

Worcester Shrub Hill Industrial Estate & Station

Terms of Reference DRAFT Governance Agreement

Vision

With transformed national connectivity and inspired by its heritage, Shrub Hill will become a vibrant new community and destination for Worcester.

Driven by local energy & participation, it will be a home for enterprise, experiences, and ideas: a place which is recognised for sustainable and innovative forms of living, working and relaxing. Supporting City and County investment and growth aspirations, it will become established as an exemplar for successful and inspiring urban renewal.

Purpose

Shrub Hill is being promoted as a new Business District within the Worcester City Centre Masterplan (July 2019), and the Shrub Hill Industrial Estate, acquired by Worcestershire County Council in Jan 2021, has been identified as being crucial to the long-term regeneration and development of the district.

In parallel Shrub Hill Station forms a core part of implementation of the Worcestershire Rail Investment Strategy (2017) supporting extended access to transformative new regional and UK-wide rail connectivity for both the City and County.

The combination of these considerable and inter-related activities presents a significant platform to deliver an exciting and substantial long-term regeneration opportunity of the Shrub Hill District.

The scope and scale of the short and longer-term redevelopment of the Shrub Hill district is extensive and complex. There are several existing and planned development programmes/projects which could directly impact emerging thoughts and ideas for both the Shrub Hill Industrial Estate and the Station. These projects have the potential to inform, influence and enable different options both in the short and longer terms.

To successfully promote the transition of the Shrub Hill district the parties recognise there is a need for the City and County to work closely together and this Joint Venture MoU sets out an initial framework and platform for joint working to allow the commencement of a range of activities which will contribute positively towards progressing the delivery and transformation SHQW.

In addition to this MoU, the parties have agreed to work together through a Steering Committee and Programme Board to guide the development of the project. The working arrangements for these Boards are set out in the separate Terms of Reference (ToR) documents.

It is acknowledged that the Parties have already liaised and established a high-level shared vision which will guide the future development and regeneration of the area and have agreed to form a Programme Board and Steering Committee to oversee the delivery of the approved activities, initiatives and projects which will contribute to the delivery of the shared vision. The [to be agreed] shared vision statement is below:

With transformed national connectivity and inspired by its heritage, Shrub Hill will become a vibrant new community and destination for Worcester.

Driven by local energy & participation, it will be a home for enterprise, experiences, and ideas: a place which is recognised for sustainable and innovative forms of living, working and relaxing. Supporting City and County investment and growth aspirations, it will become established as an exemplar for successful and inspiring urban renewal.

Development Strategy

The development activities will be delivered in accordance with the business plan which will be endorsed by the Project Board and ratified by the Steering Committee.

The business plan will be developed by the Programme Delivery Team (PDT) and endorsed by the Programme Board.

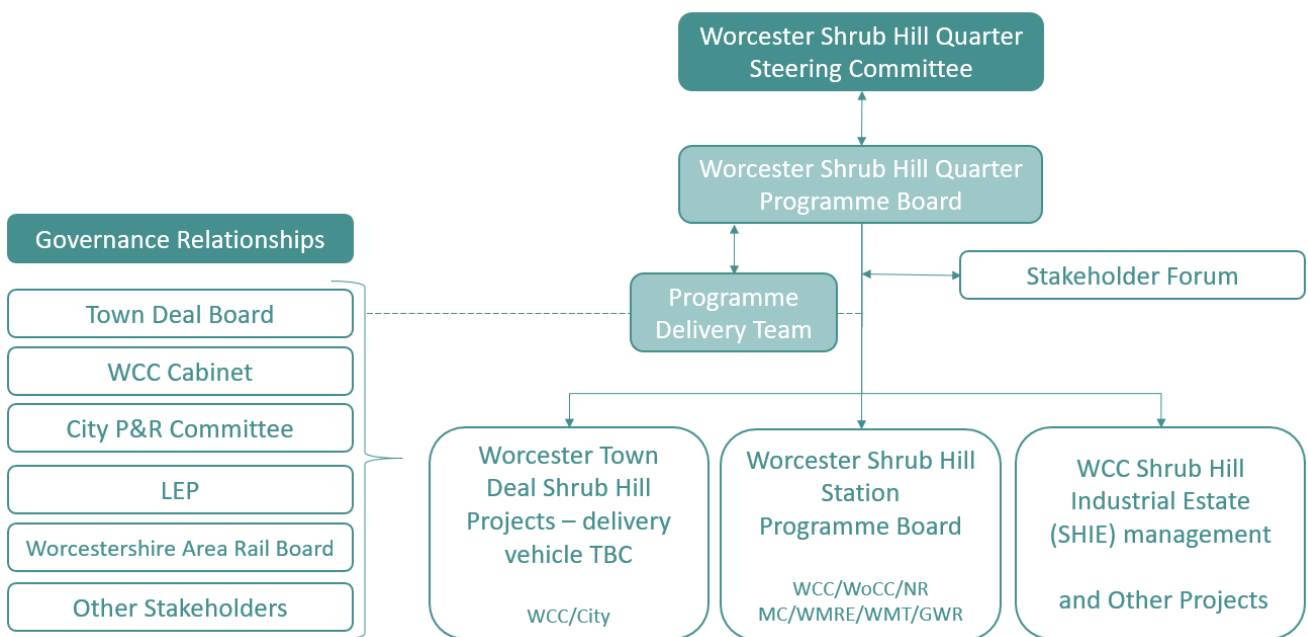
Further details on the role and function of the PDT will be contained within the Joint Venture Memorandum of Understanding (MoU) between the City and County.

Governance

The governance structure illustrates the level of complexity involved in delivering the vision for the SHQW. It is therefore recognised that some decisions which may support, influence, or enable the wider SHQW Programme will sit within other supporting governance structures.

As the phased SHQW Programme is delivered, it is recognised that the initial governance structures may need to be modified to reflect changes in governance relationships, stakeholder involvement or delivery mechanisms. The SHQW Governance arrangements will subsequently need to be updated to reflect these changes.

Governance Diagram



The Shrub Hill Quarter in Worcester

Terms of Reference Steering Committee

1. Purpose

The Shrub Hill Steering Committee will consider the strategic direction of the regeneration of Shrub Hill Quarter in Worcester (SHQW), promoting a unified strategic development approach ensuring alignment with key stakeholders' vision for the wider Shrub Hill Quarter and Canalside Quarter.

2. Responsibilities

The Steering Committee is made up of Elected Members and Senior Executives from the Councils who will endeavour to agree the following, so that they can make recommendations to their respective organisations accordingly:

- 2.1 Adopt a long-term and committed approach to the redevelopment and regeneration of the SHQW ensuring alignment with the shared vision.
- 2.2 Ratify the shared vision for the Shrub Hill Quarter in Worcester (SHQW).
- 2.3 Ratify the business plan.
- 2.4 Provide unified strategic/organisational direction, leadership, and promotion of the SHQW Programme.
- 2.5 Monitor the performance of the Programme Board against the agreed business plan.
- 2.6 Ratify annual updates of the business plan in line with the established incremental delivery plan.
- 2.7 Support and promote the development of a place and branding strategy.
- 2.8 Support timely and effective decision-making governance from within Members' own organisations to facilitate the delivery of the agreed incremental delivery plan.
- 2.9 Support effective engagement and governance with the rail industry in respect of strategic train service and station developments forming part of the SHQW Programme.
- 2.10 Act as the point of escalation for major risks/issues and provide strategic leadership and management in the resolution of these.

3. Chairing

- 3.1 The SHQW Steering Committee will be chaired by an Elected Member of either Council by agreement from time to time

4. Frequency of Meetings

- 4.1 Meetings will be held quarterly and will be scheduled for two hours.

5. Venue and Administration

- 5.1 Meetings will normally be held on the County Hall campus, Worcestershire.
 - 5.2 Administration for setting up meetings will be provided by SHQW Programme Team.
 - 5.3 Agenda and supporting documentation will be issued at least 7 days in advance of the meeting date.
 - 5.4 An action log will be produced and updated at each meeting capturing key decision points and actions to be taken.
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6. Relationship to other forums

6.1 The governance structure illustrates the level of collaboration required to deliver the SHQW programme and involves several complex and wider Governance relationships. It is therefore recognised that some decisions which support, influence, or enable the wider SHQW Programme may sit within other supporting governance structures.

6.2 Information and decisions ratified by the Steering Committee will subsequently be reported to several key stakeholder governance groups to ensure project alignment with the wider vision for the SHQW. These include:

- Worcestershire County Council Cabinet.
- Worcester City Policy & Resources Committee.
- Worcester City Town Deal Board.
- Worcestershire LEP Board.
- Worcestershire Area Rail Board.
- Shrub Hill Station Programme Board.
- Other forums or groups deemed appropriate by the Steering Committee.

7. Membership and Representation

SHRUB HILL QUARTER IN WORCESTER – STEERING COMMITTEE - CORE MEMBERS		
Position/role	Name	Key Programme Responsibilities
Cabinet Leader Worcestershire County Council (CHAIR)	Simon Geraghty	<ul style="list-style-type: none"> • Chairs the Steering Committee. • Provides political steer and direction. • Communicates key messages to and from Cabinet and Elected Members.
Cabinet Member with Responsibility for Economy and Infrastructure (VICE CHAIR) Worcestershire County Council	Marc Bayliss	<ul style="list-style-type: none"> • Provides political steer and direction. • Communicates key messages to and from Cabinet and Elected Members. • Chairs the Steering Committee in the absence of the Chair.
Leader Worcester City Council	Lynn Denham	<ul style="list-style-type: none"> • Provides political steer and direction. • Communicates key messages to and from Elected Members.
Chair of Worcester City Council Place and Economic Development Committee	Robyn Norfolk	<ul style="list-style-type: none"> • Provides political steer and direction. • Communicates key messages to and from Elected Members.
Managing Director Worcester City Council	David Blake	<ul style="list-style-type: none"> • Provides strategic leadership. • Represents organisational views and buy-in. • Communicates key messages to partners and stakeholders.
Director of Economy & Infrastructure Worcestershire County Council	John Hobbs	<ul style="list-style-type: none"> • Provides strategic leadership. • Represents organisational views and buy-in. • Communicates key messages to partners and stakeholders.

SHQW Programme Board Worcestershire County Council	John Hobbs	<ul style="list-style-type: none"> • Present programme updates against agreed business plan and incremental delivery plan. • Escalation of risk.
Chief Executive Worcestershire Local Enterprise Partnership	Gary Woodman	<ul style="list-style-type: none"> • Represents organisational views and buy-in. • Ensure alignment with national and regional economic programmes.

- 7.1 SHQW Steering Committee members are expected to make a commitment to contribute to all meetings, read papers in advance and nominate an appropriate substitution if unable to attend.
- 7.2 Other persons may be invited to attend and speak at meetings of the Steering Committee as required including members of the SHQW Programme Board.

8. Scheme of Delegation

- 8.1 The SHQW Steering Committee assigns the following level of delegation to the SHQW Programme Board:
- Develop the plan for endorsement and ratification.
 - Delivery of the day-to-day activities to deliver against the plan.
 - Commissioning of professional expertise in support of the delivery of the SHQW Programme.

9. Declarations of Interest

- 9.1 The scale and complexity of the SHQW Programme dictates that it is in parts subject to and dependent on information and decision-making processes across other formal Governance structures. SHQW Steering Committee Members are therefore required to declare any outside interest that could conflict with have the potential to conflict with or could be perceived to conflict with the interests of the SHQW Programme.

10. Proposed Term

- 10.1 Given the scale of the SHQW Programme, it may be necessary to periodically review and refresh the membership of the Steering Committee to reflect any significant changes which may emerge as each phase of delivery concludes.

The Shrub Hill Quarter in Worcester

Terms of Reference Programme Board

1. Purpose

The SHQW Programme Board will be the forum where proposals are developed for recommendation and ratification by the SHQW Steering Committee. It will be the vehicle to direct and manage the delivery of the vision for SHQW, making sure that key stakeholders are involved in the development of the strategy, to ensure interrelated projects across the wider Shrub Hill Quarter and Canalside Quarter are appropriately aligned.

2. Responsibilities

The SHQW Programme Board will be made up of Senior Executives from key stakeholder organisations who, acting in good faith and with delegated authority, will:

- 2.1 Act as a key decision-making group within the governance structure for the SHQW Programme.
- 2.2 Create and ensure activities contribute towards a shared vision for Shrub Hill for ratification by the SHQW Steering Committee.
- 2.3 Direct and oversee the work of the Programme Delivery Team (PDT) against the programme's agreed objectives and outcomes.
- 2.4 Adopt and monitor a business plan, delivery plan and budget to deliver the shared vision for SHQW which is mindful of stakeholder inter-related activities, ensuring relationship impacts and outcomes are fully understood, appraised, and connected.
- 2.5 Consider funding and resource requirements needed to deliver the activities identified within the adopted business plan.
- 2.6 Oversee and provide strategic direction to the annual updates of the business plan and budget, in line with progress against the delivery plan for ratification by the SHQW Steering Committee.
- 2.7 Where developer and delivery partners are engaged, agree commercial terms, and endorse the Business Case for each package.
- 2.8 Instruct realignment of programme objectives or priorities.
- 2.9 Review escalated risks and issues for resolution or onward escalation to SHQW Steering Committee.
- 2.10 Provide programme status review updates to include assessment of collective workstream progress and escalation of any areas of slippage for the SHQW Steering Committee.
- 2.11 Authorise programme initiation and progression through programme stages and closure.

3. Chairing

The Programme Board will be chaired by:

- 3.1 Worcestershire County Council's Strategic Director for Economy and Infrastructure.
- 3.2 The vice-chair will be Worcestershire County Council's Strategic Programme Manager.

4. Frequency of Meetings

- 4.1 Meetings will be held monthly for the duration of the Programme and will be scheduled for 2 hours.
 - 4.2 Programme Board members will also be expected to attend additional working group meetings to progress activities within the programme workstreams, as necessary.
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5. Venue and Administration

- 5.1 Meetings will normally be held on the County Hall campus, Worcester.
- 5.2 Administration for setting up meetings will be provided by Worcestershire Shrub Hill Programme Team.
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- 5.4 An action log will be produced and updated at each meeting capturing key decision points and actions to be taken.

6. Relationship to other forums

- 6.1 The governance structure illustrates the level of collaboration required to deliver the SHQW programme and this involves several complex and wider Governance relationships. It is therefore recognised that some decisions which support, influence, or enable the wider SHQW Programme may sit within other supporting Governance structures.
- 6.2 The work of SHQW Programme Board will be reported to several key stakeholder governance groups to ensure project alignment with the wider vision for SHQW. These include:
- Shrub Hill Station Steering Committee
 - Worcestershire County Council Cabinet
 - Worcester City Policy & Resources Committee
 - Worcester City Town Deal Board
 - Worcestershire LEP
 - Worcestershire Area Rail Board
 - Shrub Hill Quarter in Worcester Stakeholder Forum

7. Membership and Representation

SHRUB HILL QUARTER IN WORCESTER – PROGRAMME BOARD - CORE MEMBERS		
Position/role	Name	Key Programme Responsibilities
Strategic Director for Economy and Infrastructure Worcestershire County Council (CHAIR)	John Hobbs	<ul style="list-style-type: none"> • Chairs the Programme Board • Attends Steering Committee on behalf of Programme Board • Provides organisation steer and direction. • Communicates key messages to and from Cabinet and Elected Members.
Non-Executive Director	Ex Construction, Developer or Railway Executive	<ul style="list-style-type: none"> • Provide independent view on best practice. • Constructively challenge implementation of the vision.
SHQW Strategic Programme Delivery Lead (SPDL) Worcestershire County Council (VICE CHAIR)	Penny Unwin	<ul style="list-style-type: none"> • Chairs the Programme Board. • Ensures overall Programme Delivery. • Ensures risk are being monitored and controlled. • Communication to Steering Committee/Worcestershire SLT.
Deputy Director Economic Development	Zoey West	<ul style="list-style-type: none"> • Provides organisational steer and direction.

Worcester City Council		<ul style="list-style-type: none"> Communicates key messages to and from Committees and Elected Members.
Head of Property & Asset Management Worcester City Council	Kevin Moore	<ul style="list-style-type: none"> Provide asset management expertise. Provides organisational steer and direction. Communicates key messages to partners and stakeholders
Rail Lead Worcestershire County Council	[representative from SLC Rail]	<ul style="list-style-type: none"> Provide railway organisation steer and direction. Communicates key messages to and from Railway provider organisations.
Director of Operations Worcestershire LEP	Luke Willetts	<ul style="list-style-type: none"> Represents organisational views and buy-in. Ensure alignment with national and regional economic programmes.

- 7.1 SHQW Programme Board members are expected to make a commitment to contribute to all meetings, read papers in advance and nominate an appropriate substitution if unable to attend.
- 7.2 Other persons or professional advisors will be invited to attend and speak at meetings of the SHQW Programme Board as required.

8. Declarations of Interest

- 8.1 The scale and complexity of the SHQW Programme dictates that it is in parts subject to and dependent on information and decision-making processes across other formal Governance structures SHQW Programme Board members are therefore required to declare any outside interest that could conflict with have the potential to conflict with or could be perceived to conflict with the interests of the SHQW Programme.

9. Proposed Term

- 9.1 Given the scale of the SHQW Programme, it may be necessary to periodically review and refresh the membership of the Programme Board to reflect any significant changes which may emerge as each phase of delivery concludes.

The Shrub Hill Quarter in Worcester

Terms of Reference Programme Delivery Team

1. Purpose

The SHQW Programme Delivery Team (PDT) will provide coordinated and evaluated proposals to the Programme Board as part of the wider Programme Governance. This will involve overseeing the activities across several interrelated project and programme boards, project workstreams and project teams. To avoid unnecessary duplication these will align and be supported by existing stakeholder project boards/teams wherever possible, and may include, from time-to-time representatives from the following key stakeholders such as:

- 1.1 Worcestershire County Council
- 1.2 Worcester City Council
- 1.3 Railway Partners (DfT, Network Rail, West Midlands Rail Executive, North Cotswold Line Task Force, Midlands Connect, Great Western Railway, West Midlands Railway)
- 1.4 Worcestershire LEP
- 1.5 Third party consultancy representatives

2. Responsibilities

The SHQW Programme Delivery Team will be responsible for:

- 2.1 Preparing and updating the agreed Business Plan for adoption and ratification, as appropriate, by the Steering Committee and Programme Board
 - 2.2 Preparing and updating the overarching and individual programmes of activity.
 - 2.3 Preparing regular updates to the Programme Board and Steering Committee.
 - 2.4 Preparing and managing the project budget.
 - 2.5 Scoping and establishing additional JV's including managing procurement of third-party private developers, investors, and operators.
 - 2.6 Management of the JV and the formation of any sub-JV's.
 - 2.7 Providing Development Management services.
 - 2.8 Develop and deliver the land strategies, including strategic acquisitions and relocations.
 - 2.9 Developing briefs for packages of work to be delivered by sub-consultants.
 - 2.10 Managing procurement activities to appoint sub-consultants.
 - 2.11 Managing the development of the projects and activities.
 - 2.12 Preparing and submitting applications for funding.
 - 2.13 Liaising with third party developers and investors in accordance with the business plan.
 - 2.14 Undertaking and overseeing development and operational activities.
 - 2.15 Interface with Government and other public bodies.
 - 2.16 Raising Investment (Institutional investment, private, grant funding etc.)
 - 2.17 Managing the Rail train service and station development interface.
 - 2.18 Providing rail and technical related advice.
 - 2.19 Supporting and promoting CPO activities where appropriate.
 - 2.20 Developing and adopting the future planning framework which will support the delivery of the headline objectives.
 - 2.21 Securing planning consents for strategic land.
 - 2.22 Be responsible for developing SHQW's branding and marketing information both online and in print.
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- 2.23 Engage with wider group of stakeholders to provide an opportunity to invite legitimate comments and views to inform the delivery of the vision for SHQW.

3. Membership

The SHQW Programme Delivery Team will include the following key personnel:

- Worcestershire County Council Strategic Programme Manager for Strategic Initiatives and Developments
- Worcester City Head of Property & Asset Management
- SLC – Railway Lead & Senior Project Manager

The Shrub Hill Quarter in Worcester

Terms of Reference Stakeholder Forum

1. Purpose and Role

The SHQW Stakeholder Forum will provide an opportunity to engage informally and on a wider basis with the education, business and community sectors that will ultimately support and benefit from the redevelopment of the Shrub Hill Quarter in Worcester.

The SHQW Stakeholder Forum will aim to:

- 1.1 Provide an opportunity to invite comments and views from stakeholders to inform the delivery of the vision for SHQW.
- 1.2 Provide an opportunity for stakeholders to share legitimate, sector specific information, knowledge, and ideas which may ultimately impact the proposed outcomes.
- 1.3 Identify and monitor trends, challenges, expectations, and perceptions over time.
- 1.4 Build and promote involvement and a sense of ownership for SHQW.

2. Membership and Representation

Given the scale, scope, complexity and delivery timeframe for the SHQW programme, it is expected that membership and representation of the Stakeholder Forum will change over time.

3. Chairing

The SHQW Stakeholder Forum will be chaired by an appropriately senior officer from either Worcestershire County Council or Worcester City Council depending on the specific focus of the programme at that time.

4. Frequency of Meetings

Meetings will be held as required.

5. Venue and Administration

Meetings will normally be held on the County Hall campus, Worcestershire.
