

Directors' Role & Responsibilities

Brixton BID Limited is incorporated as a Company Limited by Guarantee and is governed by a Board of 17 volunteer Members including Directors with voting powers chosen from levy paying businesses in the BID area and Observers without voting powers chosen. The make-up of the Board is proportionate to and representative of the types and numbers of businesses paying the BID levy. Directors take account of the interests of all levy payers and not just those of their own business sector or geographical area.

Following a successful renewal ballot in October 2018, all levy payers not already formal Company Members will be invited to become a Member of the Company. Upon obtaining membership, they shall be entitled to nominate themselves for directorships or seats on a BID theme group. The Board will oversee the Management Team that delivers the projects and services as set out in the BID proposal – 'Together for Brixton'.

Whilst Directors will be governed by the Companies Act 2006, this document highlights what the role entails and what the responsibilities are.

1. Governance

Brixton BID is a not-for-profit company limited by guarantee. It is run by the Brixton BID Company's Board of Directors. The Board is composed of a mix of businesses reflective of the BID area ensuring fair representation of all those who fall within the BID boundary. The board aim is to achieve representation as follows:

- 5 directors from large businesses (more than 50 employees)
- 7 directors from medium businesses (between 10 and 49 employees)
- 7 directors from small businesses (less than 10 employees)
- 1 director as a landowner
- 1 director from London Borough of Lambeth, elected member
- 1 director from the Brixton Markets Federation
- 1 director as a market's representative

In addition to this, 1 residential member, 2 businesses from the business club and 1 officer from the London Borough of Lambeth may sit on the board.

The majority of the Board come from private-sector organisations and the Board is chaired by a private-sector member. Board members have no financial gain from their membership.

Operations of the BID will be divided between the 4 themes of: Enhanced Environment, Safer Day & Night, Better Business, Distinctive Destination. These themes are to be led by sub-groups from the Board and BID members responsible for delivering detailed project budgets then to be approved by the Board. All eligible businesses, either levy payers or business club members will be given the opportunity to participate in these sub-groups. As and when required, supplementary theme groups may be set up to tackle new issues or to follow arising suggestions.

2. Purpose of the BID Board



The BID Board's purpose is to oversee the strategic direction of the Brixton Business Improvement District, ensuring projects outlined in the Business Plan are delivered within budget to meet the needs of the BID levy paying businesses and the area and making certain the BID performs its role effectively and fairly.

3. Responsibilities of the BID Board

- Contributing to the delivery of the Brixton BID's Business Plan and assisting in determining the vision, mission, objectives, goals and values.
- Ensuring the BID company meets all its financial, legal and employment responsibilities
- Ensuring that the BID levy is collected as set out in the Business Plan
- Ensuring that the projects set on in the BID Business Plan are delivered effectively
- Monitoring progress and reporting regularly to levy payers, voluntary contributors and other stakeholders
- Seeking additional funding at a percentage
- To elect a Chairperson and other officers from among their number
- To manage the renewal ballot at the end of each term

4. Meeting arrangements and frequency

Board meetings are generally held at regular interval of 8 weeks. Directors will meet 6 times per annum spread evenly throughout the financial year (April to March), usually during normal daytime working hours.

It is expected that, by committing to be a Director, each person will endeavour to attend every Board meeting in order to allow key decisions to be made efficiently and quickly. Should a Director miss three consecutive Board Meetings or attend fewer than 75% of Board Meetings in any one year, they will be removed from the Board.

Directors may also lead one of a number of theme groups set up to deliver specific projects, usually in an area where they have particular interest or expertise (e.g. marketing; environment) and will keep the main board well-informed on progress. Any projects which

fall outside the scope of the Business Plan must be discussed and agreed by the Board before decisions are made.

5. Term

The term of each Directorship will be for one year. Directors will be required to retire each year and may stand for re-election if they wish. Elections will be publicised in advance on the BID website and in the event that there are more individuals standing for election than seats available in each category of Director, a ballot of BID levy paying businesses in the appropriate category will be held, one vote per hereditament. Should the result of any ballot be tied, the Chairperson will have the casting vote.

6. Accountability

All Board Directors are required to satisfy the criteria as laid out in Part 10 of the Companies Act 2006. <https://www.legislation.gov.uk/ukpga/2006/46/contents>

7. Preferred Attributes of a BID Director

BID Directors will be a positive influence at Board meetings, communicating well with fellow Board members and acting as an ambassador for the company and the BID area when any such opportunities arise.

Directors will need to make decisions based on the evidence presented to them to benefit all the levy payers and be prepared and able to defend their actions if challenged by BID levy paying businesses, the public or the media.

Experience of working in partnership is desirable but not essential as is a knowledge of the Brixton BID area and the businesses and issues within it.

An ability to listen to opposing views of fellow Directors, BID levy payers and the public, to discuss matters and make decisions having considered all of the evidence presented to them is encouraged.

Directors need to be contactable and, in a position, to make decisions outside meetings as required from time to time and have the ability to read and understand sometimes complex subject matter, make deductions and comment appropriately.

Whilst most meetings will be held during the day, Directors should ideally be able to attend some evening meetings if required.

8. BID Board Skills Mix

Between them, the Directors on the board should bring a good mix of skills, including, but not limited to:

- Financial and commercial
- Project management
- Marketing and PR
- Management of the public realm
- Knowledge/experience of one or more of the business sectors in the BID area