

**PETERBOROUGH CULTURAL ALLIANCE**  
**14 JULY 2022 at 1500 AT CHAUFFEURS COTTAGE**

**A G E N D A**

- 1 Introductions and apologies
- 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)
  - Data and next steps (Sarah H)
  - Advocacy and comms ( verbal - Penny H)
  - Networks & connections (verbal - Kate H/Sarah W)
  - Creative Conversations (Steph P)
  - Creative career pathways (Steph P)
- 6 Finances and funding
  - PCC (also covered at item 3))
  - Other
- 7 Updates if any
- 8 Timing of meetings (dates below)
10. Comms  
*NB: I hope to have papers etc on the website ahead of the meeting*
11. AOB

Item	Attachment
2	PCA NOTES 160622 (previously circulated and attached again)
3	Establishing PCA docs COVERING REPORT PCA 140722 ARTS OF ASSOC PCA 140722 PCA memorandum-of-association-limited-by-guarantee PCA140722 PCA form-cic36 PCA 140722 Role Descriptions & Conduct for Directors PCA 140722
4	The Collaborative Programme PCA 140722

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

**PETERBOROUGH CULTURAL ALLIANCE**  
**16 June 2022**

## NOTES

### 1 Introductions and apologies

*Present:* Matthew Bradbury, Kate Hall, Dave Cramp, Sarah Haythornthwaite, Natalie Philips, Jamie Fenton, Ivan Cutting, Sarah Wilson, Stephanie Peachey, Mark Richards, Liz Knight, Sarah Tanburn  
*Apologies* from Ross Renton, Adrian Chapman, Rachel Nicholls (Liz Knight attending on her behalf)

### 9 Notes of last meeting

Agreed

### 10 Transition Programme:

Bid reviewed. Agreed to publish notes and papers so long as they do not reveal personal information. If needed there will be a confidential appendix. Agreed unanimously that Nene Park Trust asked to accept the money from Arts Council with thanks.

### 11 Data and next steps

Sarah H recorded thanks for the data-crunchers from PCC and CPCA.

Scope confirmed as arts and heritage and formal engagement. Discussion followed about connections with other policy developments and funding opportunities in education and economy and how the funding landscape is evolving. Agreed to invite someone from Libraries to the workshop. Also noted that the budget is not huge and we need to be realistic about the possibilities and recognising the role of this bit of the programme is to prepare for a big bid around a common approach to data and sharing.

Dave C shared the emerging thinking from the Cathedral about their renewed approach to volume data and welcomed thoughts from people about the options. Sarah H reviewed the proposals from CPP for future baselining.

Agreed to proceed as in Sarah's paper.

### 12 Advocacy and comms

Penny and Mark reported on the meeting on the steering group with Adapt for Arts, which was very positive but reported concerns on possibilities given the budget. The outcomes do not change but the process may develop a little differently including a wider pull in for first workshops and then detailed development of advocacy with a smaller group. Also a recognition that this is a kick-start piece of work to be written into the bigger bid.

Matthew noted that the costs will be net of VAT and expenses and therefore under the £5K threshold from NPT. ACE have advised that we should follow NPT guidelines.

The importance of managing expectations of this piece of work will be important – so eg two training days on fund-raising and narrative development, plus 4 half-day sessions with smaller groups working up the case studies through story-telling. A4A noted that money from corporates is labour intensive for small sums, and therefore making the cases to eg local authorities, LEP, CPCA and BID remain really important.

A4A also noted the importance of understanding the role of the PCA going forward, including as an advocate for funding channels, without reprising all the work of the Strategy. There is a lot of fundraising



## PETERBOROUGH CULTURAL ALLIANCE

training already: the value of A4A is learning from the data to make the pitches, making place-based and convincing stories, and also pinning people down to be clear about what \*you\* are going to do. Really important that the smaller organisations come to understand the story they need to tell to be successful in bidding.

Also discussed:

- the importance of getting others to advocate for Peterborough's culture, eg through the BID etc.
- the value of bringing the various advisers into the room before we finalise the collaborative programme bid, if possible.
- should do the data work first; noted this is valuable but may make us look a bit closed and affect timescale for the next bid and programme. Crucial to keep them connected however to optimise them.

Steering group will regroup shortly and Penny will discuss with Sarah H.

### 13 **Networks & connections** (verbal - Kate H/Sarah W)

Capacity to talk has been limited so far so the need to is to concentrate on the art of the possible. The next step is identifying a small group of key people who can come on this journey, specifically from young people and from diverse communities and making sure the right people are in the room.

Outcomes at this stage are about the governance of the PCA and the collaborative programme which relies on being able to hear and amplify robust relationships.

### 14 **Other strands:**

Steph picked up on her paper on the Creative Conversations and the exciting start. One of the participants has been invited to join the New Directions work starting in London. The Pathways conversation continues tomorrow. The attendance is open to anyone in PCA so Steph will recirculate the invite.

Steph is due to meet the Music Hub team this week and will talk through the work PCA is doing.

### 15 **Governance** (SCT/MB):

- *Structure for PCA* – will not be formal legal advice but through expert governance support. A funding challenge is sometimes presented by a CIC structure, so we need to think about whether seeking funding from major trusts and if so the CIO journey may be essential. Structure must provide the collective opportunity/pool of members to be the forum to create the board and be the voice for the cultural sector.
- *the collaborative programme* – noted the capital-light strategy is partly because of where we were with STF etc. Also note that we don't annoy people with going back out without returning to those who did work before. There would be a valuable bid for capital for key assets including bidding to purchase Chauffeur's Cottage as supporting so many organisations but need to understand the importance of the strategic and infrastructure requirements of the latest capital call.

Noted that acquisition of CC is much easier than the bidding for starting at RIBA stage 1. Also note it can cover flexible assets and equipment. Enabling more of the availability of such infrastructure is a potential element of the collaborative programme.

Discussed importance of PCA not only supporting its own members but being clear supporting bids from across the area.

- *evaluation of the programme* – to be discussed on 14 July after the smaller group meeting on quantitative evaluation

## 16 Finances and funding

- PCC – application submitted to SPF for the full budget. Will not get all of that but looks as if some 50% of that will go forward as one of the Peterborough bids. Bids have to be in by early August, with decisions in December. There is ongoing huge pressure on the culture budget so no relief from the proposals earlier in the year. Noted trying to get a wider engagement but a challenge to do that in the budget constraints and that a simple sale of assets might be more productive for PCC and partners if discussed early.
- Historic England is still interested in support to the work of this group.

## 17 Updates if any

- Sarah H reported on a possible collaborative lantern-making workshop for the group in the Autumn. Lots of delight at the idea.

## 18 Future meetings

*Meetings at 1130 on zoom unless otherwise stated*

14 July **NB IN PERSON at Chauffeurs Cottage at 1500**

11 August

8 September

*NB if Transition Programme runs as envisaged in the bid, decisions on the 3-year collaborative programme would be required in fortnight beginning 12 September and hence a special meeting might be needed.*

6 October

3 November

1 December

## 12. Comms

- Do we want to do a Press Release about the funding or wait till we have the outcomes? For discussion on 14 July. Penny to draft.

## 13. AOB

None



## PETERBOROUGH CULTURAL ALLIANCE

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

14 July 2022

By Sarah Tanburn

*This is v1 for discussion for circulation to the shadow Board*

#### 1. Context

- 1.1 The Cultural Strategy Group has evolved into the shadow board for the Peterborough Cultural Alliance, the new leadership body agreed in the Cultural Strategy. (The consultation and strategy development rehearsed the arguments for and against a new formal body; these are in the Leadership Model paper. This suite of documents does not revisit those discussions but is about the delivery.)
- 1.2
- 1.3 A key part of the Transition Programme is the formal establishment of PCA. This paper collects the draft governance documents, makes recommendations as to structure and sets out key questions for members of the shadow-board to consider.
- 1.4 In general, we talk of 'the Board', CSG. PCA etc interchangeably. In this bundle, the following definitions are used:
  - Cultural Strategy – the Strategy adopted by partners in late 2021 to drive cultural activity for the next 10 years. This is found at [www.peterboroughculturalstrategy.org](http://www.peterboroughculturalstrategy.org). It includes a leadership model of an incorporated body to champion and develop the strategic recommendations. In particular, the recommendations, values and leadership paper are crucial to the approach.
  - Cultural Strategy Group (CSG) – no longer used; the name of the unincorporated steering group that oversaw development of the Cultural Strategy
  - Peterborough Cultural Alliance (PCA) – the leadership body recommended in the Cultural Strategy, intended as a formal incorporated company
  - Shadow Board – the current group meeting as the PCA (an extension of the previous CSG)
  - Members: people or organisations who join the PCA when it is created
  - Directors: people on the Board of PCA when it is created. (NB- all the first Directors are Members, but in future not all Directors have to be Members);
  - Officers: people with a specific role on the Board, notably the Chair.
- 1.5 For a wider readership the following acronyms will also be useful:
  - ACE – Arts Council England, the majority funder of the work to date
  - NPT – Nene Park Trust, who hold the contracts and funding on behalf of the CSG and now the Shadow Board
  - PCC – Peterborough City Council, the other main funder of the work to date.

## 2. Attached documents

*ARTS OF ASSOC PCA V1* – the first draft of the Articles of Association which will be the governing document of the PCA

*PCA memorandum-of-association-limited-by-guarantee v1* – standard document with putative list of the first members

*PCA form-cic36 v1* – the form submitted to formally establish the CIC, including the mission statement and how the company will benefit the community; which I have assumed will make the first members also the first Directors (NB: the community benefit statement is taken directly from the recommendations of the Cultural Strategy)

*Role Descriptions & Conduct for Directors* – contains both the expected conduct and a comment on how directors will be chosen (also see below)

## 3. Recommendations

- (1) That the PCA be created as a Community Interest Company with the documents attached to this paper, amended as agreed in the meetings anticipated in July 2022 for discussion;
- (2) That the questions set out in para 5 be discussed and resolved for the governance documents to reflect;
- (3) That the Code of Conduct and Role Descriptions of Directors and Chair be adopted.

## 4. Setting up as a Community Interest Company

4.1 As delegated by the shadow Board, Matthew Bradbury and I have considered the options. The Leadership Model sets out the following:

*Our **core criteria** are that the leadership structure should*

- *Establish a credible and substantive organisation, capable of strong leadership, taking liabilities and adding real weight to any bidding process, public, philanthropic or private*
- *Have a resilient and creative approach*
- *Be well connected into other bodies and communities, especially those often under-represented in Peterborough's leadership structures, and*
- *Enable support to other strategic objectives for Peterborough while building long term support for our cultural life.*

*The leadership model has **seven key objectives**:*

- *Overseeing delivery of the adopted strategy including its vision and values*



## PETERBOROUGH CULTURAL ALLIANCE

- *Building partnerships within and heritage, creative, voluntary, professional, business, education and community bodies*
- *Ensuring good communications around progress and between the different stakeholder groups*
- *Being a focal point for discussions about culture in the area, including progress towards bidding for City or County of Culture;*
- *Ensuring cultural investment meets the core values of the strategy around connection, excellence and environmental stewardship*
- *Maximising cultural investment from all sources (eg by brokerage, partnerships and skills development)*
- *Being ambassadors for cultural Peterborough*

To achieve these objectives the leadership model will need **clear features**, some of which are in tension:

- *Effective: it will have a job to do, and will need the resources, tools, capacity and gravitas to do it;*
- *Transparent: operate in ways people can see and understand;*
- *Inclusive/listening/open/connected: reflecting the core values that have informed the strategy;*
- *Plugged in : to the other leadership structures in Peterborough, including around climate emergency and economic development;*
- *Resilient : not dependent on one or two individuals, and be capable of adaptation and change;*
- *Learning building both on experiences in the past and what happens over the life of this Strategy*

4.2 We might have added that the new body should not be overburdensome to establish, should be capable of evolving as the PCA develops, and be sufficiently standard for people to understand. Matthew and I took these as part of the brief.

4.3 We therefore recommend that we establish the PCA as a **community interest company limited by guarantee**. This offers:

- A robust, well-understood structure with clear regulation, model constitutions etc;
- A well-trodden path to becoming a charitable incorporated organisation (CIO) but without the hard work of gaining charity status before getting going;
- A similar path enabling the establishment of a trading arm should that be needed later;
- A solid asset lock (see below) and other items in the articles of association which protect against takeover by people not committed to the Strategy's vision and values;
- A structure which limits the liability of directors and members, enabling more people to be confident of participation;



## PETERBOROUGH CULTURAL ALLIANCE

- Choices available to the shadow Board (and later members) regarding size, make-up and creation of the Board independent of the constraints on Trustees
  - A membership structure which will support and inform the network of relationships which is an integral part of the leadership model.
- 4.4 A membership structure is not a necessary condition – the PCA could have only its Directors as members. I have suggested a wider structure to enable both demonstrations of support from stakeholders and the ability to offer benefits in the future. It also seems to me a more obviously inclusive structure than the ‘all or nothing’ where only directors are members.
5. **Key questions to be considered in this documentation (identified in the writing. Shadow Board members should raise any questions they wish in discussion. See para 6 on members and directors.)**
- 5.1 (Articles para 3.5): who should be the asset lock residuary successor? A CIC must identify who takes on the assets if the company fails and that successor must be another CIC or charity (not a public body) capable of holding those assets. The Articles must name them.
- 5.2 (Articles para 5): how explicit do we wish to be on the objects of the CIC. There are arguments in both directions, which are included **in blue** within the document. In particular should the Culture Forum, Heritage Network and others be specifically named;
- 5.3 (Articles para 10): I have left it as the Directors choose the Chair, with no specified mechanism. This is much simpler than some form of membership election to offices but might be seen as less ‘transparent’. The decision on this should be read in the light of the code of conduct.
- 5.4 (Articles para 16.3): I’ve suggested a quorum of three but with no requirement for specific organisations/officers/individuals to be involved.
- 5.5 (Articles para 25): Remuneration of Directors. This specifically permits remuneration for services, hence enabling paying people for participation if not paid in other ways. A detailed process of probity etc would be useful too. The draft doc includes refs to government guidance for anyone sufficiently interested.
- 5.6 (Articles para 29): do you have any desired constitutional requirements for attendees at a general meeting? Should this become a PCA ‘Council’ or ‘Members Forum’ and maybe meet twice a year? Does this support our communications agenda as well as our governance requirements?
6. **Key questions about MEMBERSHIP AND DIRECTORS**



## PETERBOROUGH CULTURAL ALLIANCE

6.1 *Who and how do people or organisations become members?* (Articles para 27 and implications for the Memorandum and the CIC36 form): I have assumed that:

- (i) we want a membership structure, and
- (ii) both individuals and organisations can be members;
- (iii) that anyone/organisation can be a member – so not necessarily only cultural types- but the Board reserves the right to refuse applications;
- (iv) that membership would require some form of declaration to support the vision, values and recommendations of the Cultural Strategy and the ongoing work of PCA to deliver it;
- (v) that there would be a minimum entry level (eg £1) for individuals, but with a higher but still minimal level for organisations (eg £25 for small, cultural orgs but £100 for bigger institutions.);
- (vi) to begin with it is more a case of ‘what you can do for your culture’ than ‘what’s in it for me’, for members, but that over time, membership of PCA would offer benefits eg access to knowledge resources, or maybe discounted courses etc.
- (vii) as soon as PCA is formed, it is possible to become a member;
- (viii) that big agencies involved, notably ACE and PCC will not have nominations to Directors as of right but can send observers to Board meetings.

So the shadow-Board needs to decide if you agree these assumptions and whether membership should be annual or longer. I can then bring documentation and record keeping (including GDPR statements) to the next meeting for consideration including any membership fees.

6.2 *How should Directors be appointed* (Articles para 23.2(c); Code of Conduct & Roles Preamble)? This is a crucial question. If the Board is only self-selected Directors and those they co-opt (who might reasonably be suspected of being already ‘in the know’) then clearly it becomes much harder to achieve the inclusive, diverse and resilient structure envisaged. However, in a relatively small geography with a limited number of people with the interest, skills and capacity to take on such roles, requiring everyone to go through an election process is unrealistic.

I have therefore suggested that the Articles should

- (i) specify numbers for the Board. This might (as a starting point) a minimum of 3 and a maximum of 15 Directors
- (ii) that the Board should agree on the key representativeness, skills and range of the Board taken as a whole (eg wanting practising creatives and heritage professionals, wanting representation from minority ethnic communities etc) or not;
- (iii) that at least 33% of the minimum (just one if you adopt the numbers above) should be elected each year from the AGM with the remainder to be made up by co-option

It is not in the draft articles (as not standard) but **we also suggest that Directors serve for a maximum of seven years and not more than 10 out of 15 years, the**



## PETERBOROUGH CULTURAL ALLIANCE

Chair's term is three years and s/he is limited to not more than two consecutive terms.

The shadow-Board needs to consider these structural proposals. Once decided I can include the relevant elements in the next iteration of the Articles and prepare documentation, eg on skills mix, for the next meeting.

### 6.3 *Who are the first members and directors and when is the first AGM (Code of Conduct Preamble?)*

- (i) I have assumed that **all** current Board members would sign the Memorandum as the founding members of PCA. Shadow-Board members need to indicate whether this is so and whether they would be signing as themselves or on behalf of their institutions.
- (ii) 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.
- (iii) 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.

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

## 7. Next Steps

I would propose to bring the final governance docs to the August meeting (September at the latest if attendance is reduced in August). Once agreed, including who will be the first members and first directors, I will circulate the document for wet signatures of the first members and we can establish the new company.

The Companies Act 2006

Community Interest Company Limited by Guarantee

---

**Articles of Association**  
**of**  
**PETERBOROUGH CULTURAL ALLIANCE CIC**

---

***NB – THIS IS THE VERSION WHICH ALLOWS PCA TO HAVE MORE MEMBERS THAN DIRECTORS***  
***Comments in BLUE – SCT explication***

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

The Companies Act 2006  
Community Interest Company Limited by Guarantee

INDEX TO THE ARTICLES

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



**PETERBOROUGH CULTURAL ALLIANCE**

<b>29. General meetings .....</b>	<b>11</b>
<b>30. Length of notice .....</b>	<b>11</b>
<b>31. Contents of notice .....</b>	<b>11</b>
<b>32. Service of notice.....</b>	<b>12</b>
<b>33. Attendance and speaking at general meetings .....</b>	<b>12</b>
<b>34. Quorum for general meetings .....</b>	<b>12</b>
<b>35. Chairing general meetings .....</b>	<b>13</b>
<b>36. Attendance and speaking by Directors and non-members .....</b>	<b>13</b>
<b>37. Adjournment.....</b>	<b>13</b>
<b>VOTING AT GENERAL MEETINGS .....</b>	<b>14</b>
<b>38. Voting: general.....</b>	<b>14</b>
<b>39. Votes.....</b>	<b>14</b>
<b>40. Poll votes .....</b>	<b>15</b>
<b>41. Errors and disputes .....</b>	<b>16</b>
<b>42. Content of proxy notices .....</b>	<b>16</b>
<b>43. Delivery of proxy notices.....</b>	<b>17</b>
<b>44. Amendments to resolutions .....</b>	<b>17</b>
<b>WRITTEN RESOLUTIONS .....</b>	<b>18</b>
<b>45. Written resolutions .....</b>	<b>18</b>
<b>ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS .....</b>	<b>19</b>
<b>46. Means of communication to be used.....</b>	<b>19</b>
<b>47. Irregularities.....</b>	<b>19</b>
<b>48. Minutes.....</b>	<b>19</b>
<b>49. Records and accounts.....</b>	<b>20</b>
<b>50. Indemnity.....</b>	<b>20</b>
<b>51. Insurance .....</b>	<b>20</b>
<b>52. Exclusion of model articles .....</b>	<b>21</b>
<b>SCHEDULE .....</b>	<b>22</b>

**The Companies Act 2006**

**Articles of Association**

**of**

**PETERBOROUGH CULTURAL ALLIANCE CIC**

***NB – ELEMENTS OF RED CANNOT BE ALTERED AS REQUIRED BY HMG***

**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:*



**PETERBOROUGH CULTURAL ALLIANCE**

Name: **TO BE DECIDED. I UNDERSTAND THIS CANNOT BE EG A PUBLIC AUTHORITY BUT COULD BE EG NPT, JUMPED UP, METAL, YMCA OR OTHER CHARITIES**

(Please note that a community interest company cannot nominate itself as the asset locked body. It also cannot nominate a non-asset locked body. An asset locked body is defined as a CIC or charity, a permitted society or non-UK based equivalent.)

Charity Registration Number (if applicable): [ ]

Company Registration Number (if applicable): [ ]

Registered Office: [ ]

**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 2021, IN ACCORDANCE WITH THE VALUES AND RECOMMENDATIONS OF THAT STRATEGY

BY

- Overseeing delivery of the adopted strategy including its vision and values
- Building partnerships within and heritage, creative, voluntary, professional, business, education and community bodies
- Ensuring good communications around progress and between the different stakeholder groups
- Being a focal point for discussions about culture in the area, including progress towards bidding for City or County of Culture;
- Ensuring cultural investment meets the core values of the strategy around connection, excellence and environmental stewardship
- Maximising cultural investment from all sources (eg by brokerage, partnerships and skills development)
- Being ambassadors for cultural Peterborough.

**THESE ARE THE OBJECTS AS SET OUT IN THE LEADERSHIP MODEL BUT YOU MAY NOT WISH TO RESTRICT YOURSELVES THIS MUCH. OTOH, CHANGING THESE OBJECTS IS A BIG DEAL SO IT IS A WAY OF LOCKING IN THE VALUES**

*[FROM THE REGULATOR'S GUIDANCE:]*



## PETERBOROUGH CULTURAL ALLIANCE

*The objects can be changed after incorporation, subject to the approval of the members and the Regulator. You need, however, to be clear for your own purposes just what you intend to do and whom you intend to benefit before you seek incorporation as a CIC. Clearly defined objects, which can for example be quoted in a business plan, are more likely to inspire confidence in potential investors, loan providers, the community, other stakeholders and the general public.*

*You may also feel that defining the objects fairly closely will help to ensure that the enterprise will stay within the original intentions of the founders and any change of direction will be the subject of proper discussion at the meeting of members required to alter the objects. On the other hand, you may wish to avoid too narrow a definition of the company's objects, as this could expose the directors to legal action from disgruntled members in cases where the company, while nevertheless benefiting the community, has strayed outside its original purposes.*

### **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.



**PETERBOROUGH CULTURAL ALLIANCE**

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**

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.

**THIS IS THE SIMPLEST APPROACH RATHER THAN A SEPARATE 'ELECTION' OR OTHER MECHANISM.**

**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**



**PETERBOROUGH CULTURAL ALLIANCE**

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**

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.

**16. Quorum for Directors' meetings**



**PETERBOROUGH CULTURAL ALLIANCE**

- 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 three  
**Min in law is two**
- 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 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:
- 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;



**PETERBOROUGH CULTURAL ALLIANCE**

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 468.

**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;

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



## PETERBOROUGH CULTURAL ALLIANCE

- 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 © is a possible addition
- 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.
- 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:



**PETERBOROUGH CULTURAL ALLIANCE**

- (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.
- 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.



## PETERBOROUGH CULTURAL ALLIANCE

Lots of guidance from the regulator on remuneration. In summary (from their guidance at [https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment\\_data/file/605421/13-712-community-interest-companies-guidance-chapter-9-corporate-governance.pdf](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/605421/13-712-community-interest-companies-guidance-chapter-9-corporate-governance.pdf) para 9

- *Directors may be paid for their services to a CIC.*
- *CIC directors' remuneration should never be more than is reasonable.*
- *CIC directors' remuneration arrangements should always be transparent.*
- *The Regulator – or the members of a CIC – may take action if a CIC director's remuneration appears to be too high.*

### **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**

#### **26 Becoming a member**

- 26.2** The subscribers to the Memorandum are the first members of the Company.
- 26.3** Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company.
- 26.4** No person shall be admitted a member of the Company unless he or she is approved by the Directors.
- 26.5** 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.

#### **27. Termination of membership**

- 27.1** Membership is not transferable to anyone else.
- 27.2** Membership is terminated if:
  - 27.2.1** the member dies or ceases to exist;



**PETERBOROUGH CULTURAL ALLIANCE**

**27.2.2 otherwise in accordance with the Articles; or**

27.2.3 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**

**28. General meetings**

- 28.1 The Directors may call a general meeting at any time.
- 28.2 The Directors must call a general meeting if required to do so by the members under the Companies Acts.
- 28.3 Directors must call at least one general meeting a year which shall be the Annual General Meeting

**Footnote 22 is worth reading in case you wish to specify that a general meeting eg includes any body funding over 50% of that years budget. I would advise against this but you may wish to consider it.**

**29. Length of notice**

All general meetings must be called by either:

- 29.1 at least 14 Clear Days' notice; or
- 29.2 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].

**30. Contents of notice**

- 30.1 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.
- 30.2 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**

30.3 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.

**31. Service of notice**

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

**32. Attendance and speaking at general meetings**

32.1 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.

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

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

32.2.2 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.

32.3 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.

32.4 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.

32.5 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.

**33. Quorum for general meetings**

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

33.2 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.

33.3 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.

**34. Chairing general meetings**

- 34.1 The Chair (if any) or in his or her absence some other Director nominated by the Directors will preside as chair of every general meeting.
- 34.2 If neither the Chair nor such other Director nominated in accordance with Article 34.1 (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.
- 34.3 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.

**35. Attendance and speaking by Directors and non-members**

- 35.1 A Director may, even if not a member, attend and speak at any general meeting.
- 35.2 The chair of the meeting may permit other persons who are not members of the Company to attend and speak at a general meeting.

**36. Adjournment**

- 36.1 The chair of the meeting may adjourn a general meeting at which a quorum is present if:
- 36.1.1 the meeting consents to an adjournment; or
  - 36.1.2 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.
- 36.2 The chair of the meeting must adjourn a general meeting if directed to do so by the meeting.
- 36.3 When adjourning a general meeting, the chair of the meeting must:
- 36.3.1 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
  - 36.3.2 have regard to any directions as to the time and place of any adjournment which have been given by the meeting.



**PETERBOROUGH CULTURAL ALLIANCE**

- 36.4 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:
- 36.4.1 to the same persons to whom notice of the Company's general meetings is required to be given; and
  - 36.4.2 containing the same information which such notice is required to contain.
- 36.5 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**

**37. Voting: general**

- 37.1 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.
- 37.2 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.
- 37.3 Article 37.2 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.

**38. Votes**

- 38.1 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.
- 38.2 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.
- 38.3 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.
- 38.4 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.
- 38.5 The following provisions apply to any organisation that is a member ("a Member Organisation"):
- 38.5.1 a Member Organisation may nominate any individual to act as its representative ("an Authorised Representative") at any meeting of the Company;



**PETERBOROUGH CULTURAL ALLIANCE**

- 38.5.2 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;
- 38.5.3 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;
- 38.5.4 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;
- 38.5.5 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;
- 38.5.6 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
- 38.5.7 the power to appoint an Authorised Representative under this Article 38.5 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.

**39. Poll votes**

- 39.1 A poll on a resolution may be demanded:
- 39.1.1 in advance of the general meeting where it is to be put to the vote; or
- 39.1.2 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.
- 39.2 A poll may be demanded by:
- 39.2.1 the chair of the meeting;
- 39.2.2 the Directors;
- 39.2.3 two or more persons having the right to vote on the resolution;



**PETERBOROUGH CULTURAL ALLIANCE**

39.2.4 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

39.2.5 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.

39.3 A demand for a poll may be withdrawn if:

39.3.1 the poll has not yet been taken; and

39.3.2 the chair of the meeting consents to the withdrawal.

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

**40. Errors and disputes**

40.1 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.

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

**41. Content of proxy notices**

41.1 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.

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

41.3 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.

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



**PETERBOROUGH CULTURAL ALLIANCE**

- (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.

**42. Delivery of proxy notices**

- 42.1 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.
- 42.2 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.
- 42.3 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.

**43. Amendments to resolutions**

- 43.1 An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if:
  - 43.1.1 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
  - 43.1.2 the proposed amendment does not, in the reasonable opinion of the chair of the meeting, materially alter the scope of the resolution.
- 43.2 A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if:
  - 43.2.1 the chair of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed; and
  - 43.2.2 the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution.
- 43.3 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**

**44. Written resolutions**

44.1 Subject to Article 44.3, a written resolution of the Company passed in accordance with this Article 44 shall have effect as if passed by the Company in general meeting:

44.1.1 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.

44.1.2 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.

44.2 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.

44.3 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.

44.4 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.

44.5 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.

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

44.5.2 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].

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



**PETERBOROUGH CULTURAL ALLIANCE**

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

**ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS**

**45. Means of communication to be used**

- 45.1 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.
- 45.2 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.
- 45.3 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.

**46. 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.

**47. Minutes**

- 47.1 The Directors must cause minutes to be made in books kept for the purpose:
- 47.1.1 of all appointments of officers made by the Directors;
- 47.1.2 of all resolutions of the Company and of the Directors; and
- 47.1.3 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**

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

**48. 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:

48.1 annual reports;

48.2 annual returns; and

48.3 annual statements of account.

**49. Indemnity**

49.1 Subject to Article 49.2, 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.

49.2 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.

49.3 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.

**50. Insurance**

50.1 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.

50.2 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.

**51. Exclusion of model articles**

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



**PETERBOROUGH CULTURAL ALLIANCE**  
**SCHEDULE**

**INTERPRETATION**

**Defined terms**

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

<b>Term</b>	<b>Meaning</b>
<b>1.1 “Address”</b>	includes a number or address used for the purposes of sending or receiving Documents by Electronic Means;
<b>1.2 “Articles”</b>	the Company’s articles of association;
<b>1.3 “Authorised Representative”</b>	means any individual nominated by a Member Organisation to act as its representative at any meeting of the Company in accordance with Article 38;
<b>1.4 “asset-locked body”</b>	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;
<b>1.5 “bankruptcy”</b>	includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
<b>1.6 “Chair”</b>	has the meaning given in Article 10;
<b>1.7 “chairman of the meeting”</b>	has the meaning given in Article 34;
<b>1.8 “Circulation Date”</b>	in relation to a written resolution, has the meaning given to it in the Companies Acts;
<b>1.9 “Clear Days”</b>	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;
<b>1.10 “community”</b>	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 41;
- 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

### Explanatory Notes : CIC Limited by Guarantee, Schedule 1, Large Membership

(NB End note numbers deleted from text to make pack manageable. The template is on the government website.)

On articles of association generally, see [Part 5] of the Regulator's information and guidance notes. If you are an existing company wishing to become a community interest company, there is no need to adopt completely new articles, but you must comply with the requirements of the Community Interest Company Regulations 2005 (as amended) ("the Regulations") by including the provisions set out in Schedule 1 to the Regulations in the articles of your company.

<sup>i</sup> See [Part 6] of the Regulator's information and guidance notes. Inclusion of the provisions contained in article 3.1 to 3.3 is mandatory, reflecting sub-paragraphs (1) to (3) of paragraph 1 of Schedule 1 to the Regulations.

<sup>i</sup> See regulation 23 of the Regulations and [Parts 6 and 10] of the Regulator's information and guidance notes. If the company does not specify that the remaining residual assets are to be transferred to a particular Asset Locked Body, an appropriate recipient will be chosen by the Regulator, in consultation with the company's directors and members.

<sup>i</sup> On the specification of the company's objects, see [Part 5] of the Regulator's information and guidance notes.

<sup>i</sup> On limited liability, see [Part 3] of the Regulator's information and guidance notes. On guarantees generally see [Chapter 3.2] of the Regulator's information and guidance notes.

<sup>i</sup> Articles 11 and 12 allow the directors to delegate any of their functions. Delegation may take the form of, for instance, the Directors giving a managing director general authority to run the company's day to day business, or responsibility for specific matters being delegated to particular directors (e.g. financial matters to a finance director); or may be equally appropriate to delegate matters to persons other than Directors. In all cases, it is important to remember that delegation does not absolve Directors of their general duties towards the company and their overall responsibility for its management. This means, amongst other things, that Directors must be satisfied that those to whom responsibilities are delegated are competent to carry them out.

<sup>i</sup> Article 13 states that the Directors must make decisions by majority at a meeting in accordance with article 15; or unanimously if taken in accordance with article 19.

<sup>i</sup> Article 15.2 is designed to facilitate the taking of decisions by the directors communicating via telephone or video conference calls. Note the requirement to keep a written record of meetings and decisions (article 48).

<sup>i</sup> The quorum may be fixed in absolute terms (e.g. "two Directors") or as a proportion of the total number of Directors (e.g. "one third of the total number of Directors"). You may even wish to stipulate that particular named Directors, or Directors representing particular stakeholder interests, must be present to constitute a quorum. In any event, it is recommended that the quorum should never be less than half of the total number of Directors.

<sup>i</sup> Article 18 reflects paragraph 4 of Schedule 1 to the Regulations, which is required to be included in the articles of all community interest companies.

<sup>i</sup> You may wish to include a provision which gives the chair of the board a casting vote. This will enable the directors to resolve any deadlock at board level.

<sup>i</sup> Article 19 is designed to facilitate the taking of decisions by directors following discussions in the form of, for example, email exchanges copied to all the directors. Note the requirements as to recording the decision in articles 19.2 and 48.

<sup>i</sup> The provisions in articles 20 and 21 reflect the position under the Companies Act 2006. However, it is recommended that, as a matter of good practice, all actual and potential conflicts of interest are disclosed in writing or at a meeting, as the case may be.

<sup>i</sup> Private companies are obliged to have at least one director. Provisions can be inserted into the articles providing for a minimum number of directors. Where the company has just one director, that director must be a natural person. You may wish to consider whether provision should also be made for a maximum number of directors (eg. "and the total number of directors in office at any one time shall not exceed four"). While it is often important to ensure proper representation of a number of different groups on a board of directors, very large boards can become unwieldy and a maximum number of directors provision may help to guard against this.

<sup>i</sup> The board of directors cannot remove a director other than in accordance with the provisions in article 24 and the Companies Act 2006.

<sup>i</sup> See the guidance on directors' remuneration in [Part 9] of the Regulator's information and guidance notes.

<sup>i</sup> See section 112 of the Companies Act 2006. A company's members are (i) the subscribers to its memorandum; and (ii) every other person who agrees to become a member of the company and whose name is entered in its register of members.

<sup>i</sup> There is no need for all those who wish to become Members to subscribe to the Memorandum on incorporation; they can become Members and be entered in the register of Members after the company has been formed.



## PETERBOROUGH CULTURAL ALLIANCE

<sup>i</sup> Inclusion of the provisions in article 27 (reflecting paragraphs 2(1)-(4) of Schedule 1 to the Regulations) is mandatory. [Directors should ensure that the information to be included on an application form includes all the information which will be required to fill in Companies House Form [288a] on the appointment of the new Member as a Director (see <http://www.companieshouse.gov.uk/forms/generalForms/288A.pdf>).].

<sup>i</sup> Inclusion of the provisions of article 28.1 and 28.2.1 – 28.2.2 (reflecting sub-paragraphs (5) and (6) of paragraph 2 of Schedule 1 to the Regulations), is mandatory.

<sup>i</sup> The Companies Act 2006 has removed the need for private companies to hold annual general meetings and therefore these Articles follow suit; however, if you wish, you can insert an additional provision which obliges the company to hold annual general meetings.

<sup>i</sup> Article 29.2 provides that general meetings must be held in accordance with the provisions of the Companies Act 2006. You must specify how many Members are required to be present to hold a valid general meeting. The quorum may be fixed in absolute terms (e.g. “four Members”) or as a proportion of the total number of Members (e.g. “three quarters of the Members from time to time”). You may even wish to stipulate that particular named Members, or Members representing particular stakeholder interests, must be present to constitute a quorum. In any event, it is recommended that the quorum should never be less than half of the total number of Members.

<sup>i</sup> Inclusion of article 38.2 (reflecting paragraph 3(1) of Schedule 1 to the Regulations) is mandatory.

<sup>i</sup> See the Companies House guidance booklet, “Accounts and Accounting Reference Dates” (available online at <http://www.companies-house.gov.uk/about/gbhtml/gba3.shtml>).] On the annual community interest company report, see [Part 8] of the Regulator’s information and guidance notes.

<sup>i</sup> Section 1(1) of the Charities Act 2006 defines “charity” as an institution which “is established for charitable purposes only, and falls to be subject to the control of the High Court in the exercise of its jurisdiction with respect to charities.”



**PETERBOROUGH CULTURAL ALLIANCE**

**THE SAME PEOPLE AS SIGN THE CIC FORM ARE LISTED HERE SAVE THAT INDIVIDUALS SIGN THAT FORM BUT AN ORGANISATION CAN BE A MEMBER OF THE COMPANY. BOARD MEMBERS NEED TO DECIDE IF THEY INDIVIDUALLY OR THEIR ORGANISATION OR BOTH ARE THE MEMBERS.**

**ASSUMED FIRST SUBSCRIBERS AND MEMBERS THEREFORE:**

<i>Matthew Bradbury</i>	<i>Nene Park Trust</i>
<i>Dave Cramp</i>	<i>Peterborough Cathedral</i>
<i>Adrian Chapman</i>	<i>PCC</i>
<i>Ivan Cutting</i>	<i>Eastern Angles</i>
<i>Jamie Fenton</i>	<i>PCC</i>
<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 &amp; 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>

**Notes**

<sup>i</sup> On the different limited company forms available to CICs, see [Part 3] of the Regulator’s information and guidance notes.

<sup>i</sup> Section 33 of the Companies (Audit Investigations and Community Enterprise) Act 2004 provides that the name of any community interest company which is not a public company must end with either the words “community interest company” or the letters “c.i.c.” (or, if the articles state that the company’s registered office is to be situated in Wales, with the words “cwmni buddiant cymunedol” or the initials “c.b.c.”).

<sup>i</sup> For companies incorporated after 1 October 2009 the memorandum of association will consist only of the names of the subscribers of the company. If you are an existing company incorporated prior to 1 October 2009 and wishing to become a community interest company, you will need to incorporate the relevant provisions of your current memorandum into the articles of the community interest company.

<sup>i</sup> For illustration, space for one subscriber has been supplied here. There is no upper limit to the number of subscribers and further entries may be added as appropriate.



PETERBOROUGH CULTURAL ALLIANCE

PETERBOROUGH CULTURAL ALLIANCE

36 REGISTRATION FORM

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<sup>1</sup>. [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;"><b>Activities</b></p> <p>(Tell us here what the company is being set up to do)</p>	<p style="text-align: center;"><b>How will the activity benefit the community?</b></p> <p><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</i></p>
<p>Overseeing delivery of the adopted Cultural Strategy in accordance with its vision and values</p>	<ul style="list-style-type: none"> <li>• 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;</li> <li>• delivering on the expectations of the sector, audiences and partners identified through the development of the Peterborough Cultural Strategy</li> </ul>
<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"> <li>• developing joined-up marketing and promotion for the cultural life of Peterborough;</li> <li>• growing collaboration both for front-end content and data-sharing to build stronger markets for culture;</li> <li>• working with partners in health, care and education to maximise the benefits offered by cultural activity</li> </ul>

<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"> <li>• ensuring cultural leadership is reflective of the whole city;</li> <li>• commissioning new art work and work in response to or celebrating our heritage, working with local and visiting practitioners;</li> <li>• promoting systems and processes which support practitioners and organisations to do better work and collaborate and innovate together</li> </ul>
<p>Connecting, reflecting and including Peterborough's many diverse and isolated communities</p>	<ul style="list-style-type: none"> <li>• 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;</li> <li>• undertaking all this work in a creative, artist-led manner which is outcome focused, creates new art and connects to communities' immediate concerns;</li> <li>• (Re)creating a network of heritage attractions to work together on promotion and marketing, to include a proactive approach to intangible and oral heritage;</li> <li>• Ensuring a strong relationship between arts (contemporary practice) and heritage assets and activities;</li> <li>• working with festivals to encourage participation and co-production across cultures and communities and increase awareness and joy in the diversity of</li> </ul>
<p>Taking leadership on significant cultural opportunities such as City or County of Culture</p>	<ul style="list-style-type: none"> <li>•</li> </ul>
<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"> <li>•</li> </ul>

<p>Maximising cultural investment from all sources (eg by brokerage, partnerships and skills development)</p>	<ul style="list-style-type: none"> <li>• supporting cultural organisations to with all the other important elements of Peterborough's development, for the future;</li> <li>• building resilience so culture supports and enables people at all stages of their lives;</li> <li>• Developing and sustaining cultural investment for the long term in Peterborough, through leverage and growing capacity.</li> </ul>
<p>Representing and being ambassadors for cultural Peterborough</p>	<ul style="list-style-type: none"> <li>•</li> </ul>
<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>	

(Please continue on separate sheet if necessary.)

**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.<sup>2</sup>

**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"/>
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"/>

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. 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
- Demonstrate tact and diplomacy, with the ability to listen and engage effectively



## PETERBOROUGH CULTURAL ALLIANCE

- 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
- To support and reflect the vision, values objectives and recommendations of the Cultural Strategy at all times



## PETERBOROUGH CULTURAL ALLIANCE

- 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.

### 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.

#### 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



## PETERBOROUGH CULTURAL ALLIANCE

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**

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



## PETERBOROUGH CULTURAL ALLIANCE

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.
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



## PETERBOROUGH CULTURAL ALLIANCE

- 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 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**



## PETERBOROUGH CULTURAL ALLIANCE

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.
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,



## PETERBOROUGH CULTURAL ALLIANCE

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

14 July 2022

By Sarah Tanburn

CSG is asked to consider:

- The approach to structuring the collaborative programme
- Any potential catchy names for the programme

*This report offers an approach to considering the collaborative programme.*

*Part two provides a refresher/background, setting out the context and existing proposals. It takes from the work done in the final quarter of 2021. None of this is set in stone except the Leadership Model, the values of the Cultural Strategy and the ambition of partners to see real change.*

## PART 1

### Introduction

1. The Cultural Strategy envisages a three year programme of events and infrastructure development with two aims:
  - Put a resilient platform under the leadership model, in particular the Peterborough Cultural Alliance
  - Demonstrate and embed the values and vision of the Strategy in ways which support delivery of the recommendations.

The Transition Programme buys the time to develop this programme.

2. We have set out the values the programme should promote, slightly augmented since to be:
  - **collaboration** – all the projects allow us to work together, often in new ways
  - **learning**– taking the principle of action learning, and using these projects as ways to get better at delivering the Vision of a transformed Peterborough
  - **momentum** – building on the progress and partnerships to date and continuing to develop the profile, diversity and range of culture in Peterborough; strength in depth over three years
  - **connection** – we aim to tackle the issues and gaps identified in the Strategy and start connecting up our communities
  - **joy** – that essential ingredient named in the consultation as coming from culture and creativity;



## PETERBOROUGH CULTURAL ALLIANCE

- **resilience** – building capacity and long-term thinking including multiple sources of funding into the cultural ecology
  - **sustainability** – environmental and climate concerns as key priorities for audiences and practitioners.
3. We are of course working to create the PCA as an entity. (Part 2 reprises where we arrived in terms of structure and costs.) The envisaged programme includes a series of demonstrator proposals, and this report invites consideration of its development.
  4. Such a programme will need multiple strands of funding and, as always, part of the challenge is to have some money in place at the right moment to lever in more. Determining our approach to the programme must include assessing risk and opportunity for finance.
  5. The working assumption around governance and delivery is that an organisation with sufficient track record will need to act as accountable body/host with the aim of ensuring PCA is able to submit bids with a good track record by the end of the three year programme, and is able to bid for alternative funds well before that time. The Board needs to be satisfied with whatever arrangements and agreements before the programme is submitted.

**Approaches to developing the demonstrator projects.**

6. The Board has several options as to how it considers developing the demonstrator programme. I have considered potential factors for this decision and implications for next steps below.

<b>Approach</b>	<b>Content</b>	<b>Comment</b>
<b>Minimal</b>	Leadership Model (PCA, forums & networks); data-sharing model development; young people's strand; evaluation.	This takes forward work already understood & in development
<b>Tight constraint</b>	As minimal plus buying Chauffeurs Cottage for culture	Addresses a fundamental infrastructure risk
<b>Continuation</b>	Retain projects where they are still possible, as set out in Part 2	Discussions have begun already so no surprises; based heavily on existing connections
<b>Constrained expansion</b>	As above, plus invite specific groups/organisations/artists to develop proposals, projects subject to Board evaluation and decisions for inclusion.	Managed growth; risks and opportunities in sticking with existing connections. Such groups/organisations/practitioners not necessarily based in Peterborough but meeting requirements about connection, local understanding etc.
<b>Targeted expansion</b>	As above, plus approach known partnerships/groups with relevant proposals in the pipeline to see whether they can or should feature in this programme, projects subject to Board evaluation and decisions for inclusion	More inclusive; still based primarily on existing connections.
<b>Expansive</b>	As tightly constrained model, plus open call for proposals made in partnership or by a Peterborough based organisation or practitioner subject to Board evaluation and decisions for inclusion	Allows the greatest flexibility; represents significant workload for both Board and potential partners.

7. have recontacted all those who made proposals or where ideas emerged during the Strategy or since, asking how they see such proposals developing the future. The Board will also want to be alert to reaching beyond its own boundaries in building connections and opportunities.

#### *Young people's strand*

8. We have already seen three significant strands of work relating to young people emerging, and I have assumed we would wish to continue to support them through this process, even in a minimal programme:
  - *Amplifying voices and truth to power*: developing ways young people have a real impact and input to PCA, based on the Creative Conversations currently led and funded by Festival Bridge following the work done during the Strategy development;
  - *Creating content*: growing the Right Here, Right Now zine, led by the Jumped-Up Sounding Board to promote a platform for young people making and showcasing work
  - *Opening up creative careers*: the work by partners to identify and address blockages to young people exploring careers in the sector (defined very broadly) from opportunities at Key Stage 2 or 3, through choices at Key Stage 4 and beyond into further and higher education, also currently led and funded by Festival Bridge.

#### *Capital propositions*

6. As noted in June 2022, the original strategy was somewhat capital-light because it sat alongside the then Stronger Towns Fund proposals. Since then, not only has that programme struggled, but PCC is reconsidering its ownership of Chauffeur's Cottage and some other capital proposals are emerging.

I am investigating how ACE views capital proposals within National Lottery Grants or whether the three year programme would need to include a separate 'capital investment strand' which was not in that stream of funding but was clearly identified and support by PCA. Subject to such consideration there are distinct options to be considered.

- *Chauffeur's Cottage* is a fundamental part of the cultural ecology, far beyond the programme of any one organisation though of course heavily reliant on Metal's continued presence. Some fourteen organisations are hosted there, along with the strong talent development work, as well as frequent other cultural events and opportunities. Losing that base would be an enormous blow to the city.

At the same time, PCC is facing a major financial challenge and selling the property has undoubtedly been moved up the agenda. I understand the Council is open to an honest discussion about possibilities, costs and risks, and may be prepared to allow



## PETERBOROUGH CULTURAL ALLIANCE

the time needed to mount a credible bid, but will need to see market value<sup>1</sup> for the site. In this context, the Board will wish to determine how best its cultural value can be protected, including considering whether raising money for its acquisition (by Metal, PCA or a new consortium?) should or can be a high priority for PCA.

I would strongly suggest that were strategic capital bids being made for cultural investment in Peterborough, this would be the Alliance's priority given the multi-organisational and practitioner impact of its loss.

- *Other venue improvements:* Selladoor (for the New Theatre), the Cresset (for the roof) and NPT (for the Sculpture Trail) have all at various points indicated their need to raise capital – and I am sure there are others. Of course those organisations will always be free to seek all sorts of investment for specific needs. The questions for PCA will be whether the Alliance should actively include the projects in their three year programme and/or offer support in any form to the fund-raising. If capital projects are to be included in the programme, I recommend that organisations would need to show (i) how such proposals met the principles at para 2, and (ii) how they would develop and augment the multiplicity of activities that underpin the ecology exemplified at Chauffeurs.
- *Festival/touring infrastructure and equipment:* there have been various discussions about the need for some equipment, leased or bought, to enable use of a wide range of venues across Peterborough. Some of this might be of a scale to attract capital investment potential; the work envisaged in creating a Festival Production Manager would need to confirm the actual need and the best route to meeting it.

### *Strategic gaps to be considered in determining the approach*

9. The list of demonstrator projects developed in late 2021 was characterised by emerging from the strategy discussions, but being somewhat ad hoc. In particular, comparison with the recommendations of the Strategy reveals some gaps. 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

---

<sup>1</sup> This value might be residential or commercial and has not yet been independently assessed.



## PETERBOROUGH CULTURAL ALLIANCE

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?

### *Funding and timing*

10. Even the minimal approach would have multiple funders. Balancing possibilities and options will of course be a key issue in determining the shape and deliverability of the programme. Timing is a related matter, given the ambition for a robust programme over three years.
11. PCC is preparing a submission to the Shared Prosperity Fund which includes some 50% of the proposed PCA budget. This is subject to ongoing moderation by the Council and will be submitted by the closing date of 1 August. The decision timetable is unclear but some payments might be made from HMG by mid-October, and there may be further delays for internal procedures within the Council. If the signs were positive, the major application to ACE for Lottery Funding should wait for confirmation as such a significant commitment from the local authority with major match funding would of course help all other funding campaigns.
12. Each proposal within the programme will need its own budget and funding proposals, ideally enabling the programme over all to have a mix of commercial, philanthropic and public income streams. This should be reflected in any invitations to make proposals.
13. The three year programme will need an explicit objective of building ongoing financial resilience, exploring all approaches available. That adopted strategy will interact with long-term planning on best legal structures.

### *Learning Points*

14. In 2021, we suggested that each project be required to identify three key learning points to inform the overall design of the programme and the evaluation. Some of these were prepared in November and I have included them in part 2 as examples. This could be replicated now to fit with the learning principle.
15. The Board should also note that The Café Culture Animation Steering Group was an early example of further practising the principles of being inclusive, task-focused and multi-sectoral. It would be useful to reflect on that experience and what additional learning should be taken from it.



PETERBOROUGH CULTURAL ALLIANCE

*Criteria for determining the Board's approach to the demonstrator projects*

16. I have not attempted to weight the following list. It is rather an attempt to recognise the issues Board members need to think about in deciding *how* to address the opportunities. Members may of course have other factors to add to the list.

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 is 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?

17. Of course this is also not a list to enable comparison of discrete proposals, although such comparison will be required on anything but the most minimal approach.

18. *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*

19. However the Board decides to grow the programme, we will be implementing that approach in July and August. Proposals 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.
20. 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.

21. The timeline of the Transition Programme envisages a preliminary decision on programme content in September (possible additional meeting required) and a finalised programme by the end of October to ensure a robust approach to bidding. There is a close relationship with PCC decision-making which might influence this timetable. (it may help the Board to know that the current Transition Funding is worth about 1 day per week from me to the end of the calendar year, which will come in peaks and troughs as required.)

*(There is no para 22 but Word won't allow me to get rid of the impact on the numbering!)*

## PART II

### Context

23. The ACE programme Priority Places is targeted on the places most in need of investment, of which Peterborough is one. This does not bring additional money, but it does enable a more robust discussion with ACE and additional recognition of our needs.
24. PCA has always been encouraged to consider a strong strategic bid. We had hoped to create a three year programme from where we were last Autumn after completion of the Cultural Strategy. However it became clear that the financial challenges facing PCC were such that no match funding could be envisaged. The then CSG took the necessary time to rethink how it would approach the future. The Transition Programme has essentially bought us the time to move forward with a three year approach, currently called 'the Collaborative Programme'.
25. The three year approach has two core aims:
- Put a resilient platform under the leadership model, in particular the Peterborough Cultural Alliance
  - Demonstrate and embed the values and vision of the Strategy in ways which support delivery of the recommendations.
26. Such a programme will need multiple strands of funding and, as always, part of the challenge is to have some money in place at the right moment to lever in more. In considering the approach below, the Board should recognise the importance of both sources and timing of funding. There is a £1m ceiling on funding from the National Lottery Grants Programme (though this needs to be confirmed.)
27. We are of course working to create the PCA as an entity. This report looks at the proposed structure and costs of the organisation for inclusion in the bid. In addition, it considers a series of demonstrator proposals. The Resources paper released with the Strategy is on the website set out the then programme. We have set out the values the programme should promote, slightly augmented since to be:
- **collaboration** – all the projects allow us to work together, often in new ways
  - **learning**– taking the principle of action learning, and using these projects as ways to get better at delivering the Vision of a transformed Peterborough
  - **momentum** – building on the progress and partnerships to date and continuing to develop the profile, diversity and range of culture in Peterborough
  - **connection** – we aim to tackled the issues and gaps identified in the Strategy and start connecting up our communities
  - **joy** – that essential ingredient named in the consultation as coming from culture and creativity;



## PETERBOROUGH CULTURAL ALLIANCE

- **resilience** – building capacity and long-term thinking including multiple sources of funding into the cultural ecology
- **sustainability** – environmental and climate concerns as key priorities for audiences and practitioners.

28. If these, *learning* is particularly important as the ‘strategic glue’ holding the programme together and ensuring genuine long-term benefit for Peterborough. This is reflected in the draft approach below.

### *Governance & delivery*

29. The working assumption around governance and delivery is that an organisation with sufficient track record will need to act as accountable body/host until PCA has been operating and de facto running the programme for a couple of years. The most probable candidate for this, in my view, is Nene Park Trust because they have cash flow flexibility, a record of such a role (including with Peterborough Presents) and a solid understanding of the Strategy. The aim would be to ensure PCA was able to submit bids with a good track record by the end of the three year programme, and would be able to bid for alternative funds well before that time. The Board needs to be satisfied with whatever arrangements and agreements before the programme is submitted.

30. For each element of the programme there will then need to be a lead partner, identified in the summary of the 2021 list of demonstrator projects where possible.



PETERBOROUGH CULTURAL ALLIANCE

*Projects identified for the demonstrator programme in 2021*

31. The aims of the demonstrator projects are to embed and grow the values of the Strategy and deliver on its recommendations. Fourteen elements have been identified so far. They are not ‘new’ in the sense of completely started from scratch but are well rooted in Peterborough practice. They have been identified by building on the work of developing the strategy or by specific conversations with partners, stakeholders and consultees including in the last few weeks. (Note that in late 2021 CSG decided not to hold an ‘open invitation’ for proposals on the basis that this would be an unmanageable workload and only generate problems rather than solutions. This issue is key to decisions needed in July 2022.)

32. **All numbers in this table are highly indicative and must not be taken as anything more.** This table does not show an ACE bid as a subset of the whole. Nor does it attempt to break it down over years, though a three year programme has been envisaged. Also *I have not calculated for inflation* which has of course changed dramatically since this table was first drafted last November; all numbers should therefore be treated with considerable caution.

33. These are summarised below (exc VAT), with more description under the table.

Element	Budget over 3 years	Lead person/ organisation	Other partners	Comments
Peterborough Cultural Alliance	529600	See below re details and other papers re formalities. Current Board leads on creation		PCC contribution likely to be focused on this
Cultural Forum, Heritage network and other elements of the relationship network	30,000	Jumped Up/KH		Number based on 20/21 experience. TBC
Learning & Evaluation	55000	To be confirmed	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. Key to framing whole programme. 10K to build data model; 10K per year for creative evaluation across whole programme; 5k per year for reflective event and evaluation

PETERBOROUGH CULTURAL ALLIANCE

Element	Budget over 3 years	Lead person/organisation	Other partners	Comments
Heritage accelerator	20280	Museum / SW	Heritage Network, Peterborough Archives Service, Library Service, Peterborough Presents?	Came from convo with HLF cf Luton programme. Wonder if this should be more to enable community heritage as they suggested
Matchmakers for talent development	60000	Metal &/or Jumped Up	Scottee, Talia Randall, Darren Pritchard ?	Spread over 2 years. Each artist will be given £5k per annum to work in the city and mentor, and a £5k flexible commissioning pot to support local talent. Is this enough? Important question about how the artists are chosen; relates to discussions about NPO partnerships etc.
Festival Production Manager	225000	?? – should this be PCA when formed	Festivals, Metal, Eastern Angles	£30k per annum, £5k per annum overheads, £35k per annum delivery budget. Also consider equipment and infrastructure
Outside In street arts	TBC	Street arts hire /NM	TBC	NM exploring the possibilities of a programme of workshops, mentoring & exhibition
Mini-Vine co-curation programme  <b>NO LONGER POSSIBLE</b>	115000	City Culture Peterborough?	The Hack Space; Young Tech Academy; Art Pop Up; PECT; Peterborough Pride, Peterborough Artists Open Studios, Blindian Project, Kite Trust, Metal, Eastern Angles Theatre Company, Syntax Poetry Festival, Peterborough Presents, Civic, Peterborough Youth Parliament, Jumped Up Theatre	100,000 programme (20 orgs x £5k each) + £10k project management/staffing (Mini Vine) + £5k marketing. Need to understand exactly where PCC is with this.

**PETERBOROUGH CULTURAL ALLIANCE**

Element	Budget over 3 years	Lead person/ organisation	Other partners	Comments
<b>Peterborough Creative Conversations</b> (empowering young people to speak truth to power – ie the PCA)	90000	Festival Bridge	? Schools, Phace, UROCK?	£10K for 2 cohorts of Collective members each year £10k for 4 creative conversations each year + project management.
<b>Right Now Right Here Zine</b> (working with young people to create content)	180000	Jumped Up/ KH	? Artists residencies, young people	Envisaged across two years, split approx 1/3 Zine / 1/3 residencies / 1/3 management + staffing.
<b>Creative Careers</b> (unblocking and multiplying talent development from early school to higher ed.)	???	Festival Bridge	UCP, ARU, schools, other training organisations, Music Hub, Selladoor	Conversations ongoing to create a credible set of proposals.
<b>Crypto Art</b>	TBC	Digital Peterborough / JF	??	JF, Lee and SCT exploring developing workshops and exhibitions
<b>Museum spaces and displays</b>	103592	Museum / SW	Heritage Network, Peterborough Archives Service, Library Service, Peterborough Presents?	Based on reimagining how museum spaces and displays are radically more inclusive
<b>Dance Everywhere</b>	TBC	UCP / [RN]	Schools and dance teachers, a core venue, Addict Dance Leicester, Stamford College	This would build on an existing idea to be a strong showcase of dance and partnerships beyond Peterborough
<b>Support to buy Chauffeurs Cottage</b>	???	Metal	The range of tenants there; PCC; HLF	Aiming to fully protect this element of the cultural ecology for the long term. Are Metal interested and would PCC agree to wait 2 years before any marketing?



PETERBOROUGH CULTURAL ALLIANCE

34. More description on some of these projects for back ground info (this is not a complete list)

**Peterborough Cultural Alliance** – as set out in the Leadership Model and in more detail below. Any bid will need to demonstrate how the salaries are determined and whether they will attract the right calibre of candidate. NB this will include a person focused on heritage to complement the work below.

**Cultural Forum, Heritage Network etc** – a fundamental element of the Leadership Model is the ‘basket’ of relationships within which PCA sits. Of these, within the sector the Cultural Forum (bringing together practitioners and communities) and the potential Heritage Network (linking attractions, community heritage groups etc) are central. They will have their own lives and roles, but this would be the support through the programme to ensure they are connected and amplified within Peterborough’s cultural leadership, not only as consultative bodies but genuine sites of collaboration and growth.

**Learning and evaluation:** a three strand focus emphasising the importance of joint development in this field and building on experience garnered during the Strategy and from Peterborough Presents. This programme will be an action learning programme for every practitioner, mentor, partner involved:

- Creating the model for future sharing and understanding of audiences, based on the approach being developed in the Transition Programme. The objective is a tool which can be used by all partners in a way which allows use and collaboration in the future
- An annual collaborative event, brought together by PCA with artistic/curatorial input, for shared learning and reflective evaluation of progress (tied in with the commitment to light touch annual review of the whole strategy)
- Creative evaluation as an ongoing record of the programme in a form which can be shared on line (compare the 1000 stories campaign in CPP at one scale or the drawn record of our commissions day at the other.). This would be visual (film, photos or other).

**Matchmaking for talent development:** To grow and deepen our relationships with exceptional artists from outside of Peterborough all of whom have made a significant impact on the cultural life of the city such as Scottee, Talia Randall, and Darren Pritchard This would build partnerships with artists of national profile and with successful touring careers. The focus would be on artists from marginalised backgrounds who explore this in their practice. They will be expected to build relationships with marginalised artists and communities in Peterborough over time, make work here through residencies, commissions or linking directly to local artists through call-out and mentor local artists to develop new work.



The invitation to artists will be to deepen their relationships with Peterborough as a space for making, presenting and developing local artists and audiences. Each artist will identify and support an early career individual or company to support through a sustained mentoring and professional development relationship over 2 years, nurturing them to make new work, and to showcase. They will also be supported to bring their own work to Peterborough to raise the quality of the city's offer, and to build new audiences by linking to relevant communities of interest.

**Festivals Production Manager:** would support voluntary sector organisations to deliver their annual festivals, building capacity and expertise, holding the relationships with the local authorising bodies, and brokering deals with local tech/H&S companies. The FPM would also explore the potential for 'live briefs' as part of delivery, offering young people the opportunity of work experience at festivals (linking to the Young Technicians Academy in Yaxley and FE colleges). They would focus on taking the head-ache away from organising outdoor public events, allowing the voluntary sector organisations to focus on programming, audience development and marketing.

Working with 5 (?) prominent festivals in the Peterborough calendar each year (eg. Peterborough Pride, Diwali, others???), the producer would work with the volunteer organisers to develop their Event Management Plans and Risk Assessments, obtain appropriate licensing and permissions, liaise with the Safety Advisory Group, co-ordination of security, stewards and volunteers, liaison with tech companies, vendors and general infrastructure requirements to obtain the best deals, and undertake the Production Manager role at the events. The FPM would encourage organisations to share their learning and resources, seeking collaborative, non-competitive approaches. Each selected festival would be supported for a maximum of 2 years, allowing others a chance and new ideas to blossom. This support/seed funding for infrastructure would also act as leverage for other bids/give confidence to funders on professional delivery. The postholder could also sell their Production Management services to other organisations in the city, making the role more sustainable following the 'demonstrator' funding period.

This specialist expertise and capacity is currently missing in the city or is cost prohibitive to voluntary sector organisations, resulting in poor quality delivery, reduced ambition or difficult choices when faced with a limited budget between programme and legally required infrastructure.

The FPM would have an annual budget to financially support the selected festivals with basic infrastructure requirements. Over time and through consultation with the festival organisations, this may result in the establishment of a basic equipment bank for loan. By working alongside each other, the FPM will also build new skills and understanding in the voluntary sector committees, and can sign-post to the wider cultural network for support.



PETERBOROUGH CULTURAL ALLIANCE

**Mini-Vine Programme:** (assuming this venue is available and interested) an 18-month programme of pop-up events, workshops and masterclasses, exhibitions and community take-overs in the High Street space. The aim is to test a broad and diverse programme, led by local creatives, that would address the lack of an 'arts centre' in the city offering participatory opportunities for children, young people and adults. This would include daytime sessions for elders (Art Pop-Up), after school clubs and tasters (Young Tech Academy) specific twilight sessions and meet-ups for LGBT youth (Peterborough Pride and Kite Trust), weekend workshops, talks and masterclasses (Syntax, Metal, The Hack Space, Blindian Project), scratch performances and exhibitions/art car boot sales (PAOS). The programme will maximise the city centre location and high passing footfall, offering delivery organisations an opportunity to raise their profile, engage new audiences and sign-post to regular activities to ensure sustainability. The building will act as a shop window for the breadth of cultural activities and talent across the city, and as a demonstrator for the future business planning and programming of The Vine next door due to open in 2025. The investment will minimise the financial risk in this testing phase, enabling the commissioned delivery organisations to offer free or subsidised taster sessions and events to test the market and build new audiences, and to pay the commissioned artists/organisations appropriately.

**Peterborough Creative Collective** (*element 1 of a Growing People strand focused on young people*) - To ensure young people have a clear role in the development of the PCA and its activity, we will build on the Creative Conversations to ensure young people have a direct voice in the area's cultural leadership in ways which are meaningful for them.

We are keen to actively develop the pipeline which will feed the Creative Collective in the future and to ensure it attracts the greatest diversity of young people and can authentically represent the youth population in its membership. We propose a programme of artist-led creative conversations in schools and youth settings across the city, where young people become skilled in using creativity to help express what they think and in making spaces which support dialogue and debate led by young people. We also hope that this strand will build a culture in the city where children and young people are empowered to share their opinions about arts and culture and are listened to honestly and as equals.

**Right Here, Right Now:** (*element 2 of a Growing People strand focused on young people*) A digital, culture Zine supported by artists' residencies and live events. The Zine will continue to be co-created by a youth Sounding Board and digital artists, who will set broad themes for the Zines by drawing on their own experiences. talking to their peers and networks of young creatives. They will also work with local programmers on launch events, creating bespoke versions for young people, signposting participants to wider provision, and also building new relationships and programmes in venues and organisations. There will be 6 editions and launch events per year.



A rolling, over-lapping programme of artists' residencies with young people will generate content for the Zines. Workshops, formal and informal, will take place in schools, youth settings and with organisations wishing to grow their youth provision, all of which believe in amplifying young people's voices in order to develop the cultural programme in Peterborough, to create agency for young people in their own setting, and to celebrate creativity as core to a good life. Content will also be generated through open-calls in response to the themes announced.

The artists' residencies will be across art form, as chosen by the setting, exploring the broad themes agreed by the editorial board, i.e. the Sounding Board, which is expected to be a combination of long-term and short-term membership, such is the nature of young people's engagement patterns.

***Creative Careers:*** (element 3 of a Growing People strand focused on young people): project being shaped by discussions at the moment

***Capital propositions*** were not part of the conversations last year and are discussed in more detail in Part 1.

*Budget for the Alliance*

35. These figures were created before the current inflation surge and will need to be reviewed. In the meantime they have been used as the basis of the SPF proposal to enable PCC to support this work. Also note that the annual costs are not necessarily aligned to the final budget requirements but are here to provide an indication of the budget.

36. A *preliminary* estimated annual budget for PCA would be (assuming start from 1 April 2023 and not including inflation):

<i>Spend</i>	<b>2023/24</b>	<b>24/25</b>	<b>25/26</b>	<b>Total</b>
<b>Director</b>	70000	70000	70000	210000
<b>2 FTE equivalent</b>	50000	60000	60000	170000
<b>Employers contributions</b>	20400	22100	22100	64600
<b>Governance &amp; participation</b>	10000	10000	10000	30000
<b>Small commissioning budget</b>	10000	10000	10000	30000
<b>Communications</b>	5000	5000	5000	15000
<b>Yr 1 fundraising and advertising</b>	10000	0	0	10000
<b>Totals</b>	<b>175400</b>	<b>177100</b>	<b>177100</b>	<b>529600</b>

37. *Staffing*: CSG strongly supported the first appointment of a director’s role to continue the strategic guidance that has led to the Strategy having a broad base. It is therefore proposed that there be immediate support and funding for a three year Director role to carry this forward (draft JD already developed). Note that these costs include oncosts including the increased employers NI contributions.

The Strategy recognises that promoting a resilient, sustained and inclusive approach to culture does not ‘just happen’. The experience of Creative People & Places (nationally, not only here), Cultural Education Partnerships and others is that the key investment is in time from creative practitioners committed to socially engaged work. If engagement is to grow and hence audiences and empowerment.

The strategy therefore also envisages a small team (2 FTE for funding estimates) of enablers or connectors, recruited initially for two years and with the roles set out above.

38. *Governance, participation and communications* are essential. Valuing people’s time and enabling participation in meetings/events/discussions again requires resources. Without sufficient resource to pay for time, the city will see the same people again having the same discussions. Communications, whether maintain a static website or ensuring capacity to respond to robust debate also carries some cost. (The PCA is not a marketing organisation, and any event specific promotion would need its own budget.)



PETERBOROUGH CULTURAL ALLIANCE

39. *Commissioning leverage*: the strategic process has been enhanced by commissioning creative practitioners to support the investigation and development of networks, especially with communities which have had little representation, participation or input into culture across the city. Among other elements, this has demonstrated the importance of creative approaches to finding, presenting and representing the heritage of 'newer' communities in the area, particularly those who have settled post-1945.

The cultural sector is extremely good at leverage, using small sums of cash to find resources for bigger projects or wider dissemination. Following Portsmouth's example, PCA would benefit from this small annual pot dedicated to promoting commissions from local artists working in the area. How it chose artists might vary from year to year and would be a matter for the Board.

*Year 1 costs*: there are practical costs associated with establishing a new body – from recruitment to new computer equipment. This budget would be a start up cost, which would ensure PCA was standing on its own feet and resilient from the beginning.

40. *Three year planning* is assumed as short term 'flash in the pan' funding has been strongly criticised during the strategic development. This would give the Board and its staff time to properly evaluate cost requirements, establishing funding routes and develop a longer term funding strategy.

#### *Networks etc*

41. The forums and networks that are a key part of the Leadership Model are included in the collaborative programme listed above.

#### 42. *Learning Points*

We have suggested that each project be required to identify three key learning points to inform the overall design of the programme and the evaluation. Some of these were prepared in November:

##### ***Accelerator Programme***

- What areas of the Peterborough story 1960s onwards require further research and or exploration in project work?
- How will we sustain contemporary collecting?
- How we will enable communities to make connections with our existing collections?

##### ***Matchmakers***

- Growing confidence and networks of Peterborough emerging artists by linking to visiting mentors working nationally
- How building strategic and longer-term relationships with visiting companies can help to position Peterborough as an exciting creation hub



## PETERBOROUGH CULTURAL ALLIANCE

- The impact of financially investing in the development journey of the city's emerging talent – putting the support infrastructure in place to allow them to remain in the city rather than moving elsewhere

### ***FPM:***

- How increasing technical/production capacity and specialist knowledge within voluntary sector organisations can improve quality and grow ambition
- Development of a more strategic and joined up approach to community led festival programming and outdoor events
- Cost savings

### ***Museum Spaces***

- What are the current barriers in traditional museum display?
- What approaches can we take to remove these barriers?
- How will we sustain community consultation and collaborative exhibitions?

## **Progress report on the Creative Collective and the Creative Pathways work**

Steph Peachey

14 July 2022

This is a paper to update the PCA on progress. No action or decisions are required at this time.

### 1. Creative Collective

The second meeting took place online. SP couldn't attend and so these notes have been shared by The Mighty Creatives. Members reviewed the discussions from the first session and discussed priorities for action. They also reviewed the recommendations in the cultural strategy and considered where their contribution could be placed for most impact and support. They have outlined 6 commitments that will underpin the work of the Collective. Members feel they directly link to the strategy recommendations.

#### Creative Collective Commitments

1. We work to ensure every child and young person is represented in Peterborough.
2. We commit to visible action, rather than words.
3. We are environmentally conscious in our actions.
4. We empower emerging artists and creatives in Peterborough.
5. We champion children and young people in decisions about their city's arts and culture.
6. We celebrate our ever-changing city.

They have also begun to audit the strengths they already have and where the gaps might be for recruitment and consultation purposes.

Responses to the strategy recommendations included a feeling that it is quite repetitive. Members asked questions about who was involved in developing them, when were they developed, and what support we are looking from them. Where do we see the Collective helping? SP supplied members with a timeline of how the recommendations were developed.

The Collective are keen to meet with the PCA – they want to get to know who we are and for us to get to know them. SP shared a list of PCA members with the Collective. Collective members are also undertaking their own mapping of who the arts, festival and community leaders are in the city.

The next steps which will be taken forward at Collective meeting on 18<sup>th</sup> July will be:

1. A recruitment strategy for more members
2. Developing branding and the call out for new members
3. How and when the Collective would like to meet the Alliance
4. Development of a Collective led project – they are interested in redesigning the Peterborough sign near the train station as their first creative project,



## PETERBOROUGH CULTURAL ALLIANCE

commissioning a lead artist to work with younger artists. SP investigating who owns the sign.

The group meet again on 18<sup>th</sup> July. It's likely that the Collective will want to meet PCA following this meeting and will have some wider questions for us.

### 2. Creative Careers Pathways

A proposal was shared on 19<sup>th</sup> May with PCA which included the following activity strands:

1. Great regular connections are in place between Peterborough College and University Centre Peterborough with Peterborough's secondary schools
2. There is 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
3. Parents believe there is value in creative careers choices and in developing creative skills
4. Young people's careers pathways are actively supported including those taking a freelance route

The working group met on 16<sup>th</sup> June. Attendance was a lower than the first meeting. PHACE, PRC/ UCP, Metal and Selladoor attended. Using the proposal as our basis we discussed which elements we wanted to take forward; noted anything that was missing.

Feedback was positive. The group feel that a collective programme is the right way to boost engagement. They liked the real- world experience element of the proposal. They would like this built into PCA planning for the autumn.

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

Another meeting was planned pre- summer holidays but will now need to be in September. Next steps are to map where existing activity already takes place and agree what we need to invest in terms of our own existing resource and in terms of new investment into this piece of work.

