

West Midlands Logistics & Distribution Cluster: Advisory Board Terms of Reference (ToR)

November 2024

This document should be read in conjunction with the Logistics and Distribution Cluster's individual Terms of Reference (ToR) document

1. Purpose of the L&D Cluster Advisory Board

The West Midlands Combined Authority (WMCA) Logistics and Distribution Cluster's (L&D) ToR sets out that the cluster will be governed through a structure that includes an Advisory Board.

Adopting a bi-directional approach, the Advisory Board will be instrumental in steering the direction of the cluster, while being informed and in line with the priorities set by the WMCA. The Advisory Board will also act as an intermediary between cluster members and the WMCA, Connected Places Catapult (CPC) and the Department for Transport (DfT), ensuring alignment with regional and national plans, ensuring accountability to the logistics and distribution sector's needs, and a responsibility to ignite above-average growth in the WMCA region.

WMCA has appointed CPC as the Cluster Lead. The Cluster Lead will:

1. Support the Advisory Board's secretariat functions.
2. Ideate, run and deliver initiatives and outputs within the cluster programme.
3. Connect L&D Cluster members with similar and complementary unique selling propositions, providing bespoke matchmaking.
4. Manage relationships with stakeholders within the cluster and create an ecosystem of opportunities.
5. Provide focused support to L&D Cluster members when necessary.
6. Liaise with the WMCA to ensure relevant updates and information sharing.

The Advisory Board will work with the **Cluster Lead** to steer the direction of the L&D Cluster in line with the priorities and activities outlined in the L&D Cluster's own ToR.

2. The L&D Cluster Advisory Board will:

1. **Seek proportionate representation from across the WMCA L&D sector** in the decision-making process.
2. **Raise awareness of the economic advantage of the L&D sector in the WMCA region**, championing its multi-disciplinarity, reinforcing the attractive proposition it establishes, and promoting its prime role in growing the regional economy.
3. **Utilise** entrepreneurial and strategic insights **to identify collaborative opportunities and forge fruitful relationships.**
4. **Steer** the cluster activities **to drive commercially viable and investment-ready L&D innovation.**
5. **Ensure accessibility, inclusion and diversity** are pursued across all cluster activities.
6. **Explore approaches to secure the long-term success** of the L&D sector and the region's wider freight strategy

The Advisory Board will reflect the composition of the cluster and the wider industry, bringing together a powerful range of stakeholders. It will include representation from the WMCA, CPC, small and medium enterprises, Tier 1 operators, investors, academia, trade associations, education providers and technology research organisations. The number of board members should not exceed 15. The diversity of members will align with L&D Cluster EDI objectives and WMCA / CPC EDI policy.

3. Role of the Board Chair:

1. The chair of the board will be selected in agreement with the CPC and WMCA. Board members can apply to become chair of the board by submitting a 200-word statement listing the reasons why they should be considered for the role.
2. Each decision will be made in alignment with WMCA and CPC's respective EDI policies.
3. The Chair should always attend board meetings in person and should commit up to 12 hours per term in total, contributing towards the organisation and delivery of the Advisory Board meetings. The 12 hours include the duration of three board meetings, and the time used for preparation, and a new chair will be selected every 6 months. Each chair may be appointed for up to 2 terms but must re-apply at the end of each 6-month term.
4. Should the Board Chair be unable to attend, the Cluster Lead will assume their role for the duration of the Board meeting.
5. The Chair should work with the Cluster Lead to plan each board meeting. The Chair will moderate the meetings, from the beginning of the session to its end. The Cluster Lead will support the chair, ensuring time is managed and notes are taken. Meeting notes will be stored securely and will be accessible upon request.
6. The Chair will ensure that any decisions made by the board are made through a majority vote. Decisions will only be valid if a quorum of at least 60% of the board is present.

4. Frequency and length of the meetings

1. The board will meet regularly, approximately every two months. Each board meeting should last between two to three hours.
2. Each board meeting will be moderated by the appointed chair.
3. The composition of the Advisory Board will be reviewed every six months. Members of the L&D Cluster will be able to submit an ongoing responsibilities plan, outlining the added value brought to the board ensuring their continued place. The reviewed composition of the board will be agreed by CPC and the WMCA, in alignment with their priorities and respective EDI policies.
4. The agenda of each board meeting will be co-designed by the Cluster Lead and the Board Chair. Each board meeting will be moderated by the chair who will be responsible for time management.

5. L&D Cluster Advisory Board Attendance and Selection

1. In order to become part of the board, prospective members must submit an expression of interest to the board and must be appointed by the WMCA & CPC.
2. Board members must attend at least two board meetings in person, out of the three within the set term. However, they can attend one of the meetings virtually. Each board member is expected to dedicate approximately 10 hours per term to the Distribution and Logistics cluster advisory board.
3. Should a board member not be able to attend a meeting, they should inform the Cluster Lead. In case of absence, another person from the same organisation can attend as a replacement.
4. Should a board member fail to attend at least three in-person meetings, the Cluster Lead will advise the Board Chair to consider removing the member from the board.
5. As part of their commitment to the cluster, Board Members should provide in-kind support to at least two of the cluster's engagement activities. In-kind support can involve:
 - a. Physical location (to host either meetings or events).
 - b. Contribution to panel discussions as a panellist or moderator.
 - c. Contribution to masterclasses and thematic working groups.
 - d. Support towards the development of toolkits and best practices for cluster members.
6. Initially, Logistics UK and the Road Haulage Association will be granted a guaranteed place on the Board, given their important representation of logistics and freight and their involvement in discussions to this point. The organisations will still be required to apply through the EOI process, and the guarantee of a place will be reviewed in line with standard board reviews (6-monthly).
7. Geographically, the core focus of the cluster is on the 7 Local Authority areas that make up the WMCA's devolved area (Birmingham, Coventry, Dudley, Sandwell, Solihull, Walsall and Wolverhampton); however, the wider West Midlands region is acknowledged as being a fundamental part of the region's strength in logistics and distribution. Hence the cluster will have a broader, more flexible geographic approach, inviting applications from representatives situated in the wider West Midlands region.

Register of Interests and Privacy

All members of the board should register with the chair and the cluster lead whether they have any interests related to the WMCA, CPC, members of the cluster or other members of the board. The latter will help address any potential conflicts of interest when making decisions on behalf of the cluster. Additionally, all discussion will be held under Chatham House rules.