

ORKNEY TOWNS BOARD (LONG-TERM PLAN FOR TOWNS)

TERMS OF REFERENCE

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1. Role of the Orkney Towns Board

The Orkney Towns Board brings together the community, private and public sectors to devise and agree a shared vision for the future and to develop entrepreneurial, creative and forward-looking initiatives for each town.

The Towns Board is responsible for developing and delivering a Long-Term Plan for the Orkney Towns, investing in associated interventions. The Board will work from a clear understanding of Orkney as a place, focusing on its assets, opportunities and challenges.

These Terms of Reference are informed by guidance produced by the Department of Levelling-Up, Housing and Communities.

2. Remit

The Towns Board's remit is to:

- Define the vision and set the strategy for the Orkney Towns, and drive priorities for investment, in conjunction with the local community;
- Develop and agree an evidence-based Long-Term Plan for the Orkney Towns (10 years);
- Develop and agree 3-year Investment Plans, containing a clear programme of interventions, that deliver the Long-Term Plan;
- Use the funding available to it to ensure that the Long-Term Plan should reflect local priorities and be co-designed with communities, businesses and residents, drawing on available evidence and data;
- Thereafter to review and monitor the milestones and outcomes of the Long-Term Plan and to roll-forward the Investment Plans;
- Co-ordinate resources, attract investment and influence stakeholders.

3. Membership

Membership of the Towns Board shall comprise the following:

Members prescribed by the UK Government:

- A chairperson, independent of the local authority and not holding an elected position in any tier of government;
- The local MP;
- Two councillors as determined by Orkney Islands Council (or their named substitute);
- A senior representative from the Police.

Other membership should be tailored at the Chair's discretion in consultation with Orkney Islands Council and may include:

- Local MSP.
- Community partners.
- Local businesses and enterprises.
- Cultural, arts, heritage and sporting organisations.
- Public agencies and anchor institutions.

The balance of elected representatives on the Board shall not exceed one third of the membership.

4. Quorum

The quorum for meetings of the Towns Board shall be one quarter or 25% of the membership with a minimum of 3.

Members may identify substitutes able to attend in their absence, subject to approval by the Chair, to ensure continuity of the Towns Board's business.

If a quorum of members of the Towns Board is not present within 15 minutes of the published start time, the meeting will be adjourned to a date and time to be agreed with the Chair.

During a meeting, should the number of members of the Towns Board in attendance fall below the number required for a quorum, the meeting shall be adjourned to a date and time to be agreed with the Chair.

5. Terms of Appointment

- Members of the Towns Board will be appointed for the duration of the Long-Term Plan. However the Chair may decide to appoint additional Members during the period of the Long-Term Plan in consultation with Orkney Islands Council.
- Elected representatives will serve in their elected capacity with their ongoing membership determined by their elected position.
- Membership is on a voluntary, non-paid basis.

- Following appointment, a Register of Interests Form, in the format prescribed in the Model Code of Conduct for Members of Devolved Public Bodies, shall be completed.
- Where a Member of the Towns Board is already an Elected Member of Orkney Islands Council and has completed the requisite register for the Council, that will be deemed sufficient providing it has been reviewed and updated as appropriate in the preceding 12 months.
- Resignation by a Member must be made in writing to the Towns Board Chair.

6. Chair and Vice Chair

The independent Chair of the Orkney Towns Board is appointed by Orkney Islands Council. The local MP must be engaged as part of the process.

The Chair may choose to appoint a Vice Chair.

7. Chair and Vice Chair Responsibilities

The role of the Chair is to:

- Lead the Towns Board to achieve its objectives, maintain an overview of activity and champion and support partnership working in relation to the Long-Term Plan;
- Ensure that the Towns Board operates in line with these Terms of Reference, associated Towns Board policies and conduct the business of the Towns Board accordingly;
- Ensure that decisions of the Towns Board are in accordance with good governance principles;
- Sign as required, any relevant documents as advised by the Secretariat to the Towns Board.

Specific duties of the Chair are set out in the Appendix to these Terms of Reference.

In the absence of the Chair, the Vice Chair will assume the Chair's responsibilities.

8. Secretariat

The secretariat function to the Orkney Towns Board will be provided by an officer within Orkney Islands Council's Committee Services ("the Clerk").

9. Attendance

Members will endeavour to attend all Towns Board meetings. However, if they are unable to attend, they will submit their apologies in advance to the Secretariat.

Other Council Services and external organisations may attend through the Chair as required, including any external consultants, whose professional advice and support is deemed necessary by the Board.

10. Meeting Procedures

- The Towns Board will publish membership and governance arrangements (including minutes of meetings and decision logs) on the Orkney Islands Council website.
- The Towns Board will meet, as a minimum, at quarterly intervals.
- Agenda and papers for meetings shall be approved in advance by the Chair.
- The Secretariat will make papers available at least 5 working days in advance of the meeting.
- Where an urgent item arises after the publication of the agenda that cannot reasonably be deferred to the next scheduled meeting, a late report may be added to the agenda with the consent of the Chair.
- Copies of papers will be placed on Orkney Islands Council's website unless they contain exempt/confidential information. All discussions at meetings in relation to papers marked confidential shall not be disclosed outside the Board.
- Draft minutes shall usually be published within 10 working days of the Board meeting and be approved by the Board at the subsequent meeting. The approved minutes will thereafter be published within a period of 10 working days.
- The Towns Board shall follow Orkney Islands Council's governance and finance arrangements when considering "private" or exempt reports, with the default position being that all papers are open to the public. The definition of what constitutes a "private" or exempt paper shall be as defined in Section 50A(4) and Part 1 of Schedule 7A of the Local Government (Scotland) Act 1973.

11. Decision Making and Voting

Decisions shall normally be reached by general agreement of the Members present as determined by the Chair, unless a vote is requested by any Member.

Each Member of the Towns Board shall have one vote unless they have declared an interest in the item under consideration which would preclude them from voting.

Where a consensus is not possible, voting shall be by a show of hands. Any decision of the Board is by a majority of members. In the event of a tied vote, the Chair will have the casting vote.

If an urgent decision is required which cannot be deferred until a subsequent meeting, then a Special Meeting can be arranged, which is not required to be 'in person', or Members may be invited to decide electronically. The decision shall be reported to the next scheduled meeting of the Board.

Where these Terms of Reference are silent, advice should be sought from the Clerk who will have a proportionate and general regard to the published Orkney Islands Council Standing Orders.

12. Roles and Responsibilities of Members

Members shall take responsibility for building an inclusive and collaborative culture of partnership among the Board and with wider community and town interests.

Members shall strive to apply the following principles:

Commitment: to attend every meeting, where possible. To be prepared for meetings and to actively participate in discussion, decisions and agreed actions.

Respect for Others: to act with respect and equity and recognise and value differences in experience and attitude at all times, helping to establish trust across the Board and recognising that embracing diversity will lead to the outputs of the Board being the best they can be.

Discussion: to be strategically focused and contribute positively to discussions and to work with other Members to achieve consensus and take important decisions.

Representation: to raise areas of strategic concern and otherwise contribute their experience and expertise to discussions and decisions to achieve good, workable solutions.

Achieve outcomes: to ensure that the Board, in leading and driving change, remains action orientated and focused on outcomes, recognising the importance of measuring and evaluating the progress of impacts and being accountable.

13. Sub-Groups

The Towns Board, or Chair, may establish sub-groups in order to expedite particular matters where focused activity is required or where alternative/specialist membership is required. These shall have a specific remit and period of operation to oversee or undertake a task, reporting directly to the Towns Board. Membership of a sub-group shall not necessarily be limited to the members of the Towns Board: non-members may be appointed to a sub-group by the Chair after consultation with the other Members of the Board.

14. Code of Conduct

Members of the Orkney Towns Board, whether in meetings/briefings or working on behalf of the Board, will act in accordance with the [Model Code of Conduct for Members of Devolved Public Bodies \(standardscommissionscotland.org.uk\)](https://standardscommissionscotland.org.uk), including abiding by the Nolan Principles of Public Life and in respect of arrangements as set out in relation to conflicts of interest and gifts/hospitality.

Members will actively promote and support the above principles and be willing to challenge any behaviours not in accordance with them.

Members are responsible for declaring any interests before the Towns Board considers any decisions.

Orkney Islands Council will provide guidance on:

- the financial and non-financial interests that Members must declare, and
- the process that Members must follow for declaring interests at meetings of the Towns Board.

15. Complaints Procedure

In the event that a Towns Board Member's conduct falls short of that expected and/or upon breach of the Code of Conduct, the Board may agree a resolution to remove or sanction that Member by removal of voting privileges. Such complaints are to be made to the Secretariat of the Towns Board.

This may only occur when:

The Board Member has been given 14 days' notice in writing of the meeting of the Board at which the resolution will be proposed and the reason why and the Board Member has been given a reasonable opportunity to make representations to the meeting in person and/or in writing. These representations shall be considered by the other Board Members and their decision confirmed in writing. There shall be no right of appeal against such a decision.

16. Review

Terms of Reference will be reviewed within one year and every two years thereafter and also upon publication of any further guidance relating to the Long Term Plan for Towns (Orkney).

Appendix

Duties of the Chair:

- Determine that the meeting is properly constituted and that a quorum is present.
- Manage the business of the meeting and preserve order.
- Confine discussion to the scope of the meeting and the business to be considered.
- Determine with advice from the Clerk whether any proposed motions and amendments are in order.
- Ascertain the sense of the meeting by:
 - Putting relevant questions to the meeting and where appropriate taking a vote and if so minded in the event of an equality of votes, giving a casting vote.
 - Declaring the result of any vote.
 - Deciding upon the admission of any business deemed appropriate and not published on the agenda.
 - Closing the meeting.