

Partnership Agreement

Southend-on-Sea City Council and Southend Care Ltd

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The Partnership Agreement

This Partnership Agreement (Agreement) is the commitment of Southend Care Limited (SCL) and Southend City Council (SCC) to develop a long-term relationship that aims to deliver on the outcomes and on the vision of both the Council and Southend Care. This Agreement provides the vision, strategic objectives and guiding principles of the relationship. It sets the tone and spirit by which both parties will work together for mutual benefit with aligned interests.

The Agreement will be formally reviewed annually on the anniversary (1 April each year) by the Board of Directors of SCL and the Cabinet or delegated body of SCC.

1. Partnership Statement

This Agreement will cover the relationship between the parties and is to be construed together with the contractual agreement, which will be a separate contract for services agreed and entered into between the parties which will provide the detail of the commercial terms and conditions of the partnership. For the avoidance of any doubt, the details of the legal obligations of both parties for example dispute resolution, IPR, liabilities and indemnities, conflicts of interest, risk and liability are included in the contractual document to accompany this partnership agreement and the agreement should not be relied on to resolve any contractual matters.

This Agreement will be the basis by which the parties determine the success of the partnership. It is expected that over the next ten years the partnership will evolve and therefore this Agreement is designed to be reviewed annually and updated as necessary to ensure it remains strategically relevant.

1.1. Context/Background

This is the first formal Agreement between SCC and SCL. SCL started trading in April 2017 as a Local Authority Trading Company (LATC) wholly owned by SCC, with its remit being to operate as a business within the adult social care markets, deriving 80% of its total income from SCC contracts. SCC directly awarded to SCL two contracts for a range of services including residential care; day centres; complex reablement; Shared Lives; Supported Employment and Supported Living. Since trading in April 2017, SCL was directly awarded a further two contracts in April 2019 for Supported Living and Extra Care services and has taken on work under the Supported Living Framework in 2024.

The trust in SCL to deliver good quality services has grown and the relationship between both parties has been characterised by SCL taking a 'can do approach' supporting SCC wherever possible. This includes responding rapidly and effectively in situations where other providers in the marketplace have failed, as well as taking on very complex individual packages of care that no other provider has been able to support.

As a wholly owned company, SCL has a unique relationship with SCC and the manner of working is different to that of any other local provider. The relationship is focussed on SCL being part of the SCC 'family' thereby becoming a key resource for SCC and creating value.

1.2. The Partnership

The partnership provides the opportunity for both parties to test, learn and innovate as a continuous process for the purpose of creating more cost effective and impactful service provision in Southend. Especially important is creating opportunities for greater digital service delivery to support population needs and serve broader sections of the community. As technology advances over the next ten years and demands increase having a relationship that can work in a collaborative and inspiring manner is of paramount importance.

The partnership will strategically shape services which come within the scope of contract during its lifetime, ensuring they remain responsive to the needs of Southend. Working collaboratively to redesign, remodel and restructure services where necessary so they continue to provide value for money and deliver the best outcomes for people.

The partnership will play a key role in supporting the care marketplace, through developing SCL's role as a provider of last resort to enable SCC to fulfil its statutory duty to ensure market sustainability and quality under the Care Act 2014. Working in a strategic way both organisations will proactively identify the means by which issues such as provider failure can where possible be avoided and where SCL can take action to enhance SCC's response to market uncertainty.

The partnership will support the development of a workforce that it is skilled, well trained, and professional in its operation and delivery of care. SCL becoming the employer of choice that can attract the best talent through excellent career pathways and terms and conditions of employment.

1.3. The Commissioning Landscape

The partnership will support the objectives of Ageing Well, Living Well and Caring Well longer- term strategies.

SCL will be a key stakeholder and consultee in the development of these strategies that will need to be aligned with the agreed principles and priorities set out in this partnership agreement. SCL will have a key role in supporting the coproduction of new services as part of this. Moreover, the partnership will enable SCL to position itself so it can play its part in the delivery of the identified priorities. SCL is already in a strong position as a current provider of a broad range of services across different markets and focused on a range of people from younger adults to older people. The partnership will also ensure services are reshaped and modernised to fit with the refreshed commissioning priorities for Southend.

2. Vision

Southend Care's vision is to enhance the quality of peoples' lives, meeting the needs of the people of Southend by providing cost-effective high-quality and strength-based services that adapt to changing demands over time whilst applying best practice learning and innovation. Through the partnership SCC and SCL will forge a strong and productive relationship for mutual benefit, supporting the delivery of strategic outcomes and the objectives of specific long-term strategies. The partnership will set an example and be the

benchmark for the way in which positive service impact can be delivered via a local authority trading company.

3. Guiding Principles of the Partnership

The guiding principles of this Agreement will underpin the partnership and will also form the basis of the separate commercial contracts that are entered into. These principles are:

3.1. Reciprocity

The partnership will promote mutual benefit, with fair and balanced exchanges. For example, if either party accepts a business risk, the other must be prepared to do the same. If one party commits to invest time and money in an important project the other party must be prepared to reciprocate. Both parties will decide what is fair and balanced through negotiation conversation and applying the rest of the guiding principles.

3.2. Autonomy

The partnership across the areas detailed in the accompanying contract will abstain from promoting only one party's self-interest at the expense of the other. Instead, both parties will work as equals and be part of a process that allows for making decisions in line with the partnership. i.e., the partnership commits to make decisions and take actions that respect and strengthen the interests of the partnership and the shared vision.

3.3. Loyalty

The partnership will ensure that both parties look out for each other's interests and treat each other's interests with equal value. The partnership will be characterised by having 'relationship first thinking' seeing itself as its own entity with its own set of interests that both parties are loyal to in their interactions.

3.4. Equity/ risk sharing

The partnership will ensure both parties keep proportionality in the contract for example between risk and rewards. The proportion of risk accepted by either party will be detailed in the accompanying contract and will be on a service by service basis. The risk share will not necessarily be a 50/50 split but a fair distribution for example depending how much risk one party takes on in relation to the other.

3.5. Integrity

The partnership will ensure both parties act consistently, transparently, and honestly over the life of the relationship and to act when in doubt in accordance with the other guiding principles. Integrity will apply to all decisions and actions each party takes and their interactions with each other.

3.6. Person Centred

The partnership will ensure that the people who use SCL services are placed at the heart of what is delivered, for co-design of future services and for their honest feedback on how well these services are meeting their needs and expectations.

4. Strategic Objectives

The objectives of the partnership set the foundation for the foreseeable future of relationship. The objectives are to:

- Develop and deliver a portfolio of services that meet the current and future needs of the people of Southend and that *cannot / are unlikely to* be provided by private or voluntary sector providers i.e. where there is market 'failure' or a clearly identified gap in the needs identified through strategic commissioning.
- Ensure there is a 'provider of last resort' for the CQC/Ofsted regulated provider market, providing support to failing providers, thereby meeting SCC's market duty under the Care Act 2014
- Promote quality assurance and improvement initiatives to the Southend care sector by piloting and showcasing projects designed to support workforce development, creativity, and innovation across the City.
- Support the financial sustainability and health of SCC and SCL by encouraging enterprise thereby generating alternative commercial income.
- Ensure services within the portfolio become increasingly more cost effective in all key areas including workforce.
- Ensure all service are rated by either CQC or Ofsted as 'Good' and work towards 'Outstanding', becoming exemplars for the care marketplace.
- Develop SCL as a transformation engine for delivering changes which result in fit for purpose services that are strategically relevant for existing and future demands.
- Support the development of initiatives which develop the wider social care market in Southend City.

5. Governance Arrangements

The partnership agreement will be supported by the following governance:

Formal decision-making

Cabinet

Cabinet is the political driver and decision-making body for SCC. The meetings are chaired by the Leader of the Council. Decisions related to the company's reserved matters will be taken by Cabinet.

Meetings take place in accordance with the municipal calendar.

Formal oversight

Shareholder Board

The Shareholder Board will provide oversight and assurance on the activities of all wholly or partly owned Council companies. The Board ensures that there is alignment between

the political, strategic, and economic relationships between SCC and SCL. These meetings will be represented by the Chair and Managing Director of SCL, the Leader of Council and representatives of SCC members. The Shareholder Board will recommend decisions to be taken by Cabinet.

Meetings take place quarterly.

Formal contract and partnership management

Partnership and Contracts meeting

A contracts and partnership meeting acts as a contract review and strategic planning meeting. The agenda will cover contract compliance and also acting as a forum for developing the partnership. The meeting is chaired by the Director of Commissioning (SCC) and attended by SCC Managing Director and Directors.

Meetings take place quarterly.

Informal Shareholder relationship

The SCL Managing Director and Chairman will meet with the Shareholder representative (Leader of the Council) and supporting Officer. This will be an informal opportunity for SCL to provide an update on the activities of the company, discuss business development and share any risks and issues.

Meetings take place quarterly.

Informal Commissioning relationship

The SCL Managing Director and SCC Director of Commissioning will meet informally to discuss the delivery of services, market development and emerging commissioning opportunities. Meetings to be supported by SCC and SCL colleagues as appropriate.

Meetings take place monthly.