Greenlands and Woodrow Pride in Place Neighbourhood Board

Terms of Reference

1. Purpose of this Document

1.1 The purpose of these Terms of Reference is to establish the governance arrangements for the Redditch Pride in Place Programme within the Greenlands and Woodrow neighbourhood area.

1.2 The governance arrangements reflect the requirements of the Ministry of Housing, Communities and Local Government (MHCLG) Pride in Place Programme as set out in the programme prospectus and supplementary guidance (Pride in Place Programme prospectus - GOV.UK).

1.3 This document sets out:

- The purpose and role of the Neighbourhood Board
- Membership and appointment arrangements
- Roles and responsibilities
- Decision-making procedures
- Funding allocation arrangements
- Risk management provisions
- Community engagement approaches
- Conduct and transparency requirements
- Accountability arrangements
- Review procedures

2. Context

2.1 The Pride in Place Programme is a long-term government investment programme designed to strengthen communities, improve neighbourhoods and empower local people to shape decisions about their area. Eligible areas will receive up to £20 million over a ten-year period to deliver locally determined priorities.

2.2 An area within Greenlands and Woodrow has been identified as a Pride in Place neighbourhood. The Neighbourhood Board has been established to collectively lead on the development and delivery of the Pride in Place Plan for Greenlands and Woodrow.

2.3 The Board will work collaboratively with:

- Residents

- Community and voluntary organisations
- Local businesses
- Redditch Borough Council
- Other public sector partners
- The local Member of Parliament
- Other key stakeholders

2.4 For the purposes of these Terms of Reference:

- Board members are individuals formally appointed to the Neighbourhood Board in accordance with 4.3, 4.5 and section 5 within these Terms of Reference. Board Members are voting members and have an equal right to vote on matters within the Board's remit, subject to conflicts of interest.
- Advisors are individuals invited by the Board or Chair to attend meetings to provide specialist advice, insight or support. Advisors are not Board Members and do not have voting rights.
- Observers are individuals invited to observe meetings of the Board. Observers are not Board Members and do not have voting rights.
- Redditch Borough Council or any successor local authority is the Accountable Body.

3. Roles and Responsibilities

3.1 The Board will be responsible for:

- Developing the Pride in Place plan constituting a 10-year vision for change, an initial 4-year investment plan and any subsequent regeneration plans as required by MHCLG or any successor ministry of government.
- Delivering active community engagement, ensuring that the community is involved in shaping and co-design of the Pride in Place plan. Ensuring engagement is inclusive with all sections of the community having a voice. Ensuring residents have meaningful influence over local decision-making.
- Providing strategic leadership across the Pride in Place programme.
- Working in partnership with Redditch Borough Council as Accountable Body to determine programme priorities, select interventions and agree investment decisions which the Accountable Body will enact through its governance and assurance arrangements.
- Where appropriate, ensuring alignment of projects with Local, Regional and National strategies.
- Upholding the Seven Principles of Public Life (Nolan Principles)
- Ensuring compliance with any Heads of Terms agreements, grant conditions or other agreements issued by MHCLG.
- Selecting projects and making other investment decision to deliver the regeneration plan, ensuring that these decisions are made transparently,

align with the priorities in the regeneration plan and will contribute to the delivery of the overarching vision.
- Reviewing performance and impact – receive and consider monitoring / evaluation updates and provide challenge and direction.
- Having sight of and being consulted on project change requests.
- Fulfilling any other duties and responsibilities required by Central Government.

3.2 The Chair of the Board will be responsible for:

- Upholding the Seven Principles of Public Life (Nolan Principles)
- Leading the Board to achieve its objectives, maintaining an overview of activity and championing partnership working.
- Ensuring that decisions are made by the Board in accordance with good governance principles.
- Ensuring board meetings are held regularly. If a board meeting has to be postponed due to the absence of sufficient Board members or pending information from government or other relevant sources, agreement must be sought from the Accountable Body.
- Signing the submissions to Government on behalf of the Board where required.

4. Membership

4.1 The Board must have a minimum of eight members and a maximum of fourteen members.

4.2 The majority of the Board members (51%) must live or work within the Greenlands and Woodrow Pride in Place area.

4.3 Redditch Borough Council, or any successor local authority, and the local Member of Parliament are responsible for appointing the Chair of the Neighbourhood Board. The Chair must be someone who is 'from', living or working in the Pride in Place area and should be able to evidence a strong and credible local connection and standing within the community.

4.4 The Chair must be independent and cannot be an elected representative.

4.5 The Chair of the Neighbourhood Board shall be responsible for recruitment of the members of the Board. The final board composition must be approved by Redditch Borough Council, or any successor local authority, and the local Member of Parliament.

4.6 The Board will comprise representatives from a range of sectors and interests, including the local Member of Parliament, the local authority, residents, voluntary and community sector organisations, community safety partners, and representatives from the health, education and business sectors. The Board should seek to maintain a balanced membership that

reflects the local community and its priorities, with resident and community representation forming a significant proportion of its membership.

4.7 Membership should reflect local diversity and support balanced and inclusive decision making.

4.8 The Chair may choose to appoint a Vice Chair. Where a Vice Chair is appointed, they will be responsible for:

- Upholding the Seven Principles of Public Life (Nolan Principles)
- Deputising for the Chair in the event of absence or conflict of interest.
- Supporting the Chair to lead the Board and ensure decisions are made by the Board in accordance with good governance principles.
- The Vice Chair shall support the Chair in the exercise of their duties in addition to their normal duties as a Board Member. They shall stand in for the Chair in the event of their absence and are the first point of contact in the event that an urgent Board matter occurs which the Chair is not contactable for a period of time.

4.9 Vice Chairs can only be appointed from within the Board membership.

4.10 All members of the Board will have a fixed term of office of 4 years with the exception of the initial Board where members will have a fixed term of either 2, 3 or 4 years as decided by the Chair of the Board.

4.11 A Board member shall cease to be a member of the Board in the following circumstances:

- their term of office ends;
- the member gives written notice of resignation to the Chair;
- the member becomes bankrupt, makes any arrangement or composition with creditors, enters liquidation, or is wound up, dissolved or enters administration, or anything analogous to any of the foregoing occurs in any jurisdiction; or
- the member is removed in accordance with paragraphs 5.10 to 5.14 of these Terms of Reference.

5. Appointments and Vacancies

5.1 The Chair will be appointed through an open and competitive process. Expressions of interest will be invited publicly and assessed against published role criteria. Shortlisted candidates will be interviewed by a panel including representation from Redditch Borough Council, or any successor local authority, and the local MP.

5.2 In the event of a vacancy in the Chair's position, an open call for expressions of interest will take place. Expressions of interest will be considered by a panel and assessed against the role description for the Chair as set out in 5.1.

5.3 Where a Board Member's term of office expires, a Board Member resigns or a vacancy otherwise arises, the Chair shall lead a recruitment process to appoint a replacement. Expressions of interest will be invited and considered by a Recruitment Panel comprising the Chair and at least two other Board Members who will shortlist and interview candidates.

5.4 In making appointments, the Recruitment Panel shall have regard to the skills, experience and community representation required to maintain an appropriately balanced and representative Board.

5.5 Current members of the Board whose terms have expired and former members may apply for appointment through the recruitment process. However, any individual previously removed from the Board for a breach of the Code of Conduct shall be ineligible for appointment or reappointment.

5.6 Any changes to the Board must be approved by the Local Authority and the local MP. All Board membership changes will be communicated to MHCLG and the appropriate conflicts of interest checks completed.

Safeguarding and Suitability

5.7 All Board members are required to disclose to the Chair and/or the Accountable Body any unspent criminal convictions, cautions or other matters that may reasonably be considered relevant to their role on the Board. Such information will be handled confidentially and in accordance with data protection legislation.

5.8 A relevant conviction or failure to disclose relevant information will not automatically preclude membership of the Board but may be taken into account when determining suitability to serve, continue to serve, or undertake specific roles or responsibilities, including participation in delivery activity.

5.9 Any information relating to Disclosure and Barring Service checks, criminal convictions, cautions or other criminal offence data will be processed strictly in accordance with the Data Protection Act 2018, UK GDPR and the Accountable Body's safeguarding and data handling policies. Such information will be access-restricted, retained only for as long as necessary, and will not be published.

Removal of Board Members

5.10 All Board Members are expected to attend at least 75% of scheduled Board meetings in any rolling 12-month period unless exceptional circumstances have been agreed by the Chair.

5.11 A Board member, other than the Chair, may be considered for removal where there is clear evidence of one or more of the following:

- failure to adhere to the Terms of Reference or the Code of Conduct;
- persistent non-attendance, including failure to attend two or more meetings in succession without agreed exceptional circumstances;

- a conflict of interest that is not properly declared or managed;
- material or repeated breach of confidentiality; or
- conduct which undermines the effective functioning, reputation or objectives of the Board or the Pride in Place Programme.

5.12 Any proposal to remove a Board Member, other than the Chair, shall be managed as follows:

- the member will be informed in writing of the proposed removal and the reasons for it;
- where practicable, the member will be given an opportunity to make representations to the Chair and/or the Accountable Body before a final decision is taken;
- the final decision will be taken by the Accountable Body, having regard to any views of the Board and in consultation with the Chair; and
- the outcome will be documented and communicated to the member in writing, with reasons provided.

5.13 In exceptional circumstances, the Chair may be removed from their role where there is clear evidence of:

- sustained poor attendance or lack of participation;
- a conflict of interest in not properly declared or managed;
- a material issue relating to suitability, probity or safeguarding, including failure to disclose relevant convictions, insolvency, or refusal to undertake an appropriate DBS or other suitability check where reasonably required;
- more than 3 instances of failure to uphold the Seven Principles of Public Life; or
- failure to promote the community-led approach in line with the objectives of the Pride in Place Programme.

5.14 Any decision to remove the Chair will be taken by the Accountable Body in consultation with the local MP and subject to approval / confirmation by the Ministry for Housing, Communities and Local Government as required by programme guidance and grant conditions.

5.15 Where the Chair resigns from their role, written confirmation of the resignation shall be submitted to the Ministry for Housing, Communities and Local Government. The notification shall be co-signed by the Accountable Body and the local MP in accordance with programme guidance.

6. Expenses and Remuneration

6.1 All Board positions are voluntary.

6.2 In accordance with national programme guidance, the Council, as Accountable Body may authorise a modest bursary for the Chair only, where this is necessary to enable an individual to fulfil the role. Any such payment shall be funded from approved programme capacity funding and published transparently.

6.3 Board Members may claim reasonable expenses necessarily incurred in the performance of their duties, in accordance with Redditch Borough Council's, or any successor local authority's, staff expenses policies and procedures. Reasonable expenses may include travel and caring responsibilities (including childcare or other dependent care), where these are necessarily incurred to enable participation in Board activity.

6.4 The Accountable Body will publish appropriate and proportionate information on the use of programme capacity funding, including any bursary paid to the Chair and aggregate information on expenses reimbursed to Board Members, in accordance with transparency requirements, data protection legislation and national programme guidance.

7. Legal Status

7.1 The Board is not a corporate body or legal entity. As required by the programme guidance, the Board will work towards transitioning to become a registered legal entity such as a co-operative, community interest company or charity, from the end of year three of the programme.

7.2 The Board is not the Accountable Body for the Pride in Place Programme. Redditch Borough Council, or any successor local authority, will act as the Accountable Body, retaining responsibility for the receipt, administration, financial control and monitoring of all programme funding and for ensuring compliance with all applicable legal, financial, governance and audit requirements.

8. Decision Making and Voting

8.1 The Neighbourhood Board is the primary forum for programme decision making for the Pride in Place Programme including priorities, the 10-year vision, the Regeneration Plan and investment choices.

8.2 The Board will ordinarily meet once per calendar month and no fewer than 8 times per year. Additional meetings may be convened where required to support timely decision-making or programme delivery.

8.3 Each Member of the Neighbourhood Board shall have one vote unless they have declared an interest in the item under consideration which would preclude them from voting.

8.4 The Board will be considered quorate with one third of voting members present. For any decision recommending expenditure of £100,000 or more, the Board will be quorate only where at least 50% of voting members are present.

8.5 Any matter will be decided by a simple majority of voting Board Members present and eligible to vote. For the purposes of these Terms of Reference, a

member is considered present where they are either physically present at the meeting venue or attending remotely via a real-time audio/visual link and able to participate throughout the item being considered. In the event of an equal number of votes, the Chair will have a casting vote.

8.6 All decisions shall be made in accordance with the following principles:

a) proportionality, ie the action must be proportionate to the desired outcome
b) due consultation and the taking of professional advice from relevant Council officers
c) respect for human rights
d) a presumption in favour of openness
e) clarity of aims and desired outcomes
f) an explanation of the options that were considered and the reasons for the decision made.

8.7 Any representatives attending in an advisory capacity cannot cast a vote.

8.8 Any Board Member who has declared a conflict of interest in a matter will be asked to withdraw from the meeting for that item, including any discussion and decision. The member must not participate in deliberations and must not be present for any decision-making on that item.

Written / Urgent Procedure

8.9 The written / urgent procedure may be used only where a quorate meeting of the Board cannot reasonably be convened within the timescale required to meet external deadlines or to avoid a material risk to programme or project deliverability. The written / urgent procedure is not intended to replace routine decision making at scheduled Board meetings.

8.10 The decision to invoke the written / urgent procedure shall be taken by the Chair having taken advice form the Accountable Body and the reasons for the urgency clearly recorded.

8.11 The written / urgent procedure will not normally be used to approve or refresh the Pride in Place regeneration plan or the associated long-term vision except where required to meet an externally imposed deadline and the reasons are recorded.

8.12 Where it has been agreed that a decision will be taken using the written / urgent procedure, a report in the usual meeting format, including the reasons for the urgency and any relevant officer advice will be circulated to the Chair and all voting Board members.

8.13 Voting Board members will be asked to submit their vote in writing within a timeframe specified by the Chair, having regard to the urgency of the decision and the need to allow reasonable opportunity for consideration. The response period will not normally exceed five working days unless a longer period is justified and recorded.

8.14 A decision under the written / urgent procedure will be carried by a simple majority of votes received, provided that more than half of all voting Board members have responded.

8.15 The Accountable Body will confirm the outcome of the written / urgent procedure to all Board Members, including the number of responses received, the votes recorded, and any declared conflicts of interest.

8.16 For transparency and accountability, any decision taken under the written or urgent procedure, together with the associated report and supporting documentation informing that decision, will be published as soon as practicable following the decision in accordance with the approved urgency procedure. The report, the recorded reasons for urgency, the voting outcome and the decision taken will also be presented to and noted at the next scheduled meeting of the Board and recorded in the Board's decision log.

8.17 The Accountable Body will not implement any Board decision that cannot be delivered lawfully or compliantly.

9. Declaration of Interest

9.1 All Board Members must declare any actual, potential or perceived conflicts of interest, including financial, commercial or organisational interests, and any gifts and/or hospitality, in accordance with the Board's conflicts of interest policy. Declarations will be recorded in a register maintained by the Accountable Body.

9.2 Where a Board Member, or an organisation that they represent, may reasonably be expected to seek funding, a contract, or any other financial benefit from the Programme, the Accountable Body may apply enhanced conflict of interest management measures, including restricting involvement in early project design, specification development, assessment, shortlisting or recommendation processes, as appropriate.

10. Transparency and Accountability

Board Agendas and Minutes

10.1 The agendas for Board meetings will be published on Redditch Borough Council's, or any successor local authority's, website 5 clear working days before the meeting (not including the day of publication or the day of the meeting).

10.2 Draft minutes of the Board meetings will be published within 10 clear working days of the meeting.

10.3 Approved minutes of the Board meetings will be published within 10 clear working days of formal approval by the Board.

10.4 The Board will operate with a presumption in favour of openness. Whilst the Board is not a Committee or Subcommittee of the local authority, in determining whether an item is confidential or exempt, the Accountable Body

will apply equivalent standards to those in the local authority's Access to Information Procedure Rules. Where an item is treated as confidential or exempt, the agenda and/or minutes will record this and provide an appropriate reason.

10.5 The Accountable Body will maintain a decision log recording all formal decisions taken by the Board including decisions taken under written or urgent procedures. The decision log will be published alongside Board agenda and minutes, subject to confidentiality and data protection requirements.

Member Profiles

10.6 Profiles of Board Members will be published on the local authority's dedicated Pride in Place programme webpages. Published profiles will be limited to information necessary to support transparency and accountability and will comply with data protection legislation and the Accountable Body's privacy and retention policies.

Conflicts of Interest

10.7 Conflicts of interest and gifts / hospitality declarations will be managed in according with section 9 of these Terms of Reference. The register of interests for the Board will be maintained and published by the local authority on their dedicated Pride in Place programme webpages.

10.8 Board Members must take personal responsibility for declaring their interests before any decision is considered. These will be noted within the minutes including actions taken in response to any declared interest. Any Member that has a query about their interests and disclosure thereof should seek advice from the Accountable Body's Monitoring Officer.

Complaints and Governance Challenges

10.9 The Board will welcome challenge and constructive feedback from residents and stakeholders. Concerns or complaints about the Board's processes, governance, transparency, conduct, decision making procedure or the handling of conflicts of interest will be managed by the Accountable Body and should be reported to the Secretariat.

10.10 Where a concern relates to standards, probity, member conduct, conflicts of interest or other governance matters, it may be referred to the Accountable Body's Monitoring Officer for consideration.

10.11 The complaints system is not intended to provide an appeal mechanism on the merits of individual investment decisions. The Board may, however, consider whether any complaint identifies learning to improve future engagement, transparency or decision-making.

11. The Board's Relationship with the Accountable Body

11.1 Redditch Borough Council shall act as the Accountable Body unless alternative arrangements are approved by MHCLG. The Council shall retain

responsibility for ensuring compliance with all relevant legal, financial and governance requirements.

11.2 The Accountable Body's approach to programme governance is set out within the Governance Framework. The Board is responsible for ensuring that its activities, processes and decision making arrangements comply with the requirements of the Governance Framework.

11.3 The Board will receive reporting on actions and decisions taken by the Accountable Body in giving effect to Board decisions and in exercising delegated authority in the delivery of the programme.

11.4 The procurement policies of Redditch Borough Council, or any successor local authority, will apply. Any Board expenditure will be procured using the procurement policies of Redditch Borough Council and contracts will be entered into between Redditch Borough Council and the relevant organisation.

12. Review of Terms of Reference

12.1 The terms of reference may be reviewed and modified at any time in consultation with the Accountable Body's Monitoring Officer.