

CLAW Constitution (Agreed at the 2024 AGM)

1. Objectives

- 1.1. The objectives of the Consortium of Local Authorities in Wales (CLAW) are:
 - a) To be the centre of excellence for sustainable property services for the Welsh public sector.
 - b) To promote and support joint and collaborative working between CLAW members and other organisations.
 - c) To promote excellence in the design, construction, maintenance and management of property assets.
 - d) To support CLAW members through the provision of training, mentoring, dissemination of best practice, procurement, production of standard documentation and commissioning of research.
 - e) To represent the interests of CLAW members through the establishment of formal and informal links, both directly and indirectly with other relevant organisations, including Welsh Government and national statutory bodies
 - f) To provide consortium arrangements for the procurement of products and services as required to support the membership.
 - g) To provide facilities for research and development, training and continuing professional development and the dissemination of information amongst Member Organisations.
- 1.2. In so doing, and to these ends, the members will seek to influence, inform and engage in promoting and lobbying of Government Departments, influencers, decision-makers and relevant organisations that deliver policy in property matters and impact on the objectives of CLAW

2. Membership

- 2.1. Full membership will only be available to public sector and educational organisations which commission, deliver or maintain properties in Wales conditional upon payment of an annual subscription to be determined from time to time by the Leadership Board ("the Subscription").
- 2.2. The Subscription will be calculated by the Leadership Board based upon an apportionment of the total anticipated annual costs of the CLAW work programme.
- 2.3. Use of the Consortium's services by organisations other than full Member Organisations will be determined by the Leadership Group and charged for according to the circumstances of each application.
- 2.4. Any Organisation wishing to terminate their membership of the Consortium may do so with effect from any 31st March in any year strictly provided that they have served no less than twelve (12) months' prior written notice upon the Consortium.

3. Members' Executive Committee

- 3.1. The supervisory and monitoring body of CLAW will be an executive committee ("the Executive Board") which will comprise the following:
 - a) A maximum of two (2) Councillors, or (for non local authorities) representatives nominated by each full Member Organisation together having one (1) single vote per full Member Organisation.
 - b) Other observers may be invited from time to time at the discretion of the Chair of the Executive Board.

- c) The Executive Board will meet at least once a year as part of the Annual General Meeting of the Consortium, jointly held with the Leadership Board, which will normally be held during the last quarter of the calendar year.
- 3.2. The Chair and Vice-Chair of the Executive Board will be elected at the Annual General Meeting to serve for a period of two (2) years.

4. Leadership Board

- 4.1. The operational body of CLAW will be the Leadership Board, comprising one (1) employee nominated by each of the Member Organisations plus the Chair of each Working Group
- 4.2. The Leadership Board shall, from amongst themselves, elect the following:
 - a) Chair of the Leadership Board
 - b) Vice-Chair of the Leadership Board
 - c) Treasurer to the Consortium (but who may also be an external adviser)
 - d) Secretariat of the Leadership Board (who may be an external individual or organisation)
- 4.3. In the event that a Member Organisation is unable to put forward a name for the Chair/Vice Chair of the Leadership Board, the Leadership Board can agree to advertise, interview and appoint a suitable candidate and nominate them as a paid Chair/Vice Chair for a duration of upto 1 year with an ability to extend upto 1 year until Member Organisations are able to put forward nominations for the role(s).
- 4.4. It is the duty of the Leadership Board to regularly review the appointment of a paid Chair/Vice Chair with a view to taking the role back 'in house' to minimise the impact on the financial status of the Consortium.
- 4.5. The Leadership Board shall meet no less frequently than twice a year and will implement by means of Working Groups the Objectives set out in paragraph 1.1 and will in this regard direct, monitor and supervise to the extent reasonably necessary the work activities of these groups.
- 4.6. The Chair and Vice-Chair of the Leadership Board will be elected by the Board to serve for a period of two (2) years.
- 4.7. The Treasurer to the Consortium will be nominated by the Leadership Board for ratification by the Executive Board.
- 4.8. The Chairship, composition (including where appropriate the involvement of representatives of the Executive Board and the nature and scope of the activities of the Working Groups) will be determined by the Leadership Board
- 4.9. The Secretariat to the Leadership Board will be nominated and ratified by the Chair or Vice Chair of the Leadership Board.
- 4.10. The functions of the Leadership Board (acting collectively or via its individual members according to the division of responsibility), shall be:
 - a) To carry out the directions of the Leadership Board in accordance with such general policies as are agreed by the Executive Board to best effect the Objectives.
 - b) To secure the most favourable purchasing arrangements in respect of any transactions approved.
 - c) To represent the Consortium on inter-consortium technical committees and at such other technical meetings as are determined by the Leadership Board or the Chair of the Board.
 - d) To prepare, in consultation with the Treasurer, a draft annual budget indicating projected income and expenditure. The draft budget shall be that draft budget presented to the joint Annual General Meeting of the Executive Board and Leadership Board for approval in the manner set out in paragraph 5.1 below.

- e) To manage the Consortium's budget efficiently according to the particular responsibilities of the individual appointees and the Budgetary limits to which they may be subject.
- 4.11. The Leadership Board shall provide support services as are necessary to develop the technical support services of the Consortium. Research and development appointments shall be made by the Chair and Vice Chair of the Board within the constraints of the Budget.
- 4.12. A member of the Executive Board may not also be a member of the Leadership Board.
- 4.13. The Constitution will be reviewed biennially by the Leadership Board with a report being presented to the following Annual General Meeting.

5. Financial Matters

- 5.1. Annual estimates of income from all funds (as defined in Clause 5.4 below) and expenditure will be prepared by the Treasurer to the Leadership Board and a budget based thereupon shall be approved by the joint Annual General Meeting of the Executive Board and Leadership Board.
- 5.2. The Leadership Board, in consultation with the Treasurer, shall be authorised to incur expenditure in the performance of its duties in accordance with the operational budget heads as set out in the Budget. The Leadership Board shall ensure that the relevant administrative and/or operational head(s) shall observe and not exceed the amount(s) allocated thereto in the Budget.
- 5.3. The Leadership Board may also generate income from partnership or sponsorship arrangements with other organisations, including donations, and grants. These, and any other associated conditions and liabilities, are to be confirmed by the Leadership Board.
- 5.4. The Leadership Board, in consultation with the Treasurer, shall monitor income received from all funding sources such as membership fees, donations, sponsorship and/or the operation of any future programmes. Such funds shall be expended for the development of the work programme at the discretion of the Leadership Board.
- 5.5. Expenditure not exceeding twenty thousand pounds (£20,000) shall be approved by the Chair or Vice Chair of the Leadership Board in consultation with the Treasurer.
- 5.6. Expenditure exceeding twenty thousand pounds (£20,000) shall be approved by the Leadership Board in consultation with the Treasurer.
- 5.7. Expenditure exceeding fifty thousand pounds (£50,000) shall be approved by the Leadership Board and ratified by the Chair or Vice Chair of the Executive Board.
- 5.8. Expenditure relating to the provision of services by the paid Chair/Vice Chair of the Leadership Board shall be approved by the Leadership Board in consultation with the Treasurer.

6. Winding-Up

- 6.1. In the event of the termination of the activities of the Consortium all residual costs or liabilities or surplus finances shall be borne by, or distributed to, those who are full Member Organisations of the Consortium at the time of winding up and be apportioned in proportion to the Subscription paid by each Member Authority.