

Dudley Town Board

Terms of Reference – draft subject to Board approval 10th May 2024

Version	Date drafted & Author	Approved	Date for review/revision
V1.0	25.3.2024 EA		30.4.2025

1. Context

In autumn 2019 Dudley was included in the first round of the Government's £3.6bn "Towns Fund" programme. This brought the potential to access up to £25m of Government support through the drafting of a Town Investment Plan and securing a Town Deal with Government. The award for the full £25m was announced in July 2021.

As part of that deal a Town Fund Board was established which operated as a partnership of private and public representatives and is the vehicle through which the Investment Plan and Town Deal for Dudley is developed and delivered.

In October 2023 Dudley was selected to be one of 55 towns to be part of the Long-Term Plan for Towns (LTPFT) by Government. This initiative seeks to take a 10-year approach to town centre regeneration with a £20m funding allocation (£15m capital, £5m revenue) to deliver a locally determined vision and investment plan based around the three themes of:

- High streets, heritage and regeneration
- Safety and security
- Transport and connectivity

LTPFT has a focus and emphasis on the community being in the driving seat and requires this to be evident both in the activities that form the investment plan and in the membership of the Town Board which will own and oversee the plan's delivery. A refresh and reconfiguration of the Town Board in spring 2024 was therefore necessary to meet the needs of both the Town Deal and LTPFT governance requirements.

2. Purpose, Objectives and Remit

The Town Board has two primary purposes:

- Overseeing the Town Deal project delivery
- Developing, resourcing and overseeing delivery of the Long-Term Plan vision, priorities and investment plan

These will be done collaboratively, emphasising the value of the community voice, and in the context of the area and its needs, therefore considering, and playing a role as appropriate, in the wider regeneration programme for Dudley.

The geographies of the two key aspects vary, with the Town Deal project being located at one site on Castle Hill, Dudley, while the LTPFT geography has been set out by Government based on data analysis¹. This represents a larger geographic area. The reach of the Town Board therefore extends across this whole area with a recognition that revenue funded activities may cover larger areas within these parameters while capital projects are more likely to be site specific and may be geographically focused.

¹ This will be available on the Regenerating Dudley website. Map is available at appendix to this document

Commented [EA(1)]: Discussion with Pete and Jas suggested that rather than try to change the boundary, that we approach this in such a way that revenue/community activity is spread across the whole area and agreement is reached that Dudley Town Centre is prioritised for capital investment. This obviously needs further discussion with the MPs and board so I've laid the ground work for this here for your thoughts.

There are a number of objectives arising from both programmes which are common to all areas of work of the Town Board:

- Wide and deep engagement with local communities to gain insight into the priorities that shape the Plan
- Collaboration - meeting regularly to review progress, meeting the vision and working through risks and issues together
- High challenge, high support to successfully deliver locally relevant, transformational outcomes from the funding available

Remit specific to the Town Deal:

- Have sight of 6-monthly performance reporting returns, developed by the Council, with an opportunity to feed into them before they are submitted to DLUHC. The Chair must sign the performance reporting return before it is submitted to DLUHC.
- Discuss, review and agree any Project Adjustment Requests (PAR) which will be developed by the Council as needed.

Remit specific to LTPfT:

- Through meaningful community engagement and drawing on best available data and evidence, the Town Board will establish the Long-Term Plan, made up of a 10-year vision, priorities and an initial 3-year action plan, which will fully reflect the priorities of the place by 1st August 2024. This to be based around the three investment themes of safety and security; high streets, heritage and regeneration; and transport and connectivity to include:
 - A clear articulation, evidenced by local engagement, of the priorities of residents in the defined area;
 - A plan for how the £20 million funding and support will be deployed in line with investment themes to support these priorities;
 - How local authorities, community groups and businesses are using their existing assets, knowledge and resources to support these priorities;
 - How the Town Board intends to attract additional private and philanthropic investment to support these priorities;
 - How members of the Town Board are using their existing powers and flexibilities – including but not limited to those in the LTPfT Toolkit – to support these priorities;
 - Recognition of, and opportunities to build on, good work that is already underway or has been undertaken already;
 - Ensure a focus on long-term strategic transformation as well as shorter-term improvements
- To oversee and monitor the delivery of projects set out in the agreed Long-Term Plan, and to review and update the plan regularly.
- To instigate and lead ongoing community engagement and capacity building to define the key issues to tackle, identify strengths and resources within the community and test potential projects.
- Work with DLUHC in meeting the requirements of LTPfT and working with the new High Streets and Towns Taskforce (HSTTF)
- Making use of funding available, plus leveraging other sources of funding, properties and capacity, to maximise delivery against the plan
- To utilise the full range of powers available to achieve the best possible outcomes for the places in line with the investment priorities
- Work with the Council to develop the Long-Term Plan, utilise the powers available to it and meet its responsibilities as the accountable body, including providing any reporting required by DLUHC

- Act in accordance with the LTPfT guidance and requirements

Over time the Board will actively pursue routes for the Town Board to become a self-sustaining body.

3. Roles and responsibilities

The Town Board is independent of the Council but will work closely with it to establish the Long-Term Plan, utilise relevant powers and meet monitoring and reporting requirements.

3.1. Make-up of the Board

The Town Board is a community-led institution that builds civic capacity in Dudley. The members of the board are agreed in line with the Town Deal and Long-Term Plan for Towns guidance. This to include:

- An independent chair
- No more than two Councillors
- MP(s) for the area or representative from their office
- Police and Crime Commissioner / representative from their office / high ranking Police representative

Other membership should be tailored to local context and is at the Board's discretion, but must include a minimum of 6 representatives from organisations such as:

- Community, faith and voluntary sector partners
- Local businesses, social enterprises and investors
- Cultural, arts, heritage and sporting organisations
- Education
- Integrated Care Boards
- Housing Associations
- Combined Authority and other public agencies

The size of the board should be influenced by diversity, representation and skills sets relevant to the area and remit, rather than by number. However, it must also be of a size that is efficient and effective, and therefore aim for c15 members of the Board.

The Board membership will be regularly reviewed and amended to reflect the nature of the projects in development and delivery. Recruitment of new members, either due to numbers or skill / representation gaps, to be agreed by the board. Approval of new board members requiring a two-thirds majority vote. Any changes will be notified to DLUHC.

3.2. Board members

- The role of the Board Members is to support the Chair in shaping the Investment Plan and ensuring the correct steps are taken to make that vision a reality in accordance with community need and the relevant guidance.
- Board members will:
 - Adhere to the Code of Conduct, Declarations of Interest and any other identified policies
 - Attend board meetings
 - Reflect the agreed view of the Board in discussions with partners and stakeholders
 - Take account of views of others and be mindful of different views and requirements.
 - Contribute to the development of the delivery programme.
 - Formally represent the Board in meetings with other bodies and partner organisations as required
 - Ensure communities' voices are involved in shaping design and decision making at each phase of development
 - Ensuring diversity in its engagement with local communities and businesses

Commented [EA(2)]: I've suggested 6 here so that community reps are always in the majority.

Commented [EA(3)]: I've suggested a 2/3 majority vote for decisions to reinforce community voice

- Overseeing each step of agreeing and delivering the Investment Plan, overseeing compliance with Government guidance

The Term of Office for all Board members is 2 years with the option to extend for a further year. Members leaving the Board prior to the conclusion of their term of office to give 3 months' advance notice of their decision as far as is possible. If a member of the Board changes to a different employer or loses their position, then their membership of the Board will automatically cease with immediate effect.

Where a Board member is unable to attend, it will be the responsibility of that Board member to nominate a substitute, subject to the Chair's prior agreement. Board members must attend at least 2 of 4 meetings/year in person (physically or virtually where such arrangements exist and are agreed by the Chair). Not doing so may lead to the review of their ongoing membership by the Board.

3.3. Chair

Initially, the Interim Chair will be appointed by the Council in discussion with the MP(s). Following that, applications for the Chair will be openly advertised and selected via a proportionate recruitment process including a panel from within the Town Board membership which will include, as a minimum, a Councillor, an MP and 3 non-public sector/community representatives.

The Chair will be elected on the same terms as other board members, working as "the first among equals", i.e., sharing collegiate responsibility equally with other Board members, but taking the additional responsibility of steering the Board openly and fairly through its decision-making processes.

The Chair will lead the Town Board in in shaping the vision for the town as well as defining the strategy and steps that need to be taken to achieve that vision. They will champion the area and provide leadership for the Town Board, ensuring it is community-led and embedded within the local area.

The key responsibilities of the role are to:

- Provide leadership and direction to ensure the Board achieves its goals.
- Effectively chair meetings of the Board, guiding it towards decisions that ensure the vision, strategy and key objectives of the Board are delivered.
- Be an effective advocate on behalf of the Town Board
- Be an effective influencer and ambassador for the area covered by the Dudley Town Board
- Ensure the Board adheres to high standards of ethics and governance at all times.
- Exert a casting vote in Board decisions if circumstances so require.
- Set the agenda for each meeting making the purpose of each meeting clear to members and ensure the views of all board members are heard
- Ensure, that any appointments to the Town Board are managed in a timely, open and transparent manner
- Ensure that the Board is kept up-to-date on all the relevant activities of the Investment Plan process.
- The Town Fund Board Chair must also sign the Town Deal performance reporting return before submission to DLUHC.

3.4. Deputy Chair

- The Chair may choose to appoint a Deputy although this is not a requirement.
- If it is decided to do so:
 - the Deputy Chair shall support the Chair in the exercise of their duties in addition to their normal duties as Board members. They shall stand in for the Chair in the event

Commented [EA(4)]: Suggested this to avoid it becoming a new set of 'same old faces' this should encourage some churn and opportunity for capacity building but it could be different - the additional QA doc that came out last week suggests that continuity is also important and a review at 3 years might be right so would sync with this sort of approach.

Commented [EA(5)]: Again, seeking to ensure that community reps are in the majority

of their absence and are to be the first point of contact in the event that an urgent Board matter occurs whilst the Chair is not contactable for a period of time.

- the Deputy Chair will be appointed from within the Board Membership, and preference should be given to members who do not represent the public sector. Nominations for a Deputy Chair role will be sought from Board Members. Board members can nominate themselves.
- the Deputy Chair will be elected on the same terms as other board members.

3.5. Lead Council and Accountable Body

Dudley MBC will be the Lead Council for the Town Deal and LTPfT and will also act as the Accountable Body through which funding will flow.

The Council will perform this by:

- Providing a secretariat function of the Board if this is not provided by a community group
- Employing a LTPfT lead – or equivalent resource(s) - utilising LTPfT funding, to support the work of the board, projects delivered under the investment plan, secretariat if required, and interface with both the Council and DLUHC
- Ensuring transparency requirements are met through publication of information on the Regenerating Dudley website
- Ensuring that decisions are made by the Board in accordance with good governance principles
- Providing specialist support, where capacity and resources allow, in relation to the Investment Plan and related projects
- Providing necessary reports and information to the Board to enable the Board to fulfil its responsibilities
- Entering into agreements with Government as necessary
- Receiving and accounting for the Town's funding allocations

3.6. Other Bodies

The Town Board can extend invitations to individuals with specialist background knowledge to attend board meetings for the purpose of consultation and evidence and data gathering. For the avoidance of doubt, such individuals will not be members of the Board and will not be entitled to vote at board meetings.

The Town Board can have a list of agreed observers who will be invited to join the meetings in that capacity. For the avoidance of doubt, such individuals will not be members of the Board and will not be entitled to vote at board meetings. This is in addition to Board meetings which are held in public and open to members of the public to observe.

The Town Board can establish sub-boards or committees to focus on particular investment themes or issues. The arrangements for, and membership of these groups should focus on capacity building and representation and should be agreed by the Board.

4. Process and Transparency

The Town Board should be transparent as to how they are investing money and using their powers, working closely with the Council.

- Primary governance documents, such as the Terms of Reference, Code of Conduct, decision making and meeting minutes will be published on the Regenerating Dudley website. Profiles of Town Board members will also be published.
- All Board papers will be published on the Regenerating Dudley website in advance of the meeting (within 5 clear working days)
- Draft minutes of meetings will be published on the Regenerating Dudley website following the meeting (within 10 clear working days) and final minutes once approved by the Board (within 10 clear working days)
- Where possible the Town Board will seek to hold meetings in a community space rather than public sector premises and will hold some open meetings, inviting local people to observe
- Any conflicts of interest reported to be formally noted within the published minutes
- The Council, or an alternative organisation such as a community group if that is agreed between the chair and local authority, will act as secretariat to the Town Board.
- The Board will follow the Council's governance and finance arrangements when considering private reports, with the default position being that all papers are open to the public.
- Delivery will be supported by the Council, which will be the accountable body with responsibility for financial management via the Section 151 officer
- All interests shall be declared and conflicts of interest will be actively managed – see the Conflicts of Interest policy

5. Accountability and Communication

5.1. Board Meetings

The Board will meet a minimum of 4 times per year and more often as needed.

5.2. Decision making

Wherever possible, the members of the Town Board shall reach decisions by consensus and shall seek to achieve unanimity. Where this is not achieved and a vote required, each member of the Board shall have one vote. A decision requires a two-thirds majority to proceed. In the event of a tied vote the Chair shall have the casting vote.

In exceptional circumstances, where a decision is required but a meeting can't be held, a decision may be taken by written procedures with the outcome noted in the minutes of the next meeting.

5.3. Remuneration

There will be no remuneration paid to any board members for the opinion and guidance they provide.

5.4. Secretariat

Dudley MBC will function as the accountable body for Town Deal and LTPFT grant monies. The Board may decide to source external secretariat support or seek this from the Council.

5.5. Governance

The responsibility for setting the agenda will sit with the Chair. Wherever possible papers will be circulated by the secretariat at least five working days before the board meeting.

Quorum for a board meeting will be a minimum of 50% of the Board membership at the time of the Board meeting plus the Chair (or Deputy Chair if role has been allocated).

5.6. Terms of Reference Review

These terms of reference will be reviewed at least annually and may be reviewed and modified at any time at the discretion of the Board.

5.7. Data Protection and GDPR

The Council's data protection policies will be adopted².

5.8. Legal

The Dudley Town Board is not a formally constituted body and shall hold no monies or assets. The Terms of Reference do not change, replace, substitute or amend in any way the Statutory duties or other responsibilities of partners. The business of the Board will be dealt with in accordance with the Council's policies, procedures and codes, where relevant. The terms of reference of the Board may be amended by the Board at any meeting subject to a two-thirds majority vote.

DRAFT

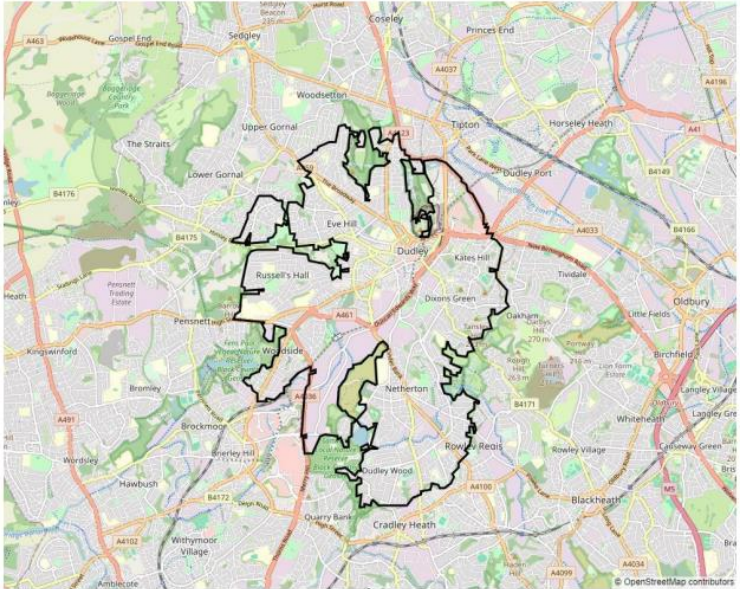
² <https://www.dudley.gov.uk/council-community/data-protection-and-freedom-of-information/how-we-look-after-your-information/>

Appendix 1: Long Term Plan for Towns area



Map of Dudley (Dudley)

This data pack defines a town's boundary based on the definition of Built Up Area (BUA, 2022), unless stated otherwise. This reflects the approach set out in the Long-Term Plan for Towns guidance for defining the geographical area covered by the Town Board.



Source: [ONS, 2022](#)

Appendix 2: Background information

<https://www.gov.uk/government/collections/towns-fund>

<https://townsfund.org.uk/>

<https://www.regeneratingdudley.org.uk/dudley-towns-fund>

<https://www.gov.uk/guidance/towns-fund-supplementary-guidance-for-town-deal-boards>

<https://www.gov.uk/government/publications/our-long-term-plan-for-towns>

<https://www.gov.uk/government/publications/long-term-plan-for-towns-guidance-for-local-authorities-and-town-boards/long-term-plan-for-towns-guidance-for-local-authorities-and-town-boards>

DRAFT