

Draft Terms of Reference

Loughborough Town Deal Delivery Sub-Group

1. Membership

The members of the Sub-Group shall be appointed by the Board and may be removed at any time by the Board.

The Sub-Group shall comprise of a total of 4 Board Members and be supported by Officers as required.

The Sub-Group Members must be independent of any of the Town Deal Projects and have no conflicts of interest

The Board shall appoint the Chair of the Sub-Group.

The membership, Terms of Reference and structure of the Sub-Group shall be reviewed on an annual basis by the Board. The Board reserves the right to amend the Terms of Reference at any time.

2. Purpose

- To support the Loughborough Town Deal Board and project team in administering the preparation, submission, delivery and monitoring of Town Deal Projects.
- To advise the Loughborough Town Deal Board that projects satisfy the Local Assurance Framework.
- To support the project team and project leads in the submission of projects to government and in their delivery.
- To monitor and review the performance and delivery of projects.

3. Sub-Group responsibilities

To assess and support projects to progress to full business case stage, in accordance with the Heads of Terms Agreement with Government.

To approve the allocation of DLUHC programme support funding.

To secure confirmation from the accountable body and Section 151 Officer that projects meet the Assurance Framework.

To undertake a final strategic assessment of projects through to contracting stage, based on the recommendations of an independent due diligence process.

To approve projects for submission to DLUHC and for contracting and delivery, subject to final approval by the Accountable Body's S151 Officer.

To monitor the performance of approved projects on a quarterly basis during the delivery stage and in accordance with the terms set out within the Grant Funding Agreements for each project and to make recommendations to the Loughborough Town Deal Board on interventions that may be necessary

To suspend projects where there are red rated issues, such as potential for significant overspends and/or project delays leading to late completion

Where a project is suspended, to make a report to the Board for it to consider halting the project unless urgent action is required in which case the report is to be circulated to all Board member for their views and, that on receiving all responses, the Co-chairs make the final decision if the Board is not convened.

To approve the submission of monitoring reports to DLUHC.

To support Programme delivery through regular project review, particularly in respect of:

- Project stage and Planning status
- Funding sources and status of match funding
- Key Issues
- Continued Strategic need
- Economic Case, including assessment of outputs and value for money.
- Commercial Case, including market assessment and development appraisal as relevant to the scheme.
- Financial Case, including review of the mechanism for investment, procurement, state aid and legal compliance.
- Management Case, including assessment of deliverability, programme, and milestones.
- Overall Delivery Risk Assessment

To support Business case development through Partnership working and use of specialist working groups (making use of existing governance structures wherever possible):

- To prepare progress reports on business case development to enable assessment, prioritisation, and approval of projects.
- To receive reports from project leads in respect of programme projects.
- To support the Board in promoting the Town Deal Programme and Investment Plan and advocating for support from partners.
- To maintain a pipeline of projects for consideration in the event of additional funding becoming available or the non-delivery of selected projects.
- To regularly review the structure, size and composition (including the skills, knowledge, experience and diversity) of the Sub-Committee and make recommendations to the main Board (hereby referred to as the 'Board') with regard to any changes.
- To work and liaise as necessary with the Board and to consider any other matters as may be requested by the Board.

To approve amendments to projects that affect their cost up to a maximum of £500k of the individual project.

Any amendments above £500k are to be decided by the Loughborough Town Deal Board unless an urgent decision is required, in which case the proposal is to be circulated to all Board members for their views and, on receiving all responses, the Co-chairs make the final decision if a Board meeting is not convened

4. Professional and Administrative Support

Committee management and administrative support to the Sub-Group will be provided by Charnwood Borough Council.

5. Quorum

A quorum shall be 2 members present, including at least one independent representative and the Sub-Group Chair. If there is no quorum the meeting can continue for discussion purposes only but no decisions can be made.

6. Frequency of meetings

The Sub-Group will meet at least four times a year. The Sub-Group may meet at other times during the year as agreed between the members of the Sub-Group or as otherwise requested by the Board and may approve recommendations via written procedure, including via electronic communication.

Only members of the Sub-Group have the right to attend Sub-Group meetings but other non-voting representatives and external advisers may be invited to attend all or part of any meeting as and when appropriate, provided that such parties agree to be bound by the Code of Conduct, and shall be entitled to speak at the meeting with the prior permission of the Chair.

7. Conduct

Members of the Sub-Group shall abide by the agreed Board Code of Conduct and return Declaration of Interests on an annual basis.

The Sub-Group shall give due consideration to all laws and regulations as appropriate.

The Sub-Group will, from time to time, consider projects and proposals of a “commercial in confidence” or sensitive nature. All Board Members and Observers will observe the need for confidentiality in this respect.

If a Sub-Group member has a pecuniary or personal interest in a matter to be discussed at a meeting the member shall immediately declare the nature of the conflict or potential conflict and withdraw from all or part of any meeting where the conflict would be relevant.

8. Notice of Meetings

Meetings of the Sub-Group shall be called by the secretary of the Sub-Group at the request of the Chair of the Sub-Group or the Board.

Unless otherwise agreed, a copy of the agenda and associated papers will be sent to every member of the Sub-Group five clear working days before the meeting. The agenda will give the date, time and place of each meeting and specify the business to be transacted and will be accompanied by such details as are available.

Any supporting papers shall be sent to each member of the Sub-Group and other attendees (as appropriate) at the same time.

9. Decisions

Each member of the Sub-Group shall have one vote which may be cast on matters considered at the meeting. Votes can only be cast by members attending a meeting of the Committee. If the number of members attending the meeting does not allow for a decision to be reached due to the reduced numbers, absent members may be called upon to cast their vote by email. This will be recorded in the minutes of the meeting.

Other representatives and external advisors invited to a meeting of the Sub-Group will not be able to vote on decisions made by the Sub-Group.

Any decision of the Sub-Group must be a majority decision.

If a matter that is considered by the Sub-Group is one where a Sub-Group member, either directly or indirectly has a personal interest, that member shall not be permitted to vote on that matter and may not take part in discussions relating to that matter. In this instance, the Sub-Group member shall be required to leave the meeting until such time as the matter has been dealt with and any vote has taken place.

Save where he or she has a personal interest, the Chair will have a casting vote.

A resolution in writing, sent to all members entitled to receive notice of a meeting of the Sub-Group and agreed in writing by a majority of the members shall be valid and effectual as if it has been passed at a meeting duly convened and held and may consist of several documents in materially the same form each agreed in writing by one or more members. This includes via the use of electronic mail.

Decisions identified by the Sub-Group that require urgent agreement that does not allow for a Board meeting to be convened can be made by the full approval of the Co-Chairs of the Board.

10. Reporting

The proceedings and resolutions of meetings of the Sub-Group, including the names of those present and in attendance, shall be minuted by the secretary of the Sub-Group.

Draft minutes of each meeting will be circulated to all members of the Sub-Group. Once approved, the minutes of each meeting will be submitted to the Board as a formal record of the decisions of the Sub-Group on behalf of the Board unless it would be inappropriate to do so. If information discussed at the Sub-Group meeting is of a business sensitive or confidential nature this information will be shared as a confidential note to the Board and not published on the Loughborough Town Deal Website.

The Sub-Group shall produce an annual report, summarizing project progress and spend and any other matters pertinent to the delivery of the programme. This report will be presented to the Board.