

## **Chobham Manor Project Board Terms of Reference**

### **1. Introduction**

- 1.1. These Terms of Reference apply to the Project Board in relation to the Project, being Chobham Manor.
- 1.2. The Terms of Reference set out to:
  - 1.2.1. outline the responsibilities and level of authority of the Project Board;
  - 1.2.2. provide a sound and clear basis for the conduct of the Project Board's business in terms of procedure of meetings, contract management and variations (if any) to the Project;
  - 1.2.3. an audit trail of decisions made for the Project;
  - 1.2.4. to review and consider (where appropriate) the recommendations of the Steering Group.

### **2. Project Board Membership and Support**

- 2.1. The Project Board will be attended by a nominated senior director from each of the Project organisations being London Legacy Development Corporation (LLDC), Taylor Wimpey and London & Quadrant. One Project Officer from each organisation may also attend Project Board meetings.
- 2.2. Each member of the Project Board shall be entitled to appoint an alternative provided that prior written notice is given to the other members of the Project Board, such alternate to attend the meeting and comment on his/her behalf provided that all nominated representatives and their alternates have the power to make decisions as required.
- 2.3. The Project Board is to allow any other party to attend where decisions are to be made where that party has authority to authorise such decisions.

### **3. Project Board Meetings**

- 3.1. The Project Board will meet on a quarterly basis. Other meetings may be called as required in order to ensure timescales are met for decision making in accordance with the Project.
- 3.2. A Project Officer from LLDC is delegated to formulate the agenda, circulate papers (if required) and write minutes for the Project Board meetings. In the absence of the Project Officer, delegated authority is provided to any other Board member.
- 3.3. Where urgent decisions are required or where a matter has been referred by the Steering Group and a meeting cannot reasonably be called to make that decision, a recommendation report will be circulated by email for approval, giving reasons for the urgency and an absolute deadline for response.

3.4. The Project Board shall act reasonably and without delay in providing decisions on matters to be reviewed within the Project Board.

#### **4. Chairing of Meetings**

4.1. The chairing of meetings will rotate on a quarterly basis between LLDC, Taylor Wimpey and L&Q. The role of the chair is to ensure issues are properly considered. It is proposed that the first chair will be a nominated LLDC representative.

#### **5. Quorum**

5.1. The quorum for the Project Board is one member from each of the LLDC, Taylor Wimpey and L&Q.

5.2. There will be no decision made at any meeting unless there is a quorum of members at the commencement of the discussion of the decision items. If a member is unable to attend a meeting in person then that member may attend the meeting via conference call in which case the meeting will be quorate.

#### **6. Functions of the Project Board**

6.1. The main function of the Project Board is to meet the requirements set out in the Development Agreement to ensure effective delivery of the Project.

6.2. The Project Board will fulfil the following roles:

6.2.1. oversee, monitor and direct activities relating to the delivery of the Chobham Manor LLP development's programme and objectives;

6.2.2. provide leadership and decision-making in relation to the project's overall progress;

6.2.3. maintain strategic oversight of financial and wider project resources.

#### **7. Problem Solving and Dispute Resolution**

7.1. The Project Board's objectives will be to achieve consensus in decision making and to act reasonably to ensure that the Project continues. The Project Board will act in good faith with all parties and will take into account any financial impact a decision will have on each of the Project Organisations. Failure to agree will result in application of the provisions of the Development Agreement for problem solving and dispute resolution.

#### **8. Confidentiality**

8.1. All business and proceedings of the Project Board shall be recorded as confidential unless and until published in the ordinary course of the Organisation's business.