



**CODE OF CONDUCT
of
Greater Lincolnshire Local
Enterprise Partnership Limited**

(Company limited by guarantee)

LEP Director's Board

Code of Conduct

1. Role of the Greater Lincolnshire Local Enterprise Partnership Ltd ('LEP')

A partnership between local authorities, the wider public sector and businesses within the Greater Lincolnshire LEP region. Its role is to determine local economic priorities, lead economic growth and job creation within the area, be the voice of the business community and ensure that the economic interests of the area are properly represented.

2. Aspirations

To continue to make an effective contribution to the UK economy and provide real opportunities for people to live, work, invest and visit.

Through the Strategic Economic Plan by 2030 to:-

1. Create 13,000 new jobs
2. Help 22,000 businesses
3. Increase the value of the Greater Lincolnshire economy by £3.2 billion

3. Remit of the LEP directors' board

The purpose of the Greater Lincolnshire LEP Director's Board is to provide strategic leadership and develop a long term vision of the LEP region's economy, providing strategic insight on the challenges and opportunities facing the area by setting, reviewing and refining the Strategic Economic Plan (SEP). The remit of the LEP Director's Board is to:

- Champion the LEP region's economic vision and promote bold solutions;
- Communicate with the business community around economic growth;
- Share knowledge, practice and intelligence within the LEP region; and
- Allocate resources to deliver economic growth, secure finance and encourage local and national bodies to match resources to achieve the LEP region's ambitions.

4.

a) The way in which the LEP directors' board does business

The LEP Directors' Board will endeavour to:-

- Influence by championing and lead by example;
- Be delivery focused;
- Adopt creative and enterprising solutions;
- Adopt a partnership approach to working with the private, public and third sectors;
- Share best practice; and
- Be inclusive of each locality and community in Greater Lincolnshire.

b) LEP directors' board general duties and obligations

LEP Board Directors' are required to:-

1. Act within the powers conferred on the LEP Directors' Board under the LEP's Articles of Association;
2. Act in good faith to promote the success of the LEP;
3. Exercise independent judgement;
4. Exercise reasonable care, skill and diligence;
5. Not accept benefits from third parties;
6. Avoid conflicts of interest; and
7. Declare interest in proposed transactions or arrangements.

c) Duty to act within powers

LEP Board Directors' have a duty to:-

1. Act in accordance with the LEP's Articles of Association; and
2. Only exercise powers for the purposes for which they are conferred.

Therefore every LEP Board Director must be familiar with the obligations and powers contained within the LEP's Articles of Association, LEP's Assurance Framework and Code of Conduct.

d) Duty to promote the success of the LEP directors' board

A LEP Board Director must act in the way he or she considers, in good faith, would be the most likely to promote the role of the LEP as detailed above. The term "good faith" allows LEP Board Directors' freedom to exercise commercial judgment without fear of having the courts interfering with their commercial decisions.

Amongst other matters, a LEP Board Directors' must, in his or her decision making, have regard to:-

1. The likely consequences of any decision;
2. The need to foster the LEP Directors' Board's relationships with suppliers, customers and others;
3. The impact of the LEP Directors' Board's operations on the community and the environment;
4. The desirability of the LEP Directors' Board in maintaining a reputation for high standards of business conduct; and
5. The need to act fairly as between members of the LEP Directors' Board.

e) Duty to exercise independent judgement

A LEP Board Director must act independently and with integrity, ensuring that he or she is always acting in the best interests of the LEP as a whole and are not unlawfully influenced by a third party.

Certain acts of LEP Board Directors' which may conflict with that duty, these conflicts may however be expressly permitted or are capable of being authorised under the LEP's Articles of Association. Whether certain acts are permitted should always be checked very carefully and where appropriate, legal advice should be sought.

f) Duty to exercise reasonable care, skill and diligence

A LEP Board Director must exercise reasonable care, skill and diligence. This means the care, skill and diligence that would be exercised by a reasonably diligent person with:-

1. The general knowledge, skill and experience that may reasonably be expected of a person carrying out the functions carried out by the LEP Board director in relation to the LEP; and
2. The general knowledge, skill and experience that the LEP Board Director in question actually has.

The LEP Board director must, when using or authorising the use by others of the resources of the LEP, ensure that such resources are not used improperly, for political or personal purposes (including party political purposes).

g) Duty to avoid conflicts of interest

LEP Board Directors' must avoid situations where they can, or have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the LEP.

This applies in particular to the exploitation of any property, information or opportunity. It is immaterial whether the LEP could take advantage of the property, information or opportunity in question.

h) Duty not to accept benefits from third parties

LEP Board Directors' must not accept a benefit from a third party conferred by reason of:-

1. His or her being a LEP Board Director; or
2. His or her doing (or not doing) anything as LEP Board Director.

A "third party" means a person other than the LEP's Statutory Boards, an associated body corporate or a person acting on behalf of the LEP's Statutory Boards or an associated body corporate.

i) Duty to declare interest in proposed transaction or arrangement

If LEP Board Directors' are in any way, directly or indirectly, pecuniaryⁱ or non-pecuniaryⁱⁱ (including membership of any Trade Union, political party or local authority that relates to your LEP duties) interested in a proposed transaction or arrangement with the LEP, they must declare the nature and extent of that interest to the other LEP Board Directors'. The declaration must be made:-

1. At a meeting of the LEP Directors' Board; or
2. By written notice to the chair of the LEP Directors' Board.

LEP Board Directors' should review their individual register of interest before each board meeting and decision making committee meeting. If a disclosable interest has not been entered onto the LEP's register, then the member must disclose the interest at any meeting of the LEP at which they are present, provided that the matter is not a 'sensitive interest'ⁱⁱⁱ.

j) Register of LEP board directors' interests

LEP Board Directors' must, within 28 days of taking office as a LEP Board Director, notify their LEP Chief Executive and Accountable Body's S151/S73 Officer of any:-

1. Disclosable pecuniary interest, where the pecuniary interest is theirs or their spouses or civil partner's, or is the pecuniary interest of somebody with whom they are living with as a spouse, or as if they were civil partners.
2. Non-pecuniary interest which their LEP has decided should be included in the register or which their LEP consider should be included if they are to fulfil their duty to act in conformity with the Seven Principles of Public Life. These non-pecuniary interests will necessarily include their membership of any Trade Union.

Following any disclosure of an interest not on the LEP register or the subject of pending notification, the LEP Board Director must notify the LEP Chief Executive and S151/S73 Officer of the interest within 28 days beginning with the date of disclosure.

Unless dispensation has been granted, LEP Board Directors' must not participate in any discussion of, vote on, or discharge any function related to any matter in which they have a pecuniary interest. Additionally, LEP Directors' Board members must observe the restrictions their LEP places on their involvement in matters where they have a pecuniary or non-pecuniary interest as defined by their LEP.

k) Other duties

LEP Board Directors' must also remember that they are subject to other statutory duties other than those mentioned above including, for example:

1. The principles laid down by the Committee on Standards in Public Life (Nolan Committee) for those holding public office, namely:-
 - Selflessness;
 - Integrity;
 - Objectivity;
 - Accountability;
 - Openness;
 - Honesty; and
 - Leadership.

2. Health and safety legislation.
3. Duties in relation to preparation of accounts.
4. The need to have regard to the LEP's Statutory Board's creditors in circumstances of threatened insolvency.

l) Summary of guidance for LEP board directors'

In summary of the above, LEP Board Directors' should ensure that at all times they:

1. Act in the LEP's best interests, taking everything they think relevant into account.
2. Obey the LEP's Articles of Association and decisions taken under it.
3. Are honest, and remember that the LEP Directors' Board's property belongs to it, and not to them or its shareholders (if any).
4. Are diligent, careful and well-informed about the LEP Directors' Board's affairs. If they have any special skills or experience, use them.
5. Make sure the LEP Directors' Board keeps records of their decisions.
6. Remember that they remain responsible for the work they give to others.
7. Avoid situations where their interests conflict with those of the LEP Directors' Board's. When in doubt, disclose potential conflicts quickly.
8. Seek external advice where necessary, particularly if the LEP is ever in financial difficulty.

LEP Board Directors' may take, in the furtherance of their duties, independent professional advice if necessary and agreed by other LEP Board Directors', at the LEP's expense.

All LEP Board Directors' should bring an independent judgement to bear on issues of strategy, performance, resources (including key appointments), and standards of conduct.

5. LEP board directors' remuneration

LEP Board Directors' shall not be remunerated although they may be paid all reasonable travel, hotel, and other expenses properly incurred by them in connection with their attendance at meetings of LEP Directors' or otherwise in connection with the discharge of their duties in line with the LEP travel and expenses policy. All other potential expenses likely to be incurred by LEP Board Directors' must be made known to the LEP Secretariat beforehand and duly authorised before reimbursement.

LEP Board Directors' may take, in the furtherance of their duties, independent professional advice if necessary and agreed by other LEP Board Directors', at the Board's expense.

All LEP Board Directors' should bring an independent judgement to bear on issues of strategy, performance, resources, including key appointments, and standards of conduct.

AGREEMENT

AS A LEP BOARD DIRECTOR I AGREE TO OBSERVE THE GENERAL DUTIES AND OBLIGATIONS SET OUT IN THIS CODE OF CONDUCT TO THE BEST OF MY ABILITY AND TO CO-OPERATE WITH THE DISCIPLINARY PROCEDURE SHOULD ANY COMPLAINT BE RAISED AGAINST ME.

Signature

A series of seven black circles of varying sizes, used to redact the signature of the board director.

Name Darren Cunningham

Date 21/01/21

¹ For the purposes of this guidance, we are using the definition of a pecuniary interest as set out in the [Localism Act 2011](#) and The Relevant Authorities (Disclosable Pecuniary Interests) Regulations 2012. A pecuniary interest in a matter is one where there is a reasonable likelihood or expectation of appreciable financial loss or gain

¹ A Non-Pecuniary interest is any interest which is not listed in the [Schedule to The Relevant Authorities \(Disclosable Pecuniary Interests\) Regulations 2012 \(No.1464\)](#). Non-pecuniary interests do not have a financial or other material component. (They may arise from personal or family relationships or involvement in sporting, social or cultural activities.)

¹ A 'sensitive interest' is described in the [Localism Act 2011](#) as a member or co-opted member of an authority having an interest, and the nature of the interest being such that the member or co-opted member, and the authority's monitoring officer, consider that disclosure of the details of the interest could lead to the member or co-opted member, or a person connected with the member or co-opted member, being subject to violence or intimidation.

Greater Lincolnshire LEP Director's Board & Spouses

For governance requirements
Published

REGISTER OF INTERESTS

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I, DARREN JAMES CUNNINGHAM

a Board Director of the Greater Lincolnshire LEP Directors' Board,

give notice that I have set out below under the appropriate headings my interests which are required to be declared in accordance with governmental regulations. I have put 'none' where I have no such interests under any heading.

April 2020 to March 2021 and April 2021 to March 2022 (no change)

As a Board Director of the Greater Lincolnshire LEP Local Enterprise Partnership (LEP), I declare that I have the following disclosable pecuniary^{iv} and/or non-pecuniary^v interests. *(Please state 'None' where appropriate, do not leave any boxes blank).*

NOTIFICATION OF CHANGE OF CIRCUMSTANCES

Each member shall review their individual register of interests before each board meeting and decision making committee meeting where applicable, submitting any necessary revisions to the LEP and S151/S73 Officer at the start of the meeting. Any recorded interests relevant to the meeting should also be declared at this point.

Even if a meeting has not taken place a Member must, within 28 days of becoming aware of any change to the interests specified below, provide written notification to the LEP and S151/S73 Officer, of that change.

***SPOUSE/PARTNER** - In the notice below my spouse or partner means anyone who meets the definition in the Localism Act, i.e. my spouse or civil partner, or a person with whom I am living as a spouse or a person with whom I am living as if we are civil partners, and I am aware that that person has the interest having carried out a reasonable level of investigation. Where your spouse or partner has recently been involved in any activity which would have been declarable, this should be mentioned, with the date the activity ended.

SECTION 1	ANY EMPLOYMENT, OFFICE, TRADE, PROFESSION OR VOCATION CARRIED ON FOR PROFIT OR GAIN	MYSELF	SPOUSE/ PARTNER
1.1	Name of: <ul style="list-style-type: none"> - your employer(s) - any business carried on by you - any other role in which you receive remuneration (this includes remunerated roles such as councillors) 	Phillips 66 Ltd Humber Refinery South Killingholme North Lincolnshire DN40 3DW None	N/A
1.2	Description of employment or business activity	Oil Refining	
1.3	The name of any firm in which you are a partner.	None	
1.4	The name of any company for which you are a remunerated director	As part of my job role I am a director of the following entities: Phillips 66 Ltd Phillips 66 UK Funding Ltd Phillips 66 UK Holdings Ltd Associated Petroleum Terminals Ltd Humber Oil Terminal Trustees Ltd Crude Oil Terminals Humber Ltd MiRO (German Jv Refinery)	
SECTION 2	SPONSORSHIP	MYSELF	SPOUSE/ PARTNER
1.1.1 2.1	Any financial benefit obtained (other than from the LEP) which is paid as a result of carrying out duties as a Member. This includes any payment or financial benefit from a Trade Union within the meaning of the Trade Union and Labour Relations (Consolidation) Act 1992 (a)	No No	
SECTION 3	CONTRACTS	MYSELF	SPOUSE/ PARTNER
	Any contract for goods, works or		

	services with the LEP which has not been fully discharged by any organisation named at 1.1.	No	
	Any contract for goods, works or services entered into by any organisation named at 1.1 where either party is likely to have a commercial interest in the outcome of the business being decided by the LEP in the forthcoming meeting.	No	
SECTION 4	LAND OR PROPERTY	MYSELF	SPOUSE/ PARTNER
	<p>Any interest you or any organisation listed at 1.1 may have in land or property which is likely to be affected by a decision made by the LEP in the forthcoming meeting.</p> <p>This would include, within the area of the LEP:</p> <ul style="list-style-type: none"> ○ Any beneficial interest in any land in the LEP areas, including your place(s) of residency ○ Any tenancy where the landlord is the LEP and the tenant is a body in which relevant person has a beneficial interest ○ Any licence for a month or longer to occupy land owned by the LEP <p>For property interests, please state the first part of the postcode and the Local Authority where the property resides. If you own/lease more than one property in a single postcode area, please state this.</p>	<p>No</p> <p>I own properties at LN11 and at S11</p>	
SECTION 5	SECURITIES	MYSELF	SPOUSE/ PARTNER
5.1	Any interest in securities of an	No	

	<p>organisation under 1.1 where:-</p> <p>(a) that body (to my knowledge) has a place of business or land in the area of the LEP; and</p> <p>(b) either -</p> <p>(i) the total nominal value of the securities exceeds £25,000 or one hundredth of the total issued share capital of that body; or</p> <p>(ii) if the share capital of that body is of more than one class, the total nominal value of the shares of any one class in which has a beneficial interest exceeds one hundredth of the total issued share capital of that class.</p>		
SECTION 6	GIFTS AND HOSPITALITY	MYSELF	SPOUSE/ PARTNER
	Any gifts and/or hospitality received as a result of membership of the LEP (above the value of £50)	No	

OTHER INTERESTS

Membership of Organisations

I am a member of, or I am in a position of general control, a trustee of, or participate in the management of:

1. Any body to which I have been appointed or nominated by the LEP:

GLLEP Investment Board

2. Any body exercising functions of a public nature (eg school governing body or another LEP):

Humber LEP board
Greater Grimsby Regeneration board

3. Any body directed to charitable purposes:

4. Any body, one of whose principal purposes includes the influence of public opinion or policy (including any political party or trade union):

Member of UK Petroleum Industry Association Council

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5. Any local authority (please state any interests you hold as LA leaders/cabinet members for LA land, resources and the LA's commercial interests):

None

6. Any other interest which I hold which might reasonably be likely to be perceived as affecting my conduct or influencing my actions in relation to my role.

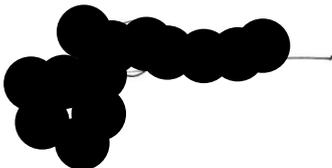
None

MEMBER'S DECLARATION AND SIGNATURE

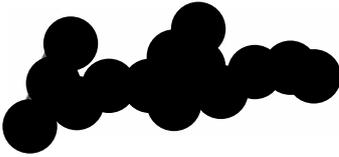
I confirm that having carried out reasonable investigation, the information given above is a true and accurate record of my relevant interests, given in good faith and to the best of my knowledge;

Date	21/01/21
Member's Name <i>(Capitals - in full)</i>	DARREN JAMES CUNNINGHAM
Signature	
Date	21/01/21
Spouse/ partner's Name <i>(Capitals - in full)</i>	JANE CUNNINGHAM
Signature	

RECEIPT BY LEP

Date received by the LEP	26.01.2021
Signature of LEP Chief Executive	

RECEIPT BY S151/S73 OFFICER

Date received by the S151/S73 Officer	
Signature of S151/S73 Officer	1 February 2021

^{iv} For the purposes of this guidance, we are using the definition of a pecuniary interest as set out in the [Localism Act 2011](#) and The Relevant Authorities (Disclosable Pecuniary Interests) Regulations 2012. A pecuniary interest in a matter is one where there is a reasonable likelihood or expectation of appreciable financial loss or gain

^v A Non-Pecuniary interest is any interest which is not listed in the [Schedule to The Relevant Authorities \(Disclosable Pecuniary Interests\) Regulations 2012 \(No.1464\)](#). Non-pecuniary interests do not have a financial or other material component. (They may arise from personal or family relationships or involvement in sporting, social or cultural activities.)

Policy 1: Code of Conduct inc Declarations of Interest for Board Directors
Reviewed: May 2019
Review Date: May 2020

Policy Lead Officer: Ruth Carver