

ENTERPRISE M3 LOCAL GROWTH ASSURANCE FRAMEWORK

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Version 8.1	April 2020	Amended to include newly formed COVID-19 Sub-Group, reflect Enterprise M3 staff changes and to reflect an extension to the Chair's Term of Office.
Version 9.0	September 2020	Various amendments to ensure information was up-to-date and accurate
Version 9.1	August 2021	Update to Annex B and Annex C

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ENTERPRISE M3 LOCAL GROWTH ASSURANCE FRAMEWORK

INTRODUCTION

The purpose of this framework is to ensure that Enterprise M3 Local Enterprise Partnership (LEP) has in place excellent systems and processes to manage capital and revenue funding from central Government budgets effectively and fully in line with government's expectations as outlined in the National Local Growth Assurance Framework January 2019¹. It has been updated to reflect the Government recommendations on good practice including the Mary Ney Report; "Review of Local Enterprise Partnership Governance and Transparency" (September 2017); the HMG 'Local Enterprise Partnership Governance and Transparency – Best Practice guidance' (January 2018) and the National Local Growth Assurance Framework Guidance (December 2018). This version also reflects the changes being implemented as a result of the LEP Review 'Strengthening Local Enterprise Partnerships' (July 2018).

This document establishes a Local Assurance Framework that the Enterprise M3 LEP executive team and non-executive board will follow in relation to decision making within its Growth Programme (including but not limited to the Local Growth Fund Programme, Growing Enterprise Fund, Getting Building Fund and European Structural Investment Fund), and in the way that it operates its business in a transparent and accountable way. Enterprise M3 LEP aims to adhere to the highest standards of probity and governance in the way that it makes decisions on how the funding devolved to it by Government, is allocated. For the avoidance of any doubt, this Local Growth Assurance Framework applies to all funding streams held by Hampshire County Council, in its role as the Accountable Body to Enterprise M3 Local Enterprise Partnership. This document is shared with our Accountable Body giving reassurance that the governance arrangements of the organisation are transparent and accountable.

This Local Growth Assurance Framework is in three parts. Part One sets out the structure, governance and operating principles of the LEP; Part Two sets out the way in which Enterprise M3 achieves value for money; Part Three sets out the commitments and policies to be followed to achieve transparent and accountable governance.

This Local Growth Assurance Framework is a 'living document'. It shall be reviewed as a minimum, on an annual basis, signed off by the Enterprise M3 Board and published on the Enterprise M3 website. One of the conditions of the Growth Deal grant letter is that the LEP must submit a letter from the Section 151 Officer to the relevant Government department by 28th February each year certifying that this Local Growth Assurance Framework has been agreed, is being implemented and meets the standards set out in the National Framework.

This document will remain in force until end of 2020/21 when the capital funding allocation ends. Enterprise M3 commits to updating this document in line with changed requirements notified by Government and other changes in circumstance that might need to be reflected in this document. Enterprise M3 commits to proactively raise instances of non-compliance with Government and to raise instances necessitating amending this document.

¹ National Local Growth Assurance Framework 8 January 2019
<https://www.gov.uk/government/publications/national-local-growth-assurance-framework>

PART 1 – ENTERPRISE M3 STRUCTURE, GOVERNANCE AND OPERATING PRINCIPLES

1. Overview

2. Name of the LEP

Enterprise M3 are a Company Limited by Guarantee and are known as:

Enterprise M3 Limited (“Enterprise M3”). The Articles of Association for Enterprise M3 Limited can be viewed on the governance pages of the Enterprise M3 website.

3. Geography of the LEP

Enterprise M3 is a partnership between the public and private sectors. Enterprise M3’s geographical area covers parts of both Surrey and Hampshire and includes 13 district/borough local authorities. It brings together localities within the following local authority district areas in Hampshire and Surrey: -

- Basingstoke and Deane Borough Council;
- East Hampshire District Council;
- Elmbridge Borough Council;
- Guildford Borough Council;
- Hart District Council;
- Runnymede Borough Council;
- Rushmoor Borough Council;
- Spelthorne Borough Council;
- Surrey Heath Borough Council;
- Test Valley Borough Council
- Waverley Borough Council;
- Winchester City Council
- Woking Borough Council

Enterprise M3 geographical boundaries changed when Enterprise M3 incorporated as a legal entity in March 2019. The changes result from the LEP responding to a request by government to remove split districts as part of the LEP Review. New Forest District Council will be part of Solent LEP and East Hampshire District Council, Test Valley Borough Council and Winchester City Council will be part of EM3. These boundary changes have been agreed with the councils involved, Solent LEP and have been endorsed by government. Enterprise M3 and Solent LEP are working together to ensure that projects continue to be delivered in these areas. This will mean that New Forest DC may continue to receive some funds from Enterprise M3 and the remaining three districts may continue to receive funding for projects from Solent LEP.

Map of area



Enterprise M3 recognises that business and economic growth is not confined by geographical boundaries and we will work with neighbouring LEPs where joint activities will benefit our economy.

4. Corporate Structure

Enterprise M3 Board Members have agreed the high-level governance structure for Enterprise M3 which includes the following sub-groups:

- Enterprise M3 Board
- Enterprise M3 Programme Management Group
- Enterprise M3 Joint Leaders Board
- Enterprise M3 Nominations Committee
- Enterprise M3 Resources, Finance and Audit Committee
- Enterprise Zone Programme Steering Group
- Enterprise M3 European Management Group
- Enterprise M3 COVID-19 Sub-Group

- Enterprise M3 sub groups as determined by EM3 Board

A short description of the Board and each sub-group is set out below, with specific focus on the roles of the Board and sub-groups in terms of the governance of the Enterprise M3's funding streams.

4.1 The Enterprise M3 Board

The Enterprise M3 Board (“the Board”) is a decision-making body. It is responsible for the overall strategic direction of Enterprise M3 as set out in the Enterprise M3 Strategic Economic Plan 2018 (“the Strategic Economic Plan”) and the emerging Local Industrial Strategy and Recovery and Renewal Strategy, establishing targets and priorities. It will do this with full regard to the resources available. In carrying out the duties of a decision-making body the Board will seek the views of the Joint Leaders Board, along with the Enterprise M3 Programme Management Group, the Nominations Committee, the Enterprise M3 Resources, Finance and Audit Committee, the Enterprise M3 European Management Group, the Enterprise Zone Programme Steering Group, the Enterprise M3 Action Groups and the wider business community and stakeholders.

4.2 Appointment of Board Members

The representatives on the Board provide an appropriate geographical and sectoral balance across the Enterprise M3 area. The LEP appoints a chair and deputy chair drawn from the private sector.

Enterprise M3 Board is made up of 19 Board Members and the Chief Executive who is an Executive director. Board Members act as advocates for the LEP and the LEP area, working collectively and in wider partnerships to steer the work of the LEP to achieve economic growth. The Board has committed to act in line with the Nolan Principles, reinforced through training for new Directors post incorporation. The Enterprise M3 Board may co-opt up to five additional members to join the main Board, for a period of up to one year. Co-optees will not have voting rights as Directors.

Details of the individuals currently serving as members of the Board can be found on the Enterprise M3 website at: [EM3 LEP Board Members](#)

Table 1: The Enterprise M3 Board

Board Representation	Geographical Coverage
Private Sector representation With at least one private sector board member representing the SME community	
Business x 8	Drawn from across Enterprise M3 area. Representatives should work for a company based within the Enterprise M3 area or where the company carry out substantial work across Enterprise M3
Business Support Organisation x 2	Drawn from across Enterprise M3 Area
Not for Profit Sector x1	Enterprise M3 Area
Higher Education x 1	Enterprise M3 Area
Further Education x 1	Enterprise M3 Area
Public Sector representation	
Local Authority Members x 6	2 x Hampshire Districts/Boroughs

Normally Leader or deputy leader	2 x Surrey Districts/ Boroughs
	2 x County Councils – Hampshire and Surrey
Chief Executive	Added on incorporation March 2019
Accountable Body Section 151 Officer	As observer
Appropriate Government representative by invitation	As observer

The above breakdown of the board will be compliant with the requirements of the LEP review to have one third public sector and two thirds private sector representation. All private sector members fit the definition of private sector as defined by the National Accounts Sector Classification ²

District council member representatives are nominated by the Enterprise M3 Joint Leaders Board and appointed by Enterprise M3 Board.

County Councils nominate a member as a county representative.

Business Board member vacancies are advertised widely using such measures as the Enterprise M3 website and recruitment agencies. Business Board members are selected following applications and interview by the Chair and at least one other Board Member. The Enterprise M3 Board appoint business board representatives to be members of the board.

The Not for Profit (NfP) sector member vacancies are advertised publicly. Applicants are interviewed by at least one board member and the Chief Executive with the Enterprise M3 Board appointing someone to the Board.

The Further Education/Skills sector nominate an individual from the FE/Skills sector to be a member of the Enterprise M3 Board. Nominees will be interviewed by at least one board member and the Chief Executive with the Enterprise M3 Board appointing someone to the Board.

The Higher Education sector nominate an individual from the HE sector to be a member of the Enterprise M3 Board. Nominees will be interviewed by at least one board member and the Chief Executive with the Enterprise M3 Board appointing someone to the Board.

The Accountable Body Section 151 officer has a standing invitation to attend and speak at board meetings and receives Board papers in advance of meetings.

One Board member is appointed to act as the SME champion with the role of advocating for SME businesses in the EM3 area and their interests to the LEP and the local community.

4.3 Appointment process

The Chair of the Board is drawn from business membership and may hold the appointment for up to three years; this can then be renewed for further terms to a maximum of six years only. The Board will agree the renewal of the appointment of the Chair.

Board Members are appointed for a period of two years or a combination of two and three years. After this time the appointment is reviewed and may be extended with agreement with the Board. Board members may only serve a maximum of six years. In light of COVID-19 the Enterprise M3 Board agreed an 'exceptional circumstances' amendment to the maximum term of

² National Accounts Sector Classification

<https://www.gov.uk/government/statistics/national-accounts-sector-classification-classification-update-feb-2016>

office for the current Chair of the Board allowing the Chair to remain in post for an additional year to a maximum of seven years.

The restriction on time limits will not apply to the Enterprise M3 Chief Executive whose term will end when he/she leaves or the post or the post is made redundant for whatever reason.

In January 2018, the Enterprise M3 Board agreed to remunerate the Chair of Enterprise M3 to reflect the strengthened role, the considerable time commitment and the ambassadorial role requiring attendance at a range of senior meetings.

Remuneration is at a level of £20,000 per annum, effective from May 2018. The expectations of the role are set out in a letter from the Chair of the Nominations Committee. The Chair provides a paper for every board meeting setting out activities carried out in support of Enterprise M3. The Chair provides a verbal update at the Board.

All Board Members must sign a Code of Conduct and complete a Declaration of Interest form, for themselves, their spouses/partners as defined by the Localism Act, when they join the Enterprise M3 Board, reviewed formally in April every year. A copy of the Code of Conduct and a register of all Board Member interests is available to view on the Enterprise M3 website at: [Code of Conduct and Register of Interest for Board Members](#) Members of the Board are requested to declare any conflicts of interest at the beginning of each Board meeting which relate to the items due to be discussed, (including any interest held by a member of their household) these declarations are recorded in the minutes and the register of interests will be updated to reflect any new conflicts. Board Members who have declared an interest which relates to the items due to be discussed at a meeting must withdraw from the meeting when a decision is taken.

All Enterprise M3 staff members must sign a Code of Conduct and Declaration of Interest Forms. The Declaration of Interest forms for senior staff are published on the Enterprise M3 website. Both will be reviewed in April each year.

4.4 Diversity Statement

Enterprise M3 has due regard to the requirements for gender equality and diversity. Enterprise M3 endorsed the appointment of an Equality and Diversity Champion, named Julie Baker, Head of Enterprise and Community Finance at Natwest, on the main Board. Our Champion is working with the Board and the executive to achieve 50% female representation on the Board by March 2023.

Enterprise M3 and Hampshire County Council, in undertaking its role as the Accountable Body to Enterprise M3, shall comply with their responsibilities under the Public Sector Equality Duty as set out in section 149 of the Equality Act 2010 and they should have regard to these requirements when apportioning funding. An [Equalities and Diversity statement](#) is published on the Enterprise M3 website.

The Board is committed to ensuring equality of opportunity in the delivery and accessibility of its services. Enterprise M3 will look to ensure diverse representation at Board, as determined by the Local Enterprise Partnership Review 2018, and sub-group level which is reflective of the local business community (including geographies, gender and protected characteristics). A progress report will be brought to the Board each year stating the measures taken to encourage diversity and how we have overcome challenges, if any in meeting the targets. Enterprise M3 is committed to providing a safe environment free from unlawful discrimination and harassment both in employment and service delivery. Enterprise M3 and the County Council shall have due regard in the exercise of their roles and responsibilities to the need to:

- eliminate discrimination, harassment and victimisation and any other conduct prohibited under legislation;

- advance equality of opportunity between persons who share a relevant protected characteristic (age, disability, gender reassignment, pregnancy and maternity, race, religion or belief, gender and sexual orientation) and those who do not share it;
- foster good relations between persons who share a relevant protected characteristic and persons who do not share it.

[The Enterprise M3 Diversity Policy](#) is available on the website.

4.5 Board Remuneration and LEP Officer salaries

Hampshire County Council, in its role as the Enterprise M3 Accountable Body, complies with the government's transparency agenda and the Localism Act, to publish information on staff remuneration, job descriptions, roles and associated budgets. The following are available on the Hampshire and Enterprise M3 websites:

[Hampshire County Council Expenses Policy](#)
[EM3 Governance Page](#)

4.6 Induction and Training

Since April 2019 when Enterprise M3 became a company limited by guarantee it has set aside budget for induction and training of new Board Directors.

Currently new Board members receive an induction to the roles and responsibilities of being members by the CEO.

Enterprise M3 have a commitment to ongoing board development and hold workshops and events to ensure that all members are informed of developments in order that they can make informed decisions in their roles as board members.

4.7 The Complete Governance Structure

Enterprise M3 has depth and breadth to its Governance structure and has the following sub-groups, illustrated in the diagram at Annex A:

- The Programme Management Group
- Joint Leaders Board
- Nominations and Remuneration Committee
- Resources, Finance and Audit Committee
- COVID-19 Sub-Group
- European Management Group
- Enterprise Zone Programme Steering Group
- Action Groups

Each of these is detailed below.

➤ **Enterprise M3 Programme Management Group (PMG)**

The Enterprise M3 Programme Management Group ("the PMG") plays a key role in the ongoing management of Enterprise M3's funding programmes. The group is able to approve Local Growth Fund/Growing Enterprise Fund projects with a contribution from Enterprise M3 of less than £3m and acts as an advisory group to the Board on larger projects.

The PMG comprises the following representatives:

- 3 x Private Sector Enterprise M3 Board member (1 to chair)
- 2 x Local Authority Members
- 2 x Local Authority Senior Officers
- 1 x Homes England representative
- 1 x Accountable body representative
- 1 x LEP Chief Executive

Additional members for transport-related items only:

- 2 x Local Authority Transport Lead Members
- 1 x Private Sector Chair of Enterprise M3 Transport Action Group

The main focus of the PMG is the management of the Local Growth Fund, Getting Building Fund and the Growing Enterprise Fund, although it will have oversight of all funding programmes held and influenced by Enterprise M3. Responsibilities of the PMG include:

- Approval of Local Growth Fund/Growing Enterprise Fund projects with a value of less than £3m.
- Reviewing and making recommendations to the Board on projects with a value greater than £3m.

Further detailed information about the role of the PMG, including its terms of reference can be found on the Enterprise M3 website at: [Programme Management Group](#)

➤ **Joint Leaders Board**

The Joint Leaders Board (“the Joint Leaders Board”) brings together the Leaders of all 15 Local Authorities in the Enterprise M3 area with the purpose of strengthening the local authority governance arrangements in support of Enterprise M3; to provide a scrutiny and critical friend role; to assist in the development and implementation of actions that will deliver the Strategic Economic Plan; and to collaborate on economic development issues affecting the wider area.

The Joint Leaders Board strengthens local authority collaboration in support of Enterprise M3 and provides democratic accountability for the Enterprise M3 growth agenda. The Joint Leaders Board also:

- Have a major scrutiny role to hold Enterprise M3 accountable for its investment decisions and the operations of the organisation, making recommendations to the Enterprise M3 Board for consideration;
- Advises Enterprise M3 on the collective view of councils around strategic priorities and the Strategic Economic Plan and Local Industrial Strategy;
- Co-ordinates the contribution of councils on actions and activities to deliver the Strategic Economic Plan – making best use of, and potentially aligning, economic development resources and activities;
- Acts as a forum for collaboration and discussion between the Enterprise M3 LEP councils on issues affecting economic development and regeneration across the area – particularly spatial planning (including the ‘duty to co-operate’), housing and transport;
- Appoints the district level local authority members to the Enterprise M3 Board and to the Programme Management Group.

The chairing and administration of the Joint Leaders Board is managed by local authorities and meetings are open to the public. The Chair of the Joint Leaders Board is appointed on an annual basis from amongst the membership of the Joint Leaders Board. These roles are appointed at the first meeting of the municipal year and are eligible for re-appointment. In the absence of the Chair, the Joint Leaders Board shall appoint a Chair for the meeting.

The Terms of Reference and minutes of meetings for the Joint Leaders Board are available on: [Joint Leaders Board Page](#). Papers are available on request.

Membership of the Joint Leaders Board includes all 15 Leaders or their Deputies. Each Leader to be accompanied by a senior officer preferably the Chief Executive of the local authority.

➤ **Enterprise M3 Nominations Committee**

The Enterprise M3 Nominations Committee sets the policy for the Enterprise M3 Board on issues in relation to the membership of the Board, diversity and its associated governance structures This includes the following:

- Setting the policy for board appointments and specifying descriptions of the role and capabilities required for board appointments in light of existing skills and experience of current board members;
- Planning for the future, including succession planning, to ensure that that the Board Membership reflects and can deliver the priorities of Enterprise M3's Strategic Economic Plan;
- Maintaining a balance within the Enterprise M3 Board and associated governance structures, including age, gender, ethnicity, public and private sector, sectors, geography and skills;
- Supporting the Enterprise M3 Board and Chief Executive by assuring succession planning with an ongoing pool of Board or Action Group candidates, which offer continuity, diversity and a skill set that supports the Enterprise M3 objectives;
- Assisting the preparedness of candidates with appropriate induction requirements, including background objectives, reports, meeting frequency and guidelines to help avoid conflicts of interest;
- Ensuring that Enterprise M3 through the membership of its structures, remains relevant to its stakeholders;
- Developing new talent within the governance structures;
- Identify opportunities to develop the capacity and competencies of board members and members of other groups such as media and public speaking training;
- Building a reputation for progress and transparency.

The Nominations Committee will provide a quarterly report to the Enterprise M3 Board.

The Nominations Committee comprises of the following members:

- 4 x non-public sector Enterprise M3 Board Member (1 to chair)
- 1 x Local Authority Member
- 1 x Chief Executive of Enterprise M3 LEP

➤ **Enterprise M3 Resources, Finance and Audit Committee**

The Resources, Finance and Audit Committee will act as an Enterprise M3 LEP Board sub-group, with decision making powers. It will provide a decision-making role on a range of operational issues, including resources, finance and audit. It will:

- Propose the budget for all revenue funding to the any Enterprise M3 Board for approval;
- Review financial performance reports, scrutinising the overall financial position;
- Review internal financial controls and risk management systems – including regular review of audit reports detailing risks and mitigation in place;
- Oversee the Internal review of compliance with the LEP Assurance framework;
- Oversee staffing issues, including recruitment and contract extensions, and performance issues with financial implications;
- Advise on future sustainability: Maintain oversight of the financial requirements and procedures relating to all funding awarded;
- Acting as a sounding board offering internal scrutiny, problem solving and supportive advice, including on the following matters;
- Funding sources and programmes - exploring options for accessing additional funding through grants and other programmes;
- Procedures and operating policies including governance reviews, procurement, health and safety, risk;
- Stakeholder Memorandums of Understanding and other stakeholder partnership agreements;
- Good practice for HR, Finance and Risk matters;
- Consideration of any organisational review of Enterprise M3 team;
- Review or make decisions on any other matters referred to the Committee by the Board;
- Report to the Board on the proceedings of the Committee after each meeting and make available to Board members, the minutes of Committee meetings;
- Liaise with the Accountable Body’s Audit Committee, representing Enterprise M3’s interests where necessary.

The Chair and members of the Committee shall be appointed by the Board. The following membership, drawn from the Enterprise M3 Board, is:

- 3 x Non-Public Sector Enterprise M3 Board Directors
- 1 x Chief Executive of Enterprise M3 LEP
- An Accountable Body representative will have a standing invitation to all meetings

➤ **Enterprise M3 European Management Group (EMG)**

The Enterprise M3 European Management Group (“the EMG”) will supervise the development and administration of the LEP’s European Structural and Investment Funding Programme (“the ESIF”). The EMG is a local sub-committee of the National Growth Programme Board for ESIF. The EMG is not a sub-group of the LEP Board; however, its geographical coverage is contiguous with that of Enterprise M3.

The EMG will undertake a range of functions around the ESIF programme. The EMG is not a decision-making body, rather it will provide recommendations and guidance on strategic fit and value for money to the Managing Authorities for ESIF. The LEP has responsibility for recruitment to the EMG.

The membership of the EMG is subject to EU regulations and includes a wide range of representation from across the public, private and not-for-profit sectors. The Chair, a member of the LEP Board was elected by the group. Other members have been appointed through nomination by their sector.

The LEP has appointed a Chair for the EMG from amongst its Board. Other members will be appointed through nomination by their sector.

The membership of the EMG comprises representatives from the following sectors:

- Enterprise M3 (chair);
- Local authorities;
- Private sector;
- Not-for-profit sector;
- Environmental;
- Trade unions;
- Higher education;
- Further education;
- Wider education and skills sectors;
- Rural;
- Equality and diversity; and
- ESIF Managing Authorities.

➤ **Enterprise Zone (EZ) Programme Steering Group**

The Programme Steering Group (PSG) advises on the strategic direction and implementation of the programme and facilitates collaboration between the major stakeholders in the Enterprise Zone. PSG does not have decision-making powers, rather it is an advisory group to both the Programme Management Group (PMG) and the Enterprise M3 Board, specifically on matters relating to the strategic direction, funding priorities for projects and resources pertaining to the Enterprise Zone team.

Responsibilities of the PSG include:

- Review the level of income generated through the Business Rates Growth and forecast to end of the Enterprise Zone programme at March 2042;
- Consider investment proposals from partners for use of BRIG;
- Reviewing and making recommendations to PMG and the Enterprise M3 Board on the relative priority of EZ proposals for funding in accordance with the priorities set down by the Board;
- Consideration of due diligence on proposals and recommending to PMG or the Enterprise M3 Board whether proposals should proceed to contracting;
- Overseeing the development of an appropriate pipeline of proposals to be potentially funded in future and making associated recommendations;
- Monitor progress of projects and priorities set by the LEP Board relating to the Enterprise Zone, including making any recommendations to PMG and/or Enterprise M3 Board as appropriate.

The EZ³ PSG role is to bring together senior representatives of the EM3 LEP and partner local authorities to drive forward the economic growth potential of the EZ³ Enterprise Zone and each of its constituent sites to maximise the opportunities for growth.

- Support the EZ Programme Director and EM3 Management team through effective communications with all impacted stakeholders and providing unified and consistent direction for the programme;

- Receive and review progress reports considering them by exception from the EZ Programme Director and, or Partner representatives;
- Ensure the EZ funding is effectively aligned with other sources of funding, including LGF funds, and are used to derive effective value for public funds;
- Monitor the key outputs of the programme against Government specified management information requirements which are reported on quarterly;
- Review and make recommendations to the Enterprise M3 Programme Management Group and Board on the relative priority of Enterprise Zone investment plans and borrowing requirements;
- Discuss any high level risks and conflicts that cannot be addressed by the local delivery groups and make recommendations to resolve, mitigate or escalate these;
- Ensure all decisions relating to spending and funding is subject to existing Hampshire County Council internal approval processes, as accountable body to the LEP.
- All recommendations made by this group will be subject to partner local authority approval where appropriate.

The EZ³ PSG will be made up of senior management representatives who can fully represent their organisation and take high level strategic decisions for the EZ³ as a whole. The PSG comprises the following representatives:

- 1 x Private Sector Enterprise M3 Board member (to chair)
- 3 x District/Borough Council representatives at senior management level(1 for each Enterprise Zone site)
- 2 x Landowner representatives (as 1 Enterprise Zone site is local authority-owned)
- 2 x County Council representatives
- 1 x Cities and Local Growth Team
- 1 x Accountable Body (Hampshire County Council) representative
- 1 x Enterprise Zone Programme Director
- 1 x LEP Chief Executive

➤ **COVID-19 Sub-Group**

The COVID-19 Sub-Group plays a key role to discuss and take any business critical decisions relating to Enterprise M3's response to COVID-19.

The group is able to approve Local Growth Fund/Growing Enterprise Fund projects with a contribution from Enterprise M3 of less than £3m and acts as an advisory group to the Board on larger projects.

The COVID-19 Sub-Group comprises the following representatives:

- 1 x Enterprise M3 Chair (to act as Chair of COVID-19 Sub-Group)
- 1 x Chair of Resources, Finance and Audit Committee
- 1 x Chair of Nominations Committee

- 1 x Chair of Programme Management Group
- 1 x Chair of Joint Leaders Board
- 1 x Accountable Body Representative
- 1 x Enterprise M3 lead Board Director on Communications
- 1 x Enterprise M3 lead Board Director on Local Industrial Strategy
- 1 x LEP Chief Executive

The main focus of the COVID-19 Sub-Group is the management of the Local Growth Fund and the Growing Enterprise Fund, although it will have oversight of all funding programmes held and influenced by Enterprise M3. Responsibilities of the COVID-19 Sub-Group include:

- Approval of expenditure relating to Enterprise M3's COVID-19 response with a value of less than £1.5m;
- Providing recommendations and advice to the Board on Enterprise M3's COVID-19 response; and
- Providing recommendations and advice to Enterprise M3's other committees including; Nominations Committee, Resources Finance and Audit Committee, Programme Management Group, Local Industrial Strategy Group and Joint Leaders Board.

Further detailed information about the role of the COVID-19 Sub-Group, including its terms of reference can be found on the Enterprise M3 website at: [COVID-19 Sub-Group](#)

➤ **Enterprise M3 Action Groups**

Enterprise M3 Action Groups ("Action Groups") will play a key role in providing specialist advice and recommendations to the Board around particular projects. Enterprise M3 has the following Action Groups:

- Enterprise & Innovation Action Group
- Transport and Mobility Action Group
- Skills and Talent Action Group

In line with our Strategic Economic Plan and emerging Local Industrial Strategy, additional groups may be formed to meet future requirements.

The Action Groups will reflect the key issues and priorities in each sector. The Action Groups do not have financial decision-making responsibility.

Each Action Group will contain at least one Enterprise M3 Board member and will be chaired by a member of the private sector, selected by the group. Chairs will be selected by each Action Group and agreed by the Board. The Chairs of the Action Groups are appointed for terms of up to two years.

The Action Groups provide the interface between the individual businesses, local authorities and other public sector agencies throughout the Enterprise M3 geographic area.

As Enterprise M3 completes the Local Industrial Strategy we will fully understand the need for new or revised Action Groups/Forums, for example, our Rural and Land & Property Groups.

4.8 Independent Secretariat

Enterprise M3 have a system that allows for Board members to have a route to obtain independent advice for clarification or verification. The first point of contact is to the Chief Executive and/or specialist members of staff. If the Board Member does not receive the independent information, he/she is seeking they have recourse to the Accountable Body.

Staff of Enterprise M3 whilst employed by Hampshire County Council, operate under a Memorandum of Understanding backed up by Service Level Agreements for legal, procurement, Human Resources and Finance. The Chief Executive of Enterprise M3 has responsibility for ensuring that information is independent and correct at that time and for ensuring that the Board is aware of this independent process available to them.

This independent function seeks to give confidence to the public, to government, to stakeholders and partners that a rigorous approach to governance and recording of meetings is conducted in an open and transparent manner. Internal scrutiny operates through regular senior management teams, team meetings and special internal teams that are formed to address opportunities and developments.

4.9 Publication of meeting and agenda items

On the principle of openness and transparency all Board and PMG meeting agendas are available on:

- [The Board](#)
- [Programme Management Group](#)
- [COVID-19 Sub-Group](#)

Enterprise M3 are committed to publishing on its website a public notice of Programme Management Group and Board meetings and any sub-committee which involves decisions about public money, at least five clear working days before any meeting. Copies of the Agenda and any papers (save for confidential and exempt items) to be considered at a meeting of the Programme Management Group or Board will be open for inspection by the public at least five clear working days before any meeting, unless a matter is to be considered as a matter of urgency, in which case the item will be available for inspection as soon as it is added to the Agenda for the meeting. The same procedure applies if a meeting is held by teleconference between meetings to take urgent business.

In compliance with the government guidance all new business cases relating to transport projects will be published on the Enterprise M3 website from April 2019 for inspection as recommended in the guidance. In addition, the business cases for all other projects will be available on the website in good time before approval through Programme Management Group.

The Board Directors shall hold an Annual Meeting which will be open to the public and can take the form of a conference. The Board shall hold ordinary meetings on such day and at such time and place as they may determine between each Annual Meeting. Enterprise M3 will publish an Annual Report detailing the year's achievements, the governance and the finances.

No business shall be transacted at any meeting of the Board unless a quorum of at least six Board members are present. If the numbers of votes for and against a proposal at a meeting are equal, the Chair or other Director chairing the meeting has a casting vote. The role of the Chair and other Board Directors is set out in the Enterprise M3 Articles of Association published on the Enterprise M3 website.

4.10 Handling confidential and exempt information

Enterprise M3 will seek to place as much information as possible in the public domain. However, due to the nature of our work there may be some papers which are not suitable for publication. We will use the Local Authorities (Executive Arrangements) (Meetings and Access to Information) (England) Regulations 2012 and Schedule 12A of the Local Government Act 1972 as amended to determine whether documents should be exempt or classified

Our Confidential Items Policy published on the Enterprise M3 website gives further details of this process. The public may make written representations to the Programme Management Group or Board, and the process for doing is set out on the website of Enterprise M3. The Enterprise M3 Programme Management Group and Board will be made aware of any written representations received at the meeting. The draft minutes from meetings will be published within ten working days of the meeting having taken place.

Board members may make decisions out of session via written communication (hardcopy or electronic). Unless unavoidable, a minimum of two weeks should be allowed for decision making out of session.

4.11 Publication of accounts, financial information, and transparent use of public funding

The Enterprise M3 end of year accounts are identified in the Accountable Body's annual financial statements, an extract of which is included in the Annual Report and is available for inspection on the website.

The Enterprise M3 Annual Delivery Plan is also available for inspection on the website: [Delivery Plan](#)

The Enterprise M3 Board and Programme Management Group have responsibility for all financial decisions about projects including the Growth Hub.

The Enterprise M3 Programme Management Group may approve Local Growth Fund/Growing Enterprise Fund projects with a value of less than £3m. Projects with a value greater than £3m must be considered by the Programme Management Group before being submitted to the Enterprise M3 Board for approval.

Cost increases to projects previously approved by the Board or Programme Management Group may be agreed outside of meetings in order to prevent unnecessary delays in delivery. Cost increases of less than 10% may be approved by the LEP Director and cost increases below 20% can be approved by the Programme Management Group. The Enterprise M3 Board will approve any cost increases that exceeds £3 million. Financial Investment decisions and values are available both in the published PMG and Board papers and as information contained in the description of live and completed projects on: [EM3 Investments](#)

The Board will approve an annual and outline three-year budget and once approved the Chief Executive can approve requests for funding, as detailed within that plan. The Enterprise M3 Chief Executive may approve any variances of less than 10% from the headline income/expenditure budget. The Resources, Finance and Audit Committee may approve any variances between 10% and 30% and any variances in excess of 30% must be approved by the Enterprise M3 Board.

The Enterprise M3 Chief Executive cannot approve their own expenses but can approve expenses of others. The Chair or other Board Members can approve the Chief Executive expenses. An expenses policy for Enterprise M3 Board Members can be viewed at: [Expense Policy](#)

A copy of the Enterprise M3 Delegated Authority Policy is available [here](#).

Enterprise M3 will publish on its website the LEP Board papers, agendas and minutes to comply with local government legislation, unless the Board paper is of a confidential nature or an exempt paper falling under Schedule 12A Local Government Act 1972, as amended. Papers with the status of confidential will have that status reviewed and published if circumstances allow. The papers presented to the Board will broadly cover decisions made to provide funding to particular projects, programme updates, the rationale behind funding decisions, and details of successful projects.

4.12 Management of contracts

The structure of Enterprise M3, delivers a process for the management of contracts that is accountable. It operates as follows:

- Responsibility for the management of contracts that have been awarded Local Growth Funds/Growing Enterprise Fund is the Director of Operations, with the support of the Enterprise M3 Finance Manager and reporting to the Chief Executive of Enterprise M3
- Contract award, contract tracking and monitoring of performance are reported bi-monthly by the Director-Operations to PMG/ Board as appropriate
- The Governance and Assurance Manager is responsible for procurement and on-going contract tracking
- The Delegated Authority policy determines who can sign off what value of contract
- An internal Programme Management Office team which combines business delivery staff and operations staff meet monthly to discuss progress of contracts and to suggest remedial action if required.
- A draft copy of our standard contractual documentation is available on request. Annex B illustrates the roles and responsibilities of Enterprise M3 in delivering the capital programme

4.13 Government Branding

All beneficiaries and all staff are made aware of the Enterprise M3 published branding guidelines which clearly determines the use of Government and European branding on documentation, websites, press releases etc. Monitoring compliance with the branding guidelines is the responsibility of the Director – Operations.

4.14 Scrutiny and Audit Arrangements

Enterprise M3 has established a best practice model for the independent scrutiny of our governance arrangements, including:

- The governance structure, at section 4 records the Programme Management Group and Board responsibility to monitor processes and the progress of the Capital Programme;
- The establishment of a specific Joint Leaders Board Scrutiny role and expert oversight. Joint Leaders Board will dedicate a minimum of one meeting per annum to scrutinize selected areas of Enterprise M3 and will report to the Enterprise M3 Board on their findings. They reserve the right to undertake additional scrutiny if they consider it necessary. In addition, each local authority has the right to call in the Enterprise M3 Executive to be examined on a specific issue. Joint Leaders Board papers and minutes are available on the Enterprise M3 website;
- Compliance with the annual Hampshire County Council Audit Plan in relation to distribution of funding and compliance with the Enterprise M3 Assurance Framework

and [Memorandum and Articles of Association](#). This scrutiny arrangement permits the Accountable Body to have the confidence to return the Assurance Statement each year to government;

- Each project seeking funding undergoes a rigorous scrutiny process that includes independent initial grading of the Expression of Interest; Independent Due Diligence is purchased per project; projects are reported to the Programme Management Group for discussion leading to approval or referral; reported to Board.

Enterprise M3 recognises the importance of having clear arrangements in place which enable effective and meaningful engagement of local partners and the public. Enterprise M3 also acknowledges the importance of operating transparently giving the public and stakeholders confidence that decisions made are proper, based on evidence, and capable of being independently scrutinised.

The Enterprise M3 Section 151 Officer Assurance Report and the Assurance Statement from the Chair and Chief Executive are on: [S151 Assurance Statement](#).

Enterprise M3 have agreed operating practices contained in the Memorandum of Understanding supported by Service Level Agreements which are reviewed as part of the Audit processes on an annual basis and available on request. The LEP and the Accountable Body agree to work to the Hampshire Audit Plan and have a risk register agreed at the Resources, Finance and Audit Committee.

4.15 Website

Enterprise M3 maintains a [dedicated website](#) through which local partners and the public can keep in touch with progress on implementing the Growth Deal and can access key documents as required by the National Local Growth Framework.

4.16 Data Protection and Freedom of Information

Enterprise M3 is a company limited by guarantee with no delivery function and cannot act as data controller of personal data. Enterprise M3 will adhere to the processes established by Hampshire County Council in relation to its obligations under the Data Protection Act 2018, General Data Protection Regulations 2018 and the Freedom of Information Act 2000, as set out at clause 9 of the MOA.

Members of the Board are fully committed to ensuring that they share information in accordance with their statutory duties/relevant legislation. Partners recognise that any data or records supplied to public bodies are potentially subject to the provisions of the Data Protection Act 2018, General Data Protection Regulations 2018 and the Freedom of Information Act 2000.

Enterprise M3 will also adhere to the Local Government Transparency Code and, through the County Council as the Enterprise M3 LEP's Accountable body, will ensure that all Freedom of Information and Environmental Information Regulation requests are dealt with in line with the relevant legislation.

4.17 Accountable Body and Section 151 Officer

Enterprise M3 is a constituted body for which the County Council acts as the lead Accountable body for all funding streams under the control of the Enterprise M3 LEP.

The respective roles and responsibilities of Enterprise M3 and the County Council, in undertaking its role as the Accountable Body to the Enterprise M3 LEP, are set out below.

- The nature and scope of the relationship between the County Council and the Enterprise M3 is set out in the Memorandum of Understanding which together with the

accompanying Service Level Agreements, set out the support arrangements that the County Council, in its role as Accountable body, currently provides to Enterprise M3.

- The County Council is accountable for ensuring that all grant income received, payments out and any applicable repayments for all funding streams under the control of Enterprise M3 LEP are accounted for and administered correctly (which are subject to the County Council's normal internal and external audit controls)
- The County Council in undertaking its role as Accountable body to Enterprise M3 shall ensure that expenditure is spent in accordance with all applicable legal requirements and also in accordance with the County Council's rules and procedures as set out in its Constitution and Financial Procedures. In particular, the County Council shall comply with its financial duties and rules which require it to act prudently in spending, which are overseen and checked by its Chief Finance Officer, the Section 151 or the nominated Hampshire Finance officer.
- The County Council will not comply with a decision of the Board if it considers:
 - the decision did not comply with the County Council's rules and procedures as set out in its Constitution and Financial Procedures;
 - the decision would lead to the available budget being exceeded;
 - the decision was unlawful;
 - the decision did not comply with the requirements of this Assurance Framework;
 - the decision committed funds to a project that was reliant upon unproven future funding (without a full risk assessment – which includes the views of the potential source of funding).
- In such circumstances, the County Council and Enterprise M3 shall seek to resolve the matter by a process of consultation. If the matter cannot be resolved within a reasonable period of time, then the matter shall be escalated to the Chief Executive of Enterprise M3 and the County Council's Director of Economy, Transport and Environment who shall decide on the appropriate course of action to take. If the matter still cannot be resolved, then the matter will be referred to an independent arbitrator to reach an agreement. The costs of an independent arbitrator shall be borne by the County Council and Enterprise M3 respectively.
- In terms of scrutiny arrangements, Enterprise M3 has a Joint Leaders Board to ensure involvement of all of the local authority leaders. In order to help ensure appropriate decisions are made around the use of all funding streams secured by Enterprise M3, the PMG oversees the funding programme. The County Council, as the Accountable body, is represented at a senior officer level on PMG and has a standing invitation to all Board Meetings. This is in addition to the County Council's Deputy Leader having a seat on the Board. Enterprise M3 also report regularly to Government on progress and take part in formal annual review meetings, which act as a gateway for accessing future funding.
- On an annual basis or as required the Joint Leaders Board assembles solely for the purposes to scrutinise in depth selected operations of the LEP. Its recommendations are to be reported to the Enterprise M3 Board for consideration and acted on in accordance with the Board decision/s.
- The role of the Accountable Body, Hampshire County Council is contained in the Memorandum and Articles of Association. The principles, roles and responsibilities are in accordance with the guidance contained in the CIPFA Guidance published in August 2018, illustrated at Annex B.

- The role of our Section 151 officer is considered critical to ensure compliance with our Governance arrangements for finance, administration and audit function. His/her role meets the standards and is in accordance with the CIPFA Guidance 2018. In order for the section 151 to exercise his/her responsibilities all documentation is made available and the officer is invited to attend and to speak at our Board. He/she is also a member of our Programme Management Group.

4.18 Conflicts of Interest Policy

Enterprise M3 publishes on its website a [Code of Conduct](#) which covers commercial, actual and potential conflicts of interest. All those involved in the work of the LEP must agree to this document and complete a Register of Interests declaration within 28 days of starting in their role with EM3 LEP.

4.19 Risk Register

Enterprise M3 retain a Risk Register, which will be reviewed on a regular basis. Member organisations will review the risk of their own involvement with the Enterprise M3 in accordance with their own procedures.

Enterprise M3's Chief Executive has overall responsibility for the identification and management of risk within Enterprise M3.

4.20 Register of Interests

Enterprise M3 will maintain a [Register of Interests](#) of its Board members in accordance with its Register of Interest Policy published on its website.

Board members are committed to informing Enterprise M3 of any relevant changes to his/her interests within 28 days. In addition, Declarations of interest declared at the Board or Programme Management Board are noted and checked against the individual register.

Enterprise M3 will also maintain a [Conflict of Interest register](#) for its staff members.

4.21 Enquiries and Complaints Policy

Enterprise M3 will publish on its website an [Enquiries and Complaints Policy](#) as well as details around how members of the public and other stakeholders can contact Enterprise M3 (including how to contact us on a confidential basis, giving the option of two named officers to contact) and provide input to the decision- making process.

[A Whistleblowing Policy](#) is also published on the Enterprise M3 website which provides a confidential means for disclosures to contact the LEP. Our policy adheres to the protections outlined in the Public Interest Disclosure Act 1998. The named Responsible officer is the Director – Operations.

4.22 Liability and Indemnity Insurance

Enterprise M3 will provide Professional Indemnity and Financial and Administration Liability Insurance. The insurance provided will be to a limit of £1m which will cover damages and claimant costs and defence costs. The policy covers both the organisation and the personal liability of trustees (directors or committee members), in relation to running the organisation. This is referred to in the policy as maladministration. A full copy of the insurance policy is available on request.

4.23 Local Engagement

Partnership engagement is recognised as a key strength of Enterprise M3 with partners regularly commenting on the high levels of engagement. Enterprise M3's approach is to use early and ongoing engagement with a wide range of partners, driven by the Board. Enterprise M3 holds regular consultative meetings and communication.

Enterprise M3 publish a [monthly newsletter](#) which contains items of interest to our partners.

Enterprise M3 consults with business forums, and the not for profit sector, and organises annual conferences, relevant events on an ad-hoc basis. Enterprise M3 also engages with the public and stakeholders via its Action Groups.

To ensure the partners and stakeholders are kept up to date with the overall funding programme, Enterprise M3 will continue to use its established communications channels and tools, such as stakeholder newsletters, social media communications and regular partner meetings and will build on these where necessary.

4.24 Cross Border Cooperation

Enterprise M3 demonstrate best practice in their approach to working across geographical boundaries, working closely with neighbouring LEPs both strategically and operationally. The LEP Review and acceptance of our LEP Implementation Plan, provided the opportunity to further examine how these relationships, where there are shared economic priorities, can be strengthened to include greater strategic collaboration leading to effective and efficient delivery of key projects. Agreement to the new boundaries and the removal of split districts have provided areas of transition in New Forest, East Hants, Test Valley and Winchester.

Enterprise M3 is committed to supporting the LEP Network by sharing best practice, peer review and to working collaboratively on matters relevant to us.

4.25 Social Value for Investment

Enterprise M3 shall consider how additional social value and clean growth could be obtained through its procurement activities, which will primarily focus on how its economic objectives can be achieved through each project.

4.26 Value for money

➤ Overall Management

Enterprise M3 has robust arrangements in place to ensure value for money and effective delivery, through strong project development, project and options appraisal, prioritisation and business case development. The details of these processes are set out in Annex C.

➤ Funding – Allocations and Agreements

Funding will be provided for individual and indivisible schemes or for coherent packages of closely-related schemes. Funding will not be provided for unspecified or loosely-defined uses.

Funding will only be used for schemes and/or purposes specified in the bid and associated approval decision, unless expressly approved by the Board.

The County Council, as the Accountable Body of all funding streams under the control of Enterprise M3, is responsible for compliance with the funding terms and conditions laid down by MHCLG, BEIS, the DfT and/or any other relevant government funding agencies, which includes the obligation to repay, in whole or in part in the event of non-compliance with those terms and conditions.

The funding of cost increases will be considered on a case by case basis. As a general rule, Enterprise M3 will expect promoters to bear cost increases that could reasonably be considered to be within their control. Enterprise M3 may fund cost increases, for example where the reason for the cost increase could not reasonably have been expected, such as a change in legislation or scope of the project.

Prior to disbursement of funding to a project, a legal funding agreement must be in place with the delivery organisation. The legal funding agreement will be in substantially the same form as the template legal funding agreement available on request. In the case of the County Council being the delivery organisation, the County Council will confirm compliance with the terms of the legal funding agreement in the form of a letter as the County Council is unable to enter into a legal funding agreement with itself. In the event that there is an irreconcilable difference/disagreement with the terms of the legal funding agreement arising between the County Council being the delivery organisation and Enterprise M3, then the matter shall be escalated to the County Council's Director of Economy, Transport and Environment, the County Council's Chief Financial Officer and the Chief Executive of Enterprise M3. If the matter can still not be resolved, the matter will be referred to an independent arbitrator. The costs of which shall be borne by the County Council being the delivery organisation and Enterprise M3.

The legal funding agreement will:-

- set out delivery milestones for the project, a projected payment schedule (where applicable) and will include arrangements for reporting monitoring information back to Enterprise M3;
- provide assurance that any local contributions specified within the business case will be provided and accept liability for all cost increases; and
- confirm that the awarded funding will only be used for the project for which it was awarded and that all reasonable efforts to control costs will be made.

Scheme promoters will be expected to bear scheme development costs for the first part of the application process. The preparation of detailed business cases is to be funded by scheme promoters. However, Enterprise M3 may agree to fund reasonable costs which comply with the funding terms and conditions.

➤ Evaluation and Monitoring

The template for submitting full business case application requires promoters to clearly specify the [Evaluation and Monitoring strategy](#). This forms an integral part of an application. As part of their evaluation of a proposal, Enterprise M3 will assess the adequacy of a promoter's Evaluation and Monitoring strategy, giving consideration to evaluations that are proportionate to the value and scale of each scheme, whilst being affordable and representing value for money. The Monitoring & Evaluation Policy is published on.

Enterprise M3 will specify the monitoring metrics projects are expected to report on and the frequency on which these reports are required.

Evaluation methodologies and requirements will also be agreed with scheme promoters and will be in accordance with government guidance for reporting and monitoring. Generally, the expectation will be that the scheme promoter funds evaluation activity from the project budget. Report(s) are to be produced and published on the Enterprise M3's website after suitable intervals/ period, following completion of the schemes.

The Evaluation Report(s) would aim to demonstrate the extent to which the assumed/predicted impacts and benefits have been realised. They could cover the following measures, as appropriate for a scheme:

- Net additional jobs created in the Enterprise M3 area that can reasonably be linked to the intervention.
- Net additional housing or employment floor space created or enabled as a consequence of the intervention (either directly or as part of a wider package of enabling measures).
- Private sector investment leveraged as a result of the delivery of the intervention (either directly or as part of a wider package of enabling measures).
- Local Gross Value Added (GVA) created and/or safeguarded.
- Demonstrable contribution to retention of existing businesses in the Enterprise M3 area.
- Other measures as required by the funding body

If appropriate and feasible, Enterprise M3 may produce consolidated evaluation reports, covering several schemes that are related either by geography or by type of intervention or scale of funding or some other relevant criteria, with the aim of drawing out common findings and recommendations for future decision making.

4.27 Value for money for Transport Projects

Enterprise M3 have committed a large percentage of its budget to transport and mobility projects and has robust and established processes in place to ensure that the modelling and appraisal processes are in line with National Assurance Guidance.

Proposals received, as specified in the Business Case and in the Enterprise M3 Monitoring and Evaluation Policy must comply with the guidance set out in WEBTAG.3. as appropriate. For schemes with a value of less than £5m Enterprise M3 will use its judgement and the advice of the provider of due diligence services to determine whether a full WEBTAG.3 appraisal is appropriate for the level of funding sought, the complexity of the proposed project and the weighting attached to this criterion.

On every project Enterprise M3, through its governance procedures, ensures that the full range of material costs and benefits, the fit with criteria are made available to decision makers.

<https://www.gov.uk/government/publications/monitoring-and-evaluation-framework-for-local-authority-major-schemes>

Part 2 - LEP Commitments

The National Framework Guidance seeks the following commitments as detailed in Table 1 below. The signatories listed in Table 2 demonstrates the commitment of Enterprise M3 LEP and Hampshire County Council in the Accountable Body role.

Table 1

Commitment by Enterprise M3 Executive and Non Executive Members	
1	Commit to keep records which demonstrate legal obligations and other compliance requirements
2	Commit to proactively raise instances of non-compliance with Government
3	Commit to actively cooperate with stakeholders and other regeneration organisations
4	Commit to ensure partnership working and engagement on projects
5	Commit to champion successes within their communities
6	Commit to Board member and LEP Officer induction and training
7	Commit to providing a safe environment free from unlawful discrimination and harassment both in employment and service delivery
8	Commit to working collaboratively with other LEPs

Signatories to this document in Table 2 affirm adherence to the commitments that EM3 LEP is compliant with the National Assurance Framework Guidance January 2019.

Table 2

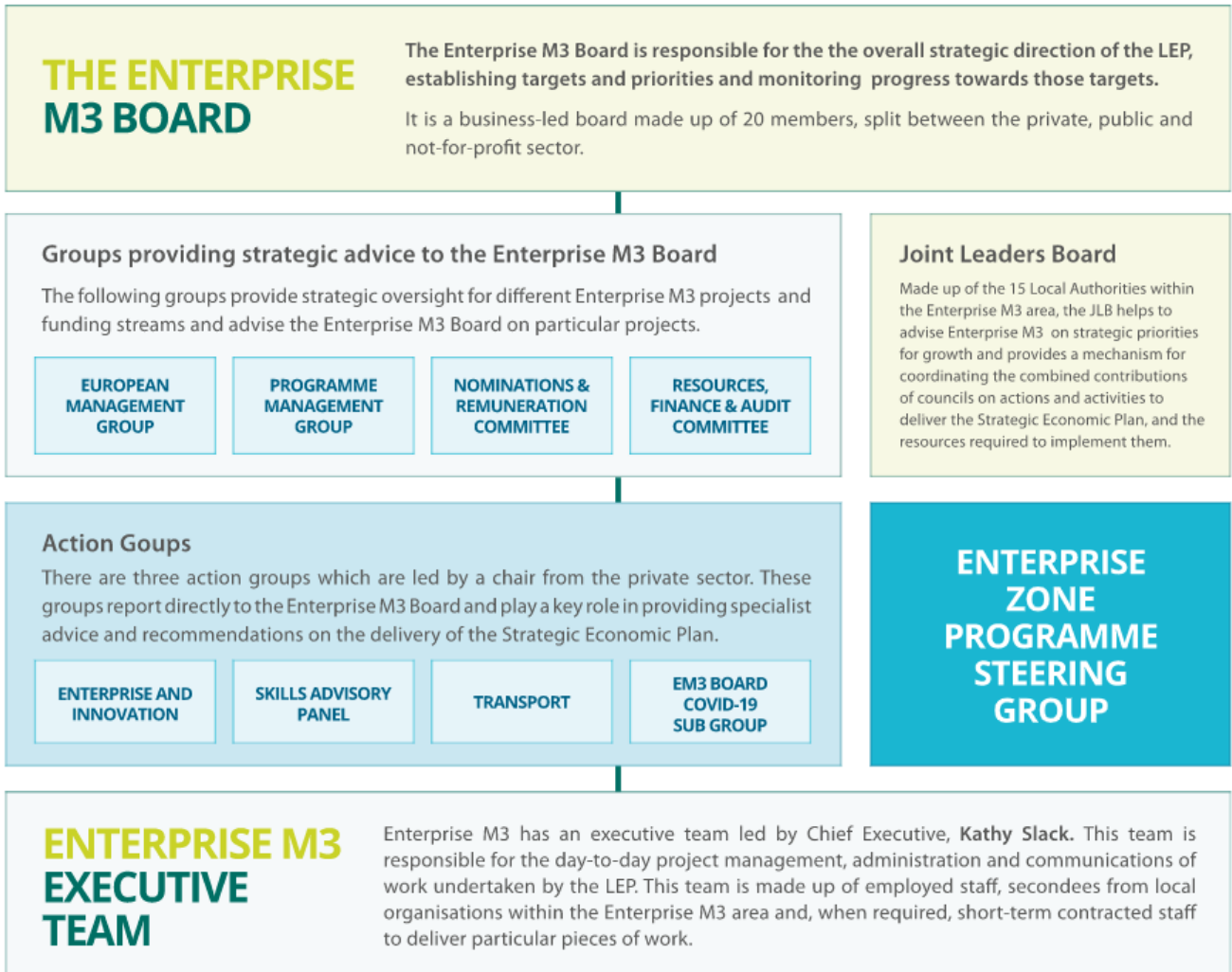
Name	Organization	Role	Date
Kathy Slack	Enterprise M3	CEO	29/03/2019
Dave Axam	Enterprise M3	Chair	29/03/2019
Rob Carr	Hampshire County Council	Section 151 Officer	29/03/2019

Part 3 Enterprise M3 Policies

The following Policies are available on the Enterprise M3 website:

- Code of Conduct
- Register of interests for Board Directors and staff
- Enquiries and Complaints policy
- Whistleblowing Policy
- Diversity and Equality Statement
- Expenses policy
- Evaluation and Monitoring policy

Annex A – Enterprise M3 Governance Structure



Annex B

Roles and Responsibilities – Prioritisation, Approval and Deployment of Funding

1.1 Enterprise M3:

- Board or Programme Management Group will approve the disbursement of funding to all projects, and shall consider the advice of other relevant governance groups in doing so.
- Shall have responsibility for overall programme management for the funding programmes under the control of the Enterprise M3, including overall budget management, project monitoring and progress reporting, risk reporting and management;
- Shall act as the main point of contact for funding applicants/recipients;
- Shall receive and undertake all initial assessments of funding applications;
- Shall approve projects 'in principle' subject to contract and due diligence assessments;
- Shall undertake due diligence assessments of projects after the 'in principle' approval;
- Shall provide the County Council with all successful project details and financial details following approval by the Board in order for the County Council to develop the appropriate funding agreements;
- Shall undertake the necessary monitoring visits to ensure that projects are progressing in line with the funding agreement terms and conditions and that appropriate records are kept;
- Shall authorise project claims submitted by funding applicants/recipients and ensure that they are in line with the terms and conditions of the funding agreement;
- Shall provide confirmation that all funding provided by Enterprise M3 has been used as per the terms and conditions laid down by DCLG, DfT and/or BEIS and/or any other relevant funding agencies,
- Shall work in partnership with the County Council in its role as Accountable Body to seek recovery of the funding should projects default from the terms and conditions of the funding agreement.
- Shall deal with any complaints and/or appeals in relation to the funding application and the decision making an approval processes;
- Shall provide a designated manager to manage each of the funding programmes

1.2 The County Council, acting as the Accountable body, shall:-

- Ensure that the funding is used appropriately in accordance with the funding terms and conditions;
- Ensure that any funding decisions and activities of Enterprise M3 conform with all applicable legal requirements including for example, state aid, equalities, social value, environment and public procurement law, and that any development decisions for specific proposals must go through the normal planning process and be guided by local plans taking into account all material considerations.;
- Ensure that Enterprise M3 is made aware of the importance of state aid issues in relation to taking decisions on funding allocations;
- Support Enterprise M3 in adhering to the Assurance Framework;
- Act in accordance with local government law and the County Council's rules and procedures as set out in its Constitution and Financial Procedures.
- Maintain the official record of Enterprise M3 proceedings and hold copies of all relevant Enterprise M3 documents relating to the funding, including maintaining accurate financial records;
- Ensure that there are arrangements for local audit of funding allocated by Enterprise M3 at least equivalent to those in place for the County Council spend

- Receive block allocations of funding from Government on behalf of Enterprise M3;
- Take responsibility for the decisions of Enterprise M3 in approving projects;
- Where appropriate provide comments on the approved 'in principle' projects in time to contribute to any due diligence process assessment;
- Draw up individual legal funding agreements in line with the terms and conditions of the relevant funding source/programme;
- For 100% upfront funded projects, make payments within authorised budgets to funding applicants/recipients in a timely manner following receipt of instructions from the Enterprise M3;
- For projects with stage payments or retrospective funding, the County Council will discharge payment to the funding applicant/recipient in a timely manner following receipt of instructions from the Enterprise M3;
- Provide the Enterprise M3 with appropriate financial reports, in compliance with the requirements of MHCLG, BEIS, DfT and/or other relevant government funding agencies;
- Produce an annual statement of funding received and expenditure in relation to the funding programmes under the control of the Enterprise M3;
- Comply with all relevant accounting and audit requirements;
- Work in partnership with the Enterprise M3 in relation to any claw back issues and/or deviations from the funding agreements with the funding applicant/recipient and/or the funding agreement with MHCLG, DfT, BEIS and/or any other government funding agencies;
- Receive and process repayments (where applicable) in line with the County Council's accounting policies and procedures;
- Provide the Enterprise M3 with notification of any repayments made, or not made,
- Deal with any complaints or appeals in relation to the County Council discharging its role as the Accountable body. Any complaints will be dealt with through the County Council's own complaints procedure.

Financial/Audit

2.1 Enterprise M3 shall:-

- Co-operate with and assist the County Council acting in its role as Accountable Body in undertaking the day to day responsibility for financial matters;
- Co-operate with and assist the County Council acting in its role as Accountable Body in regular audit examinations of all operating systems;
- Act upon any recommendations contained with the County Council's internal audit reports where the County Council's Chief Financial Officer so requires;
- Report any financial irregularity or suspected irregularity in the use of any funding to the County Council.
- Publish a statement of annual accounts, based on information provided by the accountable body.

2.2 The County Council, acting in its role as Accountable Body, shall:-

- Establish and maintain a financial system to account for all monies received and disbursed on behalf of the Enterprise M3;
- Transfer, subject to the receipt of properly authorised instructions from the Enterprise M3 LEP, funding for projects identified by the Enterprise M3;
- Supply, as necessary, completed statements of income, expenditure and disbursements to the Enterprise M3, funding organisations, MHCLG, DfT, BEIS and/or external auditors, including information necessary to allow the Enterprise M3 to provide updates to its board and others in a timely manner, and to allow the publication of annual accounts by the Enterprise M3.

2.3 On an annual basis the Joint Leaders Board may call a special meeting of its Board to scrutinize particular aspects of the operations of Enterprise M3

Legal

3.1 The County Council, acting in its role as Accountable Body, shall:-

- Ensure that any funding decisions and activities of the Enterprise M3 conform with all applicable legal requirements including for example, state aid, equalities, social value, environment and public procurement law, and that any development decisions for specific proposals must go through the normal planning process and be guided by local plans taking into account all material considerations.;
- Develop and finalise appropriate legal funding agreements (subject to the approval of the Enterprise M3) and enter into such legal funding agreements with the individual funding applicants/recipients, as instructed by the Enterprise M3, to include adequate provisions for the protection of public funds.
- Send and receive signed legal funding agreements to the individual funding applicants/recipients;
- Contract with any organisations who are providing advice to the Enterprise M3 in order to support the activity of the funding programmes under the control of the Enterprise M3. The Enterprise M3 recognises the need for such work to be funded from the revenue element of the funding programmes (if applicable) and any such work will need to comply with the County Council's own financial and procurement processes;
- Advise on any state aid issues, as and when required, and signpost when further advice and input may be required.
- Commence the procurement process and complete the appropriate contractual documentation on behalf of the Enterprise M3, where the Board has authorised the County Council to approve such spend and procurements processes, subject to adequate funding provision being made by the Board and compliance with the Assurance Framework.

Annex C

Prioritisation, Appraisal, Value for Money, Business Case Development and Contract Management

- Enterprise M3 will periodically release a prospectus inviting bids for funding from the GEF, LGF and GBF funds.
- Enterprise M3 will engage with a range of partners in order to reach a wide range of stakeholders and attract suitable project proposals for any funding that is likely to be available. Enterprise M3 will endeavour to actively engage partners through its action groups, theme leads and newsletters, and will also make information publicly available via its website. Enterprise M3 will aim to work with a sufficiently diverse set of partners to allow a wide range of project options likely to achieve the strategic objectives of the Enterprise M3 to come forward for consideration.
- Potential bidders will be provided within an Expression of Interest template document (a copy of which will also be made available on the Enterprise M3 website), which will capture outline business case information required to undertake an initial assessment around the merits of the proposed project.
- Following the submission of a completed Expression of Interest template, the Enterprise M3 will undertake an initial assessment of the proposal based on the following criteria:

Fit with the five Strategic Economic Plan priorities for growth:

- **High Value Sectors for a Globally Facing Economy**
- **Enterprise and Innovation for Scaling up High Productivity SME's**
- **Skills for a High Value, High Growth Economy**
- **Connectivity for a 21st Century Advanced Digital and Low Carbon Economy**
- **Dynamic Communities and Sustainable Growth Corridors**

Delivery risk, including:

- Level of conceptual development
- Delivery barriers identified and/or mitigated
- Identified delivery risks and mitigation

Value for Money, including:

- Economic outcomes expected
- Funding required and match funding/leverage
- Potential for providing funding as a loan
- Value for money assessments undertaken

This initial assessment will determine whether the proposal is something Enterprise M3 would support, and the relative priority of the proposal. Project managers will provide feedback to bidders following this assessment.

- For those projects to be taken forward to Programme Management Group/Board, Enterprise M3 will request the submission of a detailed business case for due diligence, based on a template developed by Enterprise M3. The business case template will seek a proportionate level of information to address the five cases within the HM Treasury Green Book business case development methodology. The outline and full business cases are the evidential basis on which assessment of projects will take place, and by which the relative priority of projects will be determined.

- All projects will be assessed in line with the [Monitoring and Evaluation Policy](#).
- Independent scrutiny will then be undertaken around these business cases, verifying that the information provided is sound and can be used as evidence for decision-making around the priority and funding of the project. Rigour and data quality will be assessed, alongside the need and/or opportunity the project addresses. This process will also ensure established best practice is taken account of appropriately in proposals and that all projects are quality assured in an independent manner. This independent scrutiny will also test the extent to which clearly defined inputs, activities, outputs and economic outcomes, the additionality of these outputs, and factors such as deadweight and displacement have been taken into account.
- The Enterprise M3's PMG will then consider the outcome of this and form a view as to the relative priority of a project within the overall programme, and whether the project should proceed to contracting. The PMG has responsibility for comparing different types of projects across the programme. The PMG will approve any projects with a value of less than £3m or make a formal recommendation to the Board with projects with a value greater than £3m stating that the proposal should:
 - proceed to contracting;
 - proceed to contracting subject to certain conditions being met; or
 - not proceed to contracting at this point.
- Value for money across the programme will be assessed and reviewed on an ongoing basis.
- Enterprise M3 has allocated named individuals as having responsibility for overseeing the scrutiny of business cases, and for ensuring there is overall value for money within the Local Growth Fund and Growing Enterprise Fund programmes:

Job Title	Responsible for
Director – Operations	Ensuring overall value for money across government funded programmes.
Strategic Lead Trade and Enterprise	Overseeing scrutiny of skills, Enterprise and Innovation business cases
Strategic Lead Infrastructure, Transport and Place	Overseeing scrutiny of Transport business cases