred by any director in the course of carrying out his duties in relation to the Company nor to any indemnity by the Company to which the director is entitled pursuant to the Articles or under any relevant law.	NPA
Alter the remuneration or conditions of employment of any employee or any consultant of the Business unless provided for in the Business Plan or unless obliged to do so by statute.	CEO

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Create any share option bonus or other incentive scheme.	NPA
Establish or amend any pension scheme.	NPA
Enter into any contracts or arrangements with any of the Shareholders or directors or any person with whom any Shareholder or director is connected, associated or interested (whether as director, consultant, shareholder or otherwise).	NPA
Change the name of the Company or its registered office.	NPA
Make any petition or resolution to wind up the Company or any petition for an administration order or any order having similar effect in a different jurisdiction in relation to the Company unless in any case the Company is at the relevant time insolvent and the directors reasonably consider (taking into account their fiduciary duties) that it ought to be wound up.	NPA
Apply for admission to official listing on a stock exchange or on any other investment exchange.	NPA
Increase or reduce or cancel the authorised or issued share capital of the Company, allot or agree to allot, whether actually or contingently, any of the share capital of the Company or any security of the Company whether or not convertible into share capital, grant any options or other rights to subscribe for or to convert any security into shares of the Company or alter the classification of any part of the share capital of the Company or issue any loan capital of the Company.	NPA
Make any capitalisation, repayment or other distribution of any amount standing to the credit of any reserve of the Company or pay or declare any dividend or other distribution to shareholders or redeem or purchase any Shares or otherwise reorganise the share capital of the Company.	NPA
Admit any person whether by subscription or transfer as a member of the Company	NPA
Form any subsidiary of the Company, or acquire any shares in any other company, whether through subscription or transfer, such that the company concerned becomes a subsidiary of the Company.	NPA
Consolidate or amalgamate with any company, association, partnership or legal entity or acquire any business or undertaking of any other person.	NPA
Enter into any partnership or profit sharing arrangement with any person or create any share option, bonus or other incentive scheme.	NPA
Make any agreement with any revenue authorities or any other taxing authority, or make any claim, disclaimer, election or consent of a material nature for tax purposes in relation to the Company, its business, assets or undertaking.	CEO
Alter any of the provisions of the Memorandum of Association or the Articles or any of the rights attaching to the Shares.	NPA
Appoint or remove any director of the Company (other than the Board Appointed Directors) or agree a remuneration package for any director.	NPA

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Change the bankers of the Company <i>or open or close any bank accounts.</i>	CEO
(Without prejudice to any of the above) any activity, operation or transaction which is outside the scope of the business activities, operations and transactions contemplated by, is contrary to any express limitations or restrictions contained within or is otherwise inconsistent with the Business Plan	NPA
Approve or adopt the Business Plan, any budget and/or maintenance plan and any amendment to any of those documents.	NPA
Appoint or remove the company secretary	CEO
Enter into or vary any agreement to do any of the things referred to in this Schedule.	NPA

