



## **TERMS OF REFERENCE**

### **1. Strategic Board Membership**

The membership of the Board has been drawn from key local partners across the public, private and third sectors, and along with the Advisory Group (detailed in Section 4), it will be compliant with the criteria specified by the Ministry of Housing, Communities and Local Government (MCHLG) in the Town Fund Prospectus.

As the Board's main purpose is to deliver the Town Deal, the membership of the Board reflects this purpose - it consists of those who can take strategic decisions on behalf of the town.

### **2. Purpose, Vision, and Function of the Town Deal Board**

The Grays Town Board is the vehicle through which the vision and strategy for the town is defined. The vision is to drive the economic regeneration of the town to deliver long term economic and productivity growth through:

- Urban Regeneration, planning and land use; ensuring thriving places for people to live and work.
- Skills and enterprise infrastructure; driving private sector investment, supporting skills and business development.
- Connectivity; developing local transport and supporting improved digital connectivity.

The area and boundaries for Grays are defined by the Office of National Statistics (ONS), and this geographical area will need to be maintained for the bidding process.

The Grays Town Deal Board brings together the private, public and community sectors to provide strategic leadership to develop and deliver a Town Investment Plan and schedule of interventions to secure government funding, and sets out a clear understanding of the area, focusing on its assets, opportunities, and challenges.

### **3. Key Objectives**

The key objectives of the Board are:

- Developing and implement an evidence-based Town Investment Plan with a clear programme of interventions.
- Working closely with the local people to drive the long-term economic growth and prosperity of the town.

The Town Investment Plan sets out investment priorities that could drive economic growth, supported by clear evidence and targeting investment into the economic infrastructure. The Town Investment Plan complements existing strategic regional and local plans.

The Board shall undertake its duties and responsibilities in line with the requirements of the Towns Fund Prospectus and any subsequent guidance that may be issued.

The Board is not a formally constituted body and shall hold no monies or assets. It has no decision-making authority and serves as an advisory function to Grays Town Council (“the Council”).

The business of the Board will be dealt with in accordance with the council’s policies, procedures, and codes, where relevant.

### **4. Roles and Responsibility of Participants**

The main role of all the participants of the Town Deal Board is to play an active part in the development and delivery of the Town Investment Plan. The Board is responsible for:

- Upholding the Seven Principles of Public Life (the Nolan Principles)
- Developing and agreeing an evidence-based Town Investment Plan.
- Establishing a clear programme of interventions to address priorities within the Town Investment Plan to ensure coordinated and effective delivery, and to identify gaps and opportunities to drive forward new initiatives.
- Embedding arrangements in local plans (where appropriate) and undertaking environmental impact assessments and fulfilling duties on public authorities under the Equalities Act and the public sector equality duty.
- Co-ordinating resources and engaging stakeholders to ensure there is sufficient resources and co-investment to deliver the Town Investment Plan.
- Ensuring 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.
- Championing the potential Grays has to significantly contribute to Thurrock's Local Industrial Strategy and Economic Strategy growth targets.
- Overseeing each step of agreeing a Town Deal, and overseeing compliance with the Heads of Terms Agreement with government.

Members bring their own perspectives and represent their organisations, interest groups or areas. They are recognised for their valuable contribution bringing ideas, knowledge, and expertise to the process.

Participants will take a town-wide perspective and develop consensus in the best interests of Grays.

Participants are required to adhere to these Terms of Reference.

## 5. Code of Conduct / Standards of Behaviour

The Code of Conduct for the Board will align itself with the governance structures of Thurrock Council. This includes the core priorities of:

- **People** - a borough where people of all ages are proud to work and play, live and stay.
- **Place** - a heritage-rich borough which is ambitious for its future.
- **Prosperity** - a borough which enables everyone to achieve their aspirations.

As a participant of the Town Deal Board, whether in meetings, briefings or representing the Board, the following guidelines outline what is expected of them.

Each Board member is under an obligation to act in accordance with the council's governing documents. This includes each Board member signing up to abide by the Council's Member Code of Conduct, which incorporate the seven Nolan Principles of public life.

**Selflessness** Board members should act solely in terms of the public interest.

**Integrity** Board members 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.

<b>Objectivity</b>	Board members must act and take decisions impartially, fairly and on merit, using the best evidence and without any form of discrimination or bias.
<b>Accountability</b>	Board members are accountable to the best interests of Grays and the principle objectives of the Board.
<b>Openness</b>	The Board must act and take decisions in an open and transparent manner.
<b>Honesty</b>	Board members should act with honesty, objectivity, and integrity.
<b>Leadership</b>	Board members 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.

## 6. Principles

All participants of the Town Deal Board will strive to apply the following principles:

- **Commitment:** to attend every meeting where possible. To be properly prepared for briefings by reading any paperwork beforehand.
- **High Quality Debate:** to remain focussed and strategic and to contribute positively to discussions and work with other participants to achieve consensus and take important decisions regarding the strategic development of the Town Deal. The Board is not to be used to air individual grievances or complaints unless they affect the performance of the Board.
- **Representative:** to raise areas of strategic concern and contribute their experience and expertise to discussions and decisions to achieve good workable solutions.
- **Respect for Others:** to respect, listen and to take into account the views of other participants regardless of their gender, race, age, ethnicity, disability, religion, sexual orientation or any other status.

## 7. External Liaison and Working Arrangements

The Board will be an independent body supported by Thurrock Council, Essex Skills Board, Local business and investors, the community and non-departmental government bodies, e.g., Homes England and the Environment Agency.

## 8. Membership

Driving economic growth is the key focus, therefore it is vital to draw on a range of skills from stakeholders. This will help understand the challenges, key proposals and deliver the Town Investment Plan. The Board will be led by a private sector chairperson. Participation is by invitation only from Thurrock Council in consultation with the Chair.

The Town Deal Board's membership should reflect the diversity of the town and surrounding area. The Towns Fund Prospectus states that membership of Town Deal Boards should comprise:

- A Private Sector Chair
- All tiers of local government for the geography of the town
- The MP representing the town
- The Local Enterprise Partnership
- Local Businesses and Investors
- Community/local voluntary community sector representatives
- Other relevant local organisations, such as FE colleges or Clinical Commissioning Groups

The Board may call on professional advice and support, if deemed necessary. This will include external consultants to support the delivery of the Town Deal Investment Plan. Any such advisors 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.

The participants identified may change over time at the discretion of the Chair in agreement with the Leader of the Council. Participants can be removed from the Board if they do not adhere to the Terms of Reference.

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

- Resignation
- Death
- Bankruptcy, making of any arrangement or composition with creditors or, in the case of an organisation, winding up, liquidation, dissolution, administration or anything analogous.
- Removed from membership by a resolution of the Board. In the event that a Board Member's conduct falls short of that expected and a breach of the Code of Conduct has taken place, the Board may agree to remove that member. There shall be no right of appeal from a decision of the Board's decision to terminate the membership of a Board Member.

The membership of the Board can be found in Appendix 1.

## **9. Chair & Deputy Chair Term and Responsibilities**

The role of the Town Deal Board Chair is to:

- Uphold the Seven Principles of Public Life (the Nolan Principles)
- Lead the Board in achieving its objectives, maintaining an overview of activity, and championing and supporting partnership working.
- Ensure that decisions are made by the Board in accordance with good governance principles.
- Sign the Head of Terms Agreement with government.
- The Board shall appoint a Chair and Deputy Chair who will serve for a period of 24 months before re-election.
- Two Members of the Town Deal Board will be nominated as Chair and Deputy Chair.

## **10. Attendance at meetings**

Members will endeavour to attend all meetings of the Town Deal Board, however if they are unable to attend any meeting then they should submit their apologies in advance of the meeting. As flexibility and continuity is essential to partnership working, each member may identify a named substitute who may attend on their behalf when necessary.

## **11. Meeting Procedures**

The Town Deal Board will be closed to the public and press unless specifically invited. Designated observers will be permitted to attend with the agreement of the Chair. Observers will not be allowed to comment or address the Board unless asked to do so by the Chair. The Council's regeneration team should be informed of any persons attending the meeting to observe in advance.

Any contact from members of the public in relation to the Town Deal Board will be managed by the Council's Director of Place and the Chair of the Grays Town Fund Board.

Meetings of the Town Deal Board will be called by the Chair. The agenda and papers for meetings shall be approved by the Chair.

Copies of reports for meetings will also be placed on the Council's website unless they contain exempt information under Schedule 12A Local Government Act 1972 (as amended).

The Council has responsibility for ensuring that accurate minutes are kept for all meetings of the Town Deal Board. Accuracy of the minutes shall be the responsibility of the Chair. Minutes remain draft until formally approved by the Chair. Any queries arising from minutes shall be raised at the subsequent meeting.

Draft minutes shall be published promptly within 10 clear working days of the Board meeting. Final minutes shall be published on the Council's website, once approved by the Board (within 10 clear working days).

## **12. Quorum**

Any three members of the Board, including the Chair (or Deputy Chair), Leader and Senior officer of the Council (or their nominated substitutes), shall constitute a quorum for meetings of the Town Deal Board.

## **13. Sub-Groups**

If required a sub-group of the Board may need to be established to expedite a particular matter that requires focussed activity or where a more specialist membership is required.

These would normally have a specific remit and period of operation to oversee or undertake a specific task, reporting directly to the Board. The Board will set out the terms, remit, and membership of any sub-group.

## **14. Declaration of Interest / Conflict of Interests**

Each member of the Board is required to declare any conflict of interest, personal, prejudicial, or disclosable pecuniary interest (direct or indirect) in any agenda items. Where such an interest is declared, the member shall take no part in the discussion or decision making about that item. All such declarations must be included in the minutes of the meeting.

Board members shall complete and keep updated the Board's register of member interests.

The Council will 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. See the Council's Anti-Fraud and Corruption Policy.

All Board members will strive to avoid any conflict of interests between the interest of the Board on the one hand and personal, professional, and business interests on the other. This includes avoiding actual conflicts of interest as well as perceived conflicts of interest. This is to protect the integrity of the Board's decision-making process.

## **15. Meeting Arrangements, Decision Making and Voting**

The Board will meet, at least every quarter.

To ensure decision making is equitable, each member of the Board will have equal voting rights. A majority of votes will resolve the decision. Each member of the Board shall have one vote which may be cast on matters considered at the meeting by a show of hands.

If a Board member is unable to attend, a substitute should be sent in their place. Substitutes will maintain the same voting rights as the Board member.

The general rule about decision making by the Board is that any decision of the Board must be a majority decision at a meeting. In the event of a tied vote the Chair may have a second or casting vote.

If an urgent decision is required which cannot be deferred until a subsequent meeting, then a special meeting may be arranged. If this is not practicable, then the Chair in discussion with the Deputy Chair, Director of Place and Leader of the Council may take a decision jointly. The decision must be reported to the next scheduled meeting.

## **16. Work Programme and Timeline**



The Board's aim is to deliver a well-evidenced Town Investment Plan, which sets out a clear understanding of the area, focusing on its assets, opportunities, and challenges including;

- Set out investment priorities that could drive economic growth.
- Context and evidence of need for suggested interventions.
- High-level description of priority areas for the short, medium, and long term, including:
  - Activity that can be locally funded.
  - Projects that could be supported by public investment (including through the Towns Fund), with high level cost estimates.
  - Ambitions for private sector investment and community involvement.
- The plan will complement other pre-existing strategy documents and align itself with the wider strategic approach (e.g. SELEP Local Industrial Strategy).
- Detail high Value for Money interventions – to drive economic growth.
- Align with Government's clean growth objectives and as a minimum must not conflict with the UK's legal commitment to cut greenhouse gas emissions to net zero by 2050.

## **17. Accountable Body Arrangements**

Thurrock Council (acting as Lead Council and Accountable Body) is responsible for:

- Developing a delivery team, delivery arrangements and agreements.
- Ensuring that decisions are made by the board in accordance with good governance principles.
- Ensuring transparency requirements are met through publication of information on its website.
- Developing agreed projects in detail and undertaking any necessary feasibility studies.
- Undertaking any required environmental impact assessments or public sector equalities duties assessments.
- Helping develop detailed business cases.
- Liaising with potential private investors in identified local projects and schemes.
- Signing the Head of Terms Agreement with government.
- Monitoring and evaluating the delivery of individual Towns Fund projects.
- Receiving and accounting for the Town's funding allocation.

- Supporting the Board with senior management, including the Director of Regeneration and Development, and other officers as appropriate.

The Council remains the accountable body for all monies received through capacity funding and any other funding that will be allocated from the Towns Fund.

The Council will be represented on the Board by its Leader and Senior Officer and will be the link between the two bodies in the development of outcomes under those functions set out in section 4.

Thurrock Council's Cabinet will receive reports on the progress of activities.

## **18. Legal Status**

The Town Deal Board is not a legal entity. It is not the accountable body for any grant or funding regime.

This Terms of Reference does not change, replace, substitute, or amend in any way the statutory duties or other responsibilities of partners.

It does not change, replace, substitute, or amend in any way partner's own management or accountability frameworks.

## **19. Freedom of Information Act**

The Freedom of Information Act gives everyone the right to access information that is held by public authorities. Thurrock Council has developed guidance to help staff comply with the Act. The Town Deal Board works within this policy when giving out information to partners and the public.

## **20. Whistleblowing Policy**

Where it is alleged that the Board is acting in breach of the law or failing to safeguard public funds the whistleblowing procedure of the Council will be applied. Further details are contained within the Council's Whistleblowing policy.

## **21. Gifts and Hospitality**

The Council has a policy setting out its position on the receipt of gifts and hospitality. All Board members are required to abide by the terms of that policy. Further details are contained within the Council's Anti-fraud and Corruption Policy - Gifts and Hospitality.

## 22. Updating the Terms of Reference

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.

Date	Version No.	Revision History	Author/Reviewer
04.09.2020	V.1.0	Initial Draft	
25.09.2024	V.2.0	Revised Draft ToR	B. Lim
06.12.2024	V.3.0	Ratified ToR with Updated Member Organisations	B. Lim

## **APPENDIX 1: Membership of the Grays Town Deal Board**

### Grays Town Deal Board Member Organisations:

- MP for Thurrock
- Leader of Thurrock Council
- Cabinet Member for Good Growth
- Director of Thurrock Council
- Ward Councillor(s)
- Thurrock Lifestyle Solutions CIC
- South Essex College
- Desi Indian Dining
- Izgara Meze Restaurant
- Seabrooke Rise Community Association
- Riverside Community Big Local

### Observer(s):

- MHCLG - Cities and Local Growth Unit: Government's Local Growth Team