

## ST HELENS TOWN DEAL BOARD TERMS OF REFERENCE

### Background

In September 2019, the UK Government identified 101 towns to participate in bidding for up to £25m, to support the delivery of innovative regeneration plans. Those towns selected generally had a proud industrial and economic heritage but had not yet benefitted from recent economic growth. The initiative added £1.325bn to a previously announced towns fund, targeted at stimulating regeneration of towns, town centres and high streets, taking the total fund allocation to £3.6bn.

These additional funds are referred to as “Town Deal Funds” and are aligned to “whole town” proposals, not just town centres.

Government set an initial requirement to complete a written “readiness statement” which was completed and submitted by 19<sup>th</sup> December 2019 and the St Helens Town Deal Board was established in December 2019.

The St. Helens Town Deal Board was successfully awarded £25m in funding in July 2021.

### Objective of the Fund

The objective of the Town Deal Fund is to drive the economic regeneration of towns to deliver long-term economic and productivity growth via:

- **Urban regeneration, planning and land use** – ensuring towns are thriving places for people to live and work, including by increasing density in town centres; strengthening economic assets including local cultural assets; site acquisition, remediation, preparation, regeneration, making full use of the planning tools to bring strategic direction and change.
- **Skills and enterprise infrastructure** - driving private sector investment and ensuring towns have the space to support skills and small business development.
- **Connectivity** – developing local transport schemes that complement regional and national networks as well as supporting the delivery of local digital connectivity.
- **Local** - Most importantly, local communities must have a say on how the money is spent.

Government named the Lead Authority as ST HELENS COUNCIL and set out its role, which is to:

- Convene the Town Deal Board
- Make clear the governance structure and decision-making structures and ways of working of the Town Deal Board which should be made public.
- Define the area the Town Deal Board will represent on a map (using boundaries defined by ONS)
- Ensure that the Town Deal Board aligns with the governance standards and policies of the Lead Council including whistle blowing, conflicts of interest and complaints.
- Be open by default about Town Deal Boards whilst recognising commercial sensitivity.
- Ensure that all evidence and supporting documents will be made publicly available. The administration of these funds will be delivered as a two-stage process:
  - **Stage 1:** providing capacity support to places to put the structures and vision in place to move to the next stage of agreeing a deal.

- **Stage 2:** places to use their locally owned Town Investment Plan to put together a business case to apply for funding for interventions.

### **Role of the Town Deal Board**

The St. Helens Town Deal Board (Board) was formed to analyse the town's current situation, formulate a vision for its future, agree activities and interventions to realise this vision and oversee their delivery.

Key to this work is identifying an economically, socially, and environmentally sustainable vision for the town centre as a successful, sustainable, and well-liked place, (the Town Vision). The Board then provides strategic insight on the direction on the delivery of the Town Investment Plan which brings the Town Vision to reality. To achieve this, it will:

- **Influence** making and governance, using their professional expertise and local knowledge, to best deliver value for money across the Town Deal projects, as well as actively attracting other funding, be it from the private or public sector.
- **Champion** the Board's economic vision and promoting bold, deliverable interventions that will generate maximum economic and social benefits for St. Helens
- **Coordinate** plans, contributions and initiatives to make the whole greater than the sum of the parts.
- **Promote** the Town Vision, being active ambassadors for St. Helens, working together to help realise its longer-term development and prosperity-
- **Monitor** progress in activities over their delivery period.

### **Working Principles**

The Board can support-the delivery of the Town Vision by systematically considering:

- How can the town's anchor institutions and main stakeholders contribute to achieving the Town Vision, recognising that this contribution may arise through financial contributions, supporting programmes, volunteering, joint promotion, or initiatives. The Board should consider what avenues for impact are available.
- How to bring together public, private and community partners from across the Borough to support the Council in identifying and supporting efforts to deliver the long-term sustainability and vitality of our town centre as the focal points of our community. In particular, there is no merit in establishing competing boards – the Board will need to collaborate with existing interest groups.
- **Diversity** – we believe our submissions will benefit from a broad range of backgrounds and interests. The Board should actively promote equality, diversity, and inclusion across all of its activities.
- **Net Zero** – How can projects align with the Council's Climate Emergency declaration from July 2019 and the achievement of sustainable development within the borough? The board should consider opportunities at each stage of the projects to benefit tackling the climate crisis.

### **Key Activities**

In its **first phase of work**, the Board answered the following questions:

- *What is the town for*, i.e., what should attract people to visit, work and live in the town?
- How should people (locals and visitors) *use* the town, including the homes, shops, business spaces, public spaces and amenities?
- How does this Town Vision fit into the *wider* system, i.e., the network of villages, towns and cities surrounding? What makes this town's offer attractive and different from elsewhere?
- What is it that will make the town's *offer* attractive?

The answers to these questions were both aspirational and founded in financial and social reality. In its **second phase**, which followed directly afterwards, the Board answered the following questions:

- What are the gaps between this Town Vision and the current situation and what has caused the gaps? We must recognise here that many of the gaps will be beyond the town's direct control, e.g., changes in retail economy, changes in job market, changes in tourism trends.
- What changes to the current physical environment would help achieve the Town Vision? This includes high streets, transport links, digital connectivity, housing supply and renewal, i.e., the fabric and connectivity of the place.
- How can we support locals to join and contribute to this Town Vision? This refers to how people use and participate in the life of the town. It links to locals' skills, access to employment, wellbeing, and the cultural offer. For LCR, culture is the rocket fuel of regeneration.

St. Helens was awarded Capacity Funding via a s31 grant to support the development of the Town Deal Board and the Town Investment Plan.

In its **third phase**, which will take deliberation, outreach and analysis, the Board is determining as a collective:

- Interventions and projects
- Partnerships
- Funding
- Communications
- Delivery

### **Workstream**

Ultimately agreed on an evidence-based, strategic Town Investment Plan, which was informed by existing local strategies to develop a clear programme of intervention, coordinating resources regionally and influencing stakeholders to invest.

The Town Investment Plan included background, context, and evidence for the suggested strategic intervention, as well as a Town Vision that complements local economic strategies. If the business cases do not align with the proposed objectives of the Towns Fund or the proposed outcomes of the Town Investment Plan, it is unlikely funding will be released, causing a risk to project delivery.

There should also be a consideration for the short, medium and long-term plan for the town that will address how:

- Activity can be locally funded.
- How projects can be supported by public investment (such as Towns Fund) with cost estimates.
- How projects can be privately invested.

Following the agreement of Heads of Terms, towns had one year to develop agreed projects in detail, complete and assure comprehensive business cases, and submit a Summary Document to DLUHC to show that this has been completed in line with the agreed conditions and requirements in the Heads of Terms.

The Board have an ongoing role through this stage, having sight of decisions as projects are developed in more detail. All business cases will pass through local assurance mechanisms with oversight from the Town Deal Board.

A condition of receiving Towns Fund funding will be providing regular feedback on progress, to allow for monitoring and evaluation of projects. To ensure successful delivery of the Town Deal, the Board should:

- Ensure independent 'on-the-ground' monitoring of deal delivery.
- Act as a critical friend to the Lead Authority throughout the programme lifecycle
- Regular communication with the Lead Authority
- Take ownership of the proposed projects
- Provide a level of accountability for the proposed projects.
- The Board should raise issues to the progress of capital works or contractual negotiations from the perspective of their organisational members, constituents, or interest groups.

Additionally, towns must demonstrate their capacity to deliver their investment plan. St Helens must ensure they can:

- Begin delivery agreed within the Town Investment Plan.
- Ensure that proposals align with the Towns Fund objectives and address the strategic need identified in the individual Town Plan.
- Provide a total value spend and expected spend for each of the projects, in line with agreed programmes.
- Agree delivery of Towns Fund with relevant partnerships and obtain planning permission for intervention to begin.
- To manage in-house capacity for proposed scale of project and accountability for funding delivery.
- Demonstrate an ability to spend capital monies-as agreed within the Town Investment Plan.

All Town Investment Plans must be informed by existing local strategies, including those that exist at Liverpool City Region Combined Authority level, as they provide the strategic overview of an area and hold powers that are critical to deliver the aims of the funding.

Members supported the development of a series of strategic and policy recommendations for the town, supported by evidence and analysis. This informed the basis of the Council's final submission to DLUHC. It was essential that the Board's findings helped the Council to develop a clear criteria-based strategy for future investment and intervention into the town.

### **Specific areas of consideration:**

- Identify the factors driving the shape, patronage, and performance of the town centre.
- Test the hypothesis that its role as a retail centre will diminish and identify what alternative functions might maintain its sustainability and vitality.
- Options available to improve services and amenities, and to use them to improve social value in the town centre.
- How community groups and the third sector can both support town centre vitality and benefit from it.
- How town centre development can complement wider economic growth and opportunities in the Borough.

### **LCR/LA Strategic Vision**

This is a fantastic opportunity for the Board to:

- Influence a key LCR policy area on a topic where the issue exists throughout the UK.
- Engage with the local authority and CA on a key policy area.
- Help inform investment plans into the town centre for future years.
- Use the Town Investment Plan as a framework to secure further government and private investment.

Liverpool City Region Combined Authority and its Local Authority Partners recognise the need for intervention regardless of the central government Towns Fund. The role and structure of our town centres are changing. Their positions as retail centres are diminishing and there is a need to re-position them to ensure they fully serve the needs of our communities, visitors, and businesses.

The Board should note that the LCR Metro Mayor has appointed IPPR North to run an expert led Commission to consider the long-term future of Liverpool City Region town centres, alongside making £6m in immediate funding available to Councils for investment in their existing town centre plans and piloting ideas to influence town centre interventions in possible future funding rounds. This work will support the Board in its policy making.

The LCR Local Industrial Strategy also recognises the importance of the towns' strategy, aligning with the directive that regeneration is not just a property initiative, it's a whole place initiative where people and place take priority of traditional property solutions.

## APPENDIX ONE - ADMINISTRATIVE PROCEDURES

### 1. Purpose and Objectives of the Board

1.1 The Purpose of the Board is to assist in the facilitation of the delivery of the projects set out in the Town Investment Plan.

1.2 The Objectives of the Board are to:

- Define strategy and vision for the town.
- Develop and oversee the delivery of the St. Helens Town Deal
- Develop detailed business cases.
- Serves as an advisory board to the local Council.
- Co-ordinate resources and influence stakeholders
- Ensuring communities' voices are involved in shaping design and decision-making at each phase of development.
- Ensure diversity in its engagement with local communities and businesses.
- Be active and attentive, striving for the best outcome for St. Helens

### 2. Board Membership

2.1 The **Chairperson** should be a locally invested business leader, nominees proposed by the Lead Local Authority, and approved by the Board, having taken into consideration a number of factors including the ability to meet all the essential requirements of a Board Member and in addition, a demonstrable ability to:

- Understand the public, private, voluntary and community sectors.
- Run an effective, diverse and inclusive Board and manage relationships with both shareholders and stakeholders.
- Influence, persuade and communicate with others towards achieving the purpose and ambition of the Board.
- Competently manage conflicts that may arise through competing/conflicting interests of the Board members and key stakeholders.
- Ensure that the business is discussed in line with the agenda and ensure that everyone's views are heard and discussed, clear decisions are reached, accepted and followed up.

2.2 The Chairperson is invited initially for a term of office for 24 months, with options to extend for a further 12 months.

2.3 The ideal number of Board members, as agreed at the first meeting, is 20.

2.4 Selection and appointment of the **Board Members** will be led by the Lead Local Authority. It is the Council's responsibility to ensure that the Board should include:

- All tiers of local government, Mayoral Combined Authority, Town and Parish Councils, Local Enterprise Partnerships
- Local business and investors
- Community representatives from diverse backgrounds, both culturally and professionally
- Local MPs (Members of Parliament)

2.5 The Board may also include:

- Local BID (Business Improvement District)
  - Job Centre Plus
  - Anchor Institutions
  - Arms-length bodies and other non-governmental agencies
  - Other private investors and developers
- 2.6 Duration of Board Membership will be for a period of 24 months initially, with options for extension with the agreement of the Board and the Lead Authority.
- 2.7 The selection and appointment process of Board Members will be invitation-led, and the following criteria will be taken into consideration:
- Demonstrable passion and commitment to the development of the town's future
  - Record of commitment of time and resources into local social and economic infrastructure
  - Willingness to engage with the Local Authority and Town Deal Board, abiding by the Terms of Reference of the Town Deal Fund Board and its Code of Conduct and Decision-making processes.
  - Respected and credible local community leader
  - Ability to meet the time commitments of the Board and attend Board meetings regularly.
  - Domain knowledge or expertise, pertinent to the business of the Board
- 2.8 The Board must have a diverse range of skills and experiences which include:
- Project Management
  - Cost Value Engineering
  - Architecture
  - Town Planning
  - Risk Management
  - Contract and Procurement
  - Managing Conflict
  - Delivering Large Scale Construction
  - Governance
  - Budget Management
  - Strategic Thinking
  - Local Governance
  - Consultation and Engagement
  - Education and Training
- 2.9 If there are skills gaps on the Board, this must be addressed by re-shuffling the Board to ensure the above skills are covered, or with external support to help address any shortfalls.
- 2.10 Board Members will be required to adhere to the governance standards and policies of the Lead Council including whistle blowing, conflicts of interest and complaints as well as the Nolan Principles.

### **3. Attendance at Meetings**

- 3.1 Meetings will be held quarterly for a period of approximately two hours, at an accessible and appropriate venue within the town centre- or through digital mechanisms at the discretion of the Chair. Meetings may also be a hybrid of both real time/place and digital engagement.
- 3.2 Secretariat support will be provided by officers of the lead Council, recording the business, decisions, and actions of the Board.

- 3.3 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. Members should not miss two meetings in a row.
- 3.4 Board Members may only substitute with a deputy if unable to attend if pre-authorized in advance with the Chair. Where they are not able to attend, they must notify the secretary to the Board no later than 24 hours before the Board meeting.
- 3.5 The Council will be responsible for ensuring that the Town Deal Board:
- Aligns with the governance standards and policies of the Lead Council including whistle blowing, conflicts of interest and complaints.
  - The meetings are open by default in terms of how the Board conducts its business whilst recognising commercial sensitivity.
  - Ensure that all evidence and supporting documents will be made publicly available whilst recognising commercial sensitivity.
- 3.6 The meetings will not be open to attendance by the press and public.
- 3.7 Agendas, decisions, and actions agreed by the Board will be made available to Members of the Public via Mod.Gov operated by the Lead Authority.
- 3.8 Costs of hosting the meeting will be met by the Council. Costs of travel to Board meetings will not be met, but reasonable pre-approved expenses to carry out agreed business of the Board, may be met.

#### **4. Decision-making**

- 4.1 All board members have a responsibility to ensure that adequate discussion of issues occurs before recommendations are made.
- 4.2 The Board has power to make all decisions in respect of the delivery of the Town Investment Plan. In due course, dependent on government's evaluation of Business Cases, further responsibilities of the Board may be defined with respect to the delivery of specific projects.
- 4.3 Board Members are expected to attend regularly, and meetings will be diarised to ensure optimal attendance. However, if Board members are not able to attend, they are still required to read the board papers and make their views known to the Chair of the Board in advance of the Board meeting.
- 4.4 If consensus cannot be agreed by the Board, in the first instance, the Chairperson will mediate towards satisfactory resolution, based on an evidenced-led approach. If the Board still cannot reach consensus, decisions will be made on the basis of voting.
- 4.5 In the event that a decision needs to be made by casting a vote, each Board member is entitled to one vote. Board Members are not entitled to cast a vote if they are not in attendance at when the decision is formally agreed at a Board Meeting.

#### **5. Delegating Tasks and Powers**

- 5.1 Sub-committees may be established by the Board to act as Task and Finish Groups for specific and appropriate elements of the Board's business. The Board should agree what Sub-Committees are required.



- 5.2 Additional non-Board members may be invited to provide skills, resources, insight, and capacity to the task but must abide by the decision-making structures, Code of Conduct and Terms of Reference of the Board.
- 5.3 Each Sub-Committee should be chaired either by a Board Member or a Board-approved nominated representative.
- 5.4 Progress on tasks of the Sub-committees should be updated and reported to the Board, to a schedule agreed by the Board as appropriate to its agenda.
- 5.5 Procurement processes will be governed by the Financial Regulations and Procurement Procedures for any goods or services procured by funds for which the Council is the accountable body.

## **6. Code of Conduct**

- 6.1 One Code of Conduct will cover all Members of the Board with respect to its purpose and objectives, its sub-committees and all public sector officers supporting the development and delivery of St Helens Town Investment Plan. This will also apply to any secondees, consultants and contractors.
- 6.2 Board Members and supporting officers will be made aware of the importance and significance of upholding these standards at their inaugural Board Meeting and through regular training processes if required.
- 6.3 Subsequently, at every board meeting, Board Members will be asked to confirm their conflict of interest, and these will be publicly recorded. Where the board agrees that a conflict is inappropriate, the member should be recused from both the discussion and decision making. At the AGM, a comprehensive record of conflicts of interest will be undertaken and referred to at the start of each meeting.
- 6.4 Particular care will be taken where board members have a live, concurrent post which could give rise to conflicts of interest. Any conflict of interest for Board Members will be established at the start of the selection process and actively managed to ensure there are no material factors impeding independence of judgement.
- 6.5 Board Members will demonstrate visible independence which is vital to ensure that there is no bias or favouritism towards or against particular players. This freedom of action is needed to reassure investors, competitors, residents, employees, and all tiers of government.
- 6.6 The Lead Authority, St Helens Council will publish the list of Board Members and registered Conflicts of Interest
- 6.7 In accordance with the Towns Fund Prospectus, Members of the Board agree to comply with the Nolan Principles, the 7 principles of public life which apply to anyone who works as a public office-holder.

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City Region Combined Authority  
September 2023 (Draft)