



PETERBOROUGH CULTURAL ALLIANCE

11 August 2022 at 1130 on zoom

A G E N D A

- 1 Introductions and apologies©
(already received from Steph P and Sarah H)
- 2 Notes of last meeting
- 3 Governance and establishing the Peterborough Cultural Alliance
- 4 The Collaborative Programme
- 5 Other strands of the Transition Programme – update where not covered above)
 - Advocacy and comms (verbal - Penny H)
 - Networks & connections (verbal - Kate H/Sarah W)
 - Creative Conversations (Steph P) – written update to follow
 - Creative career pathways (Steph P)
 - Data and next steps (Sarah H) – written update to follow
 -
- 6 Finances and funding
 - PCC (unless covered at item 3)
 - Other
- 7 Updates if any
- 8 Comms
- 9 AOB

Item	Attachment
2	PCA NOTES 140722
3	Establishing PCA docs COVERING REPORT PCA 110822 ARTS OF ASSOC PCA v2 110822 PCA memorandum-of-association-limited-by-guarantee PCA140722 (unchanged) PCA form-cic36 PCA 110822 Role Descriptions & Conduct for Directors PCA v2
4	The Collaborative Programme PCA 110822
5	Progress report on the Creative Collective and the Creative Pathways work
5	Data: Update on Data Strand (originally circulated on email due to illness)

Future meetings at 1130 – Sarah to circulate zoom invitations

- 8 September
- 6 October
- 3 November
- 1 December



PETERBOROUGH CULTURAL ALLIANCE
14 JULY 2022

NOTES

- 1 Introductions and apologies
Apologies: Rachel Nicholls/Liz Knight UCP, Mark Richards Metal, Claudia West, ACE, Rob Hill & Adrian Chapman, PCC.

10 Notes of last meeting

Agreed.

11 Governance and establishing the Peterborough Cultural Alliance

Questions at para 5:

- 5.1 Asset Lock: meeting agreed its preference is NPT. **Matthew** will check with his Trustees. MB was not part of the otherwise unanimous vote to agree this approach.
- 5.2 Objects of CIC:
- amend to 'deliver the vision of the adopted cultural strategy for Peterborough in accordance...'
 - Bullet point 2 add omitted words 'arts [and heritage] with.... The principal players are arts and heritage (including libraries) who have relationships with each other and with other sectors. Amended to say 'Strengthen A&H by building partnerships with'. Add 'public' and 'learning' to this list of sectors.
 - Bullet point 3: Strengthening connections between different stakeholder groups for the benefits of arts and heritage and to multiply leadership for the sector
 - Bullet point 4: 'Taking leadership on significant cultural opportunities such as City ...'
 - Bullet point 5: 'Driving a strategy that ensures cultural ...'
 - Add a new bullet to take the 'connect, reflect & include Peterborough's...' from the Values
 - 'Representing and being ambassadors for'
- 5.3 Add a definition of culture and take the top sentence of the CIC36 and put at the top of this section at the top.
- 5.4 Para 10: leave as is.
- 5.5 Para 16.3 – Quorum is four.
- 5.5 Accepted, recognising it represents an additional challenge if and when PCA becomes a charity.
- 5.6 Leave it as one GM in the constituion but with capacity to have more if you need.
- 5.7 Assumptions re membership etc: agreed.



PETERBOROUGH CULTURAL ALLIANCE

- 5.8 See para 6.2 – amend (i) to say 4 minimum number of Board. Length of service: the Chair’s term could be served in addition to the seven years to maximum of ten years for the Chair. Bottom of the page ‘they are limited’.
- 5.9 Current members who have been to meetings! If you miss three consecutive meetings without good reason agreed with the Chair, then you will be expected to step down.
- 5.10 Agreed to have a Vice-Chair (to be known as the Senior Independent Director in the documentation, who will step into chair meetings or mediate disputes involving the chair.) in the Constitution – enables additional experience, cover etc. It is not an automatic assumption that the Vice Chair automatically becomes the Chair.
- 5.11 Are directors organisations (ie nominees) or individuals? There as individuals but if someone is from an important organisation in the cultural ecology and can’t attend they can send a deputy who acts as an observer for that meeting.
- 5.12 ACE, PCC and NPT (as host organisation) to have observer status as of right if not elected or co-opted as directors.
- 5.13 Note that insurance is included in the Articles.

Sarah T to recirculate updated versions for August meeting.

12 The Collaborative Programme

The question between 6 different approaches was discussed.

Agreed to build on continuation but with specific targeted requests or opening for new opportunities which have emerged in the intervening months. The key question for any expansion is what has changed since last November. The approach is sustainable evolution; don’t try to boil the ocean in 3 years. If there are specific additional projects that fit with the values, let SCT know.

13 Other strands of the Transition Programme – update where not covered above)

- Data and next steps (**Sarah H**): agreed to go ahead with AA as per the email circulated by Sarah H. Remind them to use plain English!
- Advocacy and comms (verbal - **Penny H**): PH missed the recent sub-group meeting. Brief created for Adapt for Arts. Group to proceed inc circulation to this group first.
- Networks & connections (verbal - **Kate H/Sarah W**): KH reported on discussion of sub-group and aim to bring more people into the tent. Tried to identify three things the groups need: funding and resources; more relevance and representation; for heritage sector getting to grips with early years and cultural sector improving impact and quality. Need to hold a marketing conversation and talks about shared MO on marketing focused on principles in the Strategy. Require members to sign up to co-promotion. Look at identifying 6-8 partners who are really ready to step up and use the Forum to test their appetite for the demonstrator programme. KH to explore with Board members.
- Creative Conversations (**Steph P**): paper circulated and a meeting will be arranged after their next meeting.
- Creative career pathways (**Steph P**): work needed to take forward. Noted that post October some more discussion will be needed.



The Board congratulated Steph on her new role.

**ESTABLISHING THE PETERBOROUGH CULTURAL ALLIANCE:
FOUNDING DOCUMENTS AND COVERING REPORT**

8th August 2022

By Sarah Tanburn

1. Context

This paper is a direct sequel to the paper discussed on 14 July 2022. I have not repeated the detailed context from that paper. The attached documents reflect the discussion at that meeting and amendments. The 14 July meeting agreed to establishment of the PCA as a CIC and made detailed amendments to the draft governance documents.

2. Attached documents

ARTS OF ASSOC PCA V2 110822 – the next draft of the Articles of Association which will be the governing document of the PCA; wording and objects amended

PCA memorandum-of-association-limited-by-guarantee PCA 140722 – standard document with putative list of the first members - unamended

PCA form-cic36 110822– amended to reflect the amended objects from 14th July

Role Descriptions & Conduct for Directors – amended to reflect changes from 14th July, including addition of observers

3. Recommendations

- (1) That the governance documents be agreed
- (2) That the list of first directors (CIC36 and Memorandum of Association signatories) be confirmed
- (3) That once wet signatures have been collected the documentation be lodged with the regulator

4. First directors and members

4.1 Who are the first members and directors

- (i) I have assumed that **all** current Board members would sign the Memorandum as the founding members of PCA.
- (ii) Shadow-Board members need to indicate whether this is so and whether they would be signing as themselves or on behalf of their institutions.
- (iii) I have further assumed that the same group will be the first Directors – so again this needs to be confirmed or otherwise. The Director serves as individual even if is the organisation which has been invited to nominate them.
- (iv) I have suggested that the responsibility is to call the first AGM within 18 months of incorporation, allowing a lot of time to build relationships, trust etc. The shadow-Board would therefore become the Board for that period between transition and being fully fledged.



PETERBOROUGH CULTURAL ALLIANCE

Please can members of the shadow-Board confirm their positions, in writing to me if not captured in discussions.

5. Next Steps

If agreed, circulation of documents for signature.



The Companies Act 2006

Community Interest Company Limited by Guarantee

Articles of Association
of
PETERBOROUGH CULTURAL ALLIANCE CIC

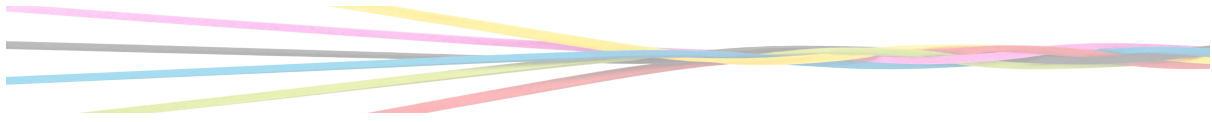
(CIC Limited by Guarantee, Schedule 1, Large Membership)



PETERBOROUGH CULTURAL ALLIANCE
The Companies Act 2006
Community Interest Company Limited by Guarantee

INDEX TO THE ARTICLES

INTERPRETATION	1
1. Defined Terms	1
COMMUNITY AND INTEREST COMPANY AND ASSET LOCK	1
2. Community Interest Company	1
3. Asset Lock	1
4. Not for profit	2
OBJECTS, POWERS AND LIMITATION OF LIABILITY	2
5. Objects	2
6. Powers	3
7. Liability of members	3
DIRECTORS.....	3
DIRECTORS' POWERS AND RESPONSIBILITIES	3
8. Directors' general authority	3
9. Members' reserve power	3
10. Chair	3
11. Directors may delegate	4
12. Committees	4
DECISION-MAKING BY DIRECTORS	4
13. Directors to take decisions collectively	4
14. Calling a Directors' meeting	4
15. Participation in Directors' meetings	5
16. Quorum for Directors' meetings	6
17. Chairing of Directors' meetings	6
18. Decision making at a meeting	6
19. Decisions without a meeting	6
20. Conflicts of interest	7
21. Directors' power to authorise a conflict of interest	7
22. Register of Directors' interests	8
APPOINTMENT AND RETIREMENT OF DIRECTORS.....	8
23. Methods of appointing directors	8
24. Termination of Director's appointment	9
25. Directors' remuneration	9
26. Directors' expenses	10
MEMBERS	10
BECOMING AND CEASING TO BE A MEMBER.....	10
27. Becoming a member	10
28. Termination of membership	10
ORGANISATION OF GENERAL MEETINGS	11
29. General meetings	11
30. Length of notice	11



PETERBOROUGH CULTURAL ALLIANCE

31. Contents of notice	11
32. Service of notice	12
33. Attendance and speaking at general meetings	12
34. Quorum for general meetings	12
35. Chairing general meetings	13
36. Attendance and speaking by Directors and non-members	13
37. Adjournment.....	13
VOTING AT GENERAL MEETINGS	14
38. Voting: general.....	14
39. Votes.....	14
40. Poll votes	15
41. Errors and disputes	16
42. Content of proxy notices	16
43. Delivery of proxy notices	17
44. Amendments to resolutions	17
WRITTEN RESOLUTIONS	18
45. Written resolutions	18
ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS	19
46. Means of communication to be used.....	19
47. Irregularities.....	19
48. Minutes.....	19
49. Records and accounts.....	20
50. Indemnity.....	20
51. Insurance	20
52. Exclusion of model articles	21
SCHEDULE	22

The Companies Act 2006

Articles of Association

of

PETERBOROUGH CULTURAL ALLIANCE CIC

INTERPRETATION

1. Defined Terms

The interpretation of these Articles is governed by the provisions set out in the Schedule at end of the Articles.

COMMUNITY AND INTEREST COMPANY AND ASSET LOCK

2. Community Interest Company

The Company is to be a community interest company.

3. Asset Lock

3.1 The Company shall not transfer any of its assets other than for full consideration.

3.2 Provided the conditions in Article 3.3 are satisfied, Article 3.1 shall not apply to:

- (a) the transfer of assets to any specified asset-locked body, or (with the consent of the Regulator) to any other asset-locked body; and
- (b) the transfer of assets made for the benefit of the community other than by way of a transfer of assets into an asset-locked body.

3.3 The conditions are that the transfer of assets must comply with any restrictions on the transfer of assets for less than full consideration which may be set out elsewhere in the Memorandum or Articles of the Company.

3.4 If:

3.4.1 the Company is wound up under the Insolvency Act 1986; and

3.4.2 all its liabilities have been satisfied

any residual assets shall be given or transferred to the asset-locked body specified in Article 3.5 below.

3.5 For the purposes of this Article 3, the following asset-locked body is specified as a potential recipient of the Company's assets under Articles 3.2 and 3.4:

Name: **NENE PARK TRUST**



PETERBOROUGH CULTURAL ALLIANCE

Charity Registration Number (if applicable): 800067

Company Registration Number (if applicable): 2288607

Registered Office: Ham Farm House, Ham Lane, Peterborough PE2 5UU

4. Not for profit

The Company is not established or conducted for private gain: any surplus or assets are used principally for the benefit of the community.

OBJECTS, POWERS AND LIMITATION OF LIABILITY

5. Objects

The objects of the Company are to carry on activities which benefit the community and in particular (without limitation) to DELIVER THE VISION OF THE CULTURAL STRATEGY FOR PETERBOROUGH, IN ACCORDANCE WITH THE VALUES AND RECOMMENDATIONS OF THAT STRATEGY

The company's activities will provide benefit to cultural, heritage and creative practitioners in Peterborough, audiences for such practitioners, creative and heritage enterprises and residents of Peterborough. The principal parts of the cultural sector are defined as arts and heritage practitioners and participants (including libraries and custodians of informal and oral heritage or creative practice), who have relationships with each other and sectors.

The Objects will be achieved by:

- Overseeing delivery of the adopted Cultural Strategy in accordance with its vision and values
- Strengthen arts and heritage sectors by building partnerships with creative, voluntary, professional, business, education, public, learning and community bodies
- Strengthening connections between different stakeholder groups for the benefits of arts and heritage and to multiply leadership for the sector
- Connecting, reflecting and including Peterborough's many diverse and isolated communities
- Taking leadership on significant cultural opportunities such as City or County of Culture;
- Maximising cultural investment from all sources (eg by brokerage, partnerships and skills development)
- Driving a Cultural Strategy that ensures cultural investment meets the core values of the strategy around connection, excellence and environmental stewardship
- Representing and being ambassadors for cultural Peterborough.

6. Powers

To further its objects the Company may do all such lawful things as may further the Company's objects and, in particular, but, without limitation, may borrow or raise and secure the payment of money for any purpose including for the purposes of investment or of raising funds.

7. Liability of members

The liability of each member is limited to £1, being the amount that each member undertakes to contribute to the assets of the Company in the event of its being wound up while he or she is a member or within one year after he or she ceases to be a member, for:

- 7.1 payment of the Company's debts and liabilities contracted before he or she ceases to be a member;
- 7.2 payment of the costs, charges and expenses of winding up; and
- 7.3 adjustment of the rights of the contributories among themselves.

DIRECTORS

DIRECTORS' POWERS AND RESPONSIBILITIES

8. Directors' general authority

Subject to the Articles, the Directors are responsible for the management of the Company's business, for which purpose they may exercise all the powers of the Company.

9. Members' reserve power

- 9.1 The members may, by special resolution, direct the Directors to take, or refrain from taking, specific action.
- 9.2 No such special resolution invalidates anything which the Directors have done before the passing of the resolution.
- 9.3 The objects of the CIC cannot be changed without the agreement of the members

10. Chair and the Senior Independent Director

- 10.1 The Directors may appoint one of their number to be the chair of the Directors for such term of office as they determine and may at any time remove him or her from office.



PETERBOROUGH CULTURAL ALLIANCE

- 10.2 The Directors may appoint one of their number to be the Senior Independent Director of the Directors for such term of office as they determine and may at any time remove him or her from office

11. Directors may delegate

- 11.1 Subject to the Articles, the Directors may delegate any of the powers which are conferred on them under the Articles:

11.1.1 to such person or committee;

11.1.2 by such means (including by power of attorney);

11.1.3 to such an extent;

11.1.4 in relation to such matters or territories; and

11.1.5 on such terms and conditions;

as they think fit.

- 11.2 If the Directors so specify, any such delegation may authorise further delegation of the Directors' powers by any person to whom they are delegated.

- 11.3 The Directors may revoke any delegation in whole or part, or alter its terms and conditions.

12. Committees

- 12.1 Committees to which the Directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the Articles which govern the taking of decisions by Directors.

- 12.2 The Directors may make rules of procedure for all or any committees, which prevail over rules derived from the Articles if they are not consistent with them.

DECISION-MAKING BY DIRECTORS

13. Directors to take decisions collectively

Any decision of the Directors must be either a majority decision at a meeting or a decision taken in accordance with Article 19.

14. Calling a Directors' meeting



PETERBOROUGH CULTURAL ALLIANCE

- 14.1 Two Directors may (and the Secretary, if any, must at the request of two Directors) call a Directors' meeting.
- 14.2 A Directors' meeting must be called by at least seven Clear Days' notice unless either:
- 14.2.1 all the Directors agree; or
- 14.2.2 urgent circumstances require shorter notice.
- 14.3 Notice of Directors' meetings must be given to each Director.
- 14.4 Every notice calling a Directors' meeting must specify:
- 14.4.1 the place, day and time of the meeting; and
- 14.4.2 if it is anticipated that Directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.
- 14.5 Notice of Directors' meetings need not be in Writing.
- 14.6 Notice of Directors' meetings may be sent by Electronic Means to an Address provided by the Director for the purpose.
- 15. Participation in Directors' meetings**
- 15.1 Subject to the Articles, Directors participate in a Directors' meeting, or part of a Directors' meeting, when:
- 15.1.1 the meeting has been called and takes place in accordance with the Articles; and
- 15.1.2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- 15.2 In determining whether Directors are participating in a Directors' meeting, it is irrelevant where any Director is or how they communicate with each other.
- 15.3 If all the Directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
- 15.4 The following bodies may nominate not more than one observer from each body to attend Director's meetings, though those individuals may not vote (unless he or she has become a Director through one of the means set out in article 23.2):
- Peterborough City Council (while providing significant funding to the Company)
 - Arts Council England (while providing significant funding to the Company)



PETERBOROUGH CULTURAL ALLIANCE

- Nene Park Trust (which acting as accountable organisation or host for the Company)

16. Quorum for Directors' meetings

- 16.1 At a Directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- 16.2 The quorum for Directors' meetings may be fixed from time to time by a decision of the Directors, but it must never be less than two, and unless otherwise fixed it is four.
- 16.3 If the total number of Directors for the time being is less than the quorum required, the Directors must not take any decision other than a decision:
- 16.3.1 to appoint further Directors; or
 - 16.3.2 to call a general meeting so as to enable the members to appoint further Directors.

17. Chairing of Directors' meetings

The Chair, if any, or in his or her absence, the Senior Independent Director, or if both are absent another Director nominated by the Directors present shall preside as chair of each Directors' meeting.

18. Decision making at a meeting

- 18.1 Questions arising at a Directors' meeting shall be decided by a majority of votes.
- 18.2 In all proceedings of Directors each Director must not have more than one vote.
- 18.3 In case of an equality of votes, the Chair shall have a second or casting vote.

19. Decisions without a meeting

- 19.1 The Directors may take a unanimous decision without a Directors' meeting by indicating to each other by any means, including without limitation by Electronic Means, that they share a common view on a matter. Such a decision may, but need not, take the form of a resolution in Writing, copies of which have been signed by each Director or to which each Director has otherwise indicated agreement in Writing.
- 19.2 A decision which is made in accordance with Article 19.1 shall be as valid and effectual as if it had been passed at a meeting duly convened and held, provided the following conditions are complied with:



PETERBOROUGH CULTURAL ALLIANCE

19.2.1 approval from each Director must be received by one person being either such person as all the Directors have nominated in advance for that purpose or such other person as volunteers if necessary (“the Recipient”), which person may, for the avoidance of doubt, be one of the Directors;

19.2.2 following receipt of responses from all of the Directors, the Recipient must communicate to all of the Directors by any means whether the resolution has been formally approved by the Directors in accordance with this Article 19.2;

19.2.3 the date of the decision shall be the date of the communication from the Recipient confirming formal approval;

19.2.4 the Recipient must prepare a minute of the decision in accordance with Article 478.

20. Conflicts of interest

20.1 Whenever a Director finds himself or herself in a situation that is reasonably likely to give rise to a Conflict of Interest, he or she must declare his or her interest to the Directors unless, or except to the extent that, the other Directors are or ought reasonably to be aware of it already.

20.2 If any question arises as to whether a Director has a Conflict of Interest, the question shall be decided by a majority decision of the other Directors.

20.3 Whenever a matter is to be discussed at a meeting or decided in accordance with Article 19 and a Director has a Conflict of Interest in respect of that matter then, subject to Article 21, he or she must:

20.3.1 remain only for such part of the meeting as in the view of the other Directors is necessary to inform the debate;

20.3.2 not be counted in the quorum for that part of the meeting; and

20.3.3 withdraw during the vote and have no vote on the matter.

20.4 When a Director has a Conflict of Interest which he or she has declared to the Directors, he or she shall not be in breach of his or her duties to the Company by withholding confidential information from the Company if to disclose it would result in a breach of any other duty or obligation of confidence owed by him or her.

21. Directors’ power to authorise a conflict of interest

21.1 The Directors have power to authorise a Director to be in a position of Conflict of Interest provided:

21.1.1 in relation to the decision to authorise a Conflict of Interest, the conflicted Director must comply with Article 20.3;



PETERBOROUGH CULTURAL ALLIANCE

21.1.2 in authorising a Conflict of Interest, the Directors can decide the manner in which the Conflict of Interest may be dealt with and, for the avoidance of doubt, they can decide that the Director with a Conflict of Interest can participate in a vote on the matter and can be counted in the quorum;

21.1.3 the decision to authorise a Conflict of Interest can impose such terms as the Directors think fit and is subject always to their right to vary or terminate the authorisation; and

21.2 If a matter, or office, employment or position, has been authorised by the Directors in accordance with Article 21.1 then, even if he or she has been authorised to remain at the meeting by the other Directors, the Director may absent himself or herself from meetings of the Directors at which anything relating to that matter, or that office, employment or position, will or may be discussed.

21.3 A Director shall not be accountable to the Company for any benefit which he or she derives from any matter, or from any office, employment or position, which has been authorised by the Directors in accordance with Article 21.1 (subject to any limits or conditions to which such approval was subject).

22. Register of Directors' interests

The Directors shall cause a register of Directors' interests to be kept. A Director must declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the Company or in any transaction or arrangement entered into by the Company which has not previously been declared.

APPOINTMENT AND RETIREMENT OF DIRECTORS

23. Methods of appointing directors

23.1 Those persons notified to the Registrar of Companies as the first Directors of the Company shall be the first Directors.

23.2 Any person who is willing to act as a Director, and is permitted by law to do so, may be appointed to be a Director:

- (a) by ordinary resolution; or
- (b) by a decision of the Directors; or
- (c) by election at a meeting of members convened for that purpose ;

23.3 In any case where, as a result of death, the Company has no members and no Directors, the personal representatives of the last member to have died have the right, by notice in writing, to appoint a person to be a member.



PETERBOROUGH CULTURAL ALLIANCE

23.4 For the purposes of Article 23.3, where two or more members die in circumstances rendering it uncertain who was the last to die, a younger member is deemed to have survived an older member.

24. Termination of Director's appointment

A person ceases to be a Director as soon as:

- (a) that person ceases to be a Director by virtue of any provision of the Companies Acts, or is prohibited from being a Director by law;
- (b) a bankruptcy order is made against that person, or an order is made against that person in individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
- (c) a composition is made with that person's creditors generally in satisfaction of that person's debts;
- (d) notification is received by the Company from the Director that the Director is resigning from office, and such resignation has taken effect in accordance with its terms (but only if at least two Directors will remain in office when such resignation has taken effect);
- (e) the Director fails to attend three consecutive meetings of the Directors and the Directors resolve that the Director be removed for this reason; or
- (f) at a general meeting of the Company, a resolution is passed that the Director be removed from office, provided the meeting has invited the views of the Director concerned and considered the matter in the light of such views.

25. Directors' remuneration

25.1 Directors may undertake any services for the Company that the Directors decide.

25.2 Directors are entitled to such remuneration as the Directors determine:

- (a) for their services to the Company as Directors; and
- (b) for any other service which they undertake for the Company.

25.3 Subject to the Articles, a Director's remuneration may:

- (a) take any form; and
- (b) include any arrangements in connection with the payment of a pension, allowance or gratuity, or any death, sickness or disability benefits, to or in respect of that director.



PETERBOROUGH CULTURAL ALLIANCE

- 25.4 Unless the Directors decide otherwise, Directors' remuneration accrues from day to day.
- 25.5 Unless the Directors decide otherwise, Directors are not accountable to the Company for any remuneration which they receive as Directors or other officers or employees of the Company's subsidiaries or of any other body corporate in which the Company is interested.

26. Directors' expenses

The Company may pay any reasonable expenses which the Directors properly incur in connection with their attendance at:

- (a) meetings of Directors or committees of Directors;
- (b) general meetings; or
- (c) separate meetings of any class of members or of the holders of any debentures of the Company,

or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the Company.

MEMBERS

BECOMING AND CEASING TO BE A MEMBER

27. Becoming a member

- 27.1 The subscribers to the Memorandum are the first members of the Company.
- 27.2 Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company.
- 27.3 A person who is a member may be an individual or an organisation.
- 27.4 No person shall be admitted a member of the Company unless he or she is approved by the Directors.
- 27.5 Every person who wishes to become a member shall deliver to the Company an application for membership in such form (and containing such information) as the Directors require and executed by him or her.

28. Termination of membership

- 28.1 Membership is not transferable to anyone else.

28.2 Membership is terminated if:

28.2.1 the member dies or ceases to exist;

28.2.2 otherwise in accordance with the Articles; or

28.2.3 at a meeting of the Directors at which at least half of the Directors are present, a resolution is passed resolving that the member be expelled on the ground that his or her continued membership is harmful to or is likely to become harmful to the interests of the Company. Such a resolution may not be passed unless the member has been given at least 14 Clear Days' notice that the resolution is to be proposed, specifying the circumstances alleged to justify expulsion, and has been afforded a reasonable opportunity of being heard by or of making written representations to the Directors. A member expelled by such a resolution will nevertheless remain liable to pay to the Company any subscription or other sum owed by him or her.

ORGANISATION OF GENERAL MEETINGS

29. General meetings

29.1 The Directors may call a general meeting at any time.

29.2 The Directors must call a general meeting if required to do so by the members under the Companies Acts.

29.3 Directors must call at least one general meeting a year which shall be the Annual General Meeting

30. Length of notice

All general meetings must be called by either:

30.1 at least 14 Clear Days' notice; or

30.2 shorter notice if it is so agreed by [a majority of the members having a right to attend and vote at that meeting. Any such majority must together represent at least [90%] of the total voting rights at that meeting of all the members].

31. Contents of notice

31.1 Every notice calling a general meeting must specify the place, day and time of the meeting, whether it is a general or an annual general meeting, and the general nature of the business to be transacted.

31.2 If a special resolution is to be proposed, the notice must include the proposed resolution and specify that it is proposed as a special resolution.



PETERBOROUGH CULTURAL ALLIANCE

31.3 In every notice calling a meeting of the Company there must appear with reasonable prominence a statement informing the member of his or her rights to appoint another person as his or her proxy at a general meeting.

32. Service of notice

Notice of general meetings must be given to every member, to the Directors and to the auditors of the Company.

33. Attendance and speaking at general meetings

33.1 A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.

33.2 A person is able to exercise the right to vote at a general meeting when:

33.2.1 that person is able to vote, during the meeting, on resolutions put to the vote at the meeting; and

33.2.2 that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.

33.3 The Directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.

33.4 In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other.

33.5 Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them.

34. Quorum for general meetings

34.1 No business (other than the appointment of the chair of the meeting) may be transacted at any general meeting unless a quorum is present.

34.2 Two persons entitled to vote on the business to be transacted (each being a member, a proxy for a member or a duly Authorised Representative of a member); or 10% of the total membership (represented in person or by proxy), whichever is greater, shall be a quorum.

34.3 If a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such time and place as the Directors may determine, and



PETERBOROUGH CULTURAL ALLIANCE

if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting those present and entitled to vote shall be a quorum.

35. Chairing general meetings

35.1 The Chair (if any) or in his or her absence, the Senior Independent Director or if both are absent some other Director nominated by the Directors will preside as chair of every general meeting.

35.2 If neither the Chair nor such other Director nominated in accordance with Article 35.1 (if any) is present within fifteen minutes after the time appointed for holding the meeting and willing to act, the Directors present shall elect one of their number to chair the meeting and, if there is only one Director present and willing to act, he or she shall be chair of the meeting.

35.3 If no Director is willing to act as chair of the meeting, or if no Director is present within fifteen minutes after the time appointed for holding the meeting, the members present in person or by proxy and entitled to vote must choose one of their number to be chair of the meeting, save that a proxy holder who is not a member entitled to vote shall not be entitled to be appointed chair of the meeting.

36. Attendance and speaking by Directors and non-members

36.1 A Director may, even if not a member, attend and speak at any general meeting.

36.2 The chair of the meeting may permit other persons who are not members of the Company to attend and speak at a general meeting.

37. Adjournment

37.1 The chair of the meeting may adjourn a general meeting at which a quorum is present if:

37.1.1 the meeting consents to an adjournment; or

37.1.2 it appears to the chair of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner.

37.2 The chair of the meeting must adjourn a general meeting if directed to do so by the meeting.

37.3 When adjourning a general meeting, the chair of the meeting must:

37.3.1 either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the Directors; and

37.3.2 have regard to any directions as to the time and place of any adjournment which have been given by the meeting.



PETERBOROUGH CULTURAL ALLIANCE

- 37.4 If the continuation of an adjourned meeting is to take place more than 14 days after it was adjourned, the Company must give at least seven Clear Days' notice of it:
- 37.4.1 to the same persons to whom notice of the Company's general meetings is required to be given; and
- 37.4.2 containing the same information which such notice is required to contain.
- 37.5 No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.

VOTING AT GENERAL MEETINGS

38. Voting: general

- 38.1 A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the Articles.
- 38.2 A person who is not a member of the Company shall not have any right to vote at a general meeting of the Company; but this is without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Company's debentures.
- 38.3 Article 38.2 shall not prevent a person who is a proxy for a member or a duly Authorised Representative from voting at a general meeting of the Company.

39. Votes

- 39.1 On a vote on a resolution on a show of hands at a meeting every person present in person (whether a member, proxy or Authorised Representative of a member) and entitled to vote shall have a maximum of one vote.
- 39.2 On a vote on a resolution on a poll at a meeting every member present in person or by proxy or Authorised Representative shall have one vote.
- 39.3 In the case of an equality of votes, whether on a show of hands or on a poll, the chair of the meeting shall not be entitled to a casting vote in addition to any other vote he or she may have.
- 39.4 No member shall be entitled to vote at any general meeting unless all monies presently payable by him, her or it to the Company have been paid.
- 39.5 The following provisions apply to any organisation that is a member ("a Member Organisation"):
- 39.5.1 a Member Organisation may nominate any individual to act as its representative ("an Authorised Representative") at any meeting of the Company;



PETERBOROUGH CULTURAL ALLIANCE

- 39.5.2 the Member Organisation must give notice in Writing to the Company of the name of its Authorised Representative. The Authorised Representative will not be entitled to represent the Member Organisation at any meeting of the Company unless such notice has been received by the Company. The Authorised Representative may continue to represent the Member Organisation until notice in Writing is received by the Company to the contrary;
- 39.5.3 a Member Organisation may appoint an Authorised Representative to represent it at a particular meeting of the Company or at all meetings of the Company until notice in Writing to the contrary is received by the Company;
- 39.5.4 any notice in Writing received by the Company shall be conclusive evidence of the Authorised Representative's authority to represent the Member Organisation or that his or her authority has been revoked. The Company shall not be required to consider whether the Authorised Representative has been properly appointed by the Member Organisation;
- 39.5.5 an individual appointed by a Member Organisation to act as its Authorised Representative is entitled to exercise (on behalf of the Member Organisation) the same powers as the Member Organisation could exercise if it were an individual member;
- 39.5.6 on a vote on a resolution at a meeting of the Company, the Authorised Representative has the same voting rights as the Member Organisation would be entitled to if it was an individual member present in person at the meeting; and
- 39.5.7 the power to appoint an Authorised Representative under this Article 39.5 is without prejudice to any rights which the Member Organisation has under the Companies Acts and the Articles to appoint a proxy or a corporate representative.

40. Poll votes

- 40.1 A poll on a resolution may be demanded:
- 40.1.1 in advance of the general meeting where it is to be put to the vote; or
- 40.1.2 at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared.
- 40.2 A poll may be demanded by:
- 40.2.1 the chair of the meeting;
- 40.2.2 the Directors;
- 40.2.3 two or more persons having the right to vote on the resolution;



PETERBOROUGH CULTURAL ALLIANCE

40.2.4 any person, who, by virtue of being appointed proxy for one or more members having the right to vote at the meeting, holds two or more votes; or

40.2.5 a person or persons representing not less than one tenth of the total voting rights of all the members having the right to vote on the resolution.

40.3 A demand for a poll may be withdrawn if:

40.3.1 the poll has not yet been taken; and

40.3.2 the chair of the meeting consents to the withdrawal.

40.4 Polls must be taken immediately and in such manner as the chair of the meeting directs.

41. Errors and disputes

41.1 No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid.

41.2 Any such objection must be referred to the chair of the meeting whose decision is final.

41.3 In the event of disputes involving the Chair, the Senior Independent Director will be responsible for mediation.

42. Content of proxy notices

42.1 Proxies may only validly be appointed by a notice in writing (a "Proxy Notice") which:

(a) states the name and address of the member appointing the proxy;

(b) identifies the person appointed to be that member's proxy and the general meeting in relation to which that person is appointed;

(c) is signed by or on behalf of the member appointing the proxy, or is authenticated in such manner as the directors may determine; and

(d) is delivered to the Company in accordance with the Articles and any instructions contained in the notice of the general meeting to which they relate.

42.2 The Company may require Proxy Notices to be delivered in a particular form, and may specify different forms for different purposes.

42.3 Proxy Notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.

42.4 Unless a Proxy Notice indicates otherwise, it must be treated as:

- (a) allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and
- (b) appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

43. Delivery of proxy notices

43.1 A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid Proxy Notice has been delivered to the Company by or on behalf of that person.

43.2 An appointment under a Proxy Notice may be revoked by delivering to the Company a notice in Writing given by or on behalf of the person by whom or on whose behalf the Proxy Notice was given.

43.3 A notice revoking the appointment of a proxy only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.

44. Amendments to resolutions

44.1 An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if:

44.1.1 notice of the proposed amendment is given to the Company in Writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chair of the meeting may determine); and

44.1.2 the proposed amendment does not, in the reasonable opinion of the chair of the meeting, materially alter the scope of the resolution.

44.2 A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if:

44.2.1 the chair of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed; and

44.2.2 the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution.

44.3 If the chair of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chair's error does not invalidate the vote on that resolution.



PETERBOROUGH CULTURAL ALLIANCE
WRITTEN RESOLUTIONS

45. Written resolutions

45.1 Subject to Article 45.3, a written resolution of the Company passed in accordance with this Article 45 shall have effect as if passed by the Company in general meeting:

45.1.1 A written resolution is passed as an ordinary resolution if it is passed by a simple majority of the total voting rights of eligible members.

45.1.2 A written resolution is passed as a special resolution if it is passed by members representing not less than 75% of the total voting rights of eligible members. A written resolution is not a special resolution unless it states that it was proposed as a special resolution.

45.2 In relation to a resolution proposed as a written resolution of the Company the eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the resolution.

45.3 A members' resolution under the Companies Acts removing a Director or an auditor before the expiration of his or her term of office may not be passed as a written resolution.

45.4 A copy of the written resolution must be sent to every member together with a statement informing the member how to signify their agreement to the resolution and the date by which the resolution must be passed if it is not to lapse. Communications in relation to written notices shall be sent to the Company's auditors in accordance with the Companies Acts.

45.5 A member signifies their agreement to a proposed written resolution when the Company receives from him or her an authenticated Document identifying the resolution to which it relates and indicating his or her agreement to the resolution.

45.5.1 If the Document is sent to the Company in Hard Copy Form, it is authenticated if it bears the member's signature.

45.5.2 If the Document is sent to the Company by Electronic Means, it is authenticated [if it bears the member's signature] or [if the identity of the member is confirmed in a manner agreed by the Directors] or [if it is accompanied by a statement of the identity of the member and the Company has no reason to doubt the truth of that statement] or [if it is from an email Address notified by the member to the Company for the purposes of receiving Documents or information by Electronic Means].

45.6 A written resolution is passed when the required majority of eligible members have signified their agreement to it.



PETERBOROUGH CULTURAL ALLIANCE

- 45.7 A proposed written resolution lapses if it is not passed within 28 days beginning with the circulation date.

ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS

46. Means of communication to be used

- 46.1 Subject to the Articles, anything sent or supplied by or to the Company under the Articles may be sent or supplied in any way in which the Companies Act 2006 provides for Documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the Company.
- 46.2 Subject to the Articles, any notice or Document to be sent or supplied to a Director in connection with the taking of decisions by Directors may also be sent or supplied by the means by which that Director has asked to be sent or supplied with such notices or Documents for the time being.
- 46.3 A Director may agree with the Company that notices or Documents sent to that Director in a particular way are to be deemed to have been received within an agreed time of their being sent, and for the agreed time to be less than 48 hours.

47. Irregularities

The proceedings at any meeting or on the taking of any poll or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or any want of qualification in any of the persons present or voting or by reason of any business being considered which is not referred to in the notice unless a provision of the Companies Acts specifies that such informality, irregularity or want of qualification shall invalidate it.

48. Minutes

- 48.1 The Directors must cause minutes to be made in books kept for the purpose:
- 48.1.1 of all appointments of officers made by the Directors;
- 48.1.2 of all resolutions of the Company and of the Directors; and
- 48.1.3 of all proceedings at meetings of the Company and of the Directors, and of committees of Directors, including the names of the Directors present at each such meeting;

and any such minute, if purported to be signed (or in the case of minutes of Directors' meetings signed or authenticated) by the chair of the meeting at which the proceedings were had, or by the chair of the next succeeding meeting, shall, as against any member or Director of the Company, be sufficient evidence of the proceedings.



PETERBOROUGH CULTURAL ALLIANCE

48.2 The minutes must be kept for at least ten years from the date of the meeting, resolution or decision.

49. Records and accounts

The Directors shall comply with the requirements of the Companies Acts as to maintaining a members' register, keeping financial records, the audit or examination of accounts and the preparation and transmission to the Registrar of Companies and the Regulator of:

49.1 annual reports;

49.2 annual returns; and

49.3 annual statements of account.

50. Indemnity

50.1 Subject to Article 50.2, a relevant Director of the Company or an associated company may be indemnified out of the Company's assets against:

(a) any liability incurred by that Director in connection with any negligence, default, breach of duty or breach of trust in relation to the Company or an associated company;

(b) any liability incurred by that Director in connection with the activities of the Company or an associated company in its capacity as a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006); and

(c) any other liability incurred by that Director as an officer of the Company or an associated company.

50.2 This Article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts or by any other provision of law.

50.3 In this Article:

(a) companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate; and

(b) a "relevant Director" means any Director or former Director of the Company or an associated company.

51. Insurance

51.1 The Directors may decide to purchase and maintain insurance, at the expense of the Company, for the benefit of any relevant Director in respect of any relevant loss.



51.2 In this Article:

- (a) a “relevant Director” means any Director or former Director of the Company or an associated company;
- (b) a “relevant loss” means any loss or liability which has been or may be incurred by a relevant Director in connection with that Director’s duties or powers in relation to the Company, any associated company or any pension fund or employees’ share scheme of the company or associated company; and
- (c) companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate.

52. Exclusion of model articles

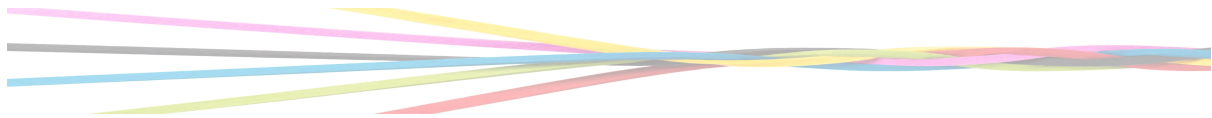
The relevant model articles for a company limited by guarantee are hereby expressly excluded.

INTERPRETATION

Defined terms

1. In the Articles, unless the context requires otherwise, the following terms shall have the following meanings:

Term	Meaning
1.1 “Address”	includes a number or address used for the purposes of sending or receiving Documents by Electronic Means;
1.2 “Articles”	the Company’s articles of association;
1.3 “Authorised Representative”	means any individual nominated by a Member Organisation to act as its representative at any meeting of the Company in accordance with Article 39;
1.4 “asset-locked body”	means (i) a community interest company, a charity or a Permitted Society; or (ii) a body established outside the United Kingdom that is equivalent to any of those;
1.5 “bankruptcy”	includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
1.6 “Chair”	has the meaning given in Article 10;
1.7 “chairman of the meeting”	has the meaning given in Article 35;
1.8 “Circulation Date”	in relation to a written resolution, has the meaning given to it in the Companies Acts;
1.9 “Clear Days”	in relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;
1.10 “community”	is to be construed in accordance with accordance with Section 35(5) of the Company’s (Audit Investigations and Community Enterprise) Act 2004;



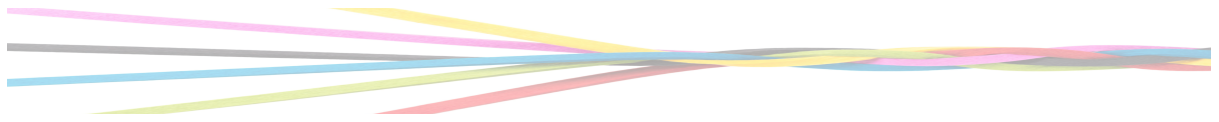
PETERBOROUGH CULTURAL ALLIANCE

- 1.11 “Companies Acts”** means the Companies Acts (as defined in Section 2 of the Companies Act 2006), in so far as they apply to the Company;
- 1.12 “Company”** PETERBOROUGH CULTURAL ALLIANCE CIC
- 1.13 “Conflict of Interest”** any direct or indirect interest of a Director (whether personal, by virtue of a duty of loyalty to another organisation or otherwise) that conflicts, or might conflict with the interests of the Company;
- 1.14 “Director”** a director of the Company, and includes any person occupying the position of director, by whatever name called;
- 1.15 “Document”** includes, unless otherwise indicated, any Document sent or supplied in Electronic Form;
- 1.16 “Electronic Form” and “Electronic Means”** have the meanings respectively given to them in Section 1168 of the Companies Act 2006;
- 1.17 “Hard Copy Form”** has the meaning given to it in the Companies Act 2006;
- 1.18 “Memorandum”** the Company’s memorandum of association;
- 1.19 “paid”** means paid or credited as paid;
- 1.20 “participate”** in relation to a Directors’ meeting, has the meaning given in Article 15;
- 1.21 “Permitted Registered Society”** “registered society” means –
- a. a registered society within the meaning given by section 1(1) of the Co-operative and Community Benefit Societies Act 2014; or
 - b. a society registered or deemed to be registered under the Industrial and Provident Societies Act (Northern Ireland) 1969;”
- 1.22 “Proxy Notice”** has the meaning given in Article 42;
- 1.23 “the Regulator”** means the Regulator of Community Interest Companies;
- 1.24 “Secretary”** the secretary of the Company (if any);



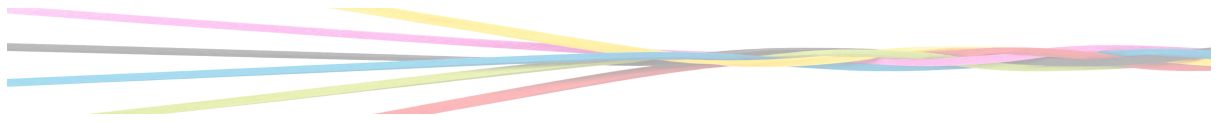
PETERBOROUGH CULTURAL ALLIANCE

- 1.25 “specified”** means specified in the articles of association of the Company for the purposes of this paragraph;
- 1.26 “subsidiary”** has the meaning given in section 1159 of the Companies Act 2006;
- 1.27 “transfer”** includes every description of disposition, payment, release or distribution, and the creation or extinction of an estate or interest in, or right over, any property; and
- 1.28 “Writing”** the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in Electronic Form or otherwise.
2. Subject to clause 3 of this Schedule, any reference in the Articles to an enactment includes a reference to that enactment as re-enacted or amended from time to time and to any subordinate legislation made under it.
3. Unless the context otherwise requires, other words or expressions contained in these Articles bear the same meaning as in the Companies Act 2006 as in force on the date when the Articles become binding on the Company.



PETERBOROUGH CULTURAL ALLIANCE

<i>Kate Hall</i>	<i>Jumped Up</i>
<i>Penny Hansen</i>	<i>Cresset Theatre</i>
<i>Sarah Haythornthwaite</i>	<i>Peterborough Presents (not a corporate body)</i>
<i>Rachel Nicholls</i>	<i>Peterborough College</i>
<i>Stephanie Peachey</i>	<i>Norfolk & Norwich Festival (as PHACE not incorporated)</i>
<i>Natalie Phillips</i>	<i>Selladoor</i>
<i>Ross Renton</i>	<i>Anglia Ruskin</i>
<i>Mark Richards</i>	<i>Metal</i>
<i>Sarah Wilson</i>	<i>Peterborough Ltd</i>



PETERBOROUGH CULTURAL ALLIANCE

Please ensure this form is placed at the top of your application, if posted to Companies House, and the Company Name is consistent throughout all documents

CIC 36

Declarations on Formation of a Community Interest Company

Please complete in typescript, or in bold black capitals.

Company Name in full

PETERBOROUGH CULTURAL ALLIANCE
Community Interest Company

SECTION A: COMMUNITY INTEREST STATEMENT – beneficiaries

1. We/I, the undersigned, declare that the company will carry on its activities for the benefit of the community, or a section of the community. [Insert a short description of the community, or section of the community, which it is intended that the company will benefit below]

The company’s activities will provide benefit to cultural, heritage and creative practitioners in Peterborough, audiences for such practitioners, creative and heritage enterprises and residents of Peterborough.

The mission of Peterborough Cultural Alliance is to foster and promote a vibrant culture in Peterborough. Our core object is to deliver the vision of the cultural strategy for Peterborough, in accordance with the values and recommendations of that strategy This culture will

- *Drive EXCELLENT ART and CELEBRATION OF HERITAGE*
- *CONNECT, REFLECT and INCLUDE Peterborough’s many diverse and isolated communities*
- *Be ENVIRONMENTALLY SENSITIVE and celebrate how people in Peterborough love and work with their environment*
- *Be an ECONOMIC DRIVER for creative industries, for tourism and for inward investment, growing skills valuable to all sectors*
- *Promotes and grows Peterborough as a CULTURAL DESTINATION welcoming visitors, businesses and communities*

COMPANY NAME

PETERBOROUGH CULTURAL ALLIANCE

SECTION B: Community Interest Statement – Activities & Related Benefit

Please indicate how it is proposed that the company’s activities will benefit the community, or a section of the community. Please provide as much detail as possible to enable the CIC Regulator to make an informed decision about whether your proposed company is eligible to become a community interest company. It would be useful if you were to explain how you think your company will be different from a commercial company providing similar services or products for individual or personal gain.

<p style="text-align: center;">Activities</p> <p>(Tell us here what the company is being set up to do)</p>	<p style="text-align: center;">How will the activity benefit the community?</p> <p style="text-align: center;"><i>The work of Peterborough Cultural Alliance will benefit our communities by meeting the objectives set in the new Cultural Strategy, which have not been achieved by previous purely commercial, quango or public sector interventions. We will deliver the community led objectives by:</i></p>
<p>Overseeing delivery of the adopted Cultural Strategy in accordance with its vision and values</p>	<ul style="list-style-type: none"> • growing a vibrant, diverse and resilient cultural sector which brings in audiences and practitioners from all over Peterborough and grows both economic and community resilience; • delivering on the expectations of the sector, audiences and partners identified through the development of the Peterborough Cultural Strategy
<p>Strengthen arts and heritage sectors by building partnerships with creative, voluntary, professional, business, education, public, learning and community bodies</p>	<ul style="list-style-type: none"> • developing joined-up marketing and promotion for the cultural life of Peterborough; • growing collaboration both for front-end content and data-sharing to build stronger markets for culture; • working with partners in health, care and education to maximise the benefits offered by cultural activity
<p>Strengthening connections between different stakeholder groups for the benefits of arts and heritage and to multiply leadership for the sector</p>	<ul style="list-style-type: none"> • ensuring cultural leadership is reflective of the whole city; • commissioning new art work and work in response to or celebrating our heritage, working with local and visiting practitioners; • promoting systems and processes which support practitioners and organisations to do better work and collaborate and innovate together.

<p>Connecting, reflecting and including Peterborough's many diverse and isolated communities</p>	<ul style="list-style-type: none"> • working with young people (under 25) to formulate their best way to interact with the Alliance and hold it to account, and ensure their input into programming, curation, participation and delivery • undertaking all this work in a creative, artist-led manner which is outcome focused, creates new art and connects to communities' immediate concerns • (Re)creating a network of heritage attractions to work together on promotion and marketing, to include a proactive approach to intangible and oral heritage • Ensuring a strong relationship between arts (contemporary practice) and heritage assets and activities • working with festivals to encourage participation and co-production across cultures and communities and increase awareness and joy in the diversity of Peterborough
<p>Taking leadership on significant cultural opportunities such as City or County of Culture</p>	<ul style="list-style-type: none"> • ensuring awareness of such opportunities • building relationships with key regional and national governance bodies which promote such opportunities • bringing partners together to assess strengths, weakness and resources • building proposals and bids where appropriate and ensuring maximum support from partners
<p>Maximising cultural investment from all sources (eg by brokerage, partnerships and skills development)</p>	<ul style="list-style-type: none"> • supporting cultural organisations to with all the other important elements of Peterborough's development, for the future • building resilience so culture supports and enables people at all stages of their lives • Developing and sustaining cultural investment for the long term in Peterborough, through leverage and growing capacity.
<p>Driving a Cultural Strategy that ensures cultural investment meets the core values of the strategy around connection, excellence and environmental stewardship</p>	<ul style="list-style-type: none"> • Supporting cultural organisations and partners to amplify and demonstrate those values in proposals for investment • Working with partners inside and outside the city to build understanding of those core values, for example through environmentally sustainable facilities management • Using cultural activities to promote those values eg in who is commissioned or in targeted audience development.

<p>Representing and being ambassadors for cultural Peterborough</p>	<ul style="list-style-type: none"> • Promoting the cultural life of Peterborough within the area to partners and audiences • Promoting the cultural life of Peterborough beyond the area to partners in all sectors • Working with tourism and marketing organisations to ensure the cultural life of Peterborough is achieving the maximum potential audiences and footfall • Engaging with regional and national networks and partnerships to ensure the cultural vibrancy and opportunities of Peterborough have clear representation.
<p>If the company makes any surplus it will be reinvested in the Peterborough Cultural Alliance programme of activities to grow capacity, collaboration and cultural innovation.</p>	

COMPANY NAME

PETERBOROUGH CULTURAL ALLIANCE

SECTION C:

1. We/I, the undersigned, declare that the company in respect of which this application is made will not be:

- (a) a political party;
- (b) a political campaigning organisation; or
- (c) a subsidiary of a political party or of a political campaigning organisation.

SECTION D:

If this section is not completed your application will be rejected.

TYPED NAMES ARE NOT ACCEPTABLE AND WILL BE REJECTED

*****SEE COVERING REPORT AND MEMORANDUM V1 FOR PUTATIVE LIST OF NAMES HERE*****



PETERBOROUGH CULTURAL ALLIANCE

Each person who will be a first director of the company **must** sign the declarations.

[Signed or scanned signatures are allowed.]

Signed	<input type="text"/>	Date	<input type="text"/>
Signed	<input type="text"/>	Date	<input type="text"/>
Signed	<input type="text"/>	Date	<input type="text"/>
Signed	<input type="text"/>	Date	<input type="text"/>
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Signed	<input type="text"/>	Date	<input type="text"/>

You do not have to give any contact information in the box opposite but if you do, it will help the Registrar of Companies to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SARAH TANBURN (Advisor to Peterborough Cultural Alliance)
Sarah.tanburn@workthewind.com
Tel: 07771 945945



PETERBOROUGH CULTURAL ALLIANCE

PREAMBLE TO ROLE DESCRIPTIONS AND CODE OF CONDUCT

*The Peterborough Cultural Alliance CIC will be run by a board of directors. The first Board will be a successor to the shadow Board, itself an extension of the Cultural Strategy Group which oversaw creation of the Cultural Strategy. It is envisaged this will run for **not more than 18 months** from incorporation of the company by which time the first Annual General Meeting will have been held. The Alliance will be working closely with both formal stakeholders and groups or networks representing cultural practitioners in heritage and arts in all sectors, and with community leaders.*

During that initial period, the Board may co-opt additional members as Directors see fit. By the end of the period, the Board will have determined:

- *The optimum number of Directors, and a minimum and maximum number*
- *The key relationships and networks which will strengthen the Alliance and further its objectives*
- *The target balance of representation, skills and capacity required*
- *Arrangements for the elections required at that first AGM*

The first Annual General Meeting (AGM) will elect from the Members sufficient Directors to fill at least 33% of the agreed maximum number. The elected Directors will then consider the need for further co-options if required to meet the target balance set out above, achieving at least the minimum number of Directors by co-option within three months of that first meeting.

In this description, 'directors' should be taken to mean all the members of that board. Partners and stakeholders means that network of individuals, groups and organisations active in the cultural life of Peterborough.

Chair Role Description

This is a non-political and non-partisan role.

Role Summary

The Chair will

- enable the Alliance to fulfil its responsibilities to work with partners to deliver the Cultural Strategy for Peterborough.
- Work in ways which uphold and embed the values of the Cultural Strategy
- Support and enable the network of partnerships and transparency envisaged in the Strategy
- Speak for culture (arts and heritage) in Peterborough and enable others to do so
- Recruit and hold to account the staff funded and managed by the Alliance

The Inaugural Chair will have a particular responsibility to

- Create a board or leadership group which represents and articulates the diversity and capacity of Peterborough and can speak for the area
- Establishing a formal structure which has the resilience and flexibility needed to deliver the strategic objectives



PETERBOROUGH CULTURAL ALLIANCE

- Develop and embed the networks and relationships which will enable cultural partnerships to and collaboration to grow
- Recruiting the first director and other staff
- Developing a long term funding model which builds resilience for the sector

He or she will act as an ambassador for culture in Peterborough, and support stakeholders, practitioners and audiences to do so.

Principal responsibilities

- **Provide leadership to the Alliance, its board and its partners with greatest impact for residents and visitors to Peterborough by**
 - Ensuring that a robust, resilient structure is created which reflects Peterborough
 - Ensuring that Alliance is capable of and oriented towards delivering the Cultural Strategy
 - Making sure that the Alliance is able to regularly review major risks and opportunities, and satisfy itself that systems are in place to take advantage of opportunities, and manage and mitigate the risks
 - Enabling the Alliance to develop a sound financial future, with systems in place to ensure financial accountability to partners and funders
- **Ensure that the governance arrangements are working in the most effective way for the Alliance by**
 - Developing the knowledge and capability of the members and key partners
 - Encouraging positive change where appropriate and addressing and resolving conflicts within the Alliances
 - Ensuring that the group of directors is regularly refreshed and incorporates the right balance of skills, knowledge and experience needed to lead the Alliance effectively, and which also reflects the values of diversity and priorities contained in the strategy
 - Working within any agreed policies adopted by the Alliance
- **Act as an ambassador for the cultural scene in Peterborough by**
 - Maintaining close relationships with key stakeholders and with key influences
 - Acting as a spokesperson for the Alliance and its partners when appropriate
 - Representing the Alliance and partners at external functions, meetings and events
 - Facilitating change and addressing any potential conflict with external stakeholders
- **Chair meetings of the Alliance, its partners and the directors, effectively and efficiently, bringing impartiality and objectivity to the discussion and decision making process and ensuring where necessary that decisions are made and recorded properly. In particular by**
 - Ensuring that directors are fully engaged and that decisions are taken in the best, long-term interests of the Alliance and the cultural scene in Peterborough
 - Fostering, maintaining and ensuring that constructive relationships exist with and between the directors, partner organisations and forums, and any staff



PETERBOROUGH CULTURAL ALLIANCE

- Working closely with the Director (when appointed) to give direction to Alliance development and ensuring that meetings are well planned, meaningful and further the objectives of the Cultural Strategy
 - Monitoring that decisions taken at meetings are implemented.
 - Attending of other committees or working groups when appropriate in the role as Chair
- **Establish and build a strong, effective and a constructive working relationship with the Director and any staff team by**
 - Steering a robust and effective recruitment process for the inaugural director and first members of staff
 - Ensuring they are held to account for achieving agreed strategic objectives
 - Supporting the Director, whilst respecting the boundaries which exist between the two roles
 - Ensuring regular contact with the Director and developing and maintaining an open and supportive relationship within which each can speak openly about concerns, worries and challenges
 - Conducting an annual appraisal and remuneration review for the Director in consultation with other directors
 - Ensuring that the Director has the opportunity for professional development and has appropriate external professional support

Additional information

The above list is indicative only and not exhaustive. The Chair will be expected to perform all such additional duties as are reasonably commensurate with the role.

The Chair will serve a three-year term to be eligible for re-appointment for one additional term in addition to the maximum seven year term served by Directors. There is the option to extend for a further year in exceptional circumstances. The additional year would be used to aid succession planning.

In addition to chairing the main Board meetings, the Chair has the right to attend partnership meetings, especially those which contribute to Alliance accountability to the wider cultural scene such as forums and meetings with funders.

Person Specification for the Chair

In addition to the qualities required of a director of Peterborough Cultural Alliance, the Chair must also meet the following requirements:-

Personal Qualities

- Demonstrate a strong and visible passion and commitment to the values, vision, objectives and recommendations of the Peterborough Cultural Strategy
- Personal gravitas to lead a significant local organisation
- Exhibit strong inter-personal and relationship building abilities and be comfortable in an ambassadorial role



PETERBOROUGH CULTURAL ALLIANCE

- Demonstrate tact and diplomacy, with the ability to listen and engage effectively
- Strong networking capabilities that can be utilised for the benefit of the charity
- Ability to foster and promote a collaborative team environment
- Ability to commit time to conduct the role well, including travel and attending events out of office hours

Experience

- Demonstrable experience of implementing strategic thinking via executive decision making & leadership
- Successful track record of achievement through their career
- Experience of working with or as part of a board of directors / Directors and in a complex, networked environment where building trust between organisations is key
- Experience of external representation, delivering presentations and managing stakeholders
- Significant experience of chairing meetings and events

Knowledge and skills

- Knowledge of the importance and value the arts and heritage bring to people's lives and the importance of creativity in building successful communities
- Strong leadership skills, ability to motivate staff and volunteers and bring people together
- Financial management expertise and a broad understanding of finance issues for cultural organisations
- Proven understanding of commercial performance, people management, leadership, objectivity and evaluation, assessment and scrutiny

Director Role Description

All directors should be committed to the Cultural Strategy and the role of the Alliance, and must aim to help the Alliance deliver the strategy most effectively for public benefit.

Main tasks

- Strategy: to help formulate and regularly review the Alliance's approach to delivering the Cultural Strategy, to develop effective plans and to agree overall policy.
- Performance: to evaluate performance against the Alliance's aims and the recommendations of the Strategy and to ensure that the activities, policy and practices of the Alliance are in keeping with the objectives, recognising that achieving the 2030 vision will be an evolving discussion
- Assurance: to understand the Alliance's role and any legal responsibilities and to ensure that the Alliance complies with the legal and financial requirements of the determined structure and governing documents

Main duties

- To be committed to good governance and to contribute to the Alliance's continued improvement including accountability to stakeholders, partners, practitioners and audiences



PETERBOROUGH CULTURAL ALLIANCE

- To support and reflect the vision, values objectives and recommendations of the Cultural Strategy at all times
- To contribute specific skills, interests and contacts to support the Alliance and directors reach sound decisions. This may involve scrutinising papers, leading discussions, focusing on key issues, or providing advice and guidance on new initiatives and generally acting as a “critical friend” in the areas of specialism that they bring to the Alliance.
- To follow the Code of Conduct at all times.
- To attend meetings, working groups and site visits, and actively contribute to discussion.
- To appoint the Director and staff and monitor their performance.
- To ensure the effective and efficient administration of the Alliance, and its financial health.
- To be an active director in exercising its responsibilities and functions.
- To maintain constructive relationships with staff.
- To take part in training and development sessions provided for the benefit of directors
- To fulfil such other duties and assignments as may be required from time to time by the Board.

Additional Information

Directors will serve a maximum of seven years, although the Chair may serve an additional three year term as chair (plus one enabling succession planning.)

Director Competencies and Skills Profile

Competencies

Directors should have a history of achievement that reflects high standards for themselves and for others and demonstrate how they can perform at the level needed to deliver the Cultural Strategy. The skills, knowledge and personal characteristics of the *directors as a group* should cover the following competencies:

Leadership

Able to demonstrate commitment and to remain focused in unpredictable circumstances. To be able to lead the organization and its partners through change and to shape the culture of the Alliance. To have high ethical standards and integrity.

Creative problem solving and innovation

Able to think creatively to analyse the viability of new ideas and identify future consequences across a wide range of issues.



PETERBOROUGH CULTURAL ALLIANCE

Communicating and Influencing

Able to anticipate and use the most effective approach to influence people and situations. Willing to encourage and listen to the views and opinions of others, and to be articulate and persuasive and able to build effective relationships. Able to constructively challenge and contribute to the development of strategy.

Decision Making

Able to reach conclusions based on a rational interpretation of available information, whilst keeping to the level of detail appropriate to the director's role.

Representing

Able to create and maintain a good image for the Alliance, and to demonstrate loyalty and build and manage external relationships. In particular, to be able to play an ambassadorial role, engaging with communities, practitioners, stakeholders and partners in furtherance of the Cultural Strategy

Business Awareness and risk management

To be able to interrogate and evaluate business propositions presented to the directors. Competent in the use of financial reports and able to assess whether the financial information is accurate and that financial controls and systems of risk management are robust and defensible.

Performance Management

Ability to scrutinise the performance of the staff in meeting agreed goals and objectives, and monitor the reporting of performance. Able to fulfill a prime role in appointing and, where necessary, removing senior management.

Team Working

Willing to challenge freely and constructively, but also to accept consensus decisions.

Cultural Strategy and objectives

Clear understanding of and empathy with the Alliance's role in delivering the Cultural Strategy. To live/work locally enough to participate in the cultural life of Peterborough as practitioner and/or audience

Self-management

Capacity to prepare well for meetings and demonstrate enthusiasm for and commitment to the work of the Alliance, respecting confidences and responding to issues requiring action between meetings.

Observer Role Description



PETERBOROUGH CULTURAL ALLIANCE

Key partners, especially funders, may wish to appoint observers to attend Board Meetings. This will normally be welcomed by the Board, subject to ensuring that requirements regarding privacy and confidentiality are adhered to in the conduct of business.

At the discretion of the chair, Observers may:

- Speak and play a full role in discussions
- Present information and advice for the Board from their relevant organisations or nominators

If a vote is required, Observers do not have a vote on matters considered by the Board. They are bound by the same Code of Conduct as Directors, particularly in relation to declaring conflicts of interest.

DRAFT Code of Conduct for Directors

Introduction

Whether the Alliance becomes a charity or a company, its directors and/or Directors will have legal duties and responsibilities. This Code is therefore necessarily a draft but seeks to encapsulate the expectations of probity, integrity and conduct that will be required.

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

Purpose of the Code

- To set out the relevant standards expected of Alliance directors in order to maintain the highest standards of integrity and stewardship.
- To ensure that Peterborough Cultural Alliance (the Alliance) is governed in an effective, open and transparent manner and that directors are accountable for their actions.
- To ensure a good working relationship with the staff.

The Code

General

1. Directors should ensure that the Alliance complies with its governing documents and is carrying out the purposes for which it was set up, and no other purpose.
2. Directors should support the objects and mission of the Alliance, championing its work and using any skills or knowledge they have to further that mission.
3. In all their dealings as directors, directors must act in the best interests of the Alliance.



PETERBOROUGH CULTURAL ALLIANCE

4. Directors must act with probity and diligence, manage the Alliance's resources responsibly and should take and consider professional advice on anything in which the directors do not have expertise themselves.
5. Directors must administer the Alliance and all its assets in the interests of current, potential and future beneficiaries. This includes:
 - a) Not taking inappropriate risks with the Alliance's assets or reputation
 - b) Not over-committing the Alliance
 - c) Taking special care when investing or borrowing
 - d) Complying with any restrictions on spending funds
 - e) Checking that appropriate procedures and safeguards are in place to ensure adherence with the above
6. Directors should hold themselves accountable to the [Charity Commission/other regulator] and the Alliance's beneficiaries for the directors' decisions and the performance of the organisation.
7. Directors should uphold the values of the Alliance and the Cultural Strategy, behave with integrity and conduct themselves in a manner which does not damage or undermine the reputation of the Alliance, or its staff individually or collectively.
8. Directors should take into account how the Alliance is perceived by other people, other organisations involved with the organisation and the public. They should make sure that the Alliance operates responsibly and ethically, in line with its own aims and values.
9. Directors must make balanced and adequately informed decisions which should be taken as a group together and accept joint responsibility for them. The extent to which any one director or a committee of directors is empowered to speak for or take action on behalf of the Alliance must be a matter for all directors to decide and record together.
10. In order to develop a working knowledge of the Alliance and to assist in carrying out their role, directors should endeavour to maintain links and keep in touch with the Alliance, its staff and partners by participation in the cultural life of Peterborough.
11. Directors should participate in induction and training and share ideas for improvement with the group of directors.

Managing interests

12. Directors must not receive any benefit from the Alliance unless it has been properly authorised and is clearly in the organisation's interests; this includes anyone who is financially connected to the director, such as a partner, dependent child or business partner.
13. If a Director perceives an occasion of potential conflict (notably if a practitioner might wish to be considered for a commission wholly or partly funded by the Alliance), they must excuse themselves from all discussion of the issue giving rise to conflict from the earliest opportunity.
14. Directors should avoid putting themselves in a position where their duty to the Alliance conflicts with their personal interests or loyalty to any other person or body. Directors who sit on the



PETERBOROUGH CULTURAL ALLIANCE

Alliance as the nominee or representative of a group or organisation, must accept that their sole responsibility is to the Alliance, not to their nominating group or body.

15. Directors must aim to foresee and avoid any conflict of interest. Where one arises, a director must at once declare the interest and not participate in any discussion or vote taken on the matter by the other directors. A failure to declare a conflict of interest will be considered a breach of this Code. Any transaction under which the director will benefit either directly or indirectly must have proper legal authority.

Compliance

16. Directors should, with the help of the staff, formulate and review the Trust's vision, values and long term strategy as well as policies for its delivery.
17. With the assistance of the staff, partners and appropriate professional advisers, Directors should ensure that the Alliance complies with regulatory and statutory requirements and must exercise overall control over the organisation's financial affairs.
18. Directors should have a commitment to the development and implementation of good practice and continuous improvement throughout the Alliance's objectives.
19. Directors must be familiar with and keep under regular review the rules and constitution of the Alliance. Any changes must be made in accordance with constitutional and legal requirements.

Meetings of the Directors

20. Directors should give enough time, thought and energy to their role, for example by preparing for, attending and actively participating in all directors' meetings. Repeated failure to attend meetings and/or giving apologies for absence will result in the matter being raised by the Chair.
21. Unless there are exceptional or genuinely unforeseen circumstances, apologies for absence should be given at least 48 hours in advance of any meeting. Directors who are unable to attend a meeting are nevertheless encouraged to submit written comments on the papers in advance to the Chair.
22. Conflicts of interest should be notified 48 hours in advance of the meeting to allow the Chair to consider how the conflict is to be managed at the meeting. At every meeting Directors must state their interests where these might conflict or be seen to conflict with the aims and interests of PCA.
23. Directors should bring a fair and open minded view to all discussions of the Alliance and should ensure that all decisions are made solely in the interests of the organisation and its beneficiaries.
24. The board recognises, respects and welcomes diverse, different and, at times, conflicting directors' views. Where significant differences of opinion arise, directors should take time to consider the range of perspectives and explore alternative outcomes, respecting alternative views and the value of compromise in Board discussions.



PETERBOROUGH CULTURAL ALLIANCE

25. Following discussion and decision making, directors must act in support of the overall decision. Those who strongly disagree with a particular decision may ask to have their objection minuted. A director who regularly and strongly cannot support Alliance decisions should consider their position.
26. Confidential information or material (relating to users, beneficiaries, members, staff, commercial business, etc) provided to, or discussed at an Alliance meeting must remain confidential. Directors are responsible for the security of these items outside of the meeting.
27. Directors have a responsibility to develop and ensure the maintenance of a properly constituted, balanced and competent group of directors including clear procedures for selection, election, training, retirement and if necessary, removal of directors and to ensure arrangements are followed for recruiting the Chair and staff team

Relations with others

28. Directors will promote diversity and the different voices within Peterborough contributing to the cultural vision.
29. Directors will respect the different roles and boundaries of the staff, volunteers, stakeholders, partners and others involved in the cultural scene. Directors should work in accordance with the defined roles for the Chair and staff.
30. Directors should provide oversight and direction to the Alliance and support and constructive challenge to the organisation and its staff.
31. Directors must ensure there is a clear understanding of the scope of authority delegated to the staff. Directors should be careful, collectively and individually, not to undermine it by word or action. Directions given to the staff must come from the Chair or the group of directors as a whole, and not from individual directors.
32. Directors should act fairly and in accordance with good employment and equal opportunities principles in making decisions affecting the appointment, recruitment, professional development, appraisal, remuneration and discipline of the staff.
33. Directors will not make public comments about the organisation unless specifically authorised to do so. Any public comments made about the Alliance must be considered and in line with Alliance policy, whether made as an individual or as a director.

34. Leaving the Board

35. Directors recognise that substantial breach of any part of the Code may result in procedures being out in motion that may result in a director being asked to resign

THE COLLABORATIVE PROGRAMME

11 August 2022

By Sarah Tanburn

CSG is asked to consider:

- Any potential catchy names for the programme
- Note the update so far

This report follows on from the comprehensive report discussed on 14 July. Readers wanting to understand the context should refer to that report.

1. At the last meeting, the board agreed to adopt a continuation approach to the work begun last year, but with specific targeted requests or openings for new opportunities which have emerged in the intervening months. The key question around any expansion will be what has changed since last November based on a sustainable evolution.
2. Board members who are aware of projects which fit with the values and objectives for the programme (particularly regarding connection and diversity) may wish to refer them to me for follow-up. The following potential gaps in relation to the recommendations of the Strategy remain to be considered. The Board may decide these are not best answered in the demonstrator programme but we should be able to position them firmly somewhere.
 - *Collaborative marketing* of Peterborough is a key issue but not covered here. Where and how do we progress this if not in this programme? How does this build on the data work?;
 - Work with both *black and minority ethnic and rural communities*. These, alongside young people, are identified as key targets of the Strategy yet none of these projects, as yet, are explicitly focused on them in the way there is a three project strand focused on young people;
 - *City/County of Culture* is a key objective of the PCA and relate to PCC and CPCA decisions. If the decision is to proceed either for 2029 or 2034 (assuming it continues in its current form) then the timing of this programme as a whole will be crucially important and should inform all the curatorial and evaluation decisions;
 - *Heritage*: although there are two heritage propositions in the mix, they are arguably focused on the smaller scale. In particular, should the revival of the Heritage Festival figure in the programme?
3. The following criteria will be relevant to all proposals in the final Collaborative Programme:

PETERBOROUGH CULTURAL ALLIANCE

Criterion	Comment
Fit with the Cultural Strategy	Delivery against the principles; delivery of the recommendations; gaps and opportunities
Diversity and connection	Who has had the chance to make proposals; what expectations can be put on existing ideas, how can we broaden originators?
Partnership	Is this a multi-partner project? Does it bring new people to the table and keep them there?
Learning	How do we build in and share learning from this proposal?
Maturity of proposals	How ready are they now? How ready by October/November? How ready do they need to be? What level of Board/my input will they need to be ready?
Financial issues	Is this fundable? By whom? Does the proposer understand funding requirements and are they able to do the necessary work?
Partner capacity	Can the partners do this? How do we know?
PCA and members capacity	Can we deliver the requirements of such an approach? Eg development and/or assessment of proposals
Appetite for risk	What level of risk can we take on failure? Are some projects 'cannot fail' but others may not work? What does catastrophe look like?
Excitement and joy	Do we love this? Will it be amazing, beautiful, inspiring and fantastic?



PETERBOROUGH CULTURAL ALLIANCE

4 The current outline looks as below. I have removed financial figures at this point given the work still to do:

Element	Lead person/organisation	Other partners	Comments/short updates
Peterborough Cultural Alliance	SCT and MB leading on formalities though whole Board is the strand steering group. See other items on this agenda		PCC contribution likely to be focused on this
Cultural Forum, Heritage network and other elements of the relationship network	Jumped Up/KH	Peterborough Limited	Numbers to be confirmed.
Learning & Evaluation	Sarah H, PP	All partners in the programme as a whole. 10K for building the data model may be too light: outcomes of Transition Programme key in shaping this.	Brings together several strategy strands and key to framing whole programme.
Heritage accelerator	Museum / SW	Heritage Network, Peterborough Archives Service, Library Service, Peterborough Presents?	Discussion needed
Matchmakers for talent development	Metal &/or Jumped Up	Scottee, Talia Randall, Darren Pritchard ?	Metal/Jumped/SCT and others to frame this further following NPO processes, with emphasis on ensuring partnerships and matches meet Peterborough's requirements.
Festival Production Manager	?? – should this be PCA when formed	Festivals, Metal, Eastern Angles	Metal, Eastern Angles, SCT to discuss
Outside In street arts	Street arts hire /NM	TBC	Discussion needed with NM



PETERBOROUGH CULTURAL ALLIANCE

Element	Lead person/ organisation	Other partners	Comments/short updates
Peterborough Collective (was Creative Conversations)	Festival Bridge	? Schools, Phace, UROCK?	See separate update from Steph P. NB complexities of Bridge uncertainty.
Right Now Right Here Zine	Jumped Up/ KH	? Artists residencies, young people	Possible interlink with NPO decisions
Creative Careers	Festival Bridge	UCP, ARU, schools, other training organisations, Music Hub, Selladoor	See separate update from Steph P. NB complexities of Bridge uncertainty.
Crypto Art	Digital Peterborough / JF	??	SCT seeking discussion with Joff at Digital Peterborough
Museum spaces and displays	Museum / SW	Heritage Network, Peterborough Archives Service, Library Service, Peterborough Presents?	SW and SCT discussion
Dance Everywhere	UCP / [RN]	Schools and dance teachers, a core venue, Addict Dance Leicester, Stamford College	To be followed up after summer holidays
Support to buy Chauffeurs Cottage	Metal	The range of tenants there; PCC; HLF	Metal considering issues.

And finally

5 *Is there a better brand for the programme?* It always helps to have a good name and I am very bad at dreaming them up.

Next Steps

- 6 Proposals to meet the gaps and areas of concern are welcome. They will need to show (at least) their compliance with the principles, who is involved, their approach to funding (if only in outline) and the anticipated budget – as set out in the July report.
- 7 Significant work is obviously needed on funding and budgets. All project leads will need to enable this to be presented across the years of the programme (22/23 is year 0 through to year 3 which is 25/26). We will also want to see a programme which is sustained and flourishing throughout the three years.

The overall expectations on match funding and the ceiling on bidding of £1m must be considered together in the final review of the programme. This does not necessarily entail match funding, or a match funding target, for every element, but it does mean every project lead must identify other sources and (for guidance) put a contribution of at least 10% from other sources.

- 8 The timeline of the Transition Programme envisaged a preliminary decision on programme content in September (possible additional meeting required) and a finalised programme by the end of October. However, it is already clear that given both NPO and PCC decision making timetables we are likely to be looking at decisions in October to November.



THE COLLABORATIVE PROGRAMME

11 August 2022

Draft template requesting information for the Programme

Following a very useful discussion with Liz Knight at UCP, I have drafted a short template for people leading or proposing projects for the Collaborative programme.

The Board is asked to comment so we can trial it with UCP and then seek its completion for all elements.



TEMPLATE

This form asks for basic information about your proposal for the Collaborative Programme being put together by the Cultural Alliance as a bid to the Arts Council England as a priority place. (See <https://www.artscouncil.org.uk/ProjectGrants> for detail on the overall programme.)

The Collaborative Programme is a three year initiative to ***demonstrate and embed the values and vision of the Cultural Strategy.***

We want projects that have multiple partners involved and bring joy to people's lives. We are especially keen on work which revolves around young people, people from ethnic minority communities or rural communities. The Strategy encompasses all art forms as well as heritage, so don't be shy. And we want to build both audiences and cultural practice across Peterborough, while promoting the place as an exciting destination for residents, businesses and students. See www.peterboroughculturalstrategy.org.uk if you need more background, or contact sarah.tanburn@workthewind.com.

We will be aiming to submit by the end of 2022. The Arts Council will need up to 20 weeks to assess the programme. The start date should therefore not be before June 2023 and the end date by June 2026.

The maximum ACE bid is £1m. However, we hope to make a bigger programme with additional sources of finance, and we will need to show leverage to the Arts Council. This template asks about your options for additional finance but you do not need any commitments at this stage. Note that the ACE funding cannot be used to subsidise your mainstream activities if (for instance) you are an educational institution.

Please send this to sarah.tanburn@workthewind.com by [23 September]. She will be contacting you with follow-up questions and needing more detail. We have not put word or character limits on this template (because we hate them) but be sensible in your expectations about reading time.

If you have not been invited to submit a template but you have a great project that you think fits the bill, please contact Sarah first before doing a lot of work.



PROJECT TITLE	
LEAD AGENCY	
WHAT DO YOU PLAN TO DO?	
WHAT DIFFERENCE WILL IT MAKE TO THE LIVES OF PARTICIPANTS?	
LEAD CONTACT EMAIL AND TELEPHONE	
WHEN WOULD THE PROJECT START?	
WHAT WOULD BE THE MAIN MILESTONES?	
WHEN WILL IT END?	
DO YOU HAVE ANY PROPOSALS FOR LEGACY OR CONTINUATION OF THE WORK?	
WHAT WILL BE THE TOTAL COST OF THE PROJECT?	(NB: These figures can be very approximate but are crucial to give us a sense of scale and spread. By the time we submit, of course, they will need more detail and reasoning.)
PROVIDE THAT COST BROKEN DOWN ACROSS 23/24, 24/25 AND 25/26	
DO YOU ALREADY HAVE ADDITIONAL SOURCES OF FUNDING IN MIND? IF SO, WHAT AND HOW MUCH MIGHT THEY CONTRIBUTE?	
GIVEN THOSE ANSWERS, HOW MUCH WOULD YOU HOPE TO BID FOR IN THE COLLABORATIVE PROGRAMME?	
WHO WILL BE YOUR PARTNER ORGANISATIONS IN THIS PROJECT?	(NB: The Collaborative Programme will only very exceptionally consider single organisation proposals.)



WHAT WOULD BE THEIR ROLE?	
ARE THEY ALREADY ENGAGED WITH THE PROJECT?	
WHO WILL BENEFIT FROM THE PROJECT?	(Is the project targeted on specific communities/demographics. Why? Any thoughts on numbers of participants or audiences.)
WHERE WILL THE PROJECT TAKE PLACE?	
WHY THIS PROJECT? WHY DO YOU WANT TO DO IT, AND WHY SHOULD IT BE PART OF THE COLLABORATIVE PROGRAMME?	

Please complete the table below describing how your project meets these objectives:

Objective	Comment	PROJECT COMMENTARY
Fit with the Cultural Strategy	Delivery against the principles; delivery of the recommendations; gaps and opportunities	
Excitement and joy	Do you love this? Will others? Will it be amazing, beautiful, inspiring and fantastic?	
Diversity and connection	Who has had the chance to be part of this? How broad are your originators and decision-makers? Can it be better?	
Partnership	Is this is a multi-partner project? Does it bring new people to the table and keep them there?	



Objective	Comment	PROJECT COMMENTARY
Learning	How do you build in and share learning from this proposal?	
Maturity of proposals	How ready are you now? How ready by November 2022? How ready do you need to be or can we build in a period of R&D? What level of input and from whom will you need to be ready?	
Financial issues	Is the project fundable? By whom? Have you understood funding requirements and are you able to do the necessary work?	
Partner capacity	Can the partners show that you can do this?	
PCA and members capacity	Can PCA deliver the requirements of such projects?	
Appetite for risk	What level of risk of failure do you foresee? What would failure look like? How bad would it be?	

Progress report on the Creative Collective and the Creative Pathways work

Steph Peachey

10 August 2022

This is a paper to update the PCA on progress. PCA is asked to consider the following:

- PCA members are asked to be ready to share recruitment info from the Peterborough Collective with their networks when required.
- PCA members are asked to consider how the Collective can advise on the planned approach to the Collaborative Programme and Demonstrator Projects
- PCA members are asked to support the data collection required for the next stage of the Creative Careers Pathway work

1. Peterborough Collective

The group have chosen to rename as the Peterborough Collective and are considering branding. We met on 18th July for the third meeting and the group meet again on 15th August.

- Recruitment

The Collective agreed the group should have between 8 – 10 members, aged 16 – 24 but that channels should be established to consult with children and young people from primary and secondary age groups. They are aiming for a launch of the Collective in the autumn term and have developed a set of skills that they are looking to recruit to, with a focus on diversity of art form, cultural background, different community groups and interests. They plan to recruit via an EOI process, running some drop-in sessions in spaces across the city and starting a social media group to promote and boost interest.

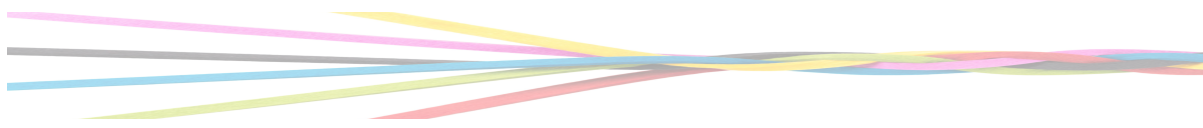
- The Collaborative Programme

The Collective asked to see PCA plans about the Collaborative Programme and Demonstrator projects, feeling that this was a great opportunity to test out how they can best act as our advisors. They were hoping to invite PCA co-chairs to their next meeting for an informal chat about how the Collective could support the development of the Collaborative Programme and the grant application process. MB and KH are both on holiday. SP suggested a zoom chat with ST as a starting point.

- Activity to be led by the Collective

Members were interested renewing the Peterborough sign outside the station to be more representative of the city's rich cultural offer as a window into the city. Following advice from the PCA, they are broadening their view now to think about other visual profile opportunities that would reach a broad audience.

Festival Bridge is able to support this work until March 2023 with the next stage unknown until October. With the support of The Mighty Creatives as mentors for the Collective, in this time it aims to achieve proof of concept by testing the Collective structure, the recruitment



PETERBOROUGH CULTURAL ALLIANCE

processes, the advisory capacity and the first phases of Collective-led activity. It will also facilitate good connectivity with Right Here Right Now, and with Peterborough Music Hub.

2. Creative Careers Pathways

No further progress has been made since the group met in June. The proposal for activity is below and as mentioned in previous papers further work/discussion needs to happen around:

1. Capturing the value and the need required for a funding bid
2. Including vocational qualifications/ T Levels in our thinking – T levels require a significant amount of work experience hours
3. Understanding where work experience opportunities are currently offered
4. Measuring what we really know about parents and their impact on young people’s choices

Ahead of a September meeting and after results are announced Festival Bridge will aim to gather data from GCSE, A level, BTEC and FE/HE courses in terms of attainment and take up. With partners we also need to map where existing activity already takes place and agree what we need to invest in terms of our own existing resource, different investment sources that might be available and in terms of new investment into this piece of work. This will put the meat on the bones of the activity plan.

3. Creative Career Pathway Proposed Action Plan

We think Peterborough has Further and Higher Education settings that are champions for arts, culture and creativity. We think secondary schools are struggling – the ambition may be there to place arts, culture and creativity within the curriculum and in the school day but capacity is tight.

In May 2020 there were 920 creative businesses registered in Peterborough, excluding businesses, freelancers, and self employed who don’t pay VAT.

When Arts Council visited Peterborough, they noted the potential here for innovation around young people and creative skills. **We believe Peterborough could be a destination for young people wanting to study creative subjects.**

This would look like:

1. Great regular connections in place between Peterborough College and University Centre Peterborough with Peterborough’s secondary schools.

Getting in:	Getting out: Supporting young people with go-sees to experience	Getting real:
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Creative people into schools to meet Gatsby requirements.	creative workplaces, venues, art forms	Developing a culture of real world experiences e.g. live briefs
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2. Recognition and active use of the creative assets across the city by young people as part of their GCSE and BTEC courses, as part of FE and Sixth Form provision and at HE level

Getting in: Professionalising spaces in schools – maximising on relationships with national organisations	Getting out: Use of the Media Lab, Key Theatre, New Theatre Production ambitions	Getting real: Opportunities are also informed by the needs of local employers
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3. Parents believing in the value of creative careers choices and in developing creative skills

Getting in: A PR campaign via schools to reach families for creative skills and creative jobs	Getting out: Open Days/ Take Overs which welcome parents to venues/ colleges	Getting real: Underpin PR with the most up to date data
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4. Young people’s careers pathways being actively supported - including those taking a freelance route

Getting in A mentoring programme for young creatives in the city	Getting out Engaging Peterborough young creatives in wider creative networking	Getting real Real work experiences available in the city
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Update on Data Strand (circulated on email due to illness)

The Audience Agency (TAA) have started, at pace, on this project.

- The timescales are as follows:
 - o Scope of brief confirmed – w/c 25 July
 - o One to one conversations – w/c 1 August – 17 August
 - o Data gathering cut off point – Monday 15 August
 - o Data analysis – w/c 15 August- 22 August
 - o Cultural engagement snapshot – w/c 22 August
 - o Workshop – 7th September, 10.30am – 12.30pm. Venue to be confirmed
 - o Final write-up and reporting delivered – by 19 September
- I have attached the Project Initiation Document drawn up by The Audience Agency for info (financial details redacted from publication)
- We have agreed with TAA that we should focus on a sample group working through what a data framework might look like. This draws on the Cultural Alliance membership. We did look at drawing in the likes of Lamphouse Theatre, Peterborough Sings etc, to add scale and extend the interest in the project, but decided that the timescales might not make this appropriate. They could be invited to the workshop though.
- The sample group, and those involved in 1-2-1 conversations, include:
 - o Metal, Peterborough Presents / NPT, Jumped Up Theatre, Sellador (new Theatre and Key Theatre), The Cresset, Peterborough Museum and Art Gallery (Sheena), Eastern Angles.
 - o They will also meet with Rachel Nicholls (unfortunately on leave), Ray Hooke (PCC), Rebecca Mills (Opportunity Peterborough), Jamie Fenton (PCC) to access other data sets
 - o They are currently getting permissions to access the existing data of those organisations above to give us a baseline
- TAA have contacted all involved and are arranging meetings. They have provided details of how sharing of data complies with GDPR.

Actions:

- For those involved to agree what data they can share and send this securely to TAA by 15th August.
- Jamie F to nudge Ray Hooke to get in touch with TAA
- They are keen to meet with Dave at the Cathedral (emailed but no response)
- Put the workshop date in diaries
- Can anyone host the workshop?

Nene Park – Peterborough Cultural Alliance: a shared data framework P4640

Project Initiation Document (PID)

Version 1

The following document outlines the services commissioned and to be delivered by The Audience Agency. The following provides an outline of our agreed services for contracting purposes which may be subject to review following the Project Initiation Meeting.

Project outline

TAA will support the Peterborough Cultural Alliance in developing a shared data framework to inform future audience development and place-making for culture in the city. This is required in the context of a new Cultural Strategy for the city and should be designed to enable the members of the Alliance to be able to deliver on the strategy collaboratively.

Project objectives

The study will aim to:

- Determine the key benefits, outcomes and outputs of a framework for the Peterborough Cultural Alliance – focused on the key research questions and decisions which require evidence.
- Scope out an ‘ideal’ framework.
- Test an ‘ideal’ framework against existing data already being collected and which could be collated.
- Stress test an ‘ideal’ framework against the resources available across the sector and the practicalities of delivering on the framework going forward.
- Make final recommendations for a staged introduction of a framework which is proportionate and practical – which can be considered in stages, with the benefits, outcomes and outputs of each stage clearly outlined – and crucially which can be agreed by members of the Alliance.
- Provide a detailed approach to an initial year of data collection to provide a baseline from which targets can be set.

The understanding is that the approach is to be focused on attendance or participation at recognised events and activities i.e. at this stage it is not about work which is confined to particular communities or engagement that might be covered by ‘everyday creativity’.

The results of this work will be included in a bid for further work to be submitted in October 2022.

Project delivery

To develop the shared framework the following stages will be delivered.

1. Project Scope

Through initiation meeting and Project Initiation Document, agree the scope of the task including parameters; partners; and time frame for delivery.

2. Consultation

One to one consultations with Alliance members (focused on a core group of 5 members in the initial stages, who have a reasonable capability to deliver on a data collection framework and can be involved over a period of a year to create a baseline). These would be focused on what data is collected, what format, how often, sample size, robustness and how that data is used for reporting, planning and/or advocacy.

3. Data review and Snapshot

Initially, an audit of available data on cultural engagement and related datasets to understand the scope of existing data to describe a picture for Peterborough. Followed by a desk-based exercise to bring together a snapshot of engagement with cultural activity across Peterborough's population, drawing on data available:

- From Audience Finder dataset (ticketing and surveys),
- Members of the Peterborough Cultural Alliance
- Place in a broad context, including population demographics and with reference to Cultural Participation Monitor findings for the region and specific population segments

This will provide an overview of who is and is not engaging with cultural in the Peterborough population and therefore give a sense of potential.

Undertake an audit of other datasets which may complement an understanding of the potential for cultural engagement in Peterborough e.g. on leisure engagement, health and well-being data and others held by either Peterborough City Council or the Joint Authority for Peterborough and Cambridge. Consider whether and how the datasets could work alongside each other.

Output: Presentation in the next workshop stage of an overview of cultural engagement for the Cultural Alliance using existing data – this will identify the strengths and weaknesses of current practice.

4. Workshop

A workshop to discuss developing practice, practicalities, approaches and needs of the group - discussion of the key research questions of the group and the strategic decisions (suggested in the cultural strategy) which should be informed by evidence. The purpose of the workshop will also be to co-design a set of principles agreed by all organisations in relation to data collection, including adherence to GDPR.

5. Reporting and guidance

- Provide a draft framework for consultation, which can be presented to the Alliance.



PETERBOROUGH CULTURAL ALLIANCE

- Deliver a final framework with a guide and presentation materials (including for a first year of data collection).

Output: A final report will set out the benefits, technicalities of the approach, a staged process and the outputs. The report will be accompanied by a practical ‘guide’ and presentation material which outline the benefits. The guide will include an approach to an initial year of data collection, data collection protocols.

Project risks/considerations

- All members of the Cultural Alliance to be transparent and open about the data they collect, how they collect it and their own internal resource for achieving this.
- Organisations available for one to one conversations and the workshops within the timescale – deadline for one to one conversations 17 August.
- Organisations to make data available for the snapshot view – deadline Monday 15 August.
- Organisations to sign up to data collection for a year.
- Monique Ricketts annual leave 18-22 August, 30 August.
- Penny Mills annual leave to 31 August.

Project team – The Audience Agency and Client

Name	Role and responsibilities	Contact details
Penny Mills (TAA)	Project lead	penny.mills@theaudienceagency.org
Monique Ricketts Consultant (TAA)	Project support and management	Monique.Ricketts@theaudienceagency.org
Daniel Cowley, Research Manager (TAA)	Lead researcher	Daniel.Cowley@theaudienceagency.org
Sarah Haythornthwaite, Programme Director, Peterborough Presents	Client project lead	Sarah.Haythornthwaite@neneparktrust.org.uk 07917 967 182

Timetable

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- One to one conversations – w/c 1 August – 17 August
- Data gathering cut off point – Monday 15 August
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- Cultural engagement snapshot – w/c 22 August
- Workshop – w/c 5 September
- Final write-up and reporting delivered – by 19 September