TERMS OF REFERENCE

Version Control	5
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Authorised by the board	7th Sept 2026

Introduction

This document presents a revised set of Terms of Reference for the Believe in Bedworth Board, developed to strengthen governance arrangements and support the next phase of the Pride in Place programme.

It has been widely recognised, and acknowledged through previous Board discussions, that existing governance structures require refinement to ensure effectiveness, clarity, and long-term sustainability. In particular, the current size and composition of the Board need simplifying for efficient decision-making and strategic oversight. This revision therefore seeks to establish a more streamlined, focused, and accountable governance model.

In parallel, there is a clear and established direction of travel across Pride in Place programmes nationally towards formal legal incorporation. This approach has already been discussed and supported in principle by the Board and is reflected within this revised governance framework.

Accordingly, these updated Terms of Reference have been designed not only to address current governance challenges, but also to function as a transitional foundation. Once embedded, they will enable a structured and managed progression towards formal legal incorporation, ensuring that the organisation is legally robust, operationally effective, and aligned with best practice.

It is proposed that these Terms of Reference be formally approved at the Board virtually by Mid August either via email consensus or via a virtual meeting. Once approved implementation will occur over Late August/September with a view to new arrangements being in place by October 2026.

BELIEVE IN BEDWORTH BOARD

TERMS OF REFERENCE

1. Purpose and Vision

The Believe in Bedworth Board ("the Board") has been established to provide strong, community-led governance for the delivery of the Pride in Place programme in Bedworth. The programme represents a long-term commitment to regeneration, placing local people at the heart of decision-making and ensuring that investment reflects the lived experience, needs, and aspirations of the community.

The Board exists to set the strategic direction for Bedworth through the development and oversight of a ten-year vision and associated investment programme. It will act as the primary mechanism through which local leadership is exercised, ensuring that regeneration activity is shaped not by assumption, but by meaningful engagement with residents, stakeholders, and community organisations.

The Board leads on vision, priorities, decision making and oversight. Nuneaton and Bedworth Borough Council ("NBBC") remain the accountable body for financial administration and reporting to MHCLG ("Accountable Body").

Warwickshire County Council ("WCC") and other partners are expected to play an active role in delivery and will be held accountable through the governance arrangements set out within this document supported by the elected members.

2. Community-Led Governance Principles

The Board operates on the principle that sustainable regeneration must be community-led, evidence-driven, and delivered through strong partnerships as is the expectation of MHCLG. Governance will be rooted in transparency, inclusivity, integrity, and collective accountability.

Board members are expected to act in the best interests of Bedworth as a whole, rather than representing individual organisational priorities. Decisions must reflect the voice of the community, informed both through formal structures and ongoing engagement.

A key feature of this governance model is the recognition that power is shared. While NBBC holds formal accountability for funding, the Board provides strategic leadership and challenge, ensuring that delivery partners remain aligned to the agreed vision and priorities of the community.

3. Role and Responsibilities of the Board

The Board is responsible for shaping and maintaining a clear and deliverable long-term plan for Bedworth, alongside a shorter-term investment programme. Its role extends beyond planning, encompassing oversight of delivery, performance monitoring, and ensuring that interventions deliver measurable impact.

In carrying out its function, the Board will review progress against agreed objectives, assess risk and value for money, and provide constructive challenges to delivery partners. The Board will also play a key advocacy

role, championing Bedworth at local, regional, and national levels and will identify and leverage additional funding contributions.

Although advisory in legal terms, the Board holds a position of significant influence and is expected to exercise this responsibly to ensure that public resources are used effectively and in alignment with community priorities.

The Believe in Bedworth Board serves as the central vehicle for shaping and delivering the long-term vision for the regeneration of Bedworth. Operating as a community-led strategic body, the Board brings together key representatives to ensure that local priorities are identified, understood, and translated into effective action.

The Board is responsible for developing a comprehensive ten-year strategic plan, informed directly by engagement with residents, stakeholders, and community networks. This long-term vision is supported by a more detailed four-year investment plan, which sets out the specific interventions, funding priorities, and expected outcomes aligned to the programme's core themes.

Beyond planning, the Board plays an active role in overseeing delivery. It monitors progress against agreed objectives, reviews financial and reputational risks, and ensures that resources are aligned to deliver maximum impact. The Board also works to identify additional funding opportunities and leverages partnerships to strengthen delivery capacity.

A key responsibility of the Board is to ensure that regeneration activity reflects the actual needs and ambitions of the community. This is achieved through structured engagement, including the Community Assembly, and through ongoing dialogue with local organisations and residents.

Whilst the Board holds a position of significant influence, it works in partnership with Nuneaton and Bedworth Borough Council (NBBC) as the financially accountable body. The Board provides strategic direction, scrutiny, and community-led leadership to ensure that the programme delivers meaningful and lasting change for Bedworth.

4. Board Membership and Structure

The Board has been intentionally streamlined to ensure a focused, effective, and community driven governance structure. Membership comprises of twelve individuals who have a deep connection to Bedworth drawn from key sectors, ensuring a balance between community leadership, civic representation, and local expertise. At least 55% of Board Members will live in Bedworth to ensure that it is resident-led and reflect the diversity of people that live in the area.

4.1 Chairperson

The Chair of the Board is appointed and approved by the local authority and MP. To ensure continuity and consistency during the first delivery phase-Bill Basra (CEO-Bedworth, Rugby and Nuneaton Citizens Advice Bureau and someone who grew up in Bedworth and lives in Bedworth), who was previously appointed by NBBC, and the local MP Rachel Taylor will remain as Chair of the Board.

4.2 Tenure

Board members (including the Chair) will be appointed for a term that is concurrent with the Investment Plan (31st March 2030) and maybe reappointed pursuant to the Appointment Process set out in 5.3.

4.3 Appointment process

The local MP will be a member of the Board.

One Councillor from each of the Council's with jurisdiction for Bedworth, currently Nuneaton and Bedworth Borough Council and Warwickshire County Council will be members of the Board. The remaining members of the Board will be drawn from the following groups:

- Community Groups
- Faith Groups
- Local charities
- Neighbourhood Forums/Associations
- Youth Groups
- Sports and Social Clubs
- VCS Infrastructure Organisations
- Business
- Arts and Heritage
- Schools
- NHS
- Ordinary residents

The Chair will lead the recruitment of members of the Neighbourhood Board, ensuring an inclusive and representative selection of people from across the local community. The Chair should be supported by the local authority and local MP to identify and recruit candidates for the board. To ensure continuity and consistency during the first delivery phase, the existing board will be reduced in size with current members given the opportunity to either apply to stay on board, move the people's assembly or resign their position.

The application process will comprise of a CV and covering letter (process attached as Appendix B) will be circulated to existing Board Members asking them to indicate which body that they wish to be considered for. Those indicating they wish to remain on the Board will be invited to an interview to assess suitability following the submission and evaluation of the CV and covering letter by the Chair, the MP and NBBC as the accountable body.

They will be required to demonstrate their connection to Bedworth, their commitment to the town, their ability to represent the interests of the wider community, and their vision for Bedworth's future. This will be captured via a CV and covering letter addressed to the Chair.

All applicants must confirm that they are fit and proper persons, of good standing within the community, and that their conduct does not, and is not likely to, bring Believe in Bedworth into disrepute. Given the public facing nature of the role a basic DBS check may be required, in addition to wider due diligence conducted through a Trustee declaration process on Board Members.

Appointments will be made on merit, ensuring alignment with the Board's requirements for local representation, diversity, and skills, and will be subject to endorsement by the Chair, Member of Parliament and the Accountable Body.

4.4 Declaration of Interests

Board members must act with integrity and in the best interests of the Believe in Bedworth programme at all times. All members are required to declare any personal, financial, or organisational interests that may influence, or be perceived to influence, their decision-making.

Declarations of interest must be made at the earliest opportunity and recorded appropriately. Where a conflict of interest arises, the member concerned may be required to withdraw from discussion and/or decision-making on the relevant matter, as determined by the Chair.

A register of interests will be maintained and reviewed regularly to ensure transparency and accountability. Failure to disclose a relevant interest may result in further action in accordance with the Board's governance procedures. Each meeting of the Board will contain a 'Declaration of Interest' agenda item.

In the event that there is a conflict of interest the person so conflicted shall immediately:

- Declare the nature of the conflict or potential conflict and 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 concerned will not be:

- entitled to remain present at the meeting during discussion of that matter
- counted in the quorum for that part of the meeting
- 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.

Gifts or hospitality received by the Board or individual member must be recorded and published. The Accountable Body's Gift and Hospitality Policy should be followed Gifts and hospitality register | Nuneaton and Bedworth Borough Council.

Board Members will not divulge information discussed at Board meetings outside of the Board Membership until the Accountable Body have published the Board papers.

4.5 Removal of a Member from the Board

The Chair may be removed from office due to resignation, lack of capacity as defined by the Mental Capacity Act 2005, misconduct, or inability to discharge the duties of the role, with any replacement process undertaken in accordance with 4.1. Participants will be removed from the Board if they do not adhere to the Terms of Reference in agreement with the Accountable Body (NBBC) and 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 a resolution to remove that Board Member from the Board only when:-

i. The Chief Executive of the Accountable Body has approved the resolution to remove the Board Member: and
ii. The Board Member has been given at least 14 clear days notice in writing of the meeting of the Board at which the resolution will be proposed and the reasons why it will be proposed; and
iii. The Board Member has been given a reasonable opportunity to make representations to the meeting in person and/or in writing. The other Board Members must consider any representations made by the Board Member and inform them of their decision following such consideration.

There shall be no right of appeal from a decision of the Board to terminate the membership of a Board Member

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

- Such Board Member gives written notice to the Chair of their notice of resignation;
- Such Board Member's death or mental incapacity;
- 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 and its reputation that the membership is terminated.

5. Board particulars

- The board will meet no less than quarterly.
- To be quorate, at least five members of the Board must be present.
- Decision-making will, wherever possible, be based on consensus. Where a vote is required, each Board member holds one vote, with the Chair holding a casting vote in the event of a tie.
- The Director or Officers of the Accountable Body or any other Organisation in attendance, eg WCC, Warwickshire Police, do not participate in voting.
- Non-Board Members will require the approval of the Chair prior to attendance at Board Meetings.
- To support inclusive participation, members of the Neighbourhood Board should be permitted to claim reasonable expenses incurred through their involvement. This may include, but is not limited to, travel costs and childcare expenses
- Organisation and administration of the board is the responsibility of the BiB team. Key functions will include:
    - A documented decision-making process outlining the voting rights of the board
    - Profiles of Board Members.

- Papers will be circulated 5 clear working days before the meeting, once they are authorised by the Chair.
- Draft Minutes circulated within ten working days of the meeting, Final minutes approved ten working days thereafter-subject to Board approval.
- Maintenance of Register of Interests
- Ensuring documents are made publicly available unless there are statutory exemptions.

6. Residents Assembly

The Assembly provides an open and inclusive forum through which members will represent residents, grassroots organisations, and wider stakeholders who can directly influence the programme. Assembly members may also be involved in task and finish groups to deliver projects.

The Assembly will meet regularly and act as a critical advisory body, enabling the Board to test ideas, gather insight, and remain accountable to the community it serves. Importantly, the Board must demonstrate how feedback from the Assembly informs decision-making, ensuring that engagement is meaningful rather than symbolic.

This structure ensures that community voice is not confined to representation on the Board alone but is embedded throughout the governance framework.

7. Task and Finish Groups (Delivery Structure)

A central feature of the Believe in Bedworth governance model is the establishment of structured, outcome-focused Task and Finish Groups. These groups are the primary mechanism for progressing and delivering priority areas of work and are critical to translating strategy into action.

Each Task and Finish (Sub) Group is formed around a clearly defined theme and operates with a specific purpose, timeline, and set of deliverables. Initial priority groups include:

- Arts, Heritage and Culture:
- Town Centre Regeneration & Business
- Opportunities for Young People
- Health and Physical Activity

Each project will have designated leads responsible for driving activity and ensuring progress against agreed objectives. These Leads report directly to the Director of Believe in Bedworth, who maintains responsibility for the oversight, delivery and direction across all groups and ensures alignment with the overall programme.

Membership of Task and Finish Groups extends beyond Board members and includes co-opted stakeholders, subject matter experts, and community representatives. This approach ensures that delivery is both inclusive and informed by relevant expertise.

Task and Finish Groups are required to operate within agreed governance parameters, providing regular updates to the Board on progress, risks, and outcomes. They do not operate as standalone entities but as structured extensions of the Board, accountable through the Director and ultimately to the Board itself.

8. Conduct, Behaviour, and Collective Responsibility

Members of the Board are expected to adhere to the highest standards of conduct, reflecting the Nolan Principles of Public Life. Meetings must be conducted in a respectful, constructive, and inclusive manner, with all members encouraged to contribute openly.

Community Governance Principles for Pride in Place Boards

- **Putting the Community First (Selflessness)**
  Board members should act in the best interests of the whole neighbourhood, prioritising community wellbeing over personal gain or individual agendas.
- **Acting with Integrity**
  Members should remain independent and avoid situations where outside organisations, funding bodies, or personal relationships could improperly influence their decisions.
- **Fair and Evidence-Based Decisions (Objectivity)**
  All decisions whether about funding, projects, partnerships, or opportunities] should be made fairly, based on clear MHCLG Pride in place criteria & objectives and the needs of the community.
- **Being Answerable to the Community (Accountability)**
  Board members are responsible to residents and stakeholders for their actions and decisions, and should be open to appropriate scrutiny, feedback, and challenge.
- **Working Transparently (Openness)**
  Decisions should be made openly, with clear communication about how and why choices are made. Information should only be withheld where there are legitimate legal or safeguarding reasons.
- **Being Honest and Open About Interests (Honesty)**
  Members should declare any personal, financial, or organisational interests that could influence their role and take appropriate steps to manage or remove conflicts in the community's interest.
- **Leading by Example (Leadership)**
  Board members should model positive behaviour, uphold these principles, and actively encourage a culture of respect, inclusion, and accountability within the board and across the community.
- **Collective Responsibility**
  Disagreement is a natural and valuable part of effective governance; however, it must be managed professionally and with a focus on achieving collective outcomes. Once decisions are made, all members are expected to uphold and support those decisions publicly, regardless of individual positions during discussion. Failure to adhere to expected standards of behaviour may result in removal from the Board following a fair and transparent process.

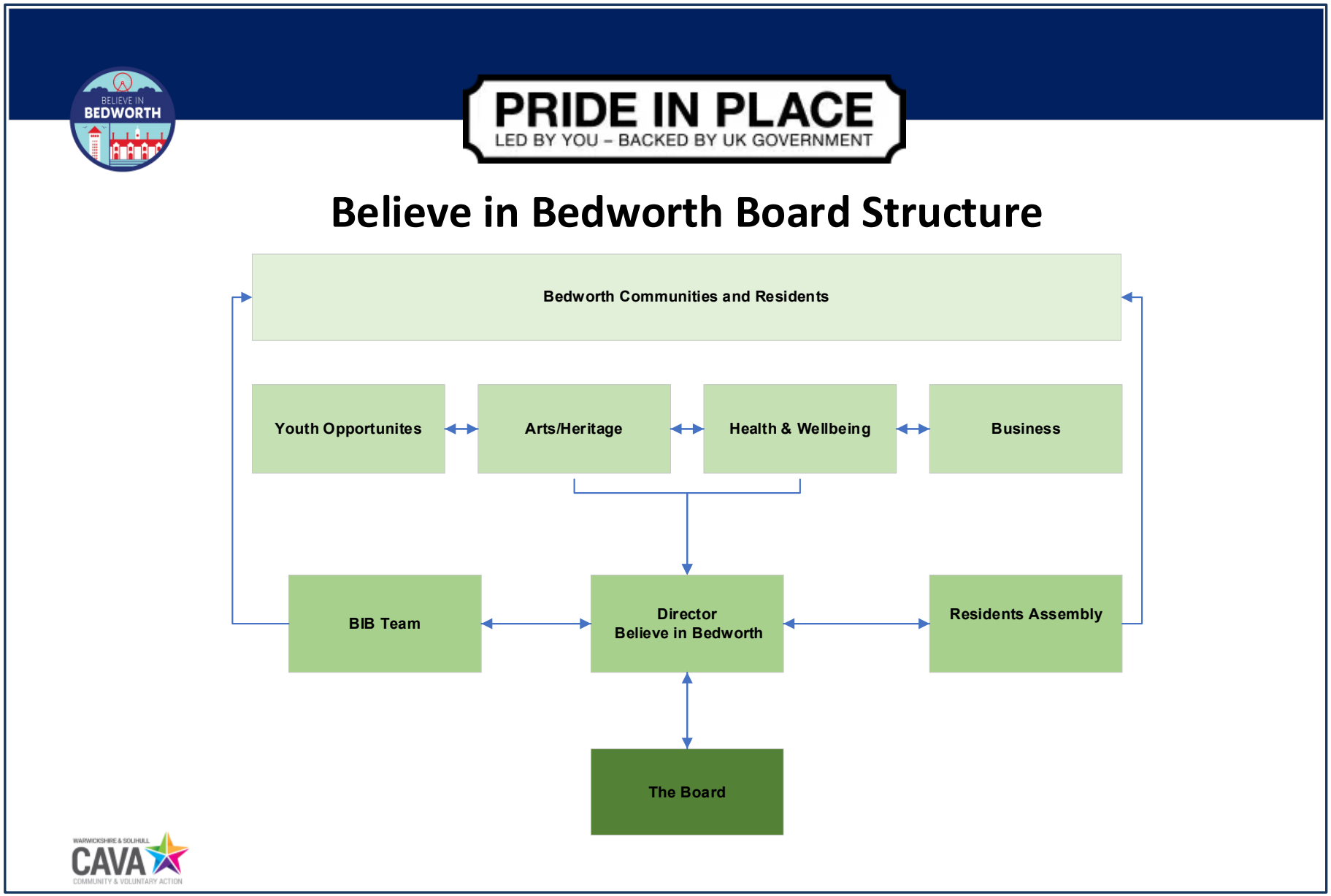
9. Review and Continuous Improvement

These Terms of Reference will be reviewed in April 2029 to ensure that they remain fit for purposes and reflective of the evolving needs of the programme and the community

Appendices:

Appendix A- Governance Diagram
Appendix B- Application Process:
Appendix C- Roles and Responsibilities
Appendix D - Trustee Declaration Form
Appendix E – Boundary

Appendix A: Governance Diagram



Appendix B: Application Process for the Believe in Bedworth Board Membership

Believe in Bedworth is committed to ensuring that Board membership is transparent, inclusive and representative of the community it serves. When Board vacancies arise, an open recruitment process will be undertaken to attract individuals who are passionate about Bedworth and its future success.

Application Requirements

Individuals wishing to apply for a Board Member position will be required to submit:

- A Curriculum Vitae (CV) and a Covering Letter (both maximum two pages)

The covering letter should demonstrate the applicant's suitability for the role and address the following areas:

1. Connection to Bedworth

Applicants should describe their connection to Bedworth and explain why they are passionate about supporting the town's development and long-term success.

2. Why They Would Make a Good Board Member

Applicants should outline the skills, knowledge, experience and personal qualities they would bring to the Board.

3. Strengths and Opportunities within Bedworth

Applicants should identify what they see as the key strengths of Bedworth and the opportunities that could be developed further to benefit residents, businesses and visitors.

4. Personal Contribution

Applicants should explain the specific contribution they could make as a Board Member and how their experience, ability to build positive relationships and collaboration, networks, skills or expertise would help the Believe in Bedworth board achieve its aims and objectives.

5. Vision for Success

Applicants should describe what success for Bedworth would look like in ten years' time. They should also explain how, as a Board Member, they would actively support the delivery of this vision and contribute towards achieving positive outcomes for the town and its communities.

Assessment and Selection

Applications will be reviewed by the Board Chair and MP with assistance if required from the BiB Director and the Accountable Body (NBBC).

Shortlisted applicants may be invited to attend an informal interview or discussion to further explore their application and suitability for the role.

Appointment

Successful applicants will receive an induction to support their understanding of the Board's purpose, governance arrangements, priorities and expectations. At this induction they will provide information for the Declaration of Interest and to enable a DBS check to be carried out.

Appendix C: Roles and Responsibilities

The Chair

Act as a champion for the town and provide leadership for the Believe in Bedworth Board, ensuring it is community led and embedded within the local area.

The role of the Chair is to lead the Board in defining vision and direction, and in delivering the desired outputs, whilst ensuring that appropriate procedures for governance and management of resources are in place.

The key responsibilities of the role are:

- Provide strategic leadership and direction to ensure that the Board achieves its goals
- Lead the efforts of the Board to deliver a viable Regeneration Plan for Bedworth
- Effectively chair meetings of the Board, leading it towards decisions that ensure the strategic vision and key objectives of the Board are delivered
- Be an effective influencer and "ambassador" for Bedworth at local, regional and national levels working with appropriate partner organisations and individuals
- Be an effective advocate on behalf of the Board, the businesses and people of Bedworth, in particular at conferences and events/meetings with Ministers, MPs and key civil servants
- Reflect the agreed policies of the Board and its members in all discussions with partners, stakeholders, government and its agencies.
- Ensure that the Board adheres at all times to high standards of ethics and governance in public life and is an exemplar to other organisations
- Ensure that all Board members participate actively in the work of the Board, encouraging their attendance and engagement and keeping regular contact with all members
- Exert a casting vote in Board decisions if circumstances so require

Senior Responsible Officer(s) (SRO)

- Signing off monitoring and evaluation returns
- Submitting change requests
- Securing value for money from the agreed aggregate location

S151 Officer

- Ensure compliance with all financial, statutory and constitutional requirements
- Sign off all monitoring and evaluation returns prior to submission.

Board Members

Board members have a responsibility to uphold high standards of integrity and probity. They should support the Chair in instilling the appropriate culture, values and behaviours in the boardroom and beyond. Board members should take into account the views of other stakeholders, because these views may provide different perspectives on the Board and its

performance. Board members will have will exercise strategic oversight over the Pride in Place Plan for Bedworth.
The duties and responsibilities of a Board member are to:

- Attend meetings of the Board
- Reflect the agreed view of the Board and its members in all discussions with partners, stakeholders, government and its' agencies
- Support the Chair by leading on activities relevant to their knowledge and experience by representing the interests of the Board in meetings with partners, stakeholders, government and its' agencies
- Actively develop an effective partnership
- Contribute knowledge and expertise to the development and delivery of Vision, Strategy and Plan and associated business cases for funding
- Formally represent the Board in meetings with other bodies and partner organisations as required

Appendix D Trustee Declaration Form

BIB Trustee Declaration Form

Appendix E: Boundary Pride in Place areas - Bedworth Town Centre, Ash Green, Keresley and Bedworth Heath

