



CHRISTCHURCH BID NEW DIRECTORS INFORMATION PACK

Thank you for expressing an interest in joining the Christchurch BID board of Directors. Christchurch BID is funded by over 250 businesses who are located in and around Christchurch town centre. Businesses with a rateable value above £5,000 pay into the Christchurch BID through an annual levy, with funds amounting to over £120,000 per year. These funds are allocated to projects and services designed to support the business environment.

The BID is looking for Directors to help make a real difference to the trading conditions in Christchurch, and to help steer the BID as we look ahead to a second BID term and renewal in November 2026.

We are committed to creating an inclusive environment and actively encourage applications from underrepresented groups. The BID is keen to reflect our town's diversity and welcomes interest from everyone, regardless of gender, age, ethnicity, sexuality, faith or disability.

A BID Director is a voluntary position, and you must be a Christchurch BID levy-paying business to apply. The role of a BID Director is to provide governance for the BID company, provide strategic leadership to support the local business environment and to support the BID's Management team.

The BID board currently meets monthly on the second Wednesday from 5.30pm - 7.30pm and Directors should strive to attend all BID Board meetings ensuring they prepare for and contribute appropriately and effectively. They should bring a fair- and open-minded view to all discussions of the Board and should ensure that all decisions are made in the company's best interests.

Alongside monthly Board meetings there may be an extra time commitment required from Directors to be part of smaller working groups formed to support individual BID activities such as specific events or projects to assist and guide the Management Team (Louise and Ellie).

The information attached will provide you with all the details you need to become a Director of the Christchurch BID however should you have any queries about the role, then please do not hesitate to contact Chris Guest, current Chair of the BID via chairchristchurchbid@gmail.com or the BID Management Team, Louise Berkhauser and Ellie Howes via hello@christchurchbid.co.uk.

More information regarding the formation of Christchurch BID, its aims and objectives and the five year business plan can be found at www.christchurchbid.co.uk.



To apply to join the board of Directors, the following application form must be completed for review by the board. Please complete the application form below as required:

Name:	
Business Name	
Business Address	
Contact Email	
Telephone Number	

Personal statement - Please tell us more about yourself and the reasons why you wish to join the Christchurch BID board (no more than 1 side of A4).

Please also indicate the skills you are able to offer to the board to support the activities of the BID and its levy payers.



PERSONAL STATEMENT & SKILLS OFFERED:



NEW DIRECTOR INFORMATION FORM

In order for us to complete the necessary paperwork for registration as a BID Director, we require the following information:

Full name:	
Former names: (used within the last two decades)	
Nationality:	
Date of Birth:	
Occupation:	
Residential address:	
Date of appointment:	

Please sign below to say that the above information is true and factual.

Signature:



DIRECTORS ROLES & RESPONSIBILITIES

Introduction

Directors are appointed on a voluntary basis with up to 14 Director's positions on the Board available at any one time. To ensure the smooth running of the Christchurch BID Ltd ("the Company") and the delivery of its projects, Directors should act as positive advocates (both online and in person) for Christchurch BID and its activities, processes and objectives as set out in the Business Plan.

The Christchurch BID Board's purpose is to oversee the strategic direction of the BID; ensuring projects as outlined in the Business Plan are delivered within the approved and available budget to meet the needs of the BID levy paying businesses, and ensuring the BID performs its role effectively with financial accountability. The Board will also play a key role in establishing plans to seek a 5 year renewal of the BID in preparation for rebalot in 2026.

The Christchurch BID's Business Plan was established through consultation with the business rate payers within the BID boundary, and following a successful ballot in 2021 the BID was voted in by rate payers for a five-year period to October 2026. Provided that the BID is meeting its overall objectives, the BID Board has the ability to vary service delivery and expenditure allocation according to the changing demands of levy payers. Any projects which fall outside the current scope of the Business Plan must be discussed and agreed by the majority of the Board. However, any change to the BID boundary or to the levy rate proposals would require an alteration ballot.

Meeting arrangements and time commitments

Directors usually meet twelve times per annum throughout the year and usually after working hours (5.30pm onward). It is expected that by committing to be a Director, each person will endeavour, subject to annual holidays and illness, to attend every Board meeting in order to keep up to date with progress and enable key decisions to be made efficiently and promptly. Meetings are currently held on the second Wednesday of each month from 5.30pm until 7.30pm.

Directors may also be required to join subgroups set up to support specific areas of activity, usually in an area where they have particular interest or expertise. The Board may also form working groups on a "task and finish" basis to deal with particular aspects of its work. Such working groups will include BID staff and may also include other levy payers who are not Directors. Committees and working groups meet at times established to be convenient to their members.



The Board works on the basis that Directors come to Board meetings well prepared and have read all papers in advance. Any Director not attending 50% of Board meetings in any rolling twelve-month period, without good cause, will need to resign from their role as Director.

Accountability

Christchurch BID handles public money and the Company and its operations are consequently in the public eye. The public has a right to expect the Directors of the Company will display high standards of behaviour at all times.

Failure to maintain appropriate standards may result in damage to the reputations of both the Company and the relevant individual. The Code of Conduct is therefore important and should be read carefully.

This Code of Conduct applies to all Directors, and some of its requirements, for example the requirement to respect the confidentiality of Company information, will continue to apply after termination of appointment.

Failure to adhere to these principles may in some circumstances constitute a breach of the law and could result in termination of appointment or other sanctions. Directors should therefore minimise the risk to themselves and to the Company at all times and seek appropriate advice where necessary.

Role of the Directors

Directors are appointed as Directors under the Companies Act 2006, and will be registered as such with Companies House. They shall comply with all conditions of the Companies Act 2006 relevant to their appointment and responsibilities and with the Company's articles of association. They should take steps to ensure they have full knowledge of these requirements.

The Company is a company limited by guarantee meaning that, unless personal guarantees are given in respect of any purchases made by the Company or orders placed by the Company, the personal financial risk for Directors is, generally, equivalent to the sum of the £1 guarantee they provide as members of the Company.



The Directors are required to oversee the following:

- To provide good governance including adopting best practice for BIDs.
- To ensure the successful delivery of the approved BID Business Plan which is implemented by the BID's staff team including regular monitoring and reporting to levy payers and voluntary contributors on progress.
- As part of the approved Business Plan, giving businesses a collective voice on key issues.
- When appropriate to seek additional funding for the BID from those stakeholders outside the BID area but also those under the BID threshold within the BID area as well as voluntary contributions in excess of any existing BID levy.
- To have overall responsibility for the approval of the BID Business Plan, as developed by the BID's staff team, for the start of each five year term including an expectation that Directors will proactively engage with other businesses and individuals during future consultation and ballot processes.

Directors of the Company have several responsibilities and duties which are outlined below. Some of these responsibilities arise from the requirements of the Companies Act 2006 or other legislation:

1. to act in the best interests of the Company at all times;
2. to promote the success of the Company and support its principles and ethos;
3. to guard against conflicts of interest (see below for further detail);
4. to act in accordance with the Company's articles of association and any directions properly given by the members of the Company;
5. to only exercise powers for the purposes for which they are conferred;
6. to exercise independent judgment;
7. to exercise reasonable care, skill and diligence;
8. to accept no bribes of any type and to take all reasonable steps to prevent bribery and corruption within the Company;
9. to have responsibility for the Company's wider environmental and social impacts, with appropriate reporting as necessary;
10. to have responsibility for the Company's relationship with its creditors;
11. to maintain high standards of practice in all areas of corporate governance;
12. to ensure the Company's risks are appropriate, understood, and well-managed;
13. to ensure the Company has appropriate financial management systems and procedures in place including annual budgeting and planning, and in particular to ensure the Company complies with all corporate and financial procedures including filing of annual and other returns to Companies House, the appointment of an auditor (where appropriate), submission of annual accounts, preparation of the Directors' comments within such accounts, registration for VAT, payment of any amounts due in accordance with required Customs and



Excise returns, and fulfillment of the Company's liabilities for corporation tax and such other taxes which may apply; and

14. to have responsibility for all matters of employment and health and safety; and
15. to be responsible for delivery of the BID services, quality control and performance.

Expected conduct of Directors

Directors shall at all times be mindful of the Nolan Principles set out in the Code of Conduct that all Directors are required to sign and, in addition, acting professionally:

1. shall conduct themselves in such a way that their honesty and integrity are beyond reproach, and shall not knowingly make false or misleading claims or irresponsible statements. They shall, in particular, be aware of potential conflicts of interest that may arise (see below);
2. shall not maliciously or recklessly injure the professional reputation of another person, the Company and/or its services;
3. shall not accept professional obligations that they believe they have not sufficient competence to perform, or that those for whom they have responsibility might not have the competence to perform;
4. shall accept due responsibility for all work done by them or under their direct supervision;
5. shall, when called upon to give an opinion in their professional capacity, give an opinion which is objective and reliable to the best of their ability;
6. shall take all reasonable care in their work to minimise the risk of injury to any person, including themselves, and to prevent damage to the property;
7. shall respect all relevant laws, statutory regulations and customs relating to products, processes and intellectual property, such as patents and copyright, and take proper cognisance of appropriate national, European and International standards; and
8. shall not (except under due process of law) communicate to any person or publish any information communicated to them in confidence either as an individual, or as a Director, without the express authority of the Directors.

Directors must be supportive of and promote the work of the Company and the principles of the BID in all aspects including dealings and announcements or any other circumstances and/or situations involving any third parties outside of Directors or BID Committee meetings.



Conflicts of interest

In the discharge of their duties, Directors should remain mindful of the provisions of the Companies Act 2006 and the Company's articles of association relating to professional conduct. In particular they must be mindful of the conflicts that may arise through personal relationships, financial involvement or acceptance of any gift or favour or hospitality. Conflicts of interest include conflicts of duty and conflicts of loyalty and may be direct or indirect, for example, involving a member of a Director's family or the trustees of a trust of which the Director a beneficiary.

Directors must take reasonable steps to ensure they are aware of conflicts of interest and where such conflicts of interest arise or are likely to arise they should:

1. make a full disclosure. A disclosure may be made in writing or at the first meeting of the Directors at which the Director becomes aware that a conflict may exist;
2. where appropriate, seek authorisation of the interest from the non conflicted Directors in accordance with the articles of association. Such authorisation cannot be granted retrospectively;
3. comply with any terms to which such authorisation is made subject, including, where required, abstaining from voting and/or absenting themselves from any meeting or part meeting of the Directors at which a matter in which they have an unavoidable conflict of interest is to be discussed and decided.



Director's Declaration, Terms of Reference and Code of Conduct

This is to be provided to any person who is invited to be or is applying to be appointed or re-appointed to the Board of Directors.

Should I accept an invitation to become a Board member of Christchurch BID Ltd (The BID), I confirm that:

- I am employed or engaged by or connected to (as defined in section 252 of the Companies Act 2006) a Levy Payer and am willing to act as a Director, and am permitted by law and The BID's Articles of Association to do so.
- The statement included in my application gives a true and balanced view of my credentials for being a member of the Board, and of the contribution that I believe I can make as a Director of the BID Board:
- I am not aware of any reason why I should not be a member of the BID Board, including any interests that are, or that could be construed as being, in conflict with my Director role.
- I am not aware of any circumstances whereby my role as Director of the Christchurch BID might reasonably be expected to bring the BID or the BID Board into disrepute.
- I will make reasonable efforts to contribute to the work of the BID as outlined in the Business Plan, specifically by attending meetings, contributing my specialist information and knowledge to the Committee's deliberations, and acting as an ambassador for Christchurch BID.

Signed:

Name in capitals:

Date:



CODE OF CONDUCT

This Code of Conduct applies to members of the Board of Christchurch BID Ltd. All Directors have legal duties and responsibilities under company law (Companies Act 2006).

This Code of Conduct is not a list of the legal duties associated with the role of a Director, although elements of the code are based on legal principles. The conduct and practices recommended go beyond what the law requires in some respects, but are nevertheless fully consistent with the law.

PURPOSE OF THE CODE

To set out the relevant standards expected by Directors of Christchurch BID Ltd in order to maintain the highest standards of integrity and stewardship; to ensure that the organisation is effective, open and accountable; and to ensure a good working relationship with any officer and sub-contractor.

THE CODE

General

1. Directors must act with probity, due prudence and should take and consider professional advice on anything in which the Board do not have expertise themselves.
2. Directors must administer Christchurch BID Ltd and all its assets in the interest of current, potential, and future beneficiaries.
3. Directors should hold themselves accountable to Christchurch BID Ltd stakeholders including to the public for the Board's decisions, the performance of the Board and the performance of Christchurch BID Ltd as a whole.
4. Except where legally authorised, Directors must not gain financial or other material benefit for themselves, their families or their friends. Nor must a Director attempt to use his/her status as Director to gain customer advantage within Christchurch BID Ltd e.g. queue jump. The Board should ensure that there are clear written policies on the claiming of expenses by Directors.
5. Directors must not place themselves under any financial or other obligation to outside individual organisations that might influence their performance of official duties with the company.



6. Directors should conduct themselves in a manner which does not damage or undermine the reputation of Christchurch BID Ltd, or its staff individually or collectively and should not take part in any activity which is in conflict with the objects or which might damage the reputation of Christchurch BID Ltd. This includes conduct on social media and all communication regarding the Christchurch BID Ltd should be via the BID Manager and the Christchurch BID Ltd official communication channels only.

7. Directors must make decisions together and take joint responsibility for them. The extent to which any one Director or a small group of Directors are empowered to speak for or take action on behalf of Christchurch BID Ltd or the Board must (subject to any specific constitutional rules) be a matter for all Directors to decide together. Such decisions must be recorded.

Responsibilities

8. Directors must, with the help of any officer, formulate and review regularly Christchurch BID Ltd's vision, values and long-term strategy as well as Christchurch BID Ltd policies and procedures.

9. With the assistance of any officer and appropriate professional advisers, Directors must ensure that Christchurch BID Ltd complies with regulatory and statutory requirements and must exercise overall control over Christchurch BID Ltd's financial affairs. In addition to compliance with statutory requirements, Directors should have a commitment to the development and implementation of good practice.

10. Directors must be familiar with and keep under regular review the rules and constitution of Christchurch BID Ltd. Any changes must be made in accordance with constitutional and legal requirements.

11. In order to develop a working knowledge of Christchurch BID Ltd and to give themselves credibility, Directors should endeavour to maintain links and keep in touch with Christchurch BID Ltd by regular visits and where practicable to front line services. Unless there is a good reason to believe that any officer or sub contractor's actions are threatening the probity of Christchurch BID Ltd, all such visits should be made by arrangement with them.

12. Directors must aim to foresee and avoid any conflict of interest. Where one arises, a Director must at once declare an interest and absent themselves from any discussion or vote taken on the matter by the other Directors. Any transaction under which a Director will benefit either directly or indirectly must have proper legal authority. Directors must update the BID office with an up to date list of all businesses, community groups or Boards they currently serve on to make sure no conflict of interest arises.



13. Directors will ensure a local voice on the key issues that affect people who use Christchurch BID Ltd services. They will use evidence based on real experiences to highlight issues and trends and raise these at the highest levels. They will ensure that Christchurch BID Ltd will actively seek views from all sections of the community – not just from those who shout the loudest, but especially from those who sometimes struggle to be heard.

Meetings of the Board

14. Directors must strive to attend all BID Board meetings, General Meetings and the AGM, ensuring they prepare for and contribute appropriately and effectively.

15. Directors should bring a fair- and open-minded view to all discussions of the Board and should ensure that all decisions are made in the company's best interests.

16. Confidential information or material (relating to users, beneficiaries, members, staff, commercial business, etc.) provided to, or discussed at a Board meeting must remain confidential and within the confines of the Board and must not be discussed outside the Director body. If a Director were found to be leaking confidential information this would be classed as cause for the Board to request that Director's resignation.

Staff

17. Directors must ensure there is a clear understanding of the scope of authority delegated to any officer.

18. Policies and strategies agreed by Directors should be expressed in unambiguous and practical terms, so that all responsible for implementing those policies are clear about what they need to do. Directions given to the staff should come from the Board as a whole.

19. Directors should act fairly and in accordance with good employment practice and equal opportunities principles in making decisions affecting the appointment, recruitment, professional development, appraisal, remuneration and discipline of staff.

20. Directors must understand, accept and respect the difference in roles between the Board, the officers and sub-contractors, and work effectively and cohesively for the benefit of the organisation, and develop a mutually supportive and loyal relationship.

21. Having given any delegated authority Directors should be careful - individually and collectively - not to undermine it by word or action.



22. All Directors must follow the Nolan Principles -

- a. Selflessness – Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.
- b. Integrity – Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.
- c. Objectivity – In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
- d. Accountability – Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
- e. Openness – Holders of public office should be as open as possible about all the decisions and actions they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
- f. Honesty – Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
- g. Leadership – Holders of public office should promote and support these principles by leadership and example.

23. All meetings will follow the Chatham House Rules, under which participants are free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed.

- a. Board Meetings are classed as private and confidential and topics of discussion cannot be discussed outside of the designated Board without prior agreement within a Board meeting.

Signed:

Name in capitals:

Date: