

## Stainforth Town Deal Board Terms of Reference

### Background

Stainforth Town Deal Board (The Board) produced an evidence-based Town Investment Plan in January 2021 and accepted the Heads of Terms from (then) MHCLG on 5<sup>th</sup> August 2021.

This plan will ensure that a Town Deal is delivered with central government around key local priorities.

The Terms of Reference set out:

- The purpose and role of the Board
- Membership
- Member roles and responsibilities
- A basis for how the decisions of the Board will be made and
- The relationship with City of Doncaster Council

### Purpose

The Town Deal Board will be the vehicle through which a vision and strategy for the town's economic growth will be defined. As part of the Government's 'Towns Fund', the Board has produced, agreed, and secured funding against the Town Investment Plan.

### The role of the Board

1. Upholding the Seven Principles of Public Life (the Nolan Principles)
2. Oversee the delivery of the 9 agreed Town Deal Projects in accordance Governance and Assurance guidelines.
3. Monitor and review project delivery.
4. Influence and engage stakeholders.

### Membership

There are a number of required representatives, including all tiers of local government and the local MP. The Board will also include local businesses, investors and organisations that represent the community.

Member	Organisation
John Roe - Chair	Roeville
Sue Farmer – Vice Chair	Councillor
Scott Cardwell	City of Doncaster Council
Ed Miliband	MP
David Marshall	Stainforth Town Council (Mayor)
Gary Stapleton	Councillor
Glyn Jones	Deputy Mayor and Cabinet Member for Housing & Business

Helen McLoughlin	Waystone
Andrew Johnson	Hargreaves

A Board Member shall cease to be a member of the Stainforth Town Deal Board in the following circumstances:

- Such Board Member gives written notice to the Chair of their notice of resignation;
- Such their removal/replacement by the appointing authority/organisation/relevant nominated body.
- Such Board 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 in any jurisdiction;
- Such Board Member is removed from membership by a resolution of the Board that it is in the best interests of the Board that the membership is terminated.
- Such Board Member misses three consecutive meetings, at which point their membership on the Board will be reviewed by the Chair

### Substitutes

Substitutes are required to be identified at the formation of the Board and will be agreed as part of the Governance process.

### Roles and Responsibilities

The role of **City of Doncaster Council** is to:

- Define the area the Town Deal Board will represent on a map.
- Convene the Town Deal Board which will align with the governance standards and policies of the Lead Council including around whistle blowing, conflicts of interest, and complaints.
- Publish the Town Deal Board's governance structure and ways of working, such as a statement for how the board will engage stakeholders and agree decisions over time.
- Manage capacity funding, ensuring that will support the process of developing a good Town Investment Plan. This funding will be used for:
  - Convening Town Deal Board
  - Running business and wider community engagement events
  - Ongoing development of the Town Investment Plan
  - Providing technical expertise for business case development

The role of **the Chair** is to lead the Town Deal Board in shaping the vision for the town as well as defining the strategy and steps that need to be taken to achieve that vision. The key responsibilities of the post are to:

- Provide strategic and dynamic leadership for the Board
- Lead the Board in developing and then implementing the Town Investment Plan
- Ensure that all sectors on the Board are actively engaged

- Run meetings effectively and fairly ensuring the Board adheres, at all times, to high standards of ethics and governance.
- Exert a casting vote in Board Decisions if circumstances so require.

The role of the **Board Members** is to support the Chair in shaping the vision of the town and ensuring the correct steps are taken to make that vision a reality. The responsibility of Board Members includes:

- Attending Board meetings.
- Reflecting the agreed view of the Board in discussions with partners and stakeholders.
- Taking account of views of other stakeholders and being mindful of different views and requirements.
- Contribute to the ongoing development of a Town Investment Plan.
- Formally represent the Board in meetings with other bodies and partner organisations.

### **Conflicts of Interest**

Any conflicts of interest should be declared to the Lead Council Officer before officially joining the board. City of Doncaster Council will maintain a register of Board Member interests that will be reviewed annually to ensure it is up to date. The following provisions shall apply to all Board Members should they be faced with conflicts of interest.

Should a Board Member be faced with a conflict of interest the person shall immediately declare the nature of the conflict/potential conflict and may be asked to 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 may not be:

- Entitled to remain present at the meeting during discussions of the matter.
- Counted in the quorum in relation to the matter.
- 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.

### **Board Member Conduct**

All members of the Stainforth Town Deal Board shall observe the “Seven Principles of Public Life” and will be bound by their own authority’s/organisations code of conduct in their work on the Town Deal Board.

### **The Board’s Relationship with City of Doncaster Council**

The Board is not an incorporated body and City of Doncaster Council will remain the accountable body for the Capacity Funding that has been received and any future funding that may be received by way of further Capacity Funding, grants or contribution to feasibility studies that the Board may wish to commission.

Stainforth Town Deal Board may make recommendations to City of Doncaster Council's Cabinet and as part of City of Doncaster Council local governance and assurance processes

## **Meetings**

The Board will meet until the completion of the Full Business Cases which will be confirmed with MHCLG no later than 5<sup>th</sup> August 2022. The timings of these meetings will be agreed through the Board members. The Board may meet at other times during the year as agreed between the members of the Board and may approve recommendations via written procedure. Board meetings will not be open to the public due to the commercial and financial nature of the meetings. Meetings may be taken in person or virtually where required.

Informal Board Meetings may take place from time to time. These will be in private and not open to the public. Other persons and external advisers may be invited to attend all or part of any meeting as and when appropriate as observers and shall be entitled to speak at the meeting with the prior permission of the Chair but shall not be entitled to vote.

With the prior agreement of the Chair, any Board Member may participate in a meeting by means of a conference telephone or similar communications equipment whereby all persons participating in the meeting can communicate with each other and participation in a meeting in this manner shall be deemed to constitute presence in person at such meeting and shall be entitled to vote and be counted in a quorum accordingly.

## **Communication and Reporting arrangements**

Meetings of the Board shall be called by City of Doncaster Council's Lead Officer at the request of the Chair of the Board. The agenda and papers for meetings shall be approved by the Chair. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of the matters to be discussed at the meeting shall be forwarded to each member and any other person required to attend no later than two business days before the date of the meeting. Any supporting reports and/or papers shall be sent to each member of the Board and other attendees (as appropriate) at the same time.

The proceedings and resolutions of meetings of the Board, including the names of those present and in attendance, minutes will be produced by the Secretariat of the Board. Draft minutes of each meeting will be circulated promptly to the Chair. Minutes of meetings of the Board shall be approved in draft form by the Chair and disseminated to the Board. Minutes shall remain in draft until approved by the Board, at which point they will be uploaded onto the website.

## **Respecting Confidentiality**

On occasions the Board may wish to discuss matters where one or more members wish to retain confidentiality. This may include instances where the Board is to issue a press release or arrange an event. In such circumstances, and where specifically requested by one or more members of the Board, all Board members are expected to retain confidentiality in the context of the matters being considered. Matters may require more stringent levels of confidentiality due to commercial sensitivity, allowing for ideas to be developed without being negatively influenced before external engagement and the Board

may consider the requirement of using Non-disclosure agreements in relation to particular discussions.

## Review

The Government may publish further guidance on the operation and function of Town Deal Boards and these Terms of Reference must be reviewed in accordance with any such guidance. The Board may amend these terms of reference at any time and will be reviewed on an annual basis.

## Decision Making and Quorum

The Chair will be appointed by City of Doncaster Council. In the absence of the Chair at a formal meeting of the STDB, the Board will vote and appoint a Chair for that meeting only. The council's Lead Officer will consult the Chair from time to time on progress of works required to be undertaken on individual interventions and the developing Town Investment Plan.

The Chair may convene an informal meeting of all or some of the Board Members to inform progress of a particular matter arising under the development of individual interventions. The Chair may meet third parties and attend events on any matter pertaining to the Investment Plan and individual interventions to progress activity and outcomes. Informal meetings and engagement with third parties will be reported back to the STDB.

A quorum shall be nine Board Members present in person, including the accountable body. Each member of the Board shall have one vote which may be cast on matters considered at the meeting (or virtually). The general rule about decision-making by the Board is that any decision of the Board must be a majority decision. The Chair will have the casting vote (this refers to whoever is present and discharging the function of Chair for the purpose of the meeting).

- **Voting** through remote meetings by raising the hand in Teams – identify a member of board to count the vote and get either Prog Man/Programme Support Officer take a screenshot of the votes. Decisions will be recorded in the decision log.
- **Voting** through written measures will be agreed between the Chair and Programme Management officer prior to being sent out for voting (using voting buttons). No response from the written call for casting of votes will be classed as an approval unless otherwise stated. Decisions by written measures will be recorded in the decision log.

## Ancillary Matters

**Freedom of Information** - The Board and its activities will be subject to Freedom of Information requests. Support will be provided by City of Doncaster Council to manage and respond to such requests. It is likely that members of the public may have direct questions that relate to how the Board functions and the decisions it makes. These in the first instance will be directed to the Lead Officer to manage, and where appropriate engage with the Chair and/or the Board.

**Sub-groups** - In order to deliver the projects thematic sub-groups may be required to be set-up, engaging people and organisations outside of the Board to support the development and delivery of the Investment Plan.

## V.7 update September 2024

Sub-groups will be approved by the Board and members of the sub-groups will adhere to these Terms of Reference. This will allow for wider engagement outside of the Board in developing the projects.

The sub-groups will not require voting mechanisms and are advisory to the Board on specific thematic matters.

Version	Date	Amendment
V3	08/04/2022	Change Ministry of Housing, Communities and Local Government to Department for Levelling Up, Communities and Housing
V3	08/04/2022	Change Sheffield City Region to South Yorkshire Mayoral Combined Authority
V4	19/12/2022	Update Board membership details
V5	11/09/2023	Update Board membership details including meeting attendance
V5	11/09/2023	Change City of Doncaster Council to City of Doncaster Council
V5	11/09/2023	Update the role of the board in line with government guidance
V6	01/03/2024	Update list of board members
V7	23/09/2024	Update purpose of board, review general wording and quorum
V7	27/09/2024	Board sign off