

Agenda Item 4	
Report to:	Blackpool Town Deal Board
Subject:	Terms of Reference
Relevant Officer:	Nick Gerrard, Growth and Prosperity Programme Director
Date of Meeting:	10/07/20

1. Purpose of the report:

To note the implications of the Town Deal Governance guidance and to consider the implications for the Board's Terms of Reference and governance arrangements.

2. Recommendation:

The Board is asked to note that the Council's Governance team will provide further advice on a simplified approach to ensuring that the Board's Terms of Reference (ToR) and governance arrangements address the issues raised in the Town Deal guidance and for appropriate arrangements to be put in place and reported to the next meeting of the Board together with any changes to the draft ToR at Annex 2.

3. Background

On 27th March the Board were asked to comment on the proposed draft version of the Terms of Reference (ToR) which detailed the measures that will be taken to ensure good governance. It was proposed that the Board await the further guidance to be published by Government before a final version was agreed and for the ToR to be brought back to the Board once Government guidance has been issued

The long awaited guidance was finally published on 15th June (Annex 1). This requires that the Town Deal Board align with the governance standards and policies of the Lead Council including around whistle blowing, conflicts of interest, complaints, and compliance with the General Data Protection Regulation (GDPR).

This will require a series of measures to be introduced to ensure that the Governance arrangements align including such specific additional measures as:

- Board Members biographies to be published
- Guidance on whistle blowing, conflicts of interest, complaints, and compliance with the General Data Protection Regulation (GDPR) to be provided.
- A Register of Interest to be produced

The Council's governance team is reviewing these requirements as noted in the recommendation.

ANNEX 1: TOWN DEAL BOARD GOVERNANCE GUIDANCE (Published 15th June 2020)

We expect the Town Deal Board to align with the governance standards and policies of the Lead Council including around whistle blowing, conflicts of interest, complaints, and compliance with the General Data Protection Regulation (GDPR).

Roles and Responsibilities

It is important that there are clear roles and responsibilities for oversight of the Town Deal. The Town Deal Board should have a document, published on the Lead Council's website, which clearly sets out the roles and responsibilities and the governance and decision making processes for the Town Deal Board. This should include:

- Remit of the Board including terms of reference
- Board membership and roles
- Chair/vice-chair term and responsibilities
- Board structure including sub-committees and reporting arrangements
- Accountable body arrangements

Code of Conduct & Conflicts of Interest

All Town Deal Board members should sign up to a code of conduct based on the Seven Principles of Public Life (the Nolan Principles; see below). An example code of conduct can be provided to Town Deal Boards by the Town Hub named contact on request.

There should be clear processes in place for managing conflicts of interests (both commercial, actual, and potential) in decision making, and this must apply to all involved with the work of the Town Deal Board.

The Lead Council should provide guidance on the pecuniary and non-pecuniary interests individuals must declare, outline the process that Board members must follow for declaring interests and explain the process for requesting an exemption.

Town Deal Board members should then complete a declaration of interests which will then be held by the Lead Council. This can be in a format already used by the Lead Council or a template can be requested from the Towns Hub named contact.

All Board Members should take personal responsibility for declaring their interests before any decision is considered. The Lead Council must record action taken in response to any declared interest.

Additionally a register of gifts and/or hospitality provided to individual Town Deal Board members or the Town Deal Board as a whole should be maintained by the Lead Council.

Transparency

In line with the principles of public life, it is important that there is transparency around the operation of the Town Deal Board. Transparent decision making is supported by the publication of information on the Lead Council's website and we expect the following standards to be applied:

- A documented decision-making process outlining the voting rights of the Board to be published
- Profiles of Board Members to be published
- All Board papers to be published on the Lead Council's website in advance of the meeting (within 5 clear working days)
- To promptly publish draft minutes of meetings on the Lead Council's website following the meeting (within 10 clear working days)
- To publish final minutes on the Lead Council's website, once approved by the Board (within 10 clear working days)
- Any conflicts of interest reported to be formally noted within the published minutes

It is important that the Town Deal Board abides by Lead Council governance and finance arrangements when considering private reports, with the default position being that all papers are open to the public

Nolan Principles: The Seven Principles of Public Life

Through the Town Deal, the Town Deal Board will be responsible for oversight of a significant amount of public funding. As such, members of the Town Deal Board should fulfil their role as public-private partnerships whilst ensuring robust stewardship of public resources.

Members of the Town Deal Board and those supporting the activities of the Town Deal should adhere to the Seven Principles of Public Life (the Nolan Principles). The Lead Council will be responsible for ensuring that all Town Deal Board members understand these principles and how they apply:

- **Selflessness:** Holders of public office should act solely in terms of the public interest;
- **Integrity:** Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships;
- **Objectivity:** Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias;
- **Accountability:** Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this;
- **Openness:** Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing;
- **Honesty:** Holders of public office should be truthful; and
- **Leadership:** Holders of public office should exhibit these principles in their own behaviour.

They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

ANNEX 2 - BLACKPOOL TOWN DEAL BOARD TERMS OF REFERENCE (as provisionally approved 10th July 2020)

1. Introduction

Blackpool is one of the 100 towns included in the Ministry of Housing, Communities & Local Government (MHCLG)'s Towns Fund Prospectus set up to address growth constraints and to deliver long term economic and productivity growth through:

- Urban regeneration, planning and land use
- Skills and enterprise infrastructure
- Connectivity

The Towns Fund provides an opportunity for Blackpool to agree a Town Deal with MHCLG and thereby benefit from significant investment for growth. It is a requirement of the Towns Fund that Blackpool Council (BBC) develops and convenes a Town Deal Board.

2. The Role of the Blackpool Town Deal Board

The Towns Fund Prospectus was specific on both the role and membership of the Board. Its **role** is to :

- Develop and agree an evidenced based Town Investment Plan
- Develop a clear programme of interventions
- Coordinate resources and influence stakeholders

The Board is not a legal entity, and its role is advisory. Its purpose is to work with Blackpool Council, to which it is accountable as the Lead Council, to produce a well-evidenced Town Investment Plan which sets out a clear understanding of Blackpool focusing on its assets, opportunities and challenges. It will subsequently assist in the production of business cases to access Town Deal funding.

3. Board Membership

In terms of Membership, Town Deal Boards must include:

- The Council
- Our two Members of Parliament
- Local businesses and investors
- Lancashire Local Enterprise Partnership (LEP)
- Communities: Boards should draw on the local knowledge and insight that communities can provide on the barriers to driving local growth and productivity. It is expected this would be achieved by including community representatives from prominent local civic and faith organisations

Town Deal Boards are also strongly encouraged to include other key bodies (either in their governance structure or in their engagement activity).

In 2018, the Blackpool Pride of Place Board had already been established as a key partnership between Blackpool Council, BITC and Lancashire LEP and produced the Blackpool Town Prospectus.

Blackpool's original response to MHCLG in December 2019 thus stated in relation to the Town Deal Board:

"The work of the Pride of Place (PoP) Board and the establishment of the Town Prospectus has been instrumental in putting Blackpool in a very strong position for securing a Town Deal – indeed, after Grimsby, Blackpool had made great strides towards becoming the second Town Deal in what has now become an expanded programme.

Whilst the constitution of the current PoP Board is close to what is required by Government it does not fully represent the engagement which is required although most of the organisations are already involved in Blackpool's partnership arrangements. It also includes some whose remit is beyond the Blackpool Town Deal area.

It was therefore agreed at the Pride of Place Board on 14th November 2019 that the Town Board would be a sub-group of the PoP Board which would act as an advisory group to the Council."

Thus, the Blackpool Town Board membership is as set out below with Paul Smith appointed as the independent private sector Chair.

Name	Organisation
Paul Smith (Chair)	BITC Pride of Place
Neil Jack	Blackpool Council
Alan Cavill	Blackpool Council
Anna Blackburn	Beaverbrooks
Bev Robinson	Blackpool & The Fylde College
Dick Cartmell	Together Lancashire
Graham Kenny	Arts Council
Jane Cole	Blackpool Transport
Kate Shane	Merlin
Linton Brown	Blackpool Football Club
Nick Payne	Nikal
Paul Maynard	MP, Blackpool North
Peter Swann	Coolsilk
Scott Benton	MP, Blackpool South
Steve Fogg	Lancashire LEP
Steve Williams	Force Technology
Tina Redford	Left Coast
Tracy Hopkins	Blackpool Fylde & Wyre VCFS
Heather Murray	DWP
Kevin McGee	Blackpool Teaching Hospitals NHS Trust
IN ATTENDANCE	
Katherine O'Connor	BEIS
Nick Gerrard	Blackpool Council
Andy Charles	BITC Pride of Place

The Board will have the power at any time to co-opt further members if and when an appropriate candidate becomes available.

A Board member shall cease to be a member in the event of:

- such member giving written notice to the Board of their resignation, to take effect on receipt by the Board of the notice of resignation or, if later, the date stated in the notice;
- such member's bankruptcy, making of any arrangement or composition with their creditors, or liquidation, or in the case of an organisation, winding up, liquidation, dissolution or administration or anything analogous to any of the foregoing occurring in relation to a member;
- such member ceasing to have an office or other base within Blackpool or ceasing to be employed by such organisation as entitles them to be a member.

All Board members will normally retire every three years but can be reappointed at the end of each three year period. As the Board has only been established this year and most Members appointed at the same time this is unrealistic as all the Board would be up for reappointment at the same time. It is therefore proposed that after three years (February 2023) that a third of the Board are retired for that year and each subsequent year to the extent that should prove necessary (as some Board members may have retired earlier)

4. Board Meetings

- The Board will usually meet monthly in the first year of operation, with an expectation of meeting 4 times per year thereafter.
- No business shall be transacted at any Board meeting unless a quorum is present.
- The quorum shall be eight and shall include BBC, BITC and a Business/SME member
- Members of the public may attend all board meetings, unless information relating to the financial or business affairs of any person or organisation is likely to be disclosed..
- BBC will give at least 5 clear working days' notice of all Board meetings, by publishing details on its website.
- BBC will publish on its website copies of agendas and reports that are open to public inspection at least 5 clear working days before each board meeting, and copies of minutes of board meetings that are open to public inspection as soon as practicable once they have been approved by the Board.
 - Each Board member shall have one vote and decisions will be made on a show of hands. In the event of an equality of votes the Chair shall have a casting vote.
- Blackpool Council will provide administrative support to the Board

5. Board Members' Conduct

Board members are expected to adhere to the Seven Principles of Public Life, known as the Nolan Principles, as defined by the Committee for Standards in Public Life:

- ***Selflessness:*** Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.
- ***Integrity:*** Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

- **Objectivity:** In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
- **Accountability:** Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
- **Openness:** Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands it.
- **Honesty:** Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
- **Leadership:** Holders of public office should promote and support these principles by leadership and example

6. Conflicts of Interest

- BBC will maintain and publish on its website a Register of Board Member Interests
- The following provisions shall apply to all Board members:
 - In the event that there is a conflict of interest the person so conflicted shall immediately declare the nature of the conflict or potential conflict and withdraw from any business where the conflict would be relevant.
- Whenever a person has an interest in a matter to be discussed at a meeting the person concerned will not be:
 - entitled to remain present at the meeting during discussion of that matter
 - counted in the quorum for that part of the meeting
 - entitled to vote on the matter
- The Board may, at any time authorise a person to remain in the meeting whilst a Matter in which they have or may have a conflict of interest is discussed, provided that the conflict of interest is declared and the person subject to the conflict of interest shall not be entitled to vote on the matter.

7. Roles and Responsibilities

The Chair

The role of the Chair is to lead the Board in defining vision and direction, and in delivering the desired outputs, whilst ensuring that appropriate procedures for governance and management of resources are in place.

The key responsibilities of the post are to:

- Provide strategic leadership and direction to ensure that the Board achieves its goals
- Lead the efforts of the Board to agree a Town Investment Plan for Blackpool and business cases funding
- Effectively chair meetings of the Board, leading it towards decisions that ensure the strategic vision and key objectives of the Board are delivered.
- Be an effective influencer and “ambassador” for Blackpool at local, regional and national levels working with appropriate partner organisations and individuals

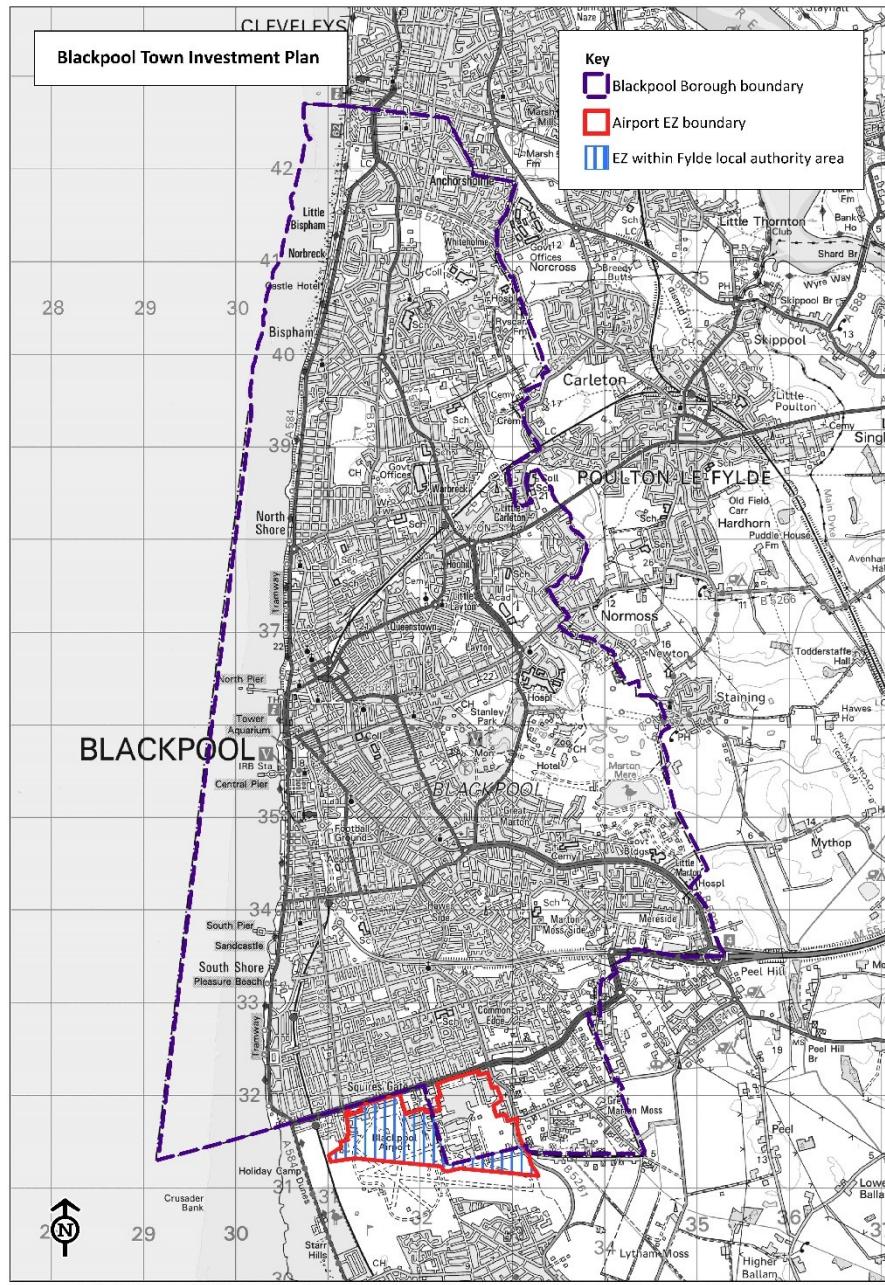
- Be an effective advocate on behalf of the Board, BBC and the businesses and people of Blackpool, in particular at conferences and events/meetings with Ministers, MPs and key civil servants
- Reflect the agreed policies of the Board and its members in all discussions with partners, stakeholders, government and its agencies.
- Ensure that the Board adheres at all times to high standards of ethics and governance in public life and is an exemplar to other organisations
- Ensure that all Board members participate actively in the work of the Board, encouraging their attendance and engagement and keeping regular contact with all members
- Exert a casting vote in Board decisions if circumstances so require

Board Members

- Board members have a responsibility to uphold high standards of integrity and probity. They should support the Chair in instilling the appropriate culture, values and behaviours in the boardroom and beyond.
- Board members should take into account the views of other stakeholders, because these views may provide different perspectives on the Board and its performance.
- The duties and responsibilities of a Board member are to:
 - Attend meetings of the Board
 - Reflect the agreed view of the Board and its members in all discussions with partners, stakeholders, government and its' agencies
 - Support the Chair by leading on activities relevant to their knowledge and experience by representing the interests of the Board in meetings with partners, stakeholders, government and its' agencies
 - Actively develop an effective partnership
 - Contribute knowledge and expertise to the development of the Town Investment Plan and business cases for funding
 - Formally represent the Board in meetings with other bodies and partner organisations as required

8. Area covered by the Blackpool Town Deal

The area the Board will represent is the Blackpool Council geographic area and the whole of the Blackpool Airport Enterprise Zone for which Blackpool Council is the accountable body (part of which lies in Fylde) as shown on the map below:



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