

Board Terms of Reference

<p>Programme Board Terms of Reference</p>
<p>Chair of Programme Board (Voting)</p> <p>Authority Chair</p>
<p>Board Members (Voting)</p> <ul style="list-style-type: none"><li>• Authority Chief exec</li><li>• Authority Member</li><li>• Director of Finance</li><li>• Director of Strategy, Data and Business Services</li><li>• Director of Operations</li></ul>
<p>Board Advisors (Non-Voting)</p> <p>Procurement Director</p> <p>Externally Commissioned Advisors: Members of the Programme Team may attend Programme Board meetings when requested by the Procurement Director or the Programme Board. These are currently:</p> <ul style="list-style-type: none"><li>• Technical</li><li>• Legal</li><li>• Financial Advisors</li><li>• Other, as required (e.g., Planning, specialist....)</li></ul>
<p>Accountabilities</p> <p>Members of the Board will follow the Programme governance arrangements as set out in this document.</p> <p>The Chair of the Programme Board will have delegated authority to contribute to the development of the Programme on behalf of the MRWA authority and to make decisions in accordance with the Decision-making matrix on behalf of the Programme Board.</p>

Members of the Board will be responsible for keeping the MWRA and their own organisations informed of Programme progress in line with their governance structures.

Members of the Board will be responsible for ensuring that any required decisions are taken in line with their respective political / governance arrangements, and in a timely manner to meet the timescales to deliver the Programme.

Members of the Board will be bound by the Members Code of Conduct and terms of employment in the case of officers.

A deputy member will be available to cover meetings should the nominated Board Member be unavailable to attend.

Agenda and papers circulated 1 week in advance of the meeting where possible

#### Purpose of the Board

To lead a programme of strategic change ahead of the expiry of the MRWA Waste Management and Recycling Contract in 2029.

To inform the Authority (MRWA) on progress of the programme.

To agree and implement a course of action which will ensure continuity of services beyond 2029.

To ensure the programme takes into consideration of legislative change, best practice and innovation in the Waste and Resources sector.

To ensure that any new Contract(s) provides a sustainable and aordable solution for MRWA and its partners.

To ensure that the Programme contributes to local regeneration and development of the economy, social value and investment.

To provide good governance in respect of programme governance eg finalisation of project reports

Key Objectives

To determine the optimum delivery mechanism for waste disposal services beyond 2029, taking into account MRWA's strategic objectives and waste strategy.

If required by the MWRA and its partners, to develop and agree an Inter Authority Agreement (IAA) between MWRA, the regional WCAs and Halton Borough Council to deliver the Programme objectives.

To ensure participation of Stakeholders and Partners through the Stakeholder Board and Partner Forum.

To agree and authorise procurement documentation including the Notices, Supplier Questionnaire, Contract Specification, Evaluation Criteria and Weightings, Payment Mechanism, and any other supporting documentation.

To oversee the development of Programme management plans and implementation of robust processes to provide the required levels of quality assurance and timely information.

To oversee the mobilisation and operational implementation of the new contract.

To develop post 'contract live' governance arrangements.

To ensure the procurement is aligned to local Climate Change Plans, and particularly where local authorities have declared a 'Climate Change Emergency'.

### Organisational Arrangements

The Board will be held initially every other month, but this may increase or reduce depending on the programme timetable and workload.

No decisions will be taken at any meeting of the Board unless at least one quarter of the whole number of voting members of the Board are present. In practice this means a minimum of 2 voting members must be present.

Decision making will be by consensus agreement, however where voting is necessary this will be on a majority basis with the Chair of the Programme Board's vote being the casting vote if required.

Meetings will be organised by the Project Management Office (PMO).

Meetings will be held virtually through Microsoft Teams where this is possible.

Workshops (face to face meetings) will be set up as required, facilitated by the Procurement Director and Advisors.

Agenda items to be agreed by the Procurement Director, MRWA SLT and Chair no less than seven days before the meeting.

Board papers to be distributed 3 days before the meeting by email.

Confidential items will be marked as such and it is the responsibility of the Board Member to ensure papers are securely controlled.

Secretariat for the Board will be provided through the PMO, this will include recording and circulating meeting minutes and agreed actions within 1 week of the meeting taking place.