



Blackburn Town Centre Business Improvement District

Constitution

January 2014

1. Name

The name of the Group shall be the Blackburn Town Centre BID.

2. Aim

The aim of the Blackburn Town Centre BID is to deliver the Blackburn Town Centre BID Business Plan 2014 – 18, improving and promoting the town centre for the benefit of local businesses.

3. Objectives

The key objectives are;

- To market and promote Blackburn as a vibrant town centre
- To create a safer, more secure Blackburn town centre
- To create a sustainable, cleaner and more attractive environment
- To attract and support businesses

4. Membership

Every business / organisation within the Blackburn Town Centre BID area which pays a levy or voluntary contribution will be a member of the Blackburn Town Centre BID.

Each member business / organisation will be eligible to appoint a representative to attend and vote at the Annual General Meeting.

5. Executive Board

The general affairs of the Group shall be directed by an Executive Board.

5.1 Executive Board Membership

The BID Executive Board will consist of the following elected and permanent positions, structured to allow representation from all business sectors and key stakeholders in the BID area.

Permanent Positions

- Blackburn College 1
- Blackburn with Darwen Borough Council 1
- The Mall 1

Elected positions

- Retail (multiples) 4
- Retail (independents) 3
- Leisure 2
- Commercial 2
- Voluntary contributor 1

Total positions 15

The BID Steering Group members, who developed the BID proposal, will act as the Executive Board until the first Annual General Meeting.

Executive Board members may be owners or employees of members of the Blackburn Town Centre BID. No more than one person per member business / organisation may be elected to the Executive Board.

If an Executive Board member is unable to attend a meeting he/she may delegate a representative to attend in their stead, and that person may vote in the absent members stead.

Positions on the Executive board will be voluntary and will be unpaid.

Any Executive Board member absent from 3 consecutive meetings will be deemed to have resigned.

The Executive Board will be empowered to fill any vacant position on the Executive Board until the following AGM.

A Chair and Vice Chair will be elected annually by the Executive Board at the first full Board Meeting following the AGM.

5.2 Roles and Responsibilities

The role of the Executive Board is;

- To guide and direct the delivery of the BID Business Plan
- To appoint an Accountable Body
- To guide and monitor the work and performance of the BID Manager
- To approve eligible expenditure
- To monitor and report performance to levy payers

Key responsibilities of the Executive Board are;

- To attend and contribute to Executive Board Meetings
- To ensure the Blackburn Town Centre BID operates within the law
- To maintain a governance perspective
- To present the Executive Board's agreed position when speaking publicly on behalf of the Blackburn Town Centre BID

Key responsibilities of the Chair of the Executive Board are;

- the management and control of the Board, its objectives and agenda
- the nominated spokesperson for the media

Key responsibilities of the Vice Chair of the Executive Board are;

- In the absence of the Chair, to undertake the responsibilities of the Chair

5.3 Conflicts of Interest

Executive Board Members shall have an obligation to avoid any conflict of interest between their personal interest and the interests of the Blackburn Town Centre BID, or between their interests in another organisation and the interests of the Blackburn Town Centre BID. Any potential or perceived conflict of interest must be declared and the Executive Board may exclude the individual from discussion, decision making and / or withholding privileged information.

6. Working Groups

Working Groups shall be established to develop each of the four key objectives, meeting as appropriate and reporting directly to the Executive Board. Working Groups will be chaired by a member of the Executive Board. The ideas and discussions from the working groups will be used to help develop specific initiatives.

7. Accountable Body

The Executive Board shall appoint an Accountable Body. Key responsibilities of the Accountable Body are:

- To manage the receipt of income from Blackburn with Darwen Borough Council and ensure that this is spent in line with the business plan.
- The recruitment and employment of a BID Manager, located in the BID area
- Financial management
- Secretariat support for the Executive Board
- Producing audited statements of expenditure
- Monitoring and reporting performance
- Reporting to, and advising the Executive Board

8. Meetings

The Executive Board will meet at least 6 times per year with 6 members required to be present to be quorate. The Executive Board may meet more frequently if deemed necessary by the Chair.

Reports will be published to the Board in advance of meetings.

The Accountable Body will attend Executive Board Meetings in a reporting, advisory and secretariat capacity.

The Executive Board may invite observers / advisors to attend Executive Board Meetings.

Only Executive Board Members will have voting rights.

Minutes of meetings will be made available to members upon request once they have been approved by the Executive Board as a true record.

9. Annual General Meeting

The Annual General Meeting shall be held in the month of February.

Twenty-one days notice of such Annual General Meeting shall be served upon the membership with a notice attached to request nomination papers for the election of Executive Board Members.

All members will be entitled to one vote per business / organisation.

The Executive Board shall present a report on the activities of the Blackburn Town Centre BID during the previous year.

An independently examined and verified, annual statement of accounts will be presented.

10.Extraordinary General Meeting

An Extraordinary General Meeting can be called at any time by the Executive Board or by verified petition from 25% of the members.

11.Election of Board Members

All nominations for membership of the Executive Board shall be made in writing to the Accountable Body on the official nomination paper at least 10 days before the Annual General Meeting.

12.Finance

Blackburn with Darwen Borough Council is the billing authority for the purposes of the Local Government Act 2003 and is responsible for the collection of the BID levy and administering the BID Revenue Account which shall be used towards the operation of the Blackburn Town Centre BID and the funding of the BID arrangements.

An Operating Agreement between the Council and the Accountable Body details the arrangement for the collection and enforcement of the BID levy.

The Accountable Body shall keep proper financial records and present a finance report at Executive Board Meetings and the Annual General Meeting.

An independently examined, annual statement of accounts will be presented at the Annual General Meeting.

13.Voting

Voting at all meetings will be by a show of hands of the voting members, with the Chair having a second or casting vote in the event of an equality of votes.

14.Alteration to the Constitution

Proposals to change the Constitution must be given in writing to the Chair not less than 28 days before a General Meeting and approved by two thirds of those present and voting.

15.Dissolution

The Group may be dissolved by a resolution passed by two thirds of the members present at a General Meeting which has been called by the Executive Board for this purpose. The Executive Board shall have the power to disperse of assets.

Any termination of BID arrangements must comply with section 18 of the Business Improvement Districts (England) Regulations 2004.