

Our reference: MGLA240826-6532

14 October 2026

Dear

Thank you for your request for information which the Greater London Authority (GLA) received on 24 August 2026. Your request has been considered under Freedom of Information Act (FOI) 2000.

You requested:

I am requesting information concerning the establishment, governance and funding of London Nightlife Commission CIC.

Please provide, from 1 January 2025 to the present:

1. Any funding or grant agreement relating to the approximately £300,000 provided to support the Commission.
2. Records showing how the five interim directors were selected and who approved their appointment.
3. Any governance documents, conflict-of-interest policy and declarations of interests held for the directors.
4. Records showing whether potential conflicts of interest were considered in relation to Michael Kill of the Night Time Industries Association and Samuel Spencer of Broadwick Live.
5. Records concerning the promised open recruitment process for future board members, including any timetable or selection criteria.
6. Any correspondence between the GLA and the London Nightlife Commission, Michael Kill, the Night Time Industries Association, Samuel Spencer or Broadwick Live concerning the Commission's governance, independence, board membership or conflicts of interest.

For item 6, please limit searches to records containing "London Nightlife Commission" together with "governance", "independence", "conflict", "board" or "director".

Our response to your request is as follows:

1. The Greater London Authority (GLA) procured consultants I.G. Advisors to produce a Governance Feasibility Report for the independent London Nightlife Commission at a cost of £24,750. A copy of the procurement proposal from IG Advisors is attached.

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There is currently no signed funding agreement in place for the remaining £275,250. The agreement is still being developed and is expected to be finalised by January 2027. You may wish to submit a further request once the agreement has been completed. However, please note that, as with all funding agreements and contracts, some financial information may be exempt from disclosure where its release could prejudice future tendering, procurement, or commercial negotiations, thereby undermining the Commission's negotiating position.

2. The London Nightlife Commission is an independent body set up by the industry and its directors are not appointed by the GLA. The independent London Nightlife Taskforce report recommended that for continuity and knowledge, the interim board be made up of five members from the independent London Nightlife Taskforce and the remaining directors be recruited openly by the independent London Nightlife Commission. Decisions on which members took up those initial interim roles were made by those interim board members. The independent London Nightlife Commission will now explore recruitment for its remaining members. The GLA will not be involved in the appointment process.

All members of the time-limited independent London Nightlife Taskforce were originally appointed the by Mayor of London. The Taskforce has now delivered its report and ceased to exist.

3. The GLA does not hold the requested information.

4. The GLA does not hold the requested information.

5. The GLA does not hold the requested information.

We note that the call for expressions of interest for future board members is publicly available. Please see <https://lnkd.in/p/ePbiekdE>

6. Please find attached the information that the GLA holds within the scope of your request.

Please note that some names of members of staff, third party biographies and identifiable information is exempt from disclosure under s.40 (Personal information) of the Freedom of Information Act. This information could potentially identify specific employees and as such constitutes as personal data which is defined by Article 4(1) of the General Data Protection Regulation (GDPR) to mean any information relating to an identified or identifiable living individual. It is considered that disclosure of this information would contravene the first data protection principle under Article 5(1) of GDPR which states that Personal data must be processed lawfully, fairly and in a transparent manner in relation to the data subject.

Some information falling within the scope of your request has been withheld under sections 41 (information provided in confidence) and 43(2) (commercial interests) of the Freedom of Information Act 2000.

- Section 41 - Information provided in confidence

We consider that parts of the information were provided to the GLA in circumstances giving rise to an actionable duty of confidence. The withheld information includes details relating to third-party client work and information supplied as part of a commercial proposal with an expectation that it would remain confidential. Disclosure would constitute an unauthorised use of information obtained in confidence and could result in a breach of confidence.

- Section 43(2) - Commercial interests

We also consider that some information is exempt under section 43(2) of the Act, which applies where disclosure would, or would be likely to, prejudice the commercial interests of any person.

The information withheld under this exemption comprises elements of the supplier's governance framework, methodology, descriptions of its proprietary approach, and examples of work undertaken for other clients. These sections demonstrate the supplier's intellectual property, specialist expertise and approach to delivering services, representing significant commercial investment and accumulated experience. Disclosure would be likely to undermine the supplier's competitive position by enabling competitors to replicate aspects of its methodology and commercial offering without incurring the same development costs. The information also includes references to other client engagements that were provided within a confidential commercial proposal rather than for public dissemination.

We also consider that correspondence relating to the drafting and negotiation of the Funding Agreement is exempt from disclosure under section 43(2) of the FOIA.

The withheld correspondence contains detailed discussions regarding the development of the Funding Agreement, including draft provisions, proposed commercial terms, negotiating positions, and comments exchanged between the parties. The information reflects preliminary and incomplete versions of the agreement which were subject to ongoing review and negotiation at the time the correspondence was created.

Disclosure of this information would be likely to prejudice the commercial interests of the Authority and the third party involved. In particular, it would reveal the parties' negotiating positions, areas of commercial sensitivity, and internal considerations regarding funding arrangements, contractual obligations, and risk allocation. The disclosure of such information could weaken the Authority's ability to negotiate effectively in relation to this project and similar future funding arrangements by providing counterparties with insight into the Authority's approach to commercial negotiations.

Furthermore, disclosure could undermine the commercial position of the the GLA and third party by revealing details of contractual terms and proposals that were not ultimately agreed and which remain commercially sensitive. The release of incomplete and evolving drafts could also create a misleading impression of the final commercial arrangements reached between the parties.

We therefore consider that disclosure would be likely to prejudice the commercial interests of both the Authority and the third party, and that section 43(2) is engaged.

- Public Interest Test

Section 43(2) is a qualified exemption and therefore subject to the public interest test.

Factors favouring disclosure

- Promoting transparency and accountability in the expenditure of public funds.
- Increasing public understanding of the procurement and commissioning process.
- Providing greater insight into the services being delivered and the basis on which suppliers are engaged by the GLA.

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Factors favouring withholding the information

- Protecting the legitimate commercial interests of the supplier and preserving fair competition in the marketplace.
- Preventing competitors from obtaining commercially valuable intellectual property, methodologies and business approaches without equivalent investment.
- Protecting sensitive information relating to third-party client work provided in a commercial and confidential context.
- Ensuring that organisations can engage openly with public authorities during procurement and commissioning processes without fear that proprietary business information will routinely be disclosed.

Balance of the public interest

Having considered the competing public interest factors, we have concluded that the public interest in maintaining the exemption outweighs the public interest in disclosure. The information released provides transparency regarding the scope of the work, deliverables and overall cost of the contract. Disclosure of the withheld information would add little to the public's understanding of the independent London Nightlife Commission, its governance, independence or funding, which are the central matters of public interest in this case. By contrast, disclosure would be likely to cause real and lasting prejudice to the commercial interests of the supplier and potentially affect the interests of third-party clients. We have therefore concluded that the public interest is best served by withholding this limited information under section 43(2) of the Act.

If you have any further questions relating to this matter, please contact me, quoting the reference MGLA240826-6532.

Yours sincerely

Information Governance Officer

If you are unhappy with the way the GLA has handled your request, you may complain using the GLA's FOI complaints and internal review procedure, available at:

<https://www.london.gov.uk/about-us/governance-and-spending/sharing-our-information/freedom-information>

From: [Michael Kill](#)
To: [alice.hoffmann-fuller](#)
Cc: [Sam Spencer](#); [REDACTED] [nadine.ahmad](#); [Nathanael T Williams](#)
Subject: Re: Nightlife Commission - Supplier set up
Date: 10 April 2026 08:50:19
Attachments: [img_fc09479-7170-41a9-8ec0-dc29eda610dd.png](#)
[img_67088095-68d5-44a9-8f2a-88d3887ad198.png](#)

Hi All

Looking forward to the meeting this morning.

I think IG as an organisation will be fundamental to most of the setup. Its wording and placement will be quite important for us as a legal public entity. Therefore, our focus must be on the scope of requirements for IG, the organisation of the initial meeting with them, and establishing our timeline for this project delivery to them.

In my opinion, I think we need a seasoned PR agency that can facilitate our position alongside IG; message continuity will be key. We must also consider both Public Relations and Public Affairs (the political side). Additionally, we need to onboard an accountant, a legal advisor, a website developer and someone to handle daily administration, social media, and website engagement.

I think today's meeting needs to focus on two areas: developing a clear scope & timeline for the work, considering key deadlines for funding.

Additionally, we need to define key individual action items and potentially increase the frequency of our meetings to accelerate establishment.

Regards

Michael Kill FRSA FIH

CEO Night Time Industries Association / Chairperson UK Door Security Association / VP of International Nightlife Association / Trustee Nine Point Eight Charity.

[REDACTED]

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Electronic Music Report :

<https://ntia.co.uk/the-third-uk-electronic-music-industry-report/>

NTIA / CGA by NIQ NTE Market Tracker :

<https://ntia.co.uk/the-night-time-economy-market-monitor-a-changing-landscape/>

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Your name and address may be used to facilitate communication.

On Thu, 9 Apr 2026 at 11:17, alice hoffmann-fuller [REDACTED] wrote:

Yes, definitely!

A lot to consider at this meeting.

Alice

Alice Hoffmann-Fuller

Music Sector, Community Engagement and Project Consultant.

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Secretary/Trustee on the board of

[Good Night Out Campaign](#)

On Thu, 9 Apr 2026 at 11:08, Sam Spencer [REDACTED] wrote:

Great news!!!

Shall we pick up on our Friday meet all of these points?

Sam

SAM SPENCER

[REDACTED]

[REDACTED]

From: [REDACTED] <[REDACTED]@london.gov.uk>

Sent: 09 April 2026 11:05

To: [REDACTED] <[REDACTED]@london.gov.uk>; alice hoffmann-fuller

<[REDACTED]>

Cc: Michael Kill [REDACTED] nadine ahmad [REDACTED] Sam
Spencer [REDACTED] Nathanael T Williams

[REDACTED]

Subject: RE: Nightlife Commission - Supplier set up

Hi all,

So very exciting to see this moving forward!

Just jumping in quickly to say that it'll probably be worth putting some serious thought into the timings for the open call & selection process for board members, as it is highly likely that will get A TON of applications. How long will the call be open for? How long will you be assessing the applications? What process will you follow to make decisions? By when will the new board members be decided and onboarded, if the deadline is September 1st and bearing in mind that people are off in August?

Sorry, coming to this from the angle of having to go through application processes ourselves and usually underestimating the amount of time and energy they take!

As [REDACTED] said; we're here to support where we can :)

All the best,

[REDACTED]

From: [REDACTED] [REDACTED] <[REDACTED]@london.gov.uk>

Sent: 09 April 2026 11:00

To: alice hoffmann-fuller <[REDACTED]>

Cc: Michael Kill <[REDACTED]> nadine ahmad <[REDACTED]> Sam
Spencer <[REDACTED]> Nathanael T Williams
<[REDACTED]> <[REDACTED]> <[REDACTED]> <[REDACTED]> [london.gov.uk](mailto:[REDACTED]@london.gov.uk)>

Subject: Re: Nightlife Commission - Supplier set up

Hi Alice!

Yes totally up to you in what order you all want to tackle each of these. I agree that having a good campaign around the recruiting of new members will ensure it reaches a larger portion of the nightlife community.

We are happy to also push from our side, we can't do any comms until the pre-election period is over so hopefully that actually works quite favourably as you can take the time during PEP to work with IG and go through the procurement for the other consultants.

One thing to note - the board members will need to be onboarded before the final amount of the grant is paid out so this also has a September 1 deadline I'm afraid!

[REDACTED] [REDACTED]

[REDACTED]

Culture, Creative Industries and 24 Hour London Unit

GREATERLONDONAUTHORITY

City Hall, Kamal Chunchie Way, London E16 1ZE

[REDACTED]

[london.gov.uk](https://www.london.gov.uk)

[REDACTED]

[london.gov.uk](mailto:[REDACTED]@london.gov.uk)

The [London Nightlife Taskforce report](#) is out now

From: alice hoffmann-fuller <[REDACTED]>

Sent: 09 April 2026 10:47

To: [REDACTED] <[REDACTED]> [london.gov.uk](mailto:[REDACTED]@london.gov.uk)>

Cc: Michael Kill <[REDACTED]> nadine ahmad <[REDACTED]> Sam
Spencer <[REDACTED]> Nathanael T Williams
<[REDACTED]> <[REDACTED]> <[REDACTED]> <[REDACTED]> [london.gov.uk](mailto:[REDACTED]@london.gov.uk)>

Subject: Re: Nightlife Commission - Supplier set up

Great News [REDACTED]

Yes, looking forward to getting on with the next steps.

We'll get in touch with IG to look at the scope of work and getting ourselves set up to receive the grant and procurement.

I feel we'd be better having comms/marketing onboard prior to an open call for other

board members, as this would be something that would need help to gain the best reach.

So any thoughts around this would be helpful.

I know that [REDACTED] spoke about doing some pro-bono work to help establish our public face before being invited to submit his proposal for the role once it's gone to tender.

I just wondered what people's thoughts were on this and whether it would be appropriate.

In which case, I'd see a timeline as follows.

- IG to set up the legal entity
- Decide on the parameters and logistics around board recruitment and selection.
- Set up commission socials / web presence
- Open call for board members.
- Board member selection process.

Does this make sense?

Thanks.

Alice

Alice Hoffmann-Fuller

Music Sector, Community Engagement and Project Consultant.

Current and Recent Projects -

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[London Grassroots Music Google Map](#)

[London Nightlife Taskforce](#)

Secretary/Trustee on the board of

[Good Night Out Campaign](#)

On Thu, 9 Apr 2026 at 10:25, [REDACTED] <[REDACTED]@london.gov.uk> wrote:

Hi all,

I am happy to confirm that your chosen governance supplier is all set up on our system and we are issuing the PO today. So they will be ready to start hopefully.

How exciting!

Next steps:

- Getting the grant agreement ready for the new commission for 275K - I will start drafting this and will need your legal entity details once available.
- Getting the new board members through the open call process
- Getting all consultants onboarded before July so they can be paid out by you before 1 September.

Happy to have a catch up but please note my availability will be sparse over the next month. [REDACTED] will be able to fill in when I am not available.

[REDACTED] [REDACTED]

[REDACTED]

Culture, Creative Industries and 24 Hour London Unit

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City Hall, Kamal Chunchie Way, London E16 1ZE

[REDACTED]

[london.gov.uk](https://www.london.gov.uk)

[REDACTED] [london.gov.uk](https://www.london.gov.uk)

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From: [REDACTED]
To: [REDACTED]
Cc: [REDACTED] [alice.hoffmann-fuller](#)
Subject: Re: Nightlife Commission - next steps
Date: 18 May 2026 15:07:11

Hi all,

Thanks for the update - that's helpful (and congrats on your win, btw!).

Understood on the draft terms sheet as an interim working document. Thanks for the clarity there.

As you're working on the more final grant agreement draft, it would be great to see **wording on the flexibility on delivery from suppliers** you mentioned on our call (e.g. all start up activity must be *contracted and invoiced* for by 30 Sept, but *delivery* against those contracts can go into the future) - the terms sheet had some quite restrictive language around this that didn't reflect our discussion (or what's realistically possible!).

Finally, on the **milestones** - would love to know if we can propose some alternatives / a change of order on some things in there? As it stands they are quite prescriptive and linear (not allowing work to happen simultaneously because procurement for later roles cannot start until preceding roles have had time to complete feasibility studies that then allow funds to be released), whilst also saying the LNC can decide on the roles and breakdown of funds, but still tying payments to reports from specific suppliers. We'd love to be able to work with the LNC interim board to suggest some more targeted milestones that align with the intentions for the funding: institution-building and structured start-up activity, across the sprint period between now and the deadline.

Many thanks,

[REDACTED]
[REDACTED]
CEO, I.G. Advisors
[REDACTED] ([why it matters](#))

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On Mon, May 18, 2026 at 14:53 PM [REDACTED] wrote:

Hi [REDACTED]

[REDACTED] is just back from leave and we will be sitting down tomorrow to progress this together.

The grant agreement draft will lay out all the conditions of the UK SPF funding which we

were in the process of getting ready to send to you.

The draft terms sheet was intended to ask as an interim working document, so apologies if there were inconsistencies.

I am waiting for a few answers from Finance and Governance so will feed back as soon as I can.

Best,

[REDACTED]

[REDACTED] - 24 Hour London
Culture, Creative Industries and 24 Hour London Unit
GREATER LONDON AUTHORITY
City Hall, Kamal Chunchie Way, London E16 1ZE

[REDACTED]

london.gov.uk

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The [London Nightlife Taskforce report](#) is out now

From: [REDACTED] ([REDACTED] <[REDACTED]@ig-advisors.com>

Sent: 18 May 2026 14:37

To: [REDACTED] <[REDACTED]@london.gov.uk>; [REDACTED]
<[REDACTED]@london.gov.uk>

Cc: [REDACTED] <[REDACTED]@london.gov.uk>; [REDACTED] <[REDACTED]@ig-advisors.com>;
[REDACTED] <[REDACTED]@london.gov.uk>; alice hoffmann-fuller
<[REDACTED]>

Subject: Re: Nightlife Commission - next steps

Hi everyone,

Appreciate it's been a busy time on your end, but just checking back in on my questions below from 2 weeks ago?

[REDACTED]

[REDACTED]

CEO, I.G. Advisors

[REDACTED] ([why it matters](#))

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On Wed, 6 May 2026 at 13:43, [REDACTED] ([REDACTED] <[REDACTED]@ig-advisors.com> wrote:

Hi [REDACTED] and [REDACTED]

Thanks - that's helpful.

These questions are all about the **Commission set-up**, and exactly **what the base requirements are**. As I said in my email, there are some areas that are contradictory, unclear or likely to cause challenges in the Terms Sheet for the Commission set up grant.

More specifically, we're trying to confirm:

- the minimum governance documents / policy suite the Commission needs in place at set-up for the GLA to meet its due diligence requirements and release the grant (the Terms Sheet has some contradictions and uses different terminology in different places, and the ITT did not specify);
- any standard grant approval process you need the Commission to align with (for example, how you go about approving a 'Feasibility Report' which is a milestone requirement for the grant payments - who, how, and how long?);
- any clarity on your due diligence beyond the basics (legal entity, directors registered, dual authorisation on bank, etc) so the Commission doesn't end up falling at the last hurdle;
- what (if any) procurement processes or payment approval thresholds you need the Commission to demonstrate they have in place to release grant funding;

A couple of the board/composition points were exploratory and were only intended to help shape our governance advice to the Commission, but mostly since part of our work is also their **18 month financial modelling**, and their **board member recruitment / onboarding process**, I was wanting clarity on the above points so we can provide the best advice and recommendations on how they can meet your base requirements and access the grant funding before the deadline (which, as I'm sure you can appreciate, is not a simple matter at this late stage).

Thanks,

[REDACTED]

CEO, I.G. Advisors

[REDACTED] ([why it matters](#))

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On Wed, May 6, 2026 at 13:26 PM [REDACTED] [REDACTED] wrote:

Hello [REDACTED]

I hope you are well, and lovely to e-meet you. I work with [REDACTED] in the 24 Hour team and will be supporting with this process, so jumping in to get back to you while [REDACTED] away.

I had a chat with some colleagues yesterday and it'd be great to understand whether your questions are about the work you are doing as a consultant for the commission or re the Commission itself, once set up?

In the first instance, what we need at this stage is completion of the base requirements for the Commission to be set up, which we will leave to your expertise to fulfil. Other than that, grateful if you could clarify exactly where and how we can help best.

Happy to set up a call when [REDACTED] back next week if easier.

Thanks so much!

All the best,

[REDACTED]

From: [REDACTED] [REDACTED] ([REDACTED] <[REDACTED]@ig-advisors.com>

Sent: 30 April 2026 17:14

To: [REDACTED] [REDACTED] <[REDACTED]@london.gov.uk>

Cc: [REDACTED] [REDACTED] <[REDACTED]@london.gov.uk>; [REDACTED] [REDACTED] <[REDACTED]@ig-advisors.com>; [REDACTED] [REDACTED] <[REDACTED]@london.gov.uk>; [REDACTED] [REDACTED] <[REDACTED]@london.gov.uk>

Subject: Re: Nightlife Commission - next steps

Great, thanks [REDACTED]

Some to begin:

- The terms sheet lists a variety of different policy requirements in different places, using different terminology each time. Please could you confirm what the **essential governance documents and policy suite** for a newly founded organisation in receipt of UKSPF funding via GLA is? Do you have a standard approval process you could share, to ensure we're prioritising the right things above minimum legal thresholds, and also using terminology that aligns with your processes? *(For example, we have seen: Conflicts of interest policy and register, Financial management and internal controls policy, Governance framework and Board terms of reference, Appropriate financial controls including dual authorisation and expenditure thresholds, risk, safeguarding, data protection, procurement and decision-making policies, governance statement outlining decision-making structure, term limits and accountability mechanisms)*
- Are there any additional terms, criteria, or due diligence pieces your team will need to run through other than the basics outlined in [REDACTED] Terms Sheet, that we should be aware of?
- Is there flexibility on the '6 additional board members recruited' aspect on the payment milestones? From a good governance perspective we are considering recommending a phased recruitment process *(this is not approved by the Interim Board, please consider this exploratory for now)* to ensure rotating term limits and the ability to identify and fill gaps in capacity, skills and representation as the work of the LNC evolves. Since their ability draw down funds to procure the suppliers they need by the 30 Sept deadline is tied to this, there's a risk the struggle to recruit board members in a timely manner could block the entire initiative, or result in a rush to appoint board members that aren't a good fit. Is there wiggle room to adjust this to 'recruitment for additional board members launched' and/or 'recruitment plan for additional board members agreed'? *Again, please do not consider me an agent of the board on that question, I am simply trying to understand the constraints.*
- Section 6 requires 'Confirmation of compliance with subsidy control requirements'. What exact format or evidence does the GLA require to check this box on an ongoing basis, given the intended operational focus of the LNC?
- To accurately build the LNC's financial model and cashflow plan for the next several money, what is the turnaround time for the GLA team to review and approve a submitted Feasibility Report and subsequently release the milestone-tied funds?
- For our Conflict of Interest policy, what specific structural firewalls does your team need to see? We have examples of best practice, but are there any specifics you can point to that would satisfy your evaluation process?
- Your Contracts and Funding Code stipulate specific thresholds for procurement processes. Do you expect / require grantees to follow the same, and if so would you be comfortable with an exception / single supplier route for this urgent procurement sprint before Sept 30? Typically for an organisation of this kind we would recommend a lighter touch expenditure thresholds policy that covers Chair vs Board level approvals and the requirement to get three quotes above £50k.

More to come, but that's it for now!

Thanks,

████████████████████
CEO, I.G. Advisors
████████████████████ ([why it matters](#))

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On Thu, 30 Apr 2026 at 16:44, ██████████ <████████████████████@london.gov.uk> wrote:

Hi ██████████

Lovely to virtually-meet you. I suggest emailing any questions in the first instance, and depending on the complexity we could schedule calls as and when needed.

All the best,

██████████

From: ██████████ (██████████) <██████████@ig-advisors.com>
Sent: 30 April 2026 16:40
To: ██████████ <██████████@london.gov.uk>; ██████████
<██████████@london.gov.uk>
Cc: ██████████ <██████████@ig-advisors.com>; ██████████
<██████████@london.gov.uk>; ██████████ <██████████@london.gov.uk>
Subject: Re: Nightlife Commission - next steps

Hi all,

Lovely to be connected with you.

We will be in touch if we have any additional questions as we move through the process of supporting the LNC's governance set up. If we do, what is the best approach to fit in with your other priorities - scheduling a call, or emailing?

Many thanks,

████████████████████
CEO, I.G. Advisors
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On Wed, 29 Apr 2026 at 12:41, Sam ██████████ <████████████████████@london.gov.uk> wrote:

Hi ██████████ ██████████ and ██████████

Please meet ██████████ and ██████████ They are the recently onboarded governance consultants spearheading the commission set up for which we will be awarded a £275K grant. They might have some questions on the UK SPF funding. I have said that I am happy for you all to have a meeting whilst I am gone if that's useful.

I am reattaching the draft terms sheet ██████████ I drafted which lay out the terms. We will need to start drafting an agreement for the new legal entity.

☐ [Nightlife Commission - Draft terms sheet 4-03.docx](#)

████████████████████
████████████████████ - 24 Hour London

From: [REDACTED]
To: [Michael Kill](#); [Sam Spencer](#); [Nathanael Colour Factory](#); [alice hoffmann-fuller](#); [nadine ahmad](#)
Cc: [REDACTED]
Subject: RE: Draft Funding Agreement to review + invite
Date: 03 August 2026 14:53:00

Hi all,

I hope you are well.

It was a shame that nobody was able to attend the monthly catch up today – we are doing everything we can on our side to ensure the (as you very well know, MANY) steps that need to happen for us to be able to release the rest of the grant are in place, but we need you to please be responsive at this stage as it is crucial that we get the funding agreement signed.

Both [REDACTED] and I are on leave next Monday so we'll need to reschedule the catch up, preferably for Thursday 13th. [Here's a poll](#); hopefully one of those slots will work for a number of you.

Any questions give me a shout please. Thanks.

All the best,

[REDACTED]

From: [REDACTED]
Sent: 27 July 2026 18:10
To: Michael Kill <[REDACTED]> Sam Spencer <[REDACTED]> Nathanael Colour Factory <[REDACTED]> [alice hoffmann-fuller](#) <[REDACTED]> [nadine ahmad](#) <[REDACTED]>
Cc: [REDACTED] <[REDACTED]> [london.gov.uk](#)>
Subject: Draft Funding Agreement to review + invite

Dear all,

Please find attached the adjusted draft Funding Agreement – as agreed with those that joined the quick catch up today, we'd be grateful if you could have a look throughout this week and send any comments/ suggestions our way. In ideal world we'd all agree on the final version at our monthly catch up next Monday, before we submit it to final approval to the GLA Governance team. Further tweaks might be required after that but if not/ once those have been addressed, we'd proceed with signatures from both your and our side (unlocking the first payment).

While I am here, and with apologies for the short notice, please also find attached an invite to a Roundtable taking place this Wednesday 2-3pm. Do please let know if any of you can make it.

Lastly, over the next couple of days I'll be sending you a calendar with relevant events/ discussions that would be good for one of you to attend and/ or contribute to (i.e. licensing;

London Plan consultation; etc). Please bear with me.

Anything else at this stage drop me a line.

All the best,

[Redacted]

[Redacted]

[Redacted]

Culture, Creative Industries and 24 Hour London Unit

Greater London Authority

City Hall, Kamal Chumchie Way, London E16 1ZE

[london.gov.uk](https://www.london.gov.uk)

[Redacted]

[london.gov.uk](https://www.london.gov.uk)

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From: [REDACTED]@gmail.com>
Sent: 09 July 2026 11:07
To: [REDACTED]@london.gov.uk>
Cc: [REDACTED]; Nathanael Colour Factory
[REDACTED]@colourfactory.com>; Sam Spencer [REDACTED] nadine ahmad
[REDACTED]>; Michael Kill [REDACTED]
Subject: Re: Provider set up

Thanks [REDACTED]

Will keep you updated re: bank account.

I now have the feasibility report. Please find it attached.

Alice

Alice Hoffmann-Fuller

*Music Sector, Community Engagement and Project Consultant.
Venue staff/Operator mentor and advocate.
Currently supporting [Pie House Co-op](#).*

Current and Recent Projects -

May 2025

[London Grassroots Music Tube map](#)

[London Grassroots Music Google Map](#)

2026

[London Nightlife Taskforce](#)

View LNT report [here](#)

2019 - current

Secretary/Trustee on the board of

[Good Night Out Campaign](#)

On Thu, 9 Jul 2026 at 11:03, [REDACTED] <[REDACTED]@london.gov.uk> wrote:

Hi Alice,

Thanks for letting me know, and sorry to hear the bank situation is being such a pain. Let me know if you need another letter of support.

All the best,

[REDACTED]

From: alice hoffmann-fuller [REDACTED]
Sent: 09 July 2026 10:27
To: [REDACTED] <[REDACTED]@london.gov.uk>
Cc: [REDACTED]
Nathanael Colour Factory [REDACTED]; Sam Spencer
<[REDACTED]>; nadine ahmad [REDACTED]; Michael Kill
[REDACTED]
Subject: Re: Provider set up

Morning [REDACTED]

I'm just trying to get full access to the feasibility report, so it can be downloaded for you to send to UKSPF.

, but hopefully I should be able to download it and send soon.

Just to let you know we're having to try another bank account at the moment, this is the third to try. It's proving difficult to find a bank that will deal with an org like ours, so bear with us while we try to sort this out, it's pretty much out of our control.

Alice

Alice Hoffmann-Fuller

*Music Sector, Community Engagement and Project Consultant.
Venue staff/Operator mentor and advocate.
Currently supporting [Pie House Co-op](#).*

*Current and Recent Projects -
May 2025*

[London Grassroots Music Tube map](#)
[London Grassroots Music Google Map](#)

2026

[London Nightlife Taskforce](#)
View LNT report [here](#)

2019 - current
Secretary/Trustee on the board of
[Good Night Out Campaign](#)

On Tue, 7 Jul 2026 at 12:02, [REDACTED]@london.gov.uk> wrote:

Dear all,

Following our chat yesterday please see below the info needed in order for the LNC to be set up as a provider. I've already asked how long it'd take and I'll do my best to make sure it doesn't get unnecessary delayed so we can release the first payment as soon as the Feasibility report has been approved. We look forward to receiving that.

We're also in the process of confirming the answer to the question around expenditure/ delivery of the total grant. Bear with us please.

Anything else in the meantime do give me a shout.

Thanks!

All the best,

[REDACTED]

P.S. Also: in the interest of not clogging anybody's inbox – are you OK with keep receiving individual emails or do you prefer us to direct everything to the LNC gmail inbox going forward? Or all of the above?

New provider set up

Organisation Legal Name –

Supplier Registered Address, Street , House number , Postcode , City , Country/Region -

Contact First Name –

Contact Last Name -

Contact Email –

Role within organisation –

Category to the lowest level, classifying the goods/services/supply that the supplier is providing. –

[REDACTED]

[REDACTED]

Culture, Creative Industries and 24 Hour London Unit

GreaterLondonAuthority
City Hall, Kamal Chunchie Way, London E16 1ZE

[london.gov.uk](https://www.london.gov.uk)

Governance and Compliance Feasibility Report

Prepared for the Greater London Authority, by I.G. Advisors, on behalf of the London Nightlife Commission

This memo serves as the Governance and Compliance Feasibility Report 1 (FR1) for the London Nightlife Commission (LNC), prepared for submission to the Greater London Authority (GLA) team.

It satisfies the requirement for 'Governance and Compliance Feasibility Report 1' (FR1) as mandated by the GLA UK Shared Prosperity Fund (UKSPF) Terms Sheet, and represents the culmination of Phase 1 of the LNC's establishment. It also serves as the final deliverable (ITT Milestone 6¹) of the initial Invitation to Tender for Governance & Compliance Support.

The document is deliberately structured to mirror the specific evaluation criteria required by the GLA Terms Sheet, and acts as a consolidated executive summary, synthesising the comprehensive governance, legal, and operational work already developed by I.G. Advisors with the LNC board.

In line with the UKSPF Terms Sheet, this report and its supporting suite of documents satisfy the two specified deliverable requirements for FR1 from the GLA: the constitution documents (addressed in Section 2 and catalogued in Appendix A) and a payment structure and plan for board members (addressed in Section 3 and included in Appendix A).

¹ This report sits across two distinct milestone frameworks. The ITT deliverable milestones (M1–M6) govern the scope of I.G. Advisors' Governance & Compliance contract with the LNC, and are catalogued in Appendix A. The GLA grant milestones (Milestones 1–6) govern the release of UKSPF funds against the Terms Sheet. The two are separate and do not correspond. Where this report refers to a milestone, the relevant framework is specified.

1. Problem Statement & Strategic Direction

To successfully draw down the remaining £275k UK Shared Prosperity Fund (UKSPF) grant from GLA before the 30 September 2026 spend deadline, the London Nightlife Commission (LNC) must rapidly establish a legally compliant, scalable, and independent social-purpose organisation.

The strategic direction of an *independent* commission, as well as the broader objectives drawn from the Taskforce recommendations, demand a model that provides a structural firewall between the LNC and the GLA, ensuring the LNC retains the power to advocate for change, hold nightlife stakeholders and authorities to account, and make autonomous decisions without requiring GLA approval. The LNC also must demonstrate the stringent financial controls and strong governance necessary for managing public funds. The established governance framework balances the grassroots agility required to support the nightlife sector with these broader requirements.

1.1 Evidence Base and Stakeholder Consultation

The recommendations set out in this report are grounded in direct consultation and a substantial evidence base. The report draws on the recommendations of the London Nightlife Taskforce, the foundational sector analysis prepared during the Commission's development, and structured engagement with the Founding Board. This included a governance workshop exploring the Board's own assessment of risks and capability gaps, and a Skills, Representation and Capacity survey completed by all five founding directors alongside I.G.'s nightlife sector advisory lead, Bryony Beynon. The board recruitment framework, gap analysis, and seat profiles are a direct output of that consultation. Throughout Phase 1, the model has been developed iteratively with the Board rather than imposed, ensuring it reflects both professional governance standards and the specific realities of London's nightlife sector.

2. Legal & Governance Implications

2.1 Legal Entity

Following a comparative analysis of six legal models, the optimal structure for the LNC is a **Community Interest Company (CIC) Limited by Guarantee with a Small Membership**.

This model successfully blends the agility of a business with financial transparency, impact focus, regulation and public accountability. It comes with fewer of the efficiency risks associated with establishing and maintaining charitable status, which I.G. does not believe the LNC requires for its purposes. It provides the statutory asset lock required to satisfy public procurement and grant compliance standards for the UKSPF and the GLA, and it ensures individual Board members are protected by limited liability, safeguarding them from personal financial risk.

As a CIC, the LNC will be subject to oversight by the CIC Regulator. It filed a CIC36 on incorporation, and will submit an annual Community Interest Report (CIC34) alongside its

accounts, evidencing how its activities have benefited the community. This provides an external, statutory check that the asset lock and community-benefit purpose are being upheld.

2.2 Governance Architecture

- **Board Composition:** The Board will expand from the five founding members to a maximum of eleven directors, serving slightly staggered terms to ensure a natural rolling cycle of renewal.
- **Decision-Making:** A three-tier voting framework has been embedded to reflect risk levels: Tier 1 (simple majority) for day-to-day decisions, Tier 2 (two-thirds majority) for significant financial or structural commitments, and Tier 3 (75% majority) for constitutional changes.
- **Sector-Led Working Groups:** The Commission will establish advisory Working Groups to draw expertise, lived experience, and sector intelligence directly from London's nightlife community into its decision-making, fulfilling its mandate to be sector-led rather than merely sector-facing.
- **Constituting Actions:** On appointment of the full board, a defined set of constituting actions will be completed at the first formal board meeting, including: election of Chair and Deputy Chair; formal adoption of the governance and policy suite; appointment of Safeguarding, Risk Lead, and Data Leads; completion of Conflicts of Interest declarations by all directors; and agreement of the founding work plan. These satisfy the structural conditions required under GLA Terms Sheet Milestone 6.

2.3 Banking Strategy

A phased, two-tier banking strategy has been recommended to navigate the severe bottleneck in non-profit banking and meet immediate funding deadlines. This step is pending confirmation of incorporation with Companies House.

- **Tier 1:** An immediate application for a digital challenger business account (e.g., Starling Bank, Wise) to secure an active account for the rapid receipt of the UKSPF grant. These banks offer dual authorisation and standard protections.
- **Tier 2:** A simultaneous application to a robust ethical provider (e.g., The Co-operative Bank or Unity Trust Bank) to align with the LNC's progressive values and the GLA's robust financial control requirements.

3. Equalities Impact Assessment & Representation

Equity, diversity, and inclusion (EDI) are central to the LNC's mandate and have been structurally embedded into its governance, operations, and recruitment.

- **Board Recruitment:** The ongoing recruitment of six additional directors targets a *Public Recruitment with Specific Outreach* approach. This ensures active engagement with communities typically underrepresented in governance, including LGBTQ+ communities, communities of colour, Deaf and disabled communities, and precarious workers. I.G.'s suggested roles / profiles for the new board members targets improved representation from across key nightlife sector categories and lived experiences.
- **Remuneration for Accessibility:** Governance work remains strictly unpaid. However, to ensure grassroots, freelance, and low-income workers are not excluded from leadership, a shared 'Hours Pool' system has been established. This allows directors to voluntarily claim compensation for demonstrable loss of earnings or accessibility costs arising from involvement with the LNC. This is capped both individually (35-45% of the pool) and collectively (80 hours per month, and 10% of the grant) and paid at 1.5x the London Living Wage to reflect the professional skills required, whilst remaining a defensible use of public funds.
- **EDI Policy:** The adopted EDI Policy (Appendix A) mandates that an equity lens is applied not just to internal governance, but to all programme design, research commissioning, resource allocation, and supplier procurement.

4. Risk Assessment & Compliance Framework

A comprehensive policy suite has been adopted by the Board to mitigate legal, operational, and reputational risks.

- **Risk Appetite & Escalation:** The LNC maintains a high appetite for bold policy advocacy, but zero tolerance for physical safety risks or financial fraud. Any critical risks on the Risk Register trigger a 24-hour escalation protocol to the Chair.
- **Safeguarding:** A Designated Safeguarding Lead (DSL) and Deputy DSL will be appointed from within the board. The policy provides a bespoke framework for recognising and responding to vulnerabilities specific to the night-time economy without positioning the LNC as an emergency responder or frontline organisation.
- **Conflicts of Interest:** Recognising the highly interconnected nature of the nightlife sector, the policy focuses on transparent management rather than total avoidance of conflicts. It requires strict declarations, a maintained Register of Interests, and mandatory withdrawal from conflicted votes, and in some cases, discussions.
- **Data Protection & Whistleblowing:** Full UK GDPR compliance measures are enforced. Whistleblowing protections have been explicitly updated to align with the 2026 Employment Rights Act, ensuring immediate protection for reports of sexual harassment.

5. Financial Modelling & Cost Assumptions

The remaining £275k UKSPF set-up grant must be fully spent by 30 September 2026. The GLA has confirmed that funds must be *contracted and paid for* by this date, although the delivery of those services can continue beyond it.

5.1 Financial Controls

All expenditure requires dual-authorisation. Procurement thresholds are mapped directly to the Board's three-tier decision framework to prevent fraud and ensure value for money, whilst allowing agility for micro-purchases.

5.2 Delivery Model

A **Secretariat Model** is recommended for the core set-up phase. Contracting one provider for Programmes, Delivery, and Infrastructure absorbs the operational load from the Founding Board, converts a single payment into 18+ months of capacity, and establishes a single point of accountability for GLA reporting.

5.3 Estimated Grant Allocation (£275,000)

The following indicative allocation bands represent the financial model for establishing the LNC over its set-up period. The final split sits at the Board's discretion under the Terms Sheet and will be refined once the operational roadmap (FR3) is developed:

- Secretariat (Programmes, Delivery, Infrastructure): [REDACTED]
- Communications & PR: [REDACTED]
- Finance, Legal & Accounting: [REDACTED]
- Fundraising Strategy: [REDACTED]
- Directors Remuneration & Expenses (Hours Pool): [REDACTED]
- Other (Equipment, Subscriptions): [REDACTED]

5.4 Sustainability and Exit

The GLA has been explicit that UKSPF funds are for *establishment* only, and a credible plan for financial sustainability must exist for the LNC beyond the grant. This requirement is built into the model in two ways:

- A dedicated Fundraising & Income Generation workstream (Section 5.3) will design the Commission's post-UKSPF income strategy, exploring trading, membership, sponsorship, partnership, and philanthropic models.
- The Finance, Legal & Accounting feasibility work (FR2) will establish the financial systems and multi-year planning needed to support that strategy.

Together these satisfy the sustainability condition under GLA Milestone 6, and ensure the LNC is designed for independence rather than ongoing grant dependency.

6. Delivery Roadmap and Timeline

The following critical milestones map the immediate sprint to achieve full operational establishment and meet the UKSPF spend deadline:

- **w/c 29/06/2026:** Finalise incorporation, open bank account, submit FR1, sign £275k grant agreement, and release Payment 1.
- **w/c 13/07/2026:** Publish tenders for suppliers (solicited in the format of GLA Feasibility Reports, where possible) and conduct shortlisting for the six new board directors.
- **w/c 27/07/2026:** Formally appoint the 6 new directors, evaluate supplier bids, and select providers.
- **w/c 10/08/2026:** Hold the first full board meeting: complete all constituting actions (Chair and Deputy election, policy adoption, appointment of Safeguarding, Risk and Data Leads, COI declarations, work plan agreement), award the Finance/Legal contract, and submit FR2.
- **w/c 17/08/2026 – 31/08/2026:** Award the Secretariat and Comms contracts (submitting FR3 and FR4), clear corresponding milestones, and approve director work plans and prospective loss of earnings claims.
- **30/09/2026:** All £275k UKSPF grant funds fully deployed, contracted, and spent.

Appendix A: Deliverable Register

This table catalogues the complete suite of governance, compliance, and strategy documents produced during Phase 1 by I.G. Advisors for the LNC.

ITT Milestone	Deliverable
M1	<u>Legal Entity & Banking Recommendations</u> and support with incorporation, including <u>Articles of Association</u> & <u>CIC36 Form</u>
M2	<u>Governance Framework</u> <u>Board Terms of Reference & Working Group Framework</u>
M3	<u>Policy Suite</u> , including: • Board Code of Conduct Policy • Equity, Diversity and Inclusion (EDI) Policy • Safeguarding Policy • Conflicts of Interest Policy • Risk Management Policy • Data Protection Policy • Whistleblowing Policy • Financial Controls & Procurement Policy • Remuneration & Expenses Policy • <u>Privacy Notice</u> • <u>Safeguarding Self-Declaration Form</u> • <u>Registers and Logs</u> ○ Risk Register ○ Safeguarding Log ○ Record of Processing Activities (ROPA) ○ Data Asset Register ○ Data Breach Register ○ Procurement Exceptions Register ○ Asset Register ○ <u>Conflicts of Interest Declaration Forms</u> ○ <u>Register of Interests</u>
M4	<u>Board Recruitment & Induction Plan</u>
M5	<u>18 Month Financial Modelling</u>
M6	Governance and Compliance Feasibility Report 1 (FR1) - <i>this document</i>

Entity & Banking Provider Recommendations

Prepared for London Nightlife Commission by I.G. Advisors

To successfully draw down the remaining £275k UKSPF grant before the September deadline, the LNC must rapidly incorporate a legal entity and secure a compliant business bank account. I.G. has assessed the available legal models and banking providers against the criteria established in our Kick-Off meeting on 23 April 2026.

We recommend incorporating the LNC as a Community Interest Company (CIC) Limited by Guarantee with a Small Membership. This provides the agility needed for the start-up sprint and the statutory asset lock required to receive public funds.

Alongside this, we recommend adopting a phased, 2-tier banking strategy. This *sprint and switch* approach attempts to use a fast digital challenger bank to safely secure the initial grant, before transitioning the LNC to a robust ethical provider for the long term.

This memo summarises our comparative analysis and the rationale for both recommendations.

Please review and cast your votes below:

Decision	Board Member	Vote
CIC, Small Membership	alice hoffmann-fuller	Approved ▾
CIC, Small Membership	Mike Kill	Approved ▾
CIC, Small Membership	nadine ahmad	Approved ▾
CIC, Small Membership	Nathanael	Approved ▾
CIC, Small Membership	Sam Spencer	Approved ▾
2-Tier Banking Strategy	alice hoffmann-fuller	Approved ▾
2-Tier Banking Strategy	Mike Kill	Approved ▾
2-Tier Banking Strategy	nadine ahmad	Approved ▾
2-Tier Banking Strategy	Nathanael	Approved ▾
2-Tier Banking Strategy	Sam Spencer	Approved ▾

Legal Model

Evaluation Criteria

During the Kick-Off workshop, the Interim Board established the following absolute dealbreakers (Essentials) and operational enablers (Nice to Haves) to guide this decision:

Essential	
Can Work With Industry: the LNC will be doing work that provides value to the nightlife industry, but this is not considered a 'public benefit' by all nonprofit regulators. Some legal models restrict activities and grants that could be seen to provide a commercial return. The legal model must support the LNC's ability to do projects and provide grants to commercial entities. Fast Set Up: the UKSPF £275k grant must be fully spent by 30 September 2026. A business bank account is required to receive this money, which can take 4-8 weeks to open. Incorporation must therefore happen <i>almost immediately</i> to prevent the project from stalling. Public Grant Eligible: the chosen structure must provide the necessary regulatory oversight (e.g. an asset lock) to satisfy public procurement and grant compliance standards for UKSPF and GLA. Limited Liability for Directors: crucial for Board safeguarding. It ensures individual Board members are not held personally liable for the financial or legal risks of the Commission.	Agility: to avoid cumbersome bureaucracy, the Board needs a streamlined constitution that allows them to move at the pace of the nightlife sector they represent. Able to Pay Directors: to ensure true sector representation, the model should aim to legally permit the compensation of Directors for loss of earnings, accessibility costs or contract work, preventing the Board from becoming an echo chamber of privileged or commercial operators, and ensuring operational work (as different from governance work) is fairly compensated. Commercial Flexibility: to ensure long-term independence from the GLA, the LNC needs the freedom to generate its own trading income in the future. Adaptability: the LNC is currently in a 'startup' phase. The legal entity and associated governance must not lock the Commission into rigid frameworks, but instead allow the work to evolve as the Board expands and the mandate grows.
Nice to Have	
Eligible for other funders/grants: unlocks the potential for philanthropic foundation funding, diversifying income streams away from purely local government sources.	Ability to accept dues or membership fees: leaves the door open to a sector-funded democratic model in the future (similar to the Berlin Clubcommission).

Governance Goals

During the Kick-Off, the Interim Board did an exercise to define what a *failure* of the LNC's governance would look like. By translating these 'Red Lines' into positive objectives, we have established four non-negotiable goals that the chosen legal model must protect:

Structural Independence The Board was explicitly clear that failure looks like being perceived as a puppet of the GLA, a 'talking shop' or politically neutralised ('Switzerland'). The legal entity must provide a structural firewall between the LNC and the GLA, ensuring the Commission retains the power to advocate for change, hold authorities to account, and make autonomous decisions without requiring GLA approval.	Action-Oriented Operations Failure was defined as losing momentum or getting bogged down in cumbersome bureaucracy. The governance model must facilitate real, efficient change on the ground, allowing the core Board to design, authorise and supervise projects and schemes without being paralysed by lengthy committee voting or debate.
Transparent Sector Leadership The Board fears factions breaking out or the sector feeling unconsulted if the LNC acts or appears 'top down'. While the legal model needs to be agile, it must be paired with an operational framework (such as advisory working groups) that actively engages sector stakeholders, preventing the Board from becoming an elite echo chamber.	Financial Transparency & Accountability Given the intense scrutiny placed on previous night-time economy spending, the LNC's legal structure must mandate clear, publicly defensible protocols for how public money is allocated, ensuring all cost/benefit decisions are appropriately transparent, and made with accountability to the mission, the sector and good practice.

Legal Models - Options

The six legal models I.G. considered for the LNC are:

1. Charitable Incorporated Organisation (CIO)

A Charitable Incorporated Organisation is a registered charity structure that provides limited liability for its trustees while being heavily regulated by the Charity Commission. It was considered because it represents the gold standard for philanthropic and public grant eligibility and guarantees that all funds are locked into a social purpose.

2. Community Interest Company (CIC) – Small Membership

A Community Interest Company with a Small Membership is a corporate social enterprise structure where the Board of directors and the formal voting members are the same people. It was considered because it successfully blends the commercial agility of a private business with the strict financial transparency and asset locks required by public funders, and has a credible regulator that is less onerous than the Charity Commission.

3. Community Interest Company (CIC) – Large Membership

A Community Interest Company with a Large Membership is a social enterprise that operates with a statutory asset lock while giving a wider community of sector members formal voting rights at Annual General Meetings. It was considered because it offers a ready-made legal pathway to eventually becoming a fully democratic, sector-funded representative body.

4. Fiscal Host

A Fiscal Host arrangement is where an already established charity administers the public grant funds and assumes legal liability on behalf of an unincorporated project (this could be a sector-relevant organisation, or a neutral service provider such as the Social Change Nest or Global Impact UK), with a Board acting as an advisory committee on how the money is spent and used. It was considered as a potential shortcut to bypass immediate administrative hurdles of incorporating before the funding deadline.

5. Company Limited by Guarantee (CLG)

A Company Limited by Guarantee is a standard private company structure commonly used by non-profits and trade associations, where directors' personal financial liability is limited to a nominal sum (usually £1), and membership structures can be established to embed democratic working. It was considered because it is incredibly fast to set up and offers maximum operational agility without the stringent regulatory oversight of a charity or CIC.

6. Community Benefit Society (CBS)

A Community Benefit Society is a highly democratic organisation registered with the Financial Conduct Authority that conducts business for the benefit of a specific community on a strict 'one member, one vote' basis. It was considered because its deeply democratic, anti-hierarchical legal structure perfectly aligns with the grassroots, representative values of the LNC.

Legal Models - Comparative Analysis

Scoring each of the models out of 10 against the Essential and Nice To Have criteria shows clear front runners, and obvious 'no's:

	CIO	CIC (Small Membership)	CIC (Large Membership)	Fiscal Host	CLG	CBS
1. Work With Industry	2	9	8	2	10	8
2. Fast Set Up	2	9	8	9	10	2
3. Public Grant Eligible	10	9	9	5	1	8
4. Limited Liability	10	10	10	10	10	10
5. Agility	4	9	3	4	9	3
6. Able to Pay Directors	1	9	9	3	10	5
7. Commercial Flexibility	3	10	10	2	10	6
8. Adaptability	3	8	4	4	9	4
9. Eligible for Other Funders	10	7	7	6	1	8
10. Accept Dues/Fees	5	8	10	2	8	10
TOTAL SCORE (/100)	50	88	78	47	78	64

Legal Models - Recommendations

- **CIC Small Membership (Recommendation):** This is a strong, viable choice because it balances the speed needed to hit the September funding deadline with the statutory asset lock required by public grantmakers, while legally allowing the core Board the agility and freedom to achieve the mission, and pay Directors if needed.
- **CLG (Company Limited by Guarantee):** Not viable because, despite being fast and flexible, it lacks a statutory asset lock, meaning public and philanthropic funders will view it as too high-risk to hold and manage funds.
- **CIC Large Membership:** Not viable because giving the wider sector formal voting rights right now would introduce cumbersome bureaucracy and paralyse the Board's ability to make rapid, agile decisions.
- **CIO (Charitable Incorporated Organisation):** Not viable because Charity Commission registration takes months and charity law restricts activity and grantmaking to a strict set of 'public benefit' criteria that the LNC's goals do not meet. It also requires formal regulatory permission for paying Board members.
- **CBS (Community Benefit Society):** Not viable because FCA registration is notoriously slow, and its rigidly democratic 'one member, one vote' structure conflicts with the LNC's need for an agile, fast-moving setup sprint.
- **Fiscal Host:** Not viable because the LNC would not technically 'establish a legal entity' as per the goals of the initial grant funding from the GLA, and routing every financial decision through a host could impact the LNC's operational agility.

Banking Provider

Banking Evaluation Criteria

To securely hold the £275k UKSPF grant, the LNC requires a business banking provider that can accommodate a newly formed CIC while satisfying the financial compliance standards of the GLA. In our Kick-Off workshop, we established the following criteria for this decision:

Essential	
Fast Set Up: the bank must be able to onboard the LNC and provide an active account number within ~4 weeks to avoid missing the critical August spend deadline for the grant. CIC Friendly: the provider must have a stated appetite for the social enterprise sector. Many traditional banks view newly incorporated CICs with zero trading history as high risk and will either reject them or subject them to months of compliance underwriting.	Dual-Authorisation for Payments: a non-negotiable financial control requirement for managing public funds. The system must allow the LNC to mandate that at least two Directors digitally approve any outgoing expenditure. Accounting Integration (Xero): direct API integration with the LNC's accounting software (Xero) is required to automate bookkeeping and ensure audit-readiness without heavy administrative burden.
Nice to Have	
Digital-First / Accessible: a digital-first app prevents a busy, dispersed Board from having to visit physical high-street branches with paper ID documents to open the account or authorise payments.	Ethical Provider: alignment with the LNC's progressive values, avoiding institutions that invest in fossil fuels, arms, or exclusionary practices. Switch Guarantee: participation in the Current Account Switch Service (CASS) so the LNC is never locked into a provider that ceases to serve its long-term needs.

Note: The severe bottleneck in non-profit and social enterprise banking is a recognised national crisis right now. UK anti-money laundering (AML) and Know Your Customer (KYC) regulations have become so strict that traditional banks view any multi-director entity without a purely commercial profit motive as high-risk and high-admin. We have considered this in our work.

Banking Providers - Options

I.G. assessed five main archetypes and specific providers within the UK market:

1. The Co-operative Bank The Co-op offers a purpose-built account for CICs and charities . It is highly ethical, offers free everyday banking for eligible non-profits, supports dual-authorisation, and integrates seamlessly with Xero.
2. Unity Trust Bank Unity Trust is the gold standard for social enterprises. Founded specifically to support organisations committed to positive social impact, it offers the most robust multi-signature financial controls on the market and native Xero integration.
3. CAF Bank CAF Bank is explicitly mission-aligned and accepts CICs. It is heavily utilized by the traditional charity sector and offers granular access level controls for financial safeguarding.
4. Digital Challengers Starling Bank represents the modern, digital-first approach. It offers incredibly fast, app-based onboarding (often within 48 hours), real-time notifications, and flawless accounting API integrations. (Others, such as Monzo, Revolut etc do not accept CIC accounts at all).
5. Traditional High Street (e.g., NatWest, Barclays) Mainstream commercial banks with dedicated but massive community/charity divisions. They offer robust traditional infrastructure and widespread branch networks.

Banking Providers - Comparative Analysis

Scoring each of the models out of 10 against the Essential and Nice To Have criteria highlights the tension between speed, ethics, and functionality:

	Co-operative Bank	Unity Trust Bank	CAF Bank	Starling	Traditional High Street
1. Fast Set Up	6	4	5	9	2
2. CIC Friendly	10	10	10	7	4
3. Dual-Authorisation	10	10	9	6	10
4. Xero Integration	10	10	3	10	10
5. Digital / Accessible	5	4	4	10	8
6. Ethical Provider	9	10	8	5	2
7. Switch Guarantee	10	10	2	10	10
TOTAL SCORE (/70)	60	58	41	57	46

Banking Providers - Recommendations

Because no single UK banking provider can currently guarantee a fast set up speed *and* satisfy the Board's public fund compliance criteria and ethical 'nice to haves', I.G. advises against selecting a single perfect provider. Instead, we recommend the Board formally approves a **two-tiered banking strategy** to ensure the September £275k funding deadline is met:

Tier 1: Setup Sprint

Immediately upon incorporating the CIC, we recommend applying for a [Starling Bank Business Account](#). This is a play for speed. If their automated system accepts the LNC's CIC structure, it will have an active account in 48 hours. This is the fastest way to secure the £275k UKSPF grant well ahead of the September deadline, and it integrates with Xero for initial bookkeeping.

Tier 2: Back Up / Long-Term Switch

On the same day, we recommend a full application to [The Co-operative Bank \(Charity & Community\)](#) or [Unity Trust Bank](#). These are the ethical providers that meet LNC's values and the GLA's financial controls. Their manual compliance checks can take 6 to 10 weeks, but by applying immediately, LNC starts the clock. If the Starling setup works, LNC can wait for the ethical account to open in the background, and then use the standard Current Account Switch Service to move everything over. If Starling doesn't work, then this back up progress is in motion.

The Companies Act 2006

Community Interest Company Limited by Guarantee

Articles of Association

of

London Nightlife Commission CIC

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

INTERPRETATION

1. Defined Terms

The interpretation of these Articles is governed by the provisions set out as follows:

1.1	“Address”	includes a number or address used for the purposes of sending or receiving Documents by Electronic Means;
1.2	“Articles”	the Company’s articles of association;
1.3	“asset-locked body”	means (i) a community interest company, a charity or a Permitted Society; or (ii) a body established outside the United Kingdom that is equivalent to any of those;
1.4	“bankruptcy”	includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
1.5	“Chair”	has the meaning given in Article 10;
1.6	“Circulation Date”	in relation to a written resolution, has the meaning given to it in the Companies Acts;
1.7	“Clear Days”	in relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;
1.8	“community”	is to be construed in accordance with Section 35(5) of the Company’s (Audit) Investigations and Community Enterprise) Act 2004;
1.9	“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;
1.10	“Company”	London Nightlife Commission CIC
1.11	“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;
1.12	“Director”	a director of the Company, and includes any person occupying the position of director, by whatever name called;
1.13	“Document”	includes, unless otherwise indicated, any document sent or supplied in Electronic Form;
1.14	“Electronic Form” and “Electronic Means”	have the meanings respectively given to them in Section 1168 of the Companies Act 2006;
1.15	“Hard Copy Form”	has the meaning given to it in the Companies Act 2006;
1.16	“Memorandum”	the Company’s memorandum of association;

1.17 “participate”	in relation to a Directors’ meeting, has the meaning given in Article 15.7;
1.18 “Permitted Society”	"permitted society" means a registered society which has a restriction on the use of its assets in accordance with regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations 2006 or regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations (Northern Ireland) 2006;
1.19 “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 a society registered or deemed to be registered under the Industrial and Provident Societies Act (Northern Ireland) 1969;”
1.20 “the Regulator”	means the Regulator of Community Interest Companies;
1.21 “Secretary”	the secretary of the Company (if any);
1.22 “specified”	means specified in the articles of association of the Company for the purposes of this paragraph;
1.23 “subsidiary”	has the meaning given in section 1159 of the Companies Act 2006;
1.24 “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
1.25 “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. 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 Acts as in force on the date when these Articles become binding on the Company.

COMMUNITY 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, no specific asset-locked body is named. Under Articles 3.2 and 3.4, the assets shall be transferred to such asset-locked body as the Directors may determine at the time of dissolution, subject to the consent of the Regulator.

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 of Greater London and in particular (without limitation):

(a) To advance the arts, culture and heritage for the public benefit by protecting, promoting and developing London's night-time cultural, social and economic infrastructure, including but not limited to; music venues, creative workspaces, cultural organisations and the wider nightlife ecosystem, and by promoting the recognition of nightlife as a distinct and legitimate form of cultural expression, community participation and civic life;

(b) To advance citizenship and community development for the public benefit by fostering inclusive, safe and sustainable nightlife environments across Greater London, and by facilitating collaboration, shared standards and cross-sector coordination between industry stakeholders, local authorities, public bodies, workers, residents and the wider public in order to support a resilient and thriving night-time sector for the benefit of the community;

(c) To promote equality and diversity and to relieve those in need by advancing the safety, welfare, and economic resilience of workers and marginalised communities within the night-time economy; who face precarious working conditions, financial hardship, or structural barriers to full participation in the sector;

(d) To advance education for the public benefit by commissioning, monitoring, curating and disseminating independent research, data, evidence and best practice relating to the social, cultural and economic contribution of nightlife and the night-time economy, in order to inform public policy, planning, licensing, public health, harm reduction and long-term stewardship of London's night-time environment; and

(e) To do all such other things as are incidental or conducive to the attainment of the above objects, provided that such activities are at all times carried out for the benefit of the community and in furtherance of the community interest of the Company.

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 they are a member or within one year after they cease to be a member, for:

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

DIRECTORS

DIRECTORS' POWERS AND RESPONSIBILITIES

8. Directors' general authority

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

9. Members' reserve power

9.1 The members may, by special resolution, direct the Directors to take, or refrain from taking, specific action.

9.2 No such special resolution invalidates anything which the Directors have done before the passing of the resolution.

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 them from office.

11. Directors may delegate

11.1 Subject to the Articles, the Directors may delegate any of the powers which are conferred on them under the Articles or the implementation of their decisions or day to day management of the affairs of the Company:

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 of this power 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.

DECISION-MAKING BY DIRECTORS

12. Directors to take decisions collectively

Any decision of the Directors must be either a majority decision at a quorate meeting as defined in Article 15, or a decision taken in accordance with Article 18.

13. Calling a Directors' meeting

13.1 Any two Directors may call a Directors' meeting.

13.2 A Directors' meeting must be called by at least seven Clear Days' notice unless either:

13.2.1 all the Directors agree; or

13.2.2 urgent circumstances require shorter notice.

13.3 Notice of Directors' meetings must be given to each Director.

13.4 Every notice calling a Directors' meeting must specify:

13.4.1 the place, day and time of the meeting; and

13.4.2 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.

13.5 Notice of Directors' meetings need not be in Writing.

13.6 Notice of Directors' meetings may be sent by Electronic Means to an Address provided by the Director for the purpose.

14. Participation in Directors' meetings

14.1 Subject to the Articles, Directors participate in a Directors' meeting, or part of a Directors' meeting, when:

14.1.1 the meeting has been called and takes place in accordance with the Articles; and

14.1.2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.

14.2 In determining whether Directors are participating in a Directors' meeting, it is irrelevant where any Director is or how they communicate with each other.

14.3 If all the Directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

15. Quorum for Directors' meetings

15.1 At a Directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.

15.2 The quorum for Directors' meetings shall be a simple majority of the Directors for the time being in office, provided that the quorum shall never be less than two. If the total number of Directors is less than two, the provisions of Article 15.4 shall apply.

15.3 The Directors may, by a majority decision at a quorate meeting, resolve to require that any specified category of decision shall only be taken if a higher quorum or a greater majority than that otherwise required by these Articles is present or voting (including, for example, to ensure materially affected sectors are appropriately represented in the decision-making process). Any such resolution shall itself be recorded in the minutes and may be varied or revoked by a subsequent majority decision of the Directors.

15.4 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:

15.4.1 to appoint further Directors; or

15.4.2 to call a general meeting so as to enable the members to appoint further Directors.

16. Chairing of Directors' meetings

The Chair, if any, or in their absence another Director nominated by the Directors present shall preside as chair of each Directors' meeting.

17. Decision-making at meetings

17.1 Questions arising at a Directors' meeting shall be decided by a majority of votes.

17.2 In all proceedings of Directors each Director must not have more than one vote.

17.3 In the case of an equality of votes, the matter shall be deferred to the next Directors' meeting, at which point if the votes remain equal the proposal shall be treated as lost.

18. Decisions without a meeting

18.1 The Directors may take a unanimous decision without a Directors' meeting in accordance with this Article 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.

18.2 A decision which is made in accordance with Article 18.1 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:

18.2.1 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;

18.2.2 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 18.2;

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

18.2.4 the Recipient must prepare a minute of the decision in accordance with Article 32.

19. Conflicts of interest

19.1 Whenever a Director finds themselves in a situation that is reasonably likely to give rise to a Conflict of Interest, they must declare their interest to the Directors unless, or except to the extent that, the other Directors are or ought reasonably to be aware of it already.

19.2 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.

19.3 Whenever a matter is to be discussed at a meeting or decided in accordance with Article 18 and a Director has a Conflict of Interest in respect of that matter then, subject to Article 20, they must:

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

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

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

19.4 When a Director has a Conflict of Interest which they have declared to the Directors, they shall not be in breach of their 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 them.

20. Directors' power to authorise a conflict of interest

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

20.1.1 in relation to the decision to authorise a Conflict of Interest, the conflicted Director must comply with Article 19.3;

20.1.2 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;

20.1.3 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.

20.2 If a matter, or office, employment or position, has been authorised by the Directors in accordance with Article 20.1 then, even if they have 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.

20.3 A Director shall not be accountable to the Company for any benefit which they derive from any matter, or from any office, employment or position, which has been authorised by the Directors in accordance with Article 20.1 (subject to any limits or conditions to which such approval was subject).

21. 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 they have 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

22. Methods of appointing Directors

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

22.2 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 by a decision of the Directors. Notice of any such appointment shall be given in Writing to all members within five Clear Days of the appointment taking effect.

23. Termination of Director's appointment

A person ceases to be a Director as soon as:

- (a) that person ceases to be a Director by virtue of any provision of the Companies Act 2006, 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;
- (f) the Director ceases to be a member; or
- (g) the Directors resolve by a majority vote (excluding the Director in question) that the Director has committed a material breach of the Company's Code of Conduct, has materially breached their duties, or has acted in a manner that brings the Company or its objects into disrepute.

24. Directors' remuneration

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

24.2 Directors shall not be remunerated for the performance of their governance duties as Directors, but may be reimbursed or compensated as follows:

(a) any Director may be reimbursed for reasonable out-of-pocket expenses properly incurred in connection with their duties as a Director, including travel, accommodation, and accessibility costs;

(b) any Director may be compensated for demonstrable loss of earnings directly arising from their attendance at meetings or the performance of their duties as a Director, provided that such compensation does not exceed the rate of pay the Director would otherwise have received and is approved by the other Directors; and

(c) any Director may be engaged by the Company to provide specific operational or professional services that fall outside the scope of their governance duties, and may be remunerated for such services at a rate approved by the other Directors, provided that any such arrangement is recorded in the Register of Directors' Interests and disclosed in the Company's annual Community Interest Report.

24.3 Subject to Article 24.2 and to the Articles, any remuneration or compensation paid under Article 24.2 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.

24.4 Unless the Directors decide otherwise, Directors' remuneration accrues from day to day.

24.5 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.

25. Directors' expenses

25.1 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

26.1 The subscribers to the Memorandum are the first members of the Company.

26.2 Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company.

26.3 Each member of the company shall be a Director.

26.4 No person shall be admitted a member of the Company unless they are 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 them.

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;

27.2.2 otherwise in accordance with the Articles; or

27.2.3 a member ceases to be a Director.

DECISION MAKING BY MEMBERS

28. Members' meetings

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

28.2 General meetings must be held in accordance with the provisions regarding such meetings in the Companies Acts.

28.3 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.

28.4 Article 28.3 shall not prevent a person who is a proxy for a member or a duly authorised representative of a member from voting at a general meeting of the Company.

29. Written resolutions

29.1 A written resolution of the Company passed in accordance with this Article 29 shall have effect as if passed by the Company in general meeting:

29.1.1 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.

29.1.2 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.

29.2 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.

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

29.4 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.

29.5 A member signifies their agreement to a proposed written resolution when the Company receives from them an authenticated Document identifying the resolution to which it relates and indicating their agreement to the resolution.

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

29.5.2 If the Document is sent to the Company by Electronic Means, it is authenticated 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.

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

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

ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS

30. Means of communication to be used

30.1 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.

30.2 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.

30.3 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.

31. 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.

32. Minutes

32.1 The Directors must cause minutes to be made in books kept for the purpose:

32.1.1 of all appointments of officers made by the Directors;

32.1.2 of all resolutions of the Company and of the Directors (including, without limitation, decisions of the Directors made without a meeting);
and

32.1.3 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.

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

33. 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:

33.1 annual reports;

33.2 annual returns; and

33.3 annual statements of account.

33.4 Except as provided by law or authorised by the Directors or an ordinary resolution of the Company, no person is entitled to inspect any of the Company's accounting or other records or Documents merely by virtue of being a member.

34. Indemnity

34.1 Subject to Article 34.2, 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.

34.2 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.

34.3 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.

35. Insurance

35.1 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.

35.2 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.

36. Exclusion of model articles

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

CIC 36

Declarations on Formation of a Community Interest Company¹

Company Name in full

London Nightlife Commission

**The company name will
need to be consistent
throughout the application**

Community Interest Company

¹ This form will be placed on the public record. Any information relevant to the application that you do not wish to appear on the public record, should be described in a separate letter addressed to the CIC Regulator and delivered to the Registrar of Companies with the other documents.

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.

The company's activities will benefit the community of Greater London, and in particular: workers, freelancers, and precarious employees in the night-time economy; grassroots venue operators and independent promoters; LGBTQ+ communities, disabled people, Black and minoritised communities, and other marginalised groups who participate in London's nightlife; and the wider public who engage with London's night-time culture.

COMPANY NAME

London Nightlife Commission

The company name will need to be consistent throughout the application

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.

Activities <i>(Please provide the day to day activities of the company.)</i>	How will the activity benefit the community? <i>(The community will benefit by...)</i>
The company will act as an independent advisory and convening body for local nightlife communities across London's boroughs, including the workers, freelancers, venue operators, promoters, residents and marginalised groups who participate in and depend on London's night-time culture. It will facilitate dialogue between those communities, sector stakeholders, civic institutions, local authorities and planning bodies, and publish independent research and evidence on the social, cultural and economic contributions of the night-time economy. Where the company engages with policy makers or public bodies, such engagement will be in furtherance of its community objects and ancillary to its main purposes of research, dialogue, sector capacity-building and community benefit. The company will not be party-political, will not support or oppose any political party or candidate, and will not seek to influence voters in any election or referendum.	Local nightlife communities across London's boroughs (including venues, workers, freelancers, residents, marginalised groups and the wider public who participate in London's night-time culture) will benefit from better-informed public understanding and sector practice, stronger civic coordination, independent research and evidence on the value of the night-time economy, and greater public recognition of nightlife as a legitimate and vital part of London's cultural life.

The company will support the safety, welfare, and economic resilience of workers and marginalised communities within the night-time economy through capacity building, practical guidance, and targeted programmes addressing barriers to participation.	Workers and marginalised communities (including women, LGBTQ+ people, Black and minoritised communities, disabled people, and those in precarious employment) will face fewer barriers, improved safety, and greater economic resilience within the night-time sector.
Any surplus will be reinvested into the company's activities for the benefit of the community of Greater London, or transferred to another asset-locked body with the consent of the CIC Regulator.	

(Please continue separate sheet if necessary.)

COMPANY NAME

London Nightlife Commission

The company name will need to be consistent throughout the application

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.²

SECTION D:

² A company is not eligible to be formed as a community interest company if it will be an "excluded company". If you are not sure whether the company which you wish to form falls into any of these categories, you should refer to the definitions of the terms "political party", "political campaigning organisation" and "subsidiary" (and of the related terms "election", "governmental authority", "public authority" and "referendum") in Regulation 2 of the Regulations before completing this form.

Each person
who is a
director of the
company **must**
sign the
declarations.

Signed		Date	26/05/ 2026
Signed		Date	26/05/20 26
Signed		Date	26/05/ 2026
Signed		Date	26/0 5/2026
Signed		Date	26/05/ 2026
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	

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.

Nathaniel Williams	
Email: [Redacted]	Tel [Redacted]
DX Number	DX Exchange

CHECKLIST

ALL Applications

- Have the first directors signed the CIC36?
- Is the company name consistent throughout?

Hardcopy Applications only

This form must be posted with the following documents:

- (a) Memorandum of Association
- (b) Articles of Association, which comply with CIC legislative requirements
- (c) Form IN01- indicating that the proposed company is adopting bespoke articles.
- (d) Any completed continuation sheets
- (e) A cheque or postal order for £139 made payable to Companies House

For companies registered in England, Scotland, Wales and Northern Ireland:
New Companies Section, Companies House, Crown Way, Cardiff, CF14 3UZ
DX 33050 Cardiff

NOTES

London Nightlife Commission

Governance Framework

What we are

The London Nightlife Commission (the Commission) is an independent, sector-led Community Interest Company (CIC), incorporated under the Companies Act 2006 and registered with the CIC Regulator. We exist to support, advocate for, and develop London's nightlife sector, its workers, and its communities, for the benefit of Greater London as a whole.

We were established following the recommendations of the London Nightlife Taskforce 2026 report, in partnership with the Mayor of London. We are independent of the Greater London Authority (GLA) and of any individual commercial interest. Our independence is one of our most important assets.

Our legal objects (what we are set up to do) are set out in our Articles of Association, which are publicly available on the Companies House website.

How we are governed

The Commission is governed by a Board of Directors, which is collectively responsible for our strategic direction, financial stewardship, legal compliance, and accountability to the communities we serve. The Board makes decisions collectively - no individual director, including the Chair, holds unilateral authority.

The Board

The Board comprises up to eleven directors. Five founding directors, chosen from the London Nightlife Taskforce, were appointed at incorporation. Six further directors will be recruited through an open, publicly advertised process in 2026.

We are committed to ensuring the Board reflects the breadth of London's nightlife - its scenes, communities, workers, and geography. Directors bring a mix of sector knowledge, lived experience, professional expertise, and civic relationships.

Leadership

The Board elects a Chair and a Deputy Chair from the pool of Directors by formal vote following open self-nomination. During the founding period, prior to this election, each board meeting is chaired by a director nominated by those present - there is no standing chair.

The Chair provides strategic and civic leadership to the Board and is the Commission's primary public representative. The Deputy Chair supports the Chair and acts in their absence. Together they provide complementary reach across the Commission's stakeholder groups.

Terms

Founding directors serve an initial one-year term, followed by up to two renewable two-year terms (maximum five years). All other directors serve a standard two-year term, renewable once (maximum four years). This difference is to create a natural rolling cycle of renewal, avoiding significant turnover in any one year, and reflecting the exceptional demands of the founding period.

The Chair and Deputy Chair each serve a two-year term in their leadership role, renewable once. All renewals require a board reconfirmation vote.

How we make decisions

We operate a three-tier decision-making framework:

- **Day-to-day decisions** are made by simple majority of directors present at a quorate meeting.
- **Significant decisions**, including approving budgets, entering major contracts, and electing leadership, require a two-thirds majority of all directors in office.
- **Constitutional decisions**, including amending our Articles or removing a director, require a 75% majority of all directors in office.

A number of decisions are reserved to the full Board and may never be delegated. These include all financial commitments above £10,000, any public statement committing the Commission to a political position, and any decision affecting our relationship with the CIC Regulator.

Where a director has a conflict of interest in relation to a specific decision, they declare it, withdraw from the discussion, and do not vote. This is a standing item at every board meeting.

How the sector is involved

The Commission is designed to be sector-led, not just sector-facing. Working Groups are the primary way we draw expertise, lived experience, and community intelligence into our work.

Working Groups are open to anyone from or connected to London's nightlife sector - membership is not restricted to directors. Each Working Group is chaired by a director who acts as the link to the Board and brings the group's recommendations to board meetings for consideration.

Working Groups are advisory. They do not make decisions on behalf of the Commission, but their input directly shapes what the Board decides.

Our current Working Groups are:

- []
- []
- []

How we manage money

The Commission sometimes holds public or philanthropic funds on behalf of the communities it serves. All expenditure is subject to robust financial controls, including dual authorisation for all payments. Our Financial Controls & Procurement Policy sets out in detail how money is managed, approved, and reported.

We comply with all requirements of the UK Shared Prosperity Fund, the Greater London Authority's grant conditions, and the Subsidy Control Act 2022. We report to all our funders regularly, and we publish annual accounts with Companies House and submit an annual Community Interest Report to the CIC Regulator.

Directors serve in a voluntary governance capacity and are not paid for their board role. The Commission recognises, however, that unpaid governance is not equally accessible to everyone - particularly for those in precarious employment, freelance workers, and people from communities that have historically been excluded from civic leadership. To ensure the board genuinely reflects the breadth of London's nightlife sector, the Commission operates an hours pool from which directors may voluntarily claim compensation for demonstrable loss of earnings or accessibility costs arising from operational work beyond their governance role. All such payments are approved by the board, documented transparently, and disclosed in the Commission's annual Community Interest Report.

Our governance documents

This framework is supported by a full suite of governance documents, all of which are available on request:

- Articles of Association
- Board Terms of Reference and Working Group Framework
- Board Code of Conduct Policy
- Equity, Diversity and Inclusion (EDI) Policy
- Safeguarding Policy
- Conflicts of Interest Policy
- Risk Management Policy
- Data Protection Policy
- Whistleblowing Policy
- Financial Controls & Procurement Policy
- Remuneration & Expenses Policy

This governance framework is updated whenever our governance arrangements change materially.

London Nightlife Commission CIC

Board Terms of Reference & Working Group Framework

Version:	1.0
Effective Date:	[01/07/2026]
Last Revised:	[Date]

This document sets out the terms of reference for the Board of Directors and provides a framework for the establishment and operation of Working Groups.

It should be read alongside the Articles of Association, and full policy suite of the London Nightlife Commission.

1. Purpose and Legal Basis

The **Board of Directors** is the governing body of the London Nightlife Commission (the Commission). It is collectively responsible for the Commission's strategic direction, financial stewardship, legal compliance, and accountability to the community it serves.

Working Groups are advisory bodies established by the Board to draw expertise, lived experience, and sector intelligence from London's nightlife community into the Commission's work. They are a direct expression of the Commission's commitment to being sector-led. Working Groups do not hold governance authority.

This document derives its authority from the Articles of Association and the Companies Act 2006. Where there is any conflict between this document and the Articles, the Articles prevail.

Directors are bound by their statutory duties under the Companies Act 2006, including the duties to act within their powers, promote the success of the company, exercise independent judgment, avoid conflicts of interest, and act with reasonable care, skill and diligence.

2. Board Composition

2.1 Size and structure

During the founding period, the Board comprises the five founding directors named at incorporation. The Board will then expand to, and seek to maintain a size of eleven directors through open and transparent recruitment processes.

The Board is committed to ensuring its composition reflects the diversity of expertise, lived experience, and community representation required to fulfil the Commission's mandate. At each recruitment round, the Board will assess its own composition and actively seek to address any gaps in skills, sector knowledge, geographic representation, and community diversity.

2.2 Term lengths

Founding directors serve an initial one-year term from the date of incorporation, followed by up to two renewable two-year terms, giving a maximum tenure of five years.

All subsequent directors serve a standard initial two-year term, renewable once, giving a maximum tenure of four years.

The stagger between the founding directors' initial one-year term and the standard two-year terms of subsequently appointed directors creates a natural rolling cycle of renewal, avoiding significant turnover in any one year, and reflecting the exceptional demands of the founding period.

The Chair is elected from among the directors and serves a two-year term in that role, renewable once, subject to having sufficient board time remaining as a director. No director may serve more than their maximum tenure regardless of what roles they hold during that time.

Term lengths and renewal decisions are recorded in the minutes. The Board will publish its governance framework, including term information, and make it publicly available, updating it when materially amended.

At the end of each term, a director wishing to serve a further term must confirm their intention to renew in writing to the Board. The Chair (or in the case of the Chair's own renewal, the full Board) will confirm that there are no conduct, performance, or board composition concerns that would make renewal inadvisable. Renewal is then ratified by a Tier 1 board vote. Where concerns exist, these must be raised through the process set out in the Code of Conduct before any renewal decision is made.

A director who does not confirm their intention to renew in writing within 28 days of being invited to do so will be deemed to have stood down at the end of their term.

The Chair's renewal is subject to a fresh election rather than simple reconfirmation, in accordance with Section 3.1.

3. Role Descriptions

3.1 Chair

The Chair is elected by a formal Tier 2 board vote (see Section 5, Decision Making), following an open self-nomination process. The first election will take place at the first formal board meeting following the appointment of a full board of 11 members, and no later than 31 August 2026 regardless of where board expansion has reached at that point. Following elections will take place at the board meeting after the Chair role becomes vacant, for any reason.

During the founding period, prior to the election of a permanent Chair, each board meeting is chaired by a director nominated by those present at that meeting, in accordance with Article 16 of the Articles of Association.

Purpose of the role

The Chair provides strategic and civic leadership to the Board and to the Commission as a whole. The Chair ensures the Board functions effectively, upholds its governance obligations, and maintains the public credibility and political independence that the Commission's mandate requires. The Chair is the primary public face of the Commission, and must be as effective in a room of grassroots venue operators as in a formal GLA committee - holding the trust of the sector while navigating the political and civic environment with skill and independence.

Responsibilities

- **Strategic leadership:** Set the strategic tone of the Commission, ensuring the Board's decisions are aligned with the mission, objects, and values of the organisation.
- **Board leadership:** Plan and chair all formal board meetings, ensuring agendas are focused, discussions are inclusive, time is managed effectively, constructive

conflict and creative tension are well navigated, and decisions are reached through proper process.

- **Team leadership:** Lead the board and executive staff with emotional intelligence, creating conditions where everyone can contribute effectively, managing conflict constructively, and rebuilding trust when it breaks down
- **Public representation:** Represent the Commission in media, public hearings, formal engagement with the GLA and other statutory bodies, and sector-facing events. Ensure the Commission's public voice is consistent, credible, and independent.
- **Stakeholder relationships:** Hold key relationships with the GLA, London boroughs, sector bodies, and other civic institutions alongside the Board. Act as a first point of contact for strategic partnership enquiries. Hold difficult conversations with honesty and care, maintaining relationships even when decisions are challenging or contested.
- **Staff and operational oversight:** Hold the relationship between the Board and any senior staff the Commission may appoint, ensuring appropriate delegation, accountability, and support.
- **Governance and effectiveness:** Lead the Board's own governance, including managing declarations of interest, supporting director induction, facilitating board self-assessment, and ensuring compliance with the Articles and this Terms of Reference.
- **Dispute resolution:** Act as a first point of escalation for disputes that cannot be resolved at working group or operational level.
- **Nolan Principles:** Model the Seven Nolan Principles of Public Life- selflessness, integrity, objectivity, accountability, openness, honesty, and leadership - in all conduct, both internal and external, and uphold the Commission's Code of Conduct at all times.

What the Chair role is not

The Chair does not:

- Hold executive authority over operational delivery;
- Hold additional voting rights (in the case of a tied vote, the matter is deferred to the next meeting in accordance with Article 17.3 of the Articles);
- Act unilaterally on behalf of the Board on reserved matters (see 6.6).

Person specification

The ideal Chair brings:

- Credibility across London's nightlife sector and with civic and public sector institutions
- Experience of chairing or serving on boards, committees, or governance bodies
- Understanding of the political and regulatory context in which the Commission operates, including familiarity with the GLA, London boroughs, and licensing frameworks

- The ability to lead a diverse group of people with different backgrounds, interests, and levels of governance experience, without any one voice (including their own) dominating
- Ability to manage relationships across very different stakeholder groups - grassroots sector, public sector, funders, media, and community - leveraging emotional intelligence and interpersonal skills to read and navigate complex stakeholder dynamics, protect the Commission's independence, and navigate pressured civic and political environments in a way that builds trust and credibility
- Commitment to the Commission's values, including its commitment to equity, inclusion, and sector-led governance
- Capacity to meet the time commitment described below

Time commitment

The Chair role requires a substantial part-time commitment. Directors considering standing for the Chair role should expect to commit a minimum of two days per month to governance duties alone, in addition to any founding period operational contribution. The actual commitment will vary depending on the Commission's activity level and any specific pressures caused by, for example, funder deadlines or key moments in the political calendar.

Chair remuneration is governed by the Remuneration and Expenses Policy.

3.2 Deputy Chair

The Deputy Chair is elected by a formal Tier 2 board vote following an open self-nomination process. The first election will take place at the same board meeting as the first Chair election, but is a separate vote. Following elections will take place at the board meeting after the Deputy Chair role becomes vacant, for any reason. The Deputy Chair and Chair terms run independently and need not be synchronised.

Purpose of the role

The Deputy Chair supports the Chair in providing leadership to the Board and the Commission. Together, the Chair and Deputy Chair form the Commission's leadership pair, and the Deputy Chair should bring complementary relational reach, helping to ensure the Commission remains genuinely connected to and trusted by the sector and communities it exists to serve. Neither role is formally designated to one audience, but balance at the top of the organisation strengthens the Commission's credibility and its sector-led mandate.

Responsibilities

- Act as Chair in the absence of the Chair, with full Chair authority for the duration of that absence
- Support the Chair in all responsibilities outlined in 3.1, as agreed between them
- Provide a sounding board and working partnership for the Chair on strategic and governance matters

- Be prepared to step into the Chair role at short notice if needed, including in the event of the Chair's resignation or removal
- Contribute to the Commission's sector and community relationships, helping to ensure the board remains connected to and trusted by the people it exists to serve, including in settings where the Commission's decisions may be contested or unpopular

What the Deputy Chair role is not

The Deputy Chair does not hold authority over the Chair and may not act on behalf of the Commission in the Chair's name except when formally acting as Chair in the Chair's absence. The Deputy Chair does not hold additional voting rights.

Person specification

The ideal Deputy Chair brings:

- Strong interpersonal credibility across London's nightlife sector, with the ability to hold relationships across very different scenes, spaces, and community groups
- Capacity and willingness to step into the Chair role at short notice if required
- A working style and set of relationships that complements rather than duplicates those of the Chair
- Commitment to the Commission's values and the Nolan Principles of Public Life - - selflessness, integrity, objectivity, accountability, openness, honesty, and leadership.
- Capacity to meet the time commitment, which sits between that of a standard director and the full Chair commitment
- Emotional intelligence and the ability to represent the Commission authentically, including when navigating tension or disagreement

Term

The Deputy Chair serves a two-year term, renewable once, subject to having sufficient board time remaining as a director. The Deputy Chair's renewal follows the same reconfirmation process as all directors, except that renewal of the Deputy Chair role specifically requires a fresh election rather than simple reconfirmation, in the same way as the Chair.

3.3 Director (all board members)

Purpose of the role

Directors are collectively responsible for governing the Commission in the interests of the community it serves. Each director brings a distinct combination of sector knowledge, lived experience, professional expertise, and community connection to the board table. Together, the Board provides the strategic oversight, financial stewardship, and public accountability that the Commission's mandate and public funding require.

Responsibilities

- **Strategic direction:** Contribute to setting and reviewing the Commission's strategy, ensuring it remains aligned with the mission, objects, and the needs of London's nightlife sector and its communities.
- **Financial oversight:** Ensure the Commission's funds - including public grant money - are managed responsibly, transparently, and in accordance with funder requirements and the Financial Controls and Procurement Policy.
- **Legal compliance:** Ensure the Commission meets its legal obligations as a CIC under the Companies Act 2006, including filing obligations, and the community interest requirement.
- **Risk management:** Engage actively with the Commission's risk register, escalate risks where appropriate, and support the Board in making decisions that appropriately balance risk and mission.
- **Accountability:** Be publicly accountable for the Commission's decisions and conduct, and ensure the Commission can demonstrate its impact and the proper use of public funds.

Conduct and preparation

- **Preparation:** Read all papers circulated in advance of meetings and arrive prepared to contribute substantively. Directors who have not read the papers should say so at the start of the meeting.
- **Attendance:** Attend all formal board meetings and, where possible, working sessions. Give adequate notice of any absence. Directors who fail to attend three consecutive formal board meetings without reasonable cause may be removed from the Board in accordance with Article 23(e) of the Articles of Association.
- **Responsiveness:** Respond to requests for decisions, votes, and information within the timeframes specified. Non-response to a written resolution within the specified period may cause the resolution to lapse.
- **Conflicts of interest:** Declare any conflict of interest - actual, potential, or perceived - at the earliest opportunity, in accordance with the Conflicts of Interest Policy. This includes interests arising from employment, sector roles, personal relationships, political roles, legal proceedings, and financial interests.
- **Confidentiality:** Maintain confidentiality of board discussions, unpublished decisions, and sensitive information about the Commission or its stakeholders.
- **Political conduct:** Be mindful of the political visibility of this role and the reputational implications of public statements, social media activity, and sector engagement made in connection with the Commission. The Commission's independence and sector credibility is one of its most valuable assets and must be protected.
- **Nolan Principles:** Act in accordance with the Seven Nolan Principles of Public Life - selflessness, integrity, objectivity, accountability, openness, honesty, and leadership - in all board conduct.
- **Code of Conduct:** Comply with the Commission's Code of Conduct at all times.

Strategic and ambassadorial contribution

- Contribute sector knowledge, lived experience, and external perspective to board discussions and decisions
- Support the Commission's mission, values, and public commitments in all external conduct
- Act as an ambassador for the Commission within personal and professional networks, helping to build the sector relationships, public credibility, and fundraising pipeline the Commission needs to fulfil its mandate
- Champion the Commission's commitment to equity, inclusion, and sector-led governance in all engagement

Founding period operational contributions

During the founding period - from incorporation until the Commission has a fully constituted board and support from suppliers, freelancers or staff - directors may be asked to contribute to operational set-up activity beyond their governance role. This reflects the reality that a founding board is *building* the organisation as well as *governing* it.

This operational contribution is distinct from governance work. It is governed by the Remuneration and Expenses Policy, which sets out the pool of hours approach, the loss of earnings and accessibility cost framework, and the process for submitting and approving claims.

At its first formal board meeting, the Board will agree a founding period work plan that sets out the operational tasks required to establish and stabilise the Commission, allocates those tasks across directors, and establishes the timeline for submitting compensation claims. All founding period work must be scoped, claimed for, approved, and invoiced before 30 September 2026, although the work in question can (and will likely) continue beyond this.

Directors considering this role should understand that the founding period involves a significantly elevated time commitment compared to a standard non-executive governance role.

Person specification (all directors)

The Commission seeks directors who bring one or more of the following:

- Direct connection to or deep knowledge of London's nightlife sector, including venues, promoters, workers, communities, or associated industries
- Lived experience of one or more of the communities the Commission exists to serve, including LGBTQ+ communities, Black and minoritised communities, disabled communities, women, and those in precarious employment
- Professional expertise relevant to the Commission's work, such as law, finance, licensing, planning, public health, communications, data, or cultural policy
- Relationships and credibility with London boroughs, the GLA, or other civic and statutory bodies

- Ideally, experience of governance, whether on boards, committees, or in other accountability roles (although this isn't essential for every board member as training can be provided)

All directors must be committed to the Commission's values and its mission to benefit London's nightlife sector and the communities within it.

Time commitment

All directors should expect to commit a minimum of one day per month to governance duties, covering meeting attendance, paper preparation, and ambassadorial engagement where relevant. During the founding period, the commitment will be significantly higher, as set out in the founding period work plan agreed at the first formal board meeting.

Director remuneration is governed by the Remuneration and Expenses Policy.

3.4 Admin Lead (founding period)

During the founding period, the Board may designate one director as Admin Lead by Tier 1 vote following an open expression of interest from among the founding directors.

Purpose of the role

The Admin Lead is a practical coordination function, not a governance role. It exists solely to ensure the Commission has a named point of accountability for day-to-day founding period tasks while the full governance structure is being established. It carries no additional authority beyond what any director holds under the Articles of Association.

Responsibilities

- Act as the primary point of contact for suppliers, partners and the GLA during the founding period
- Track and circulate actions agreed at board meetings and working sessions
- Manage the Commission's shared working space and document repository
- Coordinate the flow of information between directors, ensuring all board members have equal access to relevant documents and updates
- Support the preparation of board meeting agendas in coordination with the nominated meeting chair

What the Admin Lead role is not

The Admin Lead may not:

- Make decisions on behalf of the board without a board vote
- Commit the Commission to any position, expenditure, or agreement
- Act as a public spokesperson for the Commission
- Exercise any authority over other directors

Term and remuneration

The Admin Lead role expires automatically when the permanent Chair is elected following the full board appointment. It may be compensated from the founding period hours pool in accordance with the Remuneration and Expenses Policy, reflecting the additional coordination burden of the role.

Appointment and removal

The Admin Lead may be changed at any time by Tier 1 board vote. Any director may put themselves forward. If no director is willing to serve, the coordination responsibilities are shared equally across the founding board until a volunteer comes forward.

4. Removal from Role

4.1 Removal of the Chair from the Chair role

The Board may remove the Chair from the Chair role by a Tier 2 vote, without removing them from the Board as a director.

Grounds include:

- Sustained failure to fulfil the responsibilities of the role;
- Conduct that brings the Commission into disrepute;
- A breakdown in the working relationship between the Chair and the Board that cannot be resolved through the Code of Conduct process; or
- Any other circumstance the Board considers incompatible with the effective exercise of the role.

Before any vote on removal is held, the matter must be raised formally at a board meeting, the Chair must be given the opportunity to respond, and the Board must have attempted to resolve the concern through the process set out in the Code of Conduct. The Chair does not vote on a motion to remove them from the Chair role but may remain present unless the Board decides otherwise.

Following removal from the Chair role, the director continues to serve on the Board for the remainder of their director term unless separately removed as a director. The Deputy Chair assumes the Chair role immediately and acts as Chair until a fresh election is held at the next formal board meeting.

4.2 Removal of the Deputy Chair from the Deputy Chair role

The Board may remove the Deputy Chair from the Deputy Chair role by a Tier 2 vote, without removing them from the Board as a director. The same grounds, process, and protections as set out in 4.1 apply. Following removal from the Deputy Chair role, the director continues to serve on the Board for the remainder of their director term unless separately removed as a director. A fresh election for the Deputy Chair role is held at the next formal board meeting.

4.3 Removal of a director from the Board

A director may be removed from the Board in the circumstances set out in Article 23 of the Articles of Association. Removal under Article 23(g) (material breach of the Code of Conduct, material breach of duties, or conduct bringing the Commission into disrepute) requires a Tier 3 majority vote of the remaining directors, excluding the director in question.

Before any vote on removal is held under Article 23(g), the matter must be raised formally in writing, the director must be given at least fourteen days to respond, and the Board must have followed the process set out in the Code of Conduct. The director in question does not vote on the motion but may remain present to respond unless the Board decides otherwise.

4.4 Interim arrangements

During any period in which a removal process is underway, the Deputy Chair acts as Chair for all formal board business until the process is resolved. If both the Chair and Deputy Chair roles are simultaneously subject to removal proceedings, the Board will nominate a temporary chair from among the remaining directors by Tier 1 vote at the start of each meeting until the positions are filled.

5. Meetings

5.1 Types of meeting

The Board holds two types of meeting:

- **Formal board meetings** are the Commission's decision-making forum. They are minuted, quorate, and the only meetings at which formal resolutions may be passed. All Tier 1, Tier 2, and Tier 3 decisions must be made at a formal board meeting or by written resolution in accordance with Article 18 of the Articles of Association.
- **Working sessions** are informal, collaborative meetings focused on a specific project, theme, or workstream. They are not decision-making meetings and resolutions may not be passed at them, although proposals for consideration at a formal board meeting may be prepared. Notes may be taken but working sessions are not formally minuted. Working sessions may include guests, advisors, or working group members.

5.2 Frequency

During the founding and start-up period, the Board will hold formal board meetings at least monthly, and working sessions as required. The founding period runs from incorporation until the full board is in place and the Commission has completed its first year of operation.

Once the Commission is established, the Board will move to bi-monthly, then quarterly formal board meetings, supplemented by working sessions, as needed. The decision on meeting frequency is a Tier 1 decision, to be decided by the Board.

5.3 Notice

Formal board meetings must be called with at least seven Clear Days' notice in accordance with Article 13.2 of the Articles of Association. Notice must be given to all directors and must include a draft agenda (see [Appendix A](#) for a template) and all papers to be considered. Directors are expected to read all papers before the meeting.

5.4 Quorum

The quorum for formal board meetings is a simple majority of directors in office, with a minimum of two, in accordance with Article 15.2 of the Articles of Association. If a meeting is not quorate, no formal business may be conducted. The directors present may agree to hold a working session in its place and schedule a quorate formal meeting at the earliest opportunity.

5.5 Remote participation

Directors may participate in meetings by any electronic means that allows all participants to communicate in real time. A meeting held wholly or partly in this way is valid for all purposes.

5.6 Minutes

Minutes of all formal board meetings must be taken and circulated to all directors within ten working days. Minutes must record: attendance and apologies; declarations of interest; all resolutions passed and, if relevant, the votes cast (including any abstentions or withdrawals due to conflicts of interest); and all actions agreed, with named owners and deadlines. Minutes are confirmed at the following formal board meeting.

6. Decision-Making

6.1 Three-tier framework

The Board operates a three-tier decision-making framework reflecting the significance and risk level of different types of decision. This framework is designed to ensure that major decisions receive appropriate scrutiny, that the management of public funds is subject to robust collective oversight, and that day-to-day governance can proceed efficiently.

6.2 Tier 1 - Ordinary decisions

Passed by simple majority of directors present and voting at a quorate meeting, or by written resolution. Applies to all decisions not listed under Tier 2 or Tier 3, including:

- Approving minutes of previous meetings
- Receiving reports and updates
- Delegating specific tasks to working groups within an agreed budget line
- Approving expenditure below £10,000 within an agreed budget
- Confirming working session agendas
- Changing the designated external representative (see Section 7)

6.3 Tier 2 - Enhanced majority decisions

Passed by a two-thirds majority of all directors in office (not just those present). For a five-person board this requires at least four votes; for an eleven-person board at least eight votes. This threshold applies regardless of how many directors are present.

Applies to:

- Approving the annual budget
- Approving the annual report and accounts
- Entering any contract or financial commitment above £10,000
- Approving or amending any governance policy, including this Terms of Reference
- Approving the Remuneration and Expenses Policy or any individual remuneration arrangement for a director
- Establishing or dissolving a Working Group
- Accepting or rejecting any grant or funding agreement
- Electing the Chair
- Electing the Deputy Chair
- Removing the Chair or Deputy Chair from their leadership role (without removing them from the Board)
- Any decision that materially affects the Commission's relationship with any principal funder

6.4 Tier 3 - Constitutional decisions

Passed by 75% of all directors in office, or as required by the Companies Act 2006, whichever is higher. Applies to:

- Amending the Articles of Association
- Removing a director from the Board
- Any decision creating a direct financial benefit for a director beyond arrangements already approved under the Remuneration and Expenses Policy
- Winding up or dissolving the Commission

6.5 Written resolutions

Decisions may be taken by written resolution without a meeting, in accordance with Article 18 of the Articles of Association, subject to the same voting thresholds as above. Written resolutions must be circulated to all directors, include a clear statement of the decision sought, and be confirmed by the Recipient as defined in Article 18.2. A written resolution lapses if not passed within 28 days of circulation.

6.6 Reserved matters

The following decisions may not be delegated to any individual director, officer, working group, or external party. They must always be made at a quorate formal board meeting or by written resolution:

- All Tier 2 and Tier 3 decisions listed above
- Any transaction or arrangement involving a director or a person connected to a director
- Any public statement that commits the Commission to a formal political position
- Any decision to take or defend legal proceedings
- Any decision affecting the Commission's status with the CIC Regulator or Companies House

6.7 Conflicts of interest

Where a director has a declared conflict of interest in relation to a specific decision, they must withdraw from the discussion and vote on that matter in accordance with Article 19 of the Articles of Association and the Conflicts of Interest Policy. A conflicted director does not count toward quorum for that item. The conflict, withdrawal, and vote are recorded in the minutes.

7. Accountability and Reporting

The Board is accountable to: the nightlife community of Greater London as the primary beneficiary of the Commission's work; the CIC Regulator, through the annual Community Interest Report; Companies House, through annual returns and accounts; and principal funders, through grant reporting requirements. The Board will also ensure the Commission meets its obligations under the Subsidy Control Act 2022 in relation to all public funds disbursed.

The Commission will publish its governance framework and make it publicly available, updating it when materially amended.

8. External Representation

8.1 Purpose

The Commission holds, or will seek to hold, designated seats on external bodies across the GLA, local authorities, transport, policing, and licensing (such as the GLA Cultural Leadership Board, the Late-Night Transport Working Group, relevant licensing groups across London boroughs, the 24 Hour Leadership Group; and relevant groups associated with the Metropolitan Police). This list is not exhaustive and will evolve as the Commission's mandate develops. These seats are a significant part of the Commission's civic mandate and must be held with appropriate care, consistency, and accountability.

The Board will maintain a live register of all external representation seats and review it as part of the Board's regular governance review.

8.2 Designated Representative and Deputy

For each external body on which the Commission holds a seat, the Board will designate one director as Representative and one as Deputy Representative by Tier 1 board vote following an open self-nomination process.

Either the Representative or the Deputy may attend any given meeting of the external body. Where neither can attend, this must be reported to the Board.

8.3 Appointment and term

The Representative and Deputy serve for the duration of their board term, subject to annual reconfirmation by Tier 1 board vote. The Board retains the right to change the designated Representative or Deputy at any time by Tier 1 decision, without waiting for the annual review, if the current arrangement is not working effectively.

The Chair is not automatically the Representative. Any director may self-nominate regardless of role.

8.4 Responsibilities of the Representative

- Attend meetings of the external body as the Commission's designated voice
- Represent the Commission's agreed positions accurately and in good faith
- Brief the Board before each external meeting on any items of relevance and report back after each meeting
- Escalate to the Board any matter arising at the external body that requires a board-level decision or public position
- Not commit the Commission to any position, agreement, or action without prior board approval

8.5 Handover

When a Representative or Deputy cycles off the Board or is replaced, they are responsible for conducting a structured handover to their successor. This must include a briefing on the external body's current priorities, the Commission's established relationships within it, and any ongoing matters or key stakeholder relationships. Handover must be completed before the outgoing Representative's final board meeting.

8.6 Register of external representation

The Board will maintain a register of all external bodies on which it holds seats, the current designated Representative and Deputy for each, and the date of their appointment and next reconfirmation.

9. Review of Terms of Reference

This document will be reviewed annually by the full Board, or sooner if there is a material change in the Commission's structure, legal obligations, or operating context. Any amendment requires a Tier 2 decision.

Working Group Framework

10. Purpose and Principles

Working Groups are a key governance mechanism through which the Commission draws expertise, lived experience, and sector intelligence from London's nightlife community into its work.

They are a direct expression of the Commission's founding commitment (established in the London Nightlife Taskforce report) to being sector-led rather than simply sector-facing.

Working Groups are advisory. They do not hold decision-making authority and may not commit the Commission to any course of action, expenditure, or public position.

The Board may, by a Tier 1 decision, delegate a specific and bounded project or task to a Working Group, in which case the scope, budget, and reporting requirements of that delegation must be documented in writing and recorded in the minutes.

Each Working Group must be established by a Tier 2 board decision and governed by an activated version of the Working Group Template set out in [Appendix B](#).

11. Membership

Working Groups are open to individuals from or connected to London's nightlife sector who have relevant expertise, lived experience, or community connection - this openness is fundamental to the Commission's sector-led model.

For each Working Group, the Board will define the desired membership criteria, including any specific skills, experience, or community representation it wishes to prioritise. These criteria must be documented in the activated Working Group Template and made publicly available to support open and transparent recruitment and invitations.

Each Working Group must be chaired by a director of the Commission, known as the Board Champion. The Board Champion is the formal link between the Working Group and the Board, is responsible for ensuring the Working Group operates within its terms, and brings Working Group outputs and recommendations to the Board for consideration.

Working Group members who are not directors of the Commission are not officers of the Commission, do not hold legal responsibilities under the Companies Act 2006, and are not bound by the Articles of Association. They are, however, expected to comply with the Commission's Code of Conduct and any confidentiality requirements set by the Board for their Working Group.

12. Working Group Conduct

All Working Group members are expected to participate in good faith, contribute constructively, and respect the confidentiality of discussions as directed by the Board Champion. The Commission's Code of Conduct applies to all Working Group members in the conduct of Working Group business.

Working Group members with a conflict of interest in relation to a specific matter under discussion should declare it to the Board Champion and, where appropriate, withdraw from that part of the discussion.

Working Group members who represent external organisations or interests do so in their personal capacity, not as delegates of those organisations, unless the Board has explicitly agreed otherwise.

APPENDIX A: Template Formal Board Meeting Agenda

London Nightlife Commission, Board Meeting - [Date], [Time], [Location / Platform]

1. **Welcome and housekeeping** - Welcome, confirmation of recording / transcription method, any logistics.
2. **Attendance, apologies, and quorum confirmation** - Roll call, apologies, and formal confirmation that the meeting is quorate. If not quorate, no formal business may be conducted.
3. **Declarations of interest** - Directors declare any actual, potential, or perceived conflict of interest in relation to any item on this agenda. Declarations are recorded in the minutes. This is a standing item at every meeting.
4. **Minutes of the previous meeting** - Review and approval of minutes for accuracy (not an opportunity to re-open decisions already made).
5. **Actions and matters arising** - Review of actions from the previous meeting: status update on each (complete / in progress / blocked).
6. **Chair's report** - Key developments since the last meeting, external representation updates, and any urgent matters for board awareness.
7. **Operational and working group updates** - Updates from directors or working group champions on active workstreams, and reports from staff or suppliers as relevant. All updates should be based on papers circulated in advance, not verbal-only reports. Working group champions bring any recommendations for board consideration.
8. **Decisions required** - Each decision item is presented as a paper circulated in advance and/or a proposal presented during the meeting, with a specific decision sought. Items are introduced, discussed, and agreed via consensus or voted on in turn. The vote, outcome, and any abstentions or withdrawals are recorded in the minutes. Tier 2 and Tier 3 items must be clearly flagged as such on the agenda.
9. **Finance** - Financial position update against budget. Any expenditure above agreed thresholds for board approval. No expenditure above the Tier 1 threshold may be approved outside a quorate formal board meeting.
10. **Risk** - Review of any new or escalated risks since the last meeting. Update on the risk register. Any actions required.
11. **Any other business** - Items raised by directors not on the circulated agenda. No formal decisions are typically made under AOB. Any item requiring a decision should be added to the formal agenda with a paper provided in advance for consideration.
12. **Date, time, and location of next meeting**

Standing Action List

Action	Owner	Agreed at	Due by	Status

APPENDIX B: Working Group Template Terms of Reference

When the Board establishes a new Working Group, it will complete and formally adopt the following template by Tier 2 decision. The completed template constitutes the Terms of Reference for that Working Group. Fields in [square brackets] are to be completed by the Board at the point of activation.

[WORKING GROUP NAME]

Working Group Terms of Reference

1. **Name** - [Full name of the Working Group]
2. **Purpose** - [A short description of why this Working Group exists and what it is intended to contribute to the Commission's work. Should reference the relevant object(s) from the Articles of Association.]
3. **Scope** - [What is within the Working Group's remit? What is explicitly outside it? Are there any boundaries on the topics or activities it may address?]
4. **Board Champion** - [Name of the director who chairs this Working Group and is accountable to the Board for its work.]
5. **Membership**
 - a. Desired size: [number]
 - b. Eligibility criteria: [skills, lived experience, community connection, geographic representation, or other criteria the Board has defined]
 - c. How members are recruited: [open call / nomination / invitation / combination]
 - d. How membership is approved: [Board decision / Board Champion decision]
 - e. Term length and renewal: [e.g. one year, renewable by Board decision]
6. **Authority** - This Working Group is advisory. It may not make decisions on behalf of the Commission, enter into any commitment, or make any public statement in the Commission's name without explicit Board authorisation. *[If a specific project or task has been delegated to this Working Group by the Board, set out the scope, budget, and reporting requirements of that delegation here.]*
7. **Meetings**
 - a. Frequency: [e.g. monthly / bi-monthly]
 - b. Format: [in person / remote / hybrid]
 - c. Quorum: [minimum number of members required for a meeting to proceed]
 - d. Notes: [will notes be taken and shared, and with whom?]
8. **Reporting** - The Board Champion will report Working Group activity, findings, and recommendations to the Board at each formal board meeting. Working Group members may be invited to present to the Board directly at the Board Champion's discretion.
9. **Resources** - [Any budget, staff support, or other resources allocated to this Working Group by the Board.]
10. **Review** - These Terms of Reference will be reviewed annually by the Board Champion and the full Board. Any amendment requires a Tier 2 board decision.

London Nightlife Commission (LNC)

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Board Code of Conduct Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Purpose and Scope

This Code of Conduct sets out the standards of behaviour, conduct, and working practice expected of all directors of the London Nightlife Commission CIC (the Commission). It exists to protect the Commission's independence, credibility, and ability to serve the communities it was established for - and to give directors a clear and shared framework for working together effectively.

The Commission operates in a high-profile civic environment, holds and disburses public funds, and represents a sector that has historically been subject to intense public scrutiny. The conduct of every director - individually and collectively - directly affects the Commission's ability to do its work. This Code is not simply a set of restrictions, but rather a foundation for the kind of governance that makes bold, independent action possible.

This Code applies to all directors from the date of appointment. A lighter version of the relevant obligations applies to working group members in the conduct of working group business, as set out in Section 12.

This Code should be read alongside the Articles of Association, the Board Terms of Reference, and approved LNC policies. Where there is any conflict between this Code and the Articles, the Articles prevail.

2. Values and the Nolan Principles

The Commission's governance is grounded in the Seven Nolan Principles of Public Life. These are not abstract ideals - they are practical commitments that shape how decisions are made, how directors treat each other, and how the Commission is perceived by the sector and the public.

In the context of the Commission's work, the Nolan Principles mean:

- **Selflessness** - Directors act in the interests of London's nightlife sector and its communities, not in personal, commercial, or professional interests. Where those interests conflict, the Commission comes first.

- **Integrity** - Directors do not place themselves under any obligation - financial, personal, or professional - that could improperly influence how they act as directors. Directors are transparent about their interests and proactive in managing them.
- **Objectivity** - Directors make decisions based on evidence, merit, and the Commission's objects. Directors seek out a range of perspectives before deciding, and are honest when their view changes.
- **Accountability** - Directors accept responsibility for their decisions and actions, individually and collectively, and do not hide behind process or deflect scrutiny.
- **Openness** - Directors share information freely within the board and are transparent with the public about how the Commission is governed and how decisions are made, except where confidentiality is genuinely necessary.
- **Honesty** - Directors tell the truth - to colleagues, to stakeholders, and to the public - and declare interests, including those that might only appear to create a conflict.
- **Leadership** - Directors model the standards expected of others and do not ask the sector to trust the Commission unless they are prepared to behave in ways that deserve that trust.

3. Duties as a Director

Directors hold legal duties under the Companies Act 2006. This section describes what those duties mean in practice.

3.1 Acting in the Commission's interests

Directors must act in the way they consider, in good faith, would be most likely to promote the success of the Commission in achieving its community interest objectives. In practice, this means:

- Making decisions based on what is best for the Commission and the communities it serves, not what is best for any director personally, commercially, or professionally
- Exercising independent judgment and not acting as a delegate or representative of any other organisation, employer, or interest group when sitting on the board
- Bringing relevant information, concerns, and perspectives to the board, even when it is uncomfortable to do so
- Challenging proposals considered to be wrong or ill-advised, and accepting decisions once they have been properly made

3.2 Collective responsibility

Board decisions are made collectively. Once a decision has been properly made - regardless of how any individual voted - directors are expected to uphold it publicly and support its implementation. Directors may continue to argue internally for a different approach, but may not undermine, contradict, or disown a board decision in public, in conversation with stakeholders, or through informal channels.

This principle is essential for the Commission's credibility. A board that speaks with multiple voices on its own decisions destroys the trust of the sector it is trying to serve.

3.3 Preparation and attendance

Directors are expected to:

- Read all papers circulated in advance of board meetings and arrive prepared to discuss and decide
- Attend all formal board meetings and give as much notice as possible of any unavoidable absence
- Respond to requests for votes, decisions, and information within the timeframes specified - non-response is not a neutral act and can prevent the Commission from functioning
- Notify the Admin Lead or Chair promptly if availability is significantly reduced for any period

Persistent non-attendance or non-responsiveness is a governance failure. Under Article 23(e) of the Articles of Association, a director who fails to attend three consecutive formal board meetings without reasonable cause may be removed from the board.

4. Working Practices

Good governance depends not just on what decisions are made and how, but on how the board works together day to day. This section sets out the working practices directors are expected to follow, covering how information is shared, how decisions are made and communicated, and how the board collaborates. These are the practical foundations of a board that can move quickly, trust each other, and be held to account.

4.1 Information sharing

One of the most significant risks for any founding board is information becoming siloed, inaccessible or ignored, creating asymmetry of power and knowledge and eroding collective ownership of decisions. Directors are expected to:

- Share all information relevant to the Commission's work with the full board promptly, through the agreed shared channels
- Not withhold information from fellow directors unless it is genuinely confidential in nature and has been agreed as such by the board
- Store documents, correspondence, and materials produced in connection with the Commission's work in the Commission's shared working space, not in personal drives or accounts
- Not represent the views of other board members in external conversations without their explicit agreement
- Engage actively with documents and information shared through the agreed channels, and take responsibility for being informed before meetings and decisions

4.2 Decision-making outside meetings

Board decisions must be made collectively, at quorate formal board meetings or by written resolution in accordance with the Articles of Association and the Board Terms of Reference. Directors may not:

- Make commitments on behalf of the Commission without a board decision or explicit delegated authority
- Initiate work, engage suppliers or partners, or take actions that bind the Commission without board approval
- Seek to pre-determine the outcome of board decisions through private conversations with individual directors ahead of meetings

This does not prevent directors from discussing ideas, sharing information, or building understanding between meetings. It just means that decisions are made in the room, not before it.

4.3 Communication channels

The board will agree its primary communication channels at the first formal meeting. Directors are expected to use those agreed channels for all Commission-related communication, so that the full board has visibility of relevant discussions and decisions. The use of informal or private channels to manage board business creates the same information asymmetry this policy is designed to prevent.

Directors who are unavailable should communicate this through the agreed channel and specify who should act in their absence on time-sensitive matters.

4.4 Raising concerns early

Directors who have a concern about a decision, a process, or the conduct of another director are expected to raise it directly and promptly - first with the person concerned if appropriate, then with the Chair or Deputy Chair if the concern is not resolved. Concerns that are not raised cannot be addressed.

5. Conflicts of interest

A conflict of interest arises when a director's personal, professional, financial, or other interests could - or could appear to - influence how they act as a director. The Commission operates in a small, interconnected sector where conflicts are common and often unavoidable. The obligation is not to have no conflicts - it is to declare them promptly, manage them transparently, and act in the Commission's interests at all times.

Directors do not need to be certain that a conflict exists to declare it. If in doubt, it should be declared.

The full definition of what constitutes a conflict, how and when to declare it, how it is recorded, and how it is managed is set out in the Commission's Conflicts of Interest Policy, which all directors must read and comply with. Key points to note:

- Conflicts must be declared on appointment, at the start of every board meeting as a standing agenda item, and as soon as a new potential conflict arises - whichever is earliest
- Declarations must be made to the full board, not just to the Chair, and are recorded in the minutes and the Register of Interests
- Once a conflict is declared in relation to a specific agenda item, the director must withdraw from discussion and voting on that item

6. Confidentiality

Directors have access to sensitive information about the Commission's strategy, finances, relationships, and deliberations. This information is shared in confidence to enable effective governance, not for personal use or wider circulation.

6.1 What is confidential

The following must be treated as confidential unless the board has explicitly agreed otherwise:

- Discussions at board meetings that have not been reflected in published minutes
- Unpublished financial information, budget discussions, and funding negotiations
- Information about individual sector stakeholders, applicants, or beneficiaries shared in the course of board business
- Legal advice received by the Commission
- Information about board members' personal circumstances shared in the course of governance work
- Any information that has been designated as confidential by the board

6.2 The sector context

The Commission operates in a sector where professional and social networks overlap significantly. Directors will regularly encounter sector stakeholders, journalists, and others in informal settings. The confidentiality obligation applies in those settings as much as in formal ones. Sharing board deliberations informally - even without intending harm - can undermine the Commission's credibility, damage relationships, and expose the board to reputational risk.

Where a director is unsure whether something can be shared, the default position is that it cannot, and the Chair should be consulted.

6.3 After leaving the board

Confidentiality obligations continue after a directorship ends. Former directors may not disclose confidential information about the Commission's deliberations, finances, or stakeholders after their tenure ends.

7. Public Conduct, Social Media, and Representation

Directors of the Commission are public figures in the context of London's nightlife sector. How directors conduct themselves publicly - including online - reflects on the Commission, whether or not this is intended.

7.1 Speaking for the Commission

Only the Chair, the Deputy Chair, or a director explicitly authorised by the board may speak on behalf of the Commission in public settings, media interviews, or formal communications. Where a director is asked to comment on a matter that touches on the Commission's work, enquiries

should either be referred to the Chair or the director should make clear that they are speaking in a personal capacity.

7.2 Social media

Directors are free to use social media for personal and professional purposes. When doing so in ways that touch on the Commission's work, London's night-time economy, or related policy areas, the following apply:

- Where a view expressed is personal and not the Commission's position, this must be made explicit - for example, by using phrases such as "speaking personally" or "my own views"
- Confidential Commission information, unpublished decisions, or internal board discussions must not be shared on social media or in any public forum
- Statements that could be read as the Commission's position on a contested matter may not be made without board authorisation
- Posts made in a personal capacity can still be associated with the Commission by those who know of a director's board role - directors are expected to exercise judgment accordingly

Directors are accountable for ensuring that their social media conduct does not bring the Commission into disrepute or subject it to undue public scrutiny. Where a director is in doubt about whether a post is appropriate, the Chair should be consulted before publishing.

7.3 Media enquiries

All media enquiries about the Commission should be directed to the Chair or the designated communications lead. Directors should not respond to media enquiries about the Commission's work, decisions, or governance without the Chair's knowledge and agreement.

7.4 Conduct at sector events

Directors will frequently attend nightlife sector events in a personal or professional capacity. The Commission's reputation is present in those settings. Directors should be mindful of how they represent the Commission informally, avoid making commitments on the Commission's behalf in casual conversations, and not engage in conduct that would undermine the Commission's credibility with the sector or with statutory partners.

8. Political Conduct

The Commission is constitutionally prohibited from being a political organisation or engaging in political campaigning. This applies at the organisational level, and directors must not act in ways that undermine it at the individual level.

Directors must not:

- Use the Commission's name, platform, resources, or profile in connection with personal political activity or party political affiliation
- Make statements in their capacity as a director that associate the Commission with any political party, candidate, or electoral campaign
- Use their board position to advance the interests of any political party or political figure

Directors are free to hold political views and to be active citizens. The Commission's independence from party politics is one of its most important assets - it is what allows the Commission to hold all parts of the political establishment to account on behalf of the sector. Directors must not compromise that independence through their conduct.

Where a director is asked, in a personal capacity, to participate in something that could be perceived as a political endorsement in the context of their Commission role, this should be discussed with the Chair before agreeing.

9. Use of Commission Resources and Information

Directors must not use their board position, the Commission's name, its relationships, or any information obtained through their role for personal, commercial, or professional gain. This includes:

- Using advance knowledge of the Commission's decisions or intentions to benefit a personal or commercial interest
- Using the Commission's name or endorsement in personal or professional materials without board authorisation
- Using connections or relationships built through the Commission role for personal commercial advantage in ways that have not been disclosed to and approved by the board
- Accepting significant gifts, hospitality, or other benefits from organisations or individuals with whom the Commission has, or may have, a relationship, without declaring them in the Register of Interests

Where a director is uncertain about whether a particular use of Commission resources or information is appropriate, this should be raised with the Chair before proceeding.

10. Raising Concerns

Directors who have a concern about the conduct of a fellow director, or about the Commission's governance more broadly, are expected to raise it. Staying silent about concerns that affect the Commission's integrity is itself a failure of governance.

10.1 Informal resolution

In the first instance, consideration should be given to whether a concern can be raised directly and constructively with the person concerned. Many concerns can be resolved through honest conversation. The Chair or Deputy Chair may be asked to facilitate this conversation where preferred.

10.2 Formal concerns

Where a concern cannot be resolved informally, or where it is serious enough to warrant immediate escalation, it should be raised in writing with the Chair. Where the concern relates to the Chair, it should be raised with the Deputy Chair. The written concern should describe the conduct in question, when it occurred, and what resolution is being sought.

On receiving a formal concern, the Chair (or Deputy Chair) will:

- Acknowledge receipt within five working days
- Discuss the concern with the director in question, giving them a full opportunity to respond
- Bring the matter to a formal board meeting if it cannot be resolved bilaterally, with the relevant director(s) present unless the board decides otherwise
- Record the concern, the response, and any outcome in the minutes

10.3 Whistleblowing

Where a concern relates to financial irregularity, illegal conduct, or a serious breach of the Commission's obligations to the CIC Regulator, Companies House, or its funders, it should be raised under the Commission's Whistleblowing Policy, which provides additional protections and escalation routes.

11. Breaches and Consequences

A breach of this Code is a serious matter. The Commission's ability to function depends on mutual trust between directors, and on the confidence of the sector and its funders that the board holds itself to a high standard of conduct.

11.1 What constitutes a breach

A breach may be any conduct inconsistent with the standards set out in this Code, including but not limited to:

- Failure to declare a conflict of interest
- Sharing confidential information without authorisation
- Making public statements that misrepresent the Commission's position or undermine its credibility
- Acting in personal or commercial interest rather than the Commission's interest
- Persistent failure to attend meetings, respond to requests, or engage with board business without reasonable cause
- Conduct in board meetings or working sessions that is disrespectful, obstructive, or inconsistent with the working practices set out in Section 4, or any behaviour that prevents the board from functioning effectively
- Conduct that brings the Commission into disrepute
- Material breach of any approved policy of the Commission

11.2 Process for addressing a breach

Where a concern about a director's conduct has been raised, the process set out in Section 10 applies. Where the concern cannot be resolved informally and the Board considers that a formal breach may have occurred:

1. The director in question is informed in writing of the specific concern and given at least fourteen days to respond in writing or in person.

2. The full Board (excluding the director in question) considers the concern, the response, and any relevant evidence.
3. The Board decides by the relevant voting threshold - Tier 2 for removal from a leadership role; Tier 3 for removal from the board - whether a breach has occurred and what the appropriate response is.
4. The decision and rationale are recorded in the minutes.

11.3 Possible outcomes

Depending on the nature and severity of the breach, the Board may:

- Issue a formal caution and agree specific expectations going forward
- Remove the director from a leadership role in accordance with Section 4 of the Board Terms of Reference
- Remove the director from the Board under Article 23(g) of the Articles of Association

The board will always apply proportionality. A pattern of minor breaches may cumulatively warrant a more serious response than a single incident would.

12. Working Group Members

Working group members who are not directors of the Commission are not bound by the full obligations of this Code. However, in the performance of working group business, they are expected to:

- Act in good faith and in the interests of the Commission's mission, not in personal or commercial interest
- Declare any conflict of interest in relation to a specific matter under discussion to the Board Champion, and withdraw from that part of the discussion where appropriate
- Treat all information shared in the context of working group meetings as confidential unless the Board Champion has indicated otherwise
- Conduct themselves respectfully toward fellow working group members, directors, and any stakeholders encountered in connection with the working group
- Not make public statements purporting to represent the working group or the Commission without the Board Champion's explicit agreement
- Not use their working group position or any information obtained through it for personal or commercial advantage

The Board Champion is responsible for communicating these expectations to working group members at recruitment and at the start of each working group term. Significant or persistent breaches may result in a member's removal from the working group, by board decision on the recommendation of the Board Champion.

13. Adherence and Review

All directors are required to confirm, on appointment and on each renewal of their term, that they have read and will comply with this Code and all other Commission policies. This confirmation is recorded in the minutes of the board meeting at which the appointment or renewal is confirmed.

This Code will be reviewed by the full board annually, or sooner if there is a material change in the Commission's governance or operating context. Any amendment requires a Tier 2 board decision.

Where a director is uncertain about how this Code applies to a specific situation, clarification should be sought from the Chair before acting.

Equity, Diversity and Inclusion (EDI) Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Purpose and Scope

This policy sets out the London Nightlife Commission CIC's (the Commission) commitments to equity, diversity, and inclusion - in how it governs itself, how it recruits, how it designs its programmes, how it makes decisions, and how it engages with the sector and communities it serves.

Equity, diversity, and inclusion are not peripheral concerns for the Commission. They are central to its mandate. The nightlife sector is one of the most diverse in London - in terms of the communities it serves, the workers it employs, the cultures it expresses, and the inequalities it reflects. A Commission that is not itself equitable, diverse, and inclusive cannot credibly advocate for those things in the sector.

This policy applies to all directors of the Commission, working group members, and anyone engaged to work on behalf of the Commission including contractors and consultants. It will apply to employees when the Commission appoints them.

This policy should be read alongside the Code of Conduct, the Board Terms of Reference, the Financial Controls and Procurement Policy, and the Data Protection Policy.

2. Legal Framework

The Commission is committed to meeting and exceeding its obligations under the following legislation:

- **Equality Act 2010** - the Commission will not unlawfully discriminate on the basis of any protected characteristic: age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race (including colour, nationality, and ethnic or national origin), religion or belief, sex, or sexual orientation.
- **Worker Protection (Amendment of Equality Act 2010) Act 2023** - the Commission has a proactive duty to take reasonable steps to prevent sexual harassment, including harassment by third parties.
- **Working Time Regulations 1998** - the Commission recognises night workers' rights to health assessments and adequate rest, and will apply these protections to anyone it engages to work at night, where relevant.

- **Public Interest Disclosure Act 1998** - the Commission will not subject anyone to detriment for raising a genuine concern about discrimination or inequality. See the Whistleblowing Policy for the full framework.

The Commission is also guided by the Mayor of London's London Women's Night Safety Charter and the broader equalities duties placed on publicly funded bodies operating in the capital.

3. The Commission's Commitments

The Commission commits to the following across all of its activities:

- To ensure that participation in the Commission - as a director, working group member, contributor, or beneficiary - is not limited by protected characteristics, economic disadvantage, or structural barriers.
- To make decisions, design programmes, and allocate resources in ways that actively reduce inequality, not merely avoid it.
- To create an environment - in governance, in events, in communications, and in sector engagement - that is free from bullying, harassment, victimisation, and unlawful discrimination.
- To apply honest scrutiny to the Commission's own practices, acknowledging where it falls short and taking measurable steps to improve.
- To be transparent with the sector and with funders about how equity, diversity, and inclusion commitments are being met.

These commitments extend beyond those who work directly for the Commission to the businesses and individuals it works with, funds, and supports.

4. Governance Accessibility

The Commission is committed to ensuring that its governance structures and decision-making processes are genuinely accessible - not accessible in principle, but inaccessible in practice.

4.1 Meeting accessibility

All formal board meetings and working group sessions will meet the following standards:

- **Scheduling** - meetings will be scheduled with awareness that directors and working group members may work non-standard hours. The Commission will avoid systematically scheduling meetings at times that exclude night-time workers or those with caring responsibilities.
- **Physical access** - any in-person meeting will be held in a venue that is fully physically accessible. A remote or hybrid option will be provided wherever possible to accommodate those with mobility constraints, health conditions, or caring responsibilities.
- **Communication support** - British Sign Language (BSL) interpretation, live captioning, or other communication support will be provided upon request, without the person needing to justify the request.

- **Processing and preparation time** - board papers and working group materials will be circulated with adequate notice, and in formats that allow for different processing styles and access needs.

4.2 Documentation and communications

The Commission will ensure that its governance documents and communications are clear and accessible:

- Documents will use accessible fonts, adequate font sizes, and sufficient contrast.
- Complex governance documents will be accompanied by plain English summaries where relevant.
- Communications from the Commission will use plain English throughout and avoid unnecessary jargon.
- Where a director or working group member requires materials in an alternative format - including audio, large print, or easy read - this will be accommodated without delay.

5. Board Composition and Recruitment

The Commission is committed to a board that genuinely reflects the breadth of London's nightlife - its scenes, its communities, its workers, and its geography - as a governance requirement, rather than just a diversity target. A board that does not reflect the communities it serves cannot make good decisions on their behalf.

Board recruitment will be conducted openly and transparently, with active outreach to communities that are typically underrepresented in governance, alongside any open advertisement.

Opportunities to join working groups will be advertised openly and will explicitly welcome people with lived experience of the communities and industries the Commission works with. Working group membership is not restricted to those with formal professional credentials.

6. EDI in Programme Design and Decision-Making

The Commission's equity commitments do not stop at its own governance. They extend to every decision it makes about the sector - which issues it prioritises, which organisations it works with, which communities its research centres, and how it allocates any grant or financial support it administers.

When making recommendations, commissioning research, designing programmes, or allocating resources, the Commission will:

- Assess who benefits and who is excluded from proposed actions - particularly those who are most often marginalised in nightlife policy: workers in precarious employment, grassroots and independent operators, LGBTQ+ communities, communities of colour, Deaf and disabled communities, and young people.
- Actively seek to include the perspectives of those most affected by the decisions being made, and not only those with the loudest voices or the most established access to civic institutions.

- Avoid reproducing existing power imbalances - such as consistently prioritising large commercial operators over grassroots venues, or treating professional sector bodies as more legitimate sources of knowledge than community organisations.
- Consider the cumulative impact of its decisions on equity across the sector, not only the isolated impact of individual choices.

The Board will include an EDI lens as a standing consideration in its decision-making, and will document how equity considerations have been weighed in significant decisions.

7. Supply Chain and Procurement Equity

The Commission's commitment to equity extends to the businesses it works with. The Commission will:

- Actively seek to engage minority-owned businesses, grassroots organisations, freelancers from underrepresented communities, and suppliers whose values align with the Commission's equity commitments.
- Remove unnecessary barriers to entry in procurement processes - such as requiring prior experience with large institutions, extensive documentation, or prohibitively long payment terms.
- Apply an equity weighting in supplier evaluation as set out in the Financial Controls and Procurement Policy.
- Conduct an annual review of its supply chain to assess the diversity of the Commission's spending and identify areas for improvement.

8. Events and Public-Facing Activities

Where the Commission hosts events, town halls, consultations, or other public-facing activities, the following standards apply:

- Venues will be fully physically accessible.
- Events will be scheduled with awareness of night-time workers' hours.
- Communication support - including BSL interpretation and live captioning - will be available upon request and, where possible, provided proactively at larger events.
- A named contact will be available at all Commission-organised events for anyone who needs to raise a welfare, access, or safety concern.
- The Commission will not host events at venues or with partners with known records of discriminatory conduct that have not been addressed.

9. Zero Tolerance for Discrimination

The Commission operates a zero-tolerance approach to discrimination, harassment, victimisation, and bullying - in its governance, its events, and its sector engagement.

Any director, working group member, contractor, or anyone acting on behalf of the Commission who engages in discriminatory conduct will be subject to disciplinary action in accordance with the

Code of Conduct and, where applicable, their contractual terms. Serious breaches may result in removal from the board or termination of engagement.

The Commission will not require victims of discrimination to minimise or justify their experience, and will take all reports seriously regardless of the seniority or role of the person accused.

9.1 Reporting discrimination

Any person who experiences or witnesses discrimination, harassment, or victimisation in connection with the Commission's work may raise a concern through the following routes:

- **Directors** - through the process set out in Section 10 of the Code of Conduct, or through the Whistleblowing Policy where the concern relates to systemic conduct or involves a senior figure.
- **Working group members and contractors** - to the Board Champion (for working group members) or directly to the Chair. Where the concern involves the Chair, it should be raised with the Deputy Chair.
- **Members of the public or sector** - in writing to the Board, addressed to the Chair. The Commission will acknowledge all written complaints within ten working days and respond substantively within 30 days. Where the concern involves the Chair, it should be addressed to the Deputy Chair.

All reports will be handled with sensitivity and confidentiality, in accordance with the Data Protection Policy. The Commission will not disclose the identity of a person raising a concern without their consent, unless required to do so by law.

Where a concern relates to systemic discrimination or a breach of the Commission's social mission as a CIC, individuals are encouraged to use the Whistleblowing Policy, which provides additional legal protections.

10. Monitoring and Accountability

The Commission is committed to transparency about whether its equity, diversity, and inclusion commitments are being met in practice.

The Board will monitor and report on the following annually:

- The demographic composition of the board, including age, sex, ethnicity, disability status, and sexual orientation, collected on a voluntary and anonymised basis in accordance with the Data Protection Policy.
- The diversity of the Commission's supply chain and contractors, based on the annual procurement review.
- Any formal discrimination complaints received during the year, and the actions taken in response.
- Progress against any specific EDI actions agreed at the previous annual review.

This information will be reported in the Commission's annual Community Interest Report, in a format accessible to the public. The Commission will use this data to identify representation gaps and agree clear, time-bound actions to address them.

Monitoring data will be collected through voluntary self-identification and handled in strict accordance with the Data Protection Policy. No individual will be required to disclose protected characteristics.

11. Review

This policy will be reviewed annually by the full Board. Any amendment requires a Tier 2 board decision. The Board will also review the policy following any significant EDI incident or complaint, or any material change in the Commission's activities or legal obligations.

Where the Commission appoints staff, this policy will be updated to reflect the full range of employment law obligations that will apply.

Safeguarding Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Commitment Statement

The Commission believes that every individual has the right to live, work, and socialise in London's night-time economy without fear of harm, abuse, or exploitation. In the context of the Commission's work, safeguarding is not merely a legal checkbox but a fundamental component of a thriving, inclusive nightlife culture.

The Commission commits to a 'zero-tolerance' approach toward any form of abuse or harassment towards Board members, staff, volunteers, and the wider community the organisation supports.

The Commission pledges to:

1. Ensure that the safety and well-being of individuals are at the heart of all activities, research, and advisory work.
2. Maintain an internal culture where Board members, staff, and volunteers are trained to recognise signs of harm and feel empowered to report concerns.
3. Model the best practices the Commission advocates for within the industry, ensuring the Commission's own events and engagements are benchmarks for safety and inclusion.

This policy is designed to comply with the statutory duties set out in UK legislation and London-wide safety initiatives, including:

- The Care Act 2014: Ensuring the protection of adults with care and support needs.
- The Children Act 2004: Upholding the welfare of any young person (under 18) encountered during any LNC-related activities.
- The Modern Slavery Act 2015: Recognising the heightened vulnerability of workers in the night-time economy to labour exploitation and modern slavery, and committing to identify and report concerns where encountered.
- The Mayor of London's London Women's Night Safety Charter: A voluntary commitment framework to which the Commission aligns its approach to women's safety in nightlife settings.
- The Public Services (Social Value) Act 2012: Reflecting the Commission's duty as a CIC to create social benefit through safe and responsible organisational operations.

Safeguarding is a collective responsibility shared by the entire Board. The Commission is committed to:

- Providing clear, accessible channels for anyone involved in its work to raise a concern.
- Regularly reviewing our safeguarding incidents and procedures to learn, adapt, and improve.
- Collaborating with external stakeholders to ensure that safeguarding concerns are handled by the appropriate experts.

2. Scope & Context

2.1 Applicability of the Policy

The policy applies to all activities conducted by the Commission, including but not limited to:

- Town hall meetings, focus groups, and research interviews.
- Official visits to licensed premises, nightclubs, and late-night festivals.
- Official social media channels, webinars, and online forums hosted by the Commission.

2.2. The Night-time Economy Context

The Commission recognises that the night-time economy presents unique safeguarding challenges. The work of the Commission and of those it supports, takes place in environments where risk factors are often heightened. The Commission categorises these risks into three main areas:

1. Vulnerability due to the consumption of alcohol or substances, fatigue, or the late-hour nature of the environment.
2. The risk of harm during the 'last mile' of a journey home, when public transport options may be limited, and the probability of risk increases.
3. Night-time workers (security, bar staff, performers) may face heightened risks of harassment, fatigue-related accidents, or isolation.

2.3 Defining vulnerability

For the purposes of this policy, the Commission adopts an expansive definition of vulnerability. A person may be vulnerable where their ability to protect themselves or make safe decisions is significantly impaired – for example due to intoxication, fatigue, the late-hour nature of the environment, or the non-consensual administration of substances. Vulnerability is not a fixed characteristic; it is situational and can affect anyone.

The Commission recognises that vulnerability in nightlife settings is often compounded by structural factors – including precarious employment, economic disadvantage, and membership of communities that face disproportionate risk of harm in public spaces. Its safeguarding approach is informed by this broader understanding.

2.4 LNC Role and Boundaries

The Commission is an advisory and representative body, not an emergency service or a licensing enforcement agency. The role of the Commission is to identify risks and ensure they are reported to the correct authorities or specialist support services. Board members are not expected to physically intervene in incidents but are required to seek professional assistance (security, police, or medical staff) immediately when a risk is identified.

3. Recognising and Responding to Safeguarding Concerns

3.1 The Commission's context

Board members may encounter safeguarding concerns in the course of their official duties - for example, during venue visits conducted as part of the Commission's research or advocacy work, at town halls and consultations the Commission hosts, or at sector events attended in an official capacity. This section sets out how to recognise and respond to those concerns appropriately, within the limits of the Commission's role as an advisory body.

Board members are not expected to intervene operationally in nightlife environments. The Commission's role is to identify concerns and ensure they are directed to the correct authorities or specialist services. Immediate physical intervention is not expected; seeking professional assistance - security staff, police, or medical personnel - is.

3.2 Types of concern

In the course of their official duties, board members may encounter the following types of safeguarding concern:

- A person who appears to be in distress, at risk of harm, or unable to make safe decisions for themselves - for example due to intoxication, disorientation, or separation from their group
- A disclosure from an individual about harm they have experienced or are experiencing - including physical abuse, sexual harassment or assault, exploitation, or harassment based on a protected characteristic
- Signs that workers at a venue may be operating under duress, in unsafe conditions, or subject to exploitation
- Behaviour by another person that creates a risk of harm - including predatory, aggressive, or harassing behaviour

The Commission recognises that harm exists on a continuum. Lower-level behaviours - persistent unwanted attention, intimidation, or conduct that makes a person feel unsafe - can escalate and should be treated as concerns, regardless of whether they meet a criminal threshold.

3.3 How to respond

Where a board member encounters or witnesses a safeguarding concern in the course of their official duties, the following steps apply:

1. If there is an immediate risk to life or safety, contact emergency services (999) or alert venue security immediately.
2. If an individual makes a disclosure, listen without judgement. Do not promise total confidentiality, as there may be a duty to report. Reassure the person that their concern is being taken seriously.
3. Do not attempt to investigate, mediate, or resolve the matter. The board member's role is to respond calmly and connect the individual with appropriate support.

4. As soon as possible after the incident, make a written record of what was witnessed or disclosed, using the individual's own words where relevant, and report to the Designated Safeguarding Lead (DSL) within 24 hours.

Where concerns arise in the context of the Commission's own governance activities - for example, in a working group, consultation, or Commission-organised event - the same steps apply. The Board Champion (for working groups) or the Admin Lead (for Commission events during the founding period) is responsible for ensuring the DSL is notified.

3.4 Professional conduct

When attending venues or events in an official capacity, board members are expected to remain professional and exercise sound judgment. Official Commission visits are distinct from personal nightlife attendance, and board members should conduct themselves accordingly.

Meetings or interviews with individuals in potentially vulnerable circumstances should, where possible, be conducted with at least two people present or in a public and professional setting.

4. Designated Safeguarding Lead (DSL) & Governance

The Board will appoint one of its members to act as the Designated Safeguarding Lead (DSL). While safeguarding is a collective responsibility, the DSL acts as the central point of expertise and coordination:

- The DSL will report directly to the Board on all safeguarding matters.
- The DSL must be able to act impartially and have the authority to escalate concerns to the Metropolitan Police or Local Authority Safeguarding Boards without delay.
- A Deputy DSL shall also be appointed to ensure continuity of cover during absences or in cases where a conflict of interest arises.
- During the founding period, the DSL and Deputy DSL roles will be held by board members. When the Commission appoints its first member of staff with appropriate safeguarding knowledge and training, the Board will consider whether to transfer the DSL role to that person. This transition will be subject to a board decision and will not take effect until the incoming DSL has completed the required training.

The DSL's primary responsibilities include:

- Acting as the main point of contact: Receiving and recording all safeguarding concerns or disclosures from Board members, staff, or the public.
- Decision Making: Determining whether a concern meets the threshold for referral to external agencies (e.g., Social Services or the Police).
- Record Keeping: Maintaining a secure, confidential log of all safeguarding incidents, including 'near-misses' and low-level concerns.
- Advice and Guidance: Providing immediate support and 'next-step' advice to any Board member who has received a disclosure.

The DSL and Deputy DSL must undergo enhanced safeguarding training tailored to the nightlife.

5. Reporting & Signposting

Where a board member witnesses an incident, the steps in Section 3.3 apply, and should be reported as follows:

- Step 1: Report the concern to the DSL (or Deputy DSL) within 24 hours of the incident.
- Step 2: The DSL will review the report and, if necessary, consult with the Board's legal advisors or the relevant Local Authority.
- Step 3: A formal record is created in the Commission's Safeguarding Log.

The Commission recognises that it is not a specialist support agency. For non-emergency disclosures, the DSL will provide the individual with information for specialist London services (e.g., The Havens for sexual assault support, or Galop for LGBTQ+ victims of abuse). If the DSL believes a 'vulnerable adult' or child is at risk of significant harm, they shall make a formal referral to the relevant Local Authority MASH Team within 24 hours.

6. Safeguarding-Sensitive Recruitment

6.1 Recruitment of New Board Members

The Commission is committed to following a board recruitment process that deters, identifies, and rejects individuals who might pose a risk to others.

- All recruitment materials during any recruitment period will explicitly state the Commission's commitment to safeguarding.
- All prospective board members must provide at least two professional references which will be verified prior to appointment.
- Candidates will be required to complete a Safeguarding Self-Declaration form, disclosing any past conduct or criminal convictions relevant to the role.
- Enhanced DBS checks are legally restricted to roles involving regulated activity as defined by the Safeguarding Vulnerable Groups Act 2006. The Commission will assess whether any board member's role involves regulated activity and, where it does, will require an Enhanced DBS check before appointment. In all other cases, a Basic DBS check may be requested at the Board's discretion. The DSL will maintain a record of the checks completed for each board member.

6.2 Safeguarding Induction and Training

Trust and safety are maintained through continuous education. Within 90 days of appointment, all new Board members should receive a safeguarding briefing covering:

- How to recognise sector-specific risks (e.g., spiking and harassment).
- The internal reporting line to the DSL.
- Professional boundaries when visiting night-time venues.

The Board will participate in an annual safeguarding workshop to review the latest London-wide safety trends and legislation with a focus on governance and oversight. In addition to annual safeguarding reviews, the DSL and Deputy DSL will attend advanced training every 2 years to ensure they can confidently manage complex disclosures.

6.3 Professional Boundaries and Conduct

To protect both the public and our Board members, the Commission maintains strict professional boundaries:

1. **Official Capacity:** Board members must clearly distinguish between personal nightlife attendance and official Commission visits.
2. **Alcohol Consumption:** When attending venues or events in an official capacity (e.g., conducting research or meeting stakeholders), board members are expected to remain professional and avoid any level of intoxication that could impair their judgement or ability to respond to a safeguarding incident.
3. **One-to-One Contact:** Official meetings or focus groups with potentially vulnerable individuals should, where possible, be conducted in pairs or in public/professional settings.

7. Policy Review and Monitoring

This policy will be reviewed annually by the Board to ensure it remains effective and aligned with evolving best practices in the London nightlife sector.

The DSL will provide a high-level, anonymised summary of any safeguarding concerns or 'near-misses' to the Board every six months. This allows the Commission to identify recurring themes (e.g., a specific borough reporting high levels of harassment) and adjust its advisory work accordingly.

The Safeguarding Log contains personal data and in some cases special category data. It must be maintained in accordance with the Data Protection Policy. Access to the log is restricted to the DSL, Deputy DSL, and the Chair. Entries are retained for a minimum of seven years, or longer where required by law or where a matter is the subject of ongoing proceedings.

Conflicts of Interest Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Purpose and Scope

This policy sets out the framework for identifying, declaring, and managing conflicts of interest affecting directors of the London Nightlife Commission CIC (the Commission). It exists to ensure that the Commission's decisions are, and are seen to be, made in the interests of the communities it serves - free from personal bias, private gain, or undue external influence.

The Commission operates in a small and interconnected sector. Directors will commonly hold roles, relationships, and interests that overlap with the Commission's work. This is expected and, in many cases, is precisely why they are well-placed to serve on the board.

The obligation is not to have no conflicts - it is to declare them promptly, manage them transparently, and act in the Commission's interests at all times.

This policy applies to all directors from the date of appointment. A lighter version of the relevant obligations applies to working group members, as set out in Section 10. Where the Commission employs staff or engages contractors, this policy will apply to them in relation to any decisions or recommendations they make on the Commission's behalf.

This policy should be read alongside the Articles of Association, the Board Terms of Reference, and the Code of Conduct. It gives effect to the conflict of interest provisions in Articles 19 and 20, and to directors' duties under sections 175 to 177 of the Companies Act 2006.

2. What is a Conflict of Interest

A conflict of interest exists where a director's personal, financial, professional, or other interests could - or could reasonably appear to - influence how they act as a director of the Commission.

Three types of conflict are relevant:

- **Actual conflict** - a situation where a director's interest directly conflicts with the Commission's interest in a specific decision or matter.
- **Potential conflict** - a situation where a conflict does not currently exist but could arise, for example where a director has an existing relationship with an organisation the Commission may work with in future.

- **Perceived conflict** - a situation where a reasonable, informed observer would conclude that a conflict might exist, even if the director does not believe one does. Perceived conflicts are as damaging to the Commission's credibility as actual ones, and must be managed with equal care.

Directors do not need to be certain that a conflict exists to declare it. Where there is reasonable doubt, the declaration should be made.

3. Categories of Interest

The following categories of interest are relevant to the Commission's work. This list is illustrative, not exhaustive.

3.1 Financial interests

An interest is financial if a director, or a connected person (see Section 5), stands to gain or lose financially as a result of a decision made by the Commission. Financial interests include:

- Ownership of, or significant financial interest in, a venue, event company, promoter, booking agency, or other nightlife sector business
- Employment by, or receipt of income from, an organisation that may be affected by the Commission's decisions, advocacy, or grant-making
- Shareholding or investment in a company operating in the night-time economy
- A financial interest in a supplier, partner, or contractor the Commission is considering or has engaged

3.2 Employment and sector roles

A director holds a relevant employment or sector role interest where their professional position creates a relationship between their employer or affiliated body and the Commission's work. This includes:

- Employment by, or a significant role in, a trade association, sector body, or industry lobbying organisation - including, for example, trade bodies representing venue operators, promoters, or hospitality businesses - where that body has interests in matters the Commission is working on
- Employment by, or a significant role in, a union, workers' organisation, or advocacy body with interests in the night-time economy
- A professional advisory, consulting, or contracting relationship with an organisation that the Commission may fund, partner with, or regulate
- A role on another board, committee, or governance body whose interests may overlap with the Commission's

3.3 Personal relationships

A personal relationship creates a relevant interest where a director has a close relationship with a person or organisation that could influence, or appear to influence, how they act in a Commission decision. This includes close friendships, mentoring relationships, and professional partnerships,

as well as relationships with GLA officials, licensing officers, or other statutory contacts that could create a perception of partiality.

3.4 Reputational associations

In a public-facing body operating in a politically and culturally contested sector, a director's public profile and known associations can create conflicts of interest even where no financial or employment interest exists. A reputational association may arise where a director is publicly identified with a particular position, faction, campaign, or organisation in the nightlife sector in a way that could reasonably be perceived to bias their judgment on matters the Commission is deciding.

This category requires particular care and judgment. Not every strongly held view constitutes a conflict. The question is whether a reasonable observer would conclude that the director's known association makes it impossible for them to act objectively on a specific matter.

3.5 Gifts and hospitality

The receipt of gifts, hospitality, or other benefits from organisations or individuals with whom the Commission has, or may have, a relationship creates a potential conflict of interest. Given the nature of the nightlife sector, directors will regularly receive offers of complimentary tickets, guest list entry, event invitations, and industry hospitality. This is a normal part of sector participation and is not in itself problematic - but it must be managed transparently.

The following thresholds apply:

- Gifts or hospitality with a market value below £100 may be accepted, but must be declared in the Register of Interests within seven days of receipt.
- Gifts or hospitality with a market value of £100 or above must be declined, unless the board has given prior approval.
- Where gifts or hospitality are received from the same source on multiple occasions, the cumulative value applies for the purposes of the threshold.
- Gifts or hospitality that could reasonably be interpreted as an attempt to influence a Commission decision must always be declined and reported to the Chair, regardless of value.

4. Connected Persons

A conflict of interest may arise not only from a director's own interests but from the interests of persons connected to them. For the purposes of this policy, a connected person is any person whom a director might reasonably be expected to favour - including but not limited to:

- A spouse, civil partner, or cohabiting partner
- A child, parent, or sibling
- A close personal friend
- A business partner or close professional associate
- A person with whom the director has a significant financial relationship

Directors are expected to apply honest judgment about who falls within this definition in relation to a specific decision. Where a director is unsure, the default position is to declare.

5. The Duty to Declare

5.1 When to declare

Directors must declare any relevant interest:

- On appointment, by completing the Conflicts of Interest Declaration Form in full
- Annually, at the first formal board meeting of each calendar year, by reconfirming or updating their standing declaration
- At the start of every board meeting, when the agenda item on declarations of interest is reached, in relation to any item on the agenda
- As soon as a new potential conflict arises - not at the next scheduled opportunity, but immediately

The duty to declare applies continuously. A director who becomes aware of a potential conflict between meetings must notify the Chair (or Deputy Chair in relation to the Chair's own interests) without delay.

5.2 How to declare

Standing interests are declared using the Conflicts of Interest Declaration Form, which is stored in the Register of Interests. Meeting-specific conflicts are declared verbally at the relevant board meeting and recorded in the minutes. In both cases, the declaration must describe:

- The nature of the interest
- The name of any relevant organisation, individual, or relationship
- The specific matter or decision to which the interest relates, if known
- The proposed management approach

5.3 To whom declarations are made

Declarations are made to the full board, not just to the Chair. They are recorded in the minutes and in the Register of Interests.

Where the declaration concerns the Chair, it is made to the Deputy Chair, who holds responsibility for managing the Chair's conflicts and maintaining the relevant entries in the Register. Where there is no Deputy Chair, the declaration is made to the full board, which collectively manages the matter.

6. Managing a Declared Conflict

Once a conflict has been declared, the board must decide how to manage it. The appropriate level of management depends on the nature and severity of the conflict, and on the specific decision or matter at hand. The following graduated responses apply, in increasing order of significance:

6.1 Remain with disclosure

Where the conflict is minor, technical, or remote, and where the board is satisfied that the director can act objectively, the director may remain in the meeting and participate in the discussion and vote. The conflict and the board's decision to permit participation are recorded in the minutes. This approach is used sparingly and only where the board is unanimous that it is appropriate.

6.2 Withdraw from the specific item

Where the conflict is directly relevant to a specific agenda item, the director withdraws from discussion and voting on that item and does not count toward quorum for that item. This is the default management approach for most declared conflicts. The director may remain in the meeting for all other items.

6.3 Withdraw from a workstream or project

Where the conflict is ongoing and relates to a defined workstream, project, or external relationship, the director may be asked to withdraw from all board business relating to that workstream for the duration of the relevant period. This is recorded in the minutes and in the Register of Interests.

6.4 Board authorisation of a conflict

In some circumstances, the board may formally authorise a director to remain involved in a matter despite a declared conflict, in accordance with Article 20 of the Articles of Association. This is appropriate where the director's involvement is genuinely in the Commission's best interests - for example, where they hold unique expertise relevant to a decision. Authorisation requires a majority decision of the uninvolved directors, is subject to conditions set by the board, and is recorded in full in the minutes.

6.5 Agenda flagging

Before each board meeting, the Chair (or Admin Lead during the founding period) should review the agenda against the current Register of Interests and flag any items that may give rise to a conflict for one or more directors. This does not replace the standing obligation on directors to declare conflicts themselves - it is an additional check.

7. The Register of Interests

7.1 Purpose and maintenance

The Commission maintains a Register of Interests, in which all declared interests are recorded. The Register is maintained by the Admin Lead during the founding period, and thereafter by the Chair or such other person as the board designates. The Register of Interests is a live document and must be updated whenever a new declaration is made or an existing declaration is updated or removed.

7.2 Contents

The Register of Interests records, for each director:

- Their name and board role
- The date of their appointment
- All interests declared, with a description of the nature of each interest and the relevant organisation, individual, or relationship
- The category of each interest (financial, employment or sector role, personal relationship, reputational association, gift or hospitality, connected person)
- The date each interest was declared or last updated
- How each interest has been managed where it has arisen in relation to a specific board decision
- The date the interest ceased to be relevant, where applicable

7.3 Access and publication

The Register of Interests is an internal document. It is not published but is available to directors, the CIC Regulator, and principal funders on request. The board may resolve by Tier 1 decision to make the Register, or a summary of it, publicly available where this is in the Commission's interests.

7.4 Retention

Entries relating to a director are retained on the Register for six years following the end of their directorship, in accordance with the Commission's record-keeping obligations under the Companies Act 2006.

7.5 Annual review

The Register of Interests is reviewed at the first formal board meeting of each calendar year. At that meeting, each director confirms that their declaration is current and complete, or submits an updated declaration. The review and any updates are recorded in the minutes.

8. The Chair's Conflicts

Where the Chair has a conflict of interest in relation to a specific matter, they must declare it to the Deputy Chair, who takes responsibility for managing the conflict on behalf of the board. The Deputy Chair will decide the appropriate management approach, chair the relevant agenda item, and record the conflict and its management in the minutes and the Register.

Where there is no Deputy Chair, the Chair's conflict is declared to the full board at the relevant meeting. The board nominates a director to chair the relevant item, and collectively decides on the appropriate management approach.

The Chair's standing interests are recorded in the Register of Interests in the same way as all other directors. The Deputy Chair maintains the Chair's entries in the Register and reviews them as part of the annual review process.

9. Working Group Members

Working group members who are not directors of the Commission are subject to a lighter version of this policy in the conduct of working group business. They are expected to:

- Declare any conflict of interest in relation to a specific matter under discussion to the Board Champion at the earliest opportunity
- Withdraw from discussion of that matter where the Board Champion considers it appropriate
- Not participate in any recommendation or output of the working group in relation to a matter where they have a declared conflict, without the Board Champion's explicit agreement

The Board Champion is responsible for recording any conflicts declared by working group members and reporting them to the full board where relevant. Significant or unmanaged conflicts may result in a working group member's removal, by board decision on the recommendation of the Board Champion.

10. Breaches

Failure to declare a conflict of interest, or acting in a conflicted capacity without proper management, is a serious breach of this policy and of a director's legal duties under the Companies Act 2006. A breach may also constitute a breach of the Code of Conduct.

Where a breach is identified or suspected, it should be raised through the process set out in Section 10 of the Code of Conduct. The board will investigate and respond in accordance with the breach process set out in Section 11 of the Code of Conduct, which may result in a formal caution, removal from a leadership role, or removal from the board.

Where a decision has been made in which a director participated without declaring a relevant conflict, the board should consider whether the decision needs to be revisited. Legal advice should be sought if the matter is significant.

11. Review

This policy will be reviewed annually at the first formal board meeting of each calendar year, alongside the Register of Interests. It will also be reviewed sooner if there is a material change in the Commission's activities, funding arrangements, or governance context, or following any significant conflict of interest incident. Any amendment requires a Tier 2 board decision.

Risk Management Policy

Policy Number:	00X
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Policy Owner:	Board of Directors

1. Introduction

The Commission recognises that risk is an inherent part of operating within London's night-time economy. To achieve its mission of a diverse and inclusive night-time economy, the Commission must be prepared to take informed risks. This policy provides a framework for identifying, assessing, and managing those risks to ensure the Commission's long-term sustainability and the protection of its stakeholders.

The Commission's Risk Appetite defines the level of risk it is willing to accept in pursuit of its strategic objectives. Appetite for Risk varies across different categories of our work:

- The Commission has a high appetite for risk when it involves advocating for transformative night-time policies or trialling new ways of supporting the sector. The Commission accepts the risk that some initiatives may be controversial or may not achieve their intended outcomes immediately.
- The Commission aims to be a 'trusted voice.' It has a cautious appetite for risks that could damage its long-term relationships with funders, other public stakeholders and the general public, but accept that progress sometimes requires challenging the status quo.
- The Commission has a low appetite for risks that threaten its legal status as a CIC or financial solvency. It requires rigorous controls to ensure public and private funds are managed transparently.
- The organisation has a zero-tolerance approach to risks that compromise the physical safety or wellbeing of its board, staff, volunteers, agency staff, consultants or the communities it serves. Compliance with Safeguarding and Data Protection policies are non-negotiable.

2. Governance: Roles & Responsibilities

2.1 The Board of Directors

The Board holds collective legal responsibility for the Commission's risk management framework. Duties include:

- Formally approving and periodically reviewing the Risk Appetite Statement (Section 1).
- Dedicating – as needed – time in each formal board meeting to review any 'Red' and 'Amber' risks on the Register.

- Reviewing and approving significant resource allocation required to mitigate high-level risks.

2.2. The Risk Lead

Ideally, the Board will appoint one member to act as the Risk Lead. This individual acts as the bridge between the daily operations and the Board. Their responsibilities include:

- Ensuring the Risk Register is being updated regularly by the Board.
- Questioning the scoring of risks to ensure the Board emerging threats are adequately assessed and mitigated.
- Presenting the Risk Register highlights during Board meetings.

The Board is responsible for the 'live' management of risk. Their duties include:

- Spotting new risks during day-to-day industry engagement and stakeholder meetings.
- Updating the Risk Register at least quarterly, or immediately when a significant new risk is identified or an existing risk materially changes.
- Executing the agreed mitigation actions (e.g., setting up 2FA for the cloud drive).

2.3 Escalation Triggers

The Commission recognises that Risk Management cannot always wait for the quarterly Board cycle. The Commission operates an escalation trigger system:

- If any risk is newly identified or re-scored as 'Critical / Red' (a score of 15 or higher), the Risk Lead must notify the Chair within 24 hours.
- If the critical risk directly involves or implicates the Chair, the Risk Lead must instead notify the Deputy Chair (or the full Board, if no Deputy Chair is in post).
- The notified leader will decide if a Special Board Briefing is required or if immediate delegated action can be taken to address the risk effectively.

3. Risk Categories

Risks can be broad and varied, but common categories to regularly assess include:

- Governance & Legal - risks related to the Commission's structure, its legal obligations as a CIC, and the conduct of its members.
- Financial Sustainability - the Commission's ability to remain solvent and fund its mission.
- Political and Stakeholder Alignment - dependence on trust or support from essential partners and key stakeholders.
- Operational & Digital - the 'machinery' of the Commission and its daily delivery.
- Reputational & Sector Bias - risks to LNC's legitimacy as a 'fair voice' for all of London's nightlife.
- External and Macro-Economic Shocks - factors outside the Commission's direct control that could fundamentally impact its work.

4. Risk Management

4.1 Risk Identification

Risk identification is a continuous activity, not a once-a-year event. The Commission identifies risks through:

- Strategic Reviews: A standing item on the Board agenda to 'horizon scan' for emerging legislative or political changes.
- Stakeholder Feedback: Intelligence gathered from venue operators, local authorities, and nightlife workers.
- Operational Analysis: Reviewing the delivery of LNC projects, town halls, and any steering or advisory groups.

4.2 Assessing Risk

Once a risk is identified, it is assessed using a standard 5 by 5 matrix. This ensures every member of the Board uses the same approach to measurement.

Each risk is scored on two criteria:

1. Likelihood: The probability of the risk occurring within the next 12 months.
2. Impact: The severity of the consequences for the Commission should the risk materialise.

The total risk score is calculated as: Likelihood (1-5) x Impact (1-5).

4.3. Risk Scoring

The resulting scores (from 1 - 25) categorise the risk into three priority levels:

1. Low (1-6) = Acceptable risk;; monitor periodically.
2. Medium (7-14) = Action required; implement mitigation and review quarterly.
3. High (15 - 25) = Immediate action required; priority protocol triggered; monthly review.

5. Risk Register Structure

5.1 Inherent vs. Residual Risk

The Commission distinguishes between the risk as it exists naturally, and the risk after the Commission has taken action.

- Inherent Risk: The score of the risk if the Commission took no action at all.
- Mitigation Actions: The specific steps, controls, or policies put in place to reduce the risk.
- Residual Risk: The remaining score *after* mitigations are applied. This is the 'real-world' risk the Board must manage.

5.2 Mitigation Strategies

When deciding how to handle a risk, the Board will choose one of four strategies:

1. Treat: Take action to reduce the likelihood or impact
2. Tolerate: Accept the risk as it is (often for 'low' risks where the cost of action outweighs the benefit).
3. Transfer: Pass the risk to a third party (e.g., through insurance or a partnership agreement).
4. Terminate: Stop the activity that is causing the risk.

5.3 Risk Register

The Board will maintain a live Risk Register as a separate document, updated in accordance with this policy. Each entry in the Register must record: the risk description; the risk category (see Section 3); the inherent likelihood and impact scores; the mitigation actions in place or planned; the residual likelihood and impact scores; the risk owner; and the date last reviewed. The Register is a standing board meeting agenda item and is available to the CIC Regulator and principal funders on request.

Data Protection Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Introduction

The Commission is committed to protecting the privacy and fundamental rights of individuals whose data we process in our mission to support and improve London's night-time economy. This policy ensures that the Commission operates with transparency, accountability, and integrity, meeting the standards set out by the UK General Data Protection Regulation (UK GDPR) and the Data (Use and Access) Act 2025.

This policy applies to all personal data processed by the Commission, regardless of the format (electronic or paper). It is binding for:

- All members of the Board.
- Any volunteers, consultants, agency staff or contractors working with or on behalf of the Commission.
- Any future employees or interns.

1.1 Governance Structure and Data Lead

While the Commission does not currently meet the mandatory threshold to appoint a formal Data Protection Officer (DPO) under Article 37 of the UK GDPR, it maintains a robust governance framework:

1. The Board: Holds ultimate legal responsibility as the 'Data Controller.'
2. The Data Lead: The Commission will appoint a designated Data Lead from within the Board. This individual is responsible for overseeing the data protection strategy, maintaining the Record of Processing Activities (ROPA), and acting as the primary point of contact for data subjects and the Information Commissioner's Office (ICO).
3. Contact Information: Any inquiries regarding data protection should be directed to the Data Lead at: data@LNC.org.

1.2 Training and Induction

To ensure a high standard of data literacy, the Commission mandates the following:

- **Initial Induction:** All new Board members must undergo data protection training within 90 days of their appointment.
- **Annual Refresher:** The Board will conduct an annual data protection briefing to stay updated on legislative changes (such as the 2025 Act updates) and sector-specific risks.

1.3 Review and Version Control

This document will be reviewed annually by the Board to ensure it remains fit for purpose as the Commission's activities evolve.

2. Data Protection Principles

The Commission pledges to adhere to the fundamental principles of data protection as defined by UK law. All personal data handled by the Board must be:

1. **Processed Lawfully, Fairly, and Transparently:** We will always have a valid legal reason to use data and be clear with individuals about how we use it.
2. **Purpose Limited:** Data will only be collected for specified, explicit, and legitimate purposes related to the support of the night-time economy.
3. **Accurate and Up-to-Date:** We will take every reasonable step to ensure inaccurate data is erased or rectified without delay.
4. **Storage Limited:** Data will not be kept in a form that identifies individuals for longer than is strictly necessary.
5. **Integrity and Confidentiality:** We will use appropriate technical and organisational measures (such as encrypted cloud storage and MFA) to ensure security.
6. **Accountable:** The Commission takes responsibility for complying with these principles and maintains records and documentation to demonstrate that compliance when required.

2.2. Data Minimisation By Design

The Commission adopts a 'less is more' approach to data collection. To support London's night-life sector without creating unnecessary risk, we commit to the following:

- **Adequacy and Relevance:** We will only collect the minimum amount of information required to achieve a specific goal (e.g., if we only need to know a venue's borough, we will not ask for the manager's full home address).
- **Periodic Review:** During the annual policy review, the Data Lead will audit our contact lists and databases to ensure we are not "hoarding" data that is no longer relevant to our mission.
- **Proportionality:** When conducting research or surveys on London's night-life, we will prioritise anonymous or pseudonymised data over identifiable personal information wherever possible.

2.3 Accountability and Documentation

It is not enough to follow the principles; the Commission must be able to *demonstrate* compliance.

1. **Record of Processing Activities (ROPA):** The Data Lead will maintain a live document detailing what data we hold, where it came from, and why we have it.

2. **Decision Logging:** Any significant decisions regarding data (e.g., why we chose to share a specific dataset with a partner) will be recorded in Board minutes to ensure a clear audit trail.

2.4 Data Asset Register

To maintain oversight of the information we hold, the Commission shall maintain a Data Asset Register. This register acts as a central inventory to ensure the Board knows exactly what data exists and who is responsible for it.

The Data Lead will be responsible for the master copy of the Register, but every Board member must notify the Data Lead when they create or receive a new category of data (e.g., a new survey of nightclub security staff).

For every 'asset' (e.g., a Mailing List, Board Minutes, or Venue Contact Spreadsheet), the register must record:

- a. What the data is and where it is stored.
- b. The Lawful Basis for having it.
- c. Who has access to it (e.g., 'Full Board' vs 'Finance Sub-committee').
- d. The retention period (i.e., when it should be deleted).

The Register will be reviewed during the annual policy review to ensure that 'data silos' (data kept on individual board members' personal devices or private email folders) are identified and moved to a shared location.

3. Lawful Processing

The Commission will only process personal data where there is a valid, documented lawful basis under Article 6 of the UK GDPR (as amended by the Data (Use and Access)) Act 2025. We will identify and record the specific basis for each processing activity before it commences.

The Commission anticipates relying on the following bases for its core activities:

1. **Legitimate Interests:** This is our most common basis. We use it for professional networking, research, and general industry support. We ensure that our interests do not override the fundamental rights and freedoms of the individuals.
2. **Recognised Legitimate Interests:** Under the new Annex 1 of the UK GDPR Data (Use and Access) Act 2025, we may process data without a balancing test for specific public interest purposes, including:
 - **Crime Prevention & Detection:** Cooperating with venues or police regarding safety.
 - **Safeguarding:** Protecting vulnerable individuals in the night-time economy.
 - **Emergency Response:** Responding to major incidents or public health threats.
3. **Contract:** Necessary for fulfilling agreements with board members, consultants, or service providers.
4. **Legal Obligation:** Necessary for compliance with statutory requirements (e.g., HMRC reporting or CIC regulatory filings).
5. **Consent:** We will seek clear, affirmative consent for specific activities, such as our public email newsletters or marketing outreach.

3.1 Special Category and Criminal Offence Data

The nature of the night-time economy means we may occasionally encounter sensitive data (e.g., health information related to safety incidents or criminal record data related to licensing).

- We will only process this data if we meet a specific condition under Article 9 or 10.
- The Commission will maintain an Appropriate Policy Document (APD) to outline the additional safeguards in place for this sensitive information.

4. Data Handling & Security

The Commission will implement appropriate technical and organisational measures to ensure a level of security appropriate to the risk. This includes protecting data against unauthorised or unlawful processing and against accidental loss, destruction, or damage.

4.1 Use of Personal Devices

As a Commission operating with a distributed Board, the use of personal smartphones, tablets, and laptops is permitted provided the following security standards are met:

1. **Device Integrity:** Any device used to access Commission data must be protected by a strong password, PIN, or biometric lock (e.g., TouchID/FaceID).
2. **Software Updates:** Board members must ensure their operating systems and security software are kept up to date to protect against known vulnerabilities.
3. **Prohibition of Local Storage:** Personal data must not be stored directly on the 'local' hard drive of a personal device. All files must be accessed and edited via the Commission's approved secure cloud storage.
4. **Loss or Theft:** If a device used for LNC business is lost or stolen, the Data Lead must be notified within 12 hours to allow for remote access revocation.

4.2 Secure Cloud Environment and Access Control

The Commission will use a single, approved cloud service (e.g., Google Workspace or Microsoft 365) for all official business. Access to the Commission's cloud environment and email system must be protected by multi-factor authentication (MFA). Access to sensitive folders (e.g., financial records) will be restricted to only those Board members who require it for their specific role.

4.3. Data Transfer and Communication

All LNC business must be conducted using official email addresses. The use of private email or personal messaging apps for transferring personal data is strictly prohibited. Any sensitive datasets sent externally must be password-protected or sent via a secure, encrypted file-transfer link.

4.5 Physical Security and Disposal

While the Commission is primarily digital, any physical documents containing personal data must be kept in locked storage when not in use. Physical data must be shredded using a cross-cut shredder. Digital data must be 'permanently deleted' rather than simply moved to a 'trash' folder.

5. Individual Rights

The Commission recognises and respects the rights of individuals as granted under UK law. These include:

1. **The Right to be Informed:** Provided via a Privacy Notice (to be written).

2. The Right of Access (SARs): Individuals can request a copy of the data we hold on them.
3. The Right to Rectification: We will correct inaccurate data without undue delay.
4. The Right to Erasure ('Right to be Forgotten'): Individuals can request deletion where there is no overriding legal reason for us to keep the data.
5. The Right to Restrict or Object: Individuals can challenge how we use their data, particularly regarding 'Legitimate Interests' or direct marketing.

5.2 Subject Access Request (SAR) Procedure

To ensure the Board handles requests efficiently, the following procedure applies:

- In line with the 2025 Act, the Commission is only required to conduct searches for data that are reasonable and proportionate. We are not required to provide information that would involve disproportionate effort.
- The statutory 30-day response window begins upon receipt of a request. However, this can be extended in the instance that the Commission requires the requester to:
 1. Provide proof of identity.
 2. Clarify the scope of their request. The 30-day countdown resumes only once this information is received.
- Data will be provided in a commonly used electronic format unless otherwise requested.

5.3 How to Raise a Concern

Individuals are encouraged to attempt to resolve data concerns with the Commission directly before escalating to the ICO, as this often leads to faster resolution. The right to complain directly to the ICO is preserved at all times and is not affected by whether an internal complaint has first been made.

- Point of Contact: All complaints should be sent to the Board.
- Acknowledgment: We will acknowledge receipt of a complaint within 30 days.
- Resolution: We aim to provide a full response or resolution plan without undue delay.

5.4 Escalation to the Information Commissioner's Office (ICO)

If an individual remains unsatisfied after completing our internal complaints process, they have the right to lodge a complaint with the Information Commissioner's Office:

- Website: <https://ico.org.uk>
- Helpline: 0303 123 1113

6. Sharing Data and Working With Partners

The Commission frequently works with external partners to achieve its mission. When personal data is shared, we will clearly define our role as one of the following:

1. Independent Data Controllers: Where the Commission and the partner each determine their own purposes for the data.
2. Joint Controllers: Where the Commission and a partner work together on a specific project and decide together how data will be used.

3. Data Processors: Where a third party (e.g., a survey software provider or a mailing list host) handles data strictly on our instructions.

To ensure safety and transparency, the Commission will not share significant datasets with third-party controllers without a formal Data Sharing Agreement in place. This agreement must outline:

- The specific purpose of the sharing.
- The lawful basis being relied upon (e.g., 'Recognised Legitimate Interest' for crime prevention).
- Data retention periods and security standards.
- Procedures for handling Subject Access Requests (SARs) that involve shared data.

When the Commission hires a service provider to handle data (a 'Processor'), the organisation will ensure a written Data Processing Agreement (DPA) is in place. The Commission will only use processors who provide sufficient guarantees that they implement appropriate technical and organisational measures to meet UK GDPR standards.

While the Commission's work is focused on London, some digital services (such as cloud storage or email platforms) may host data outside the UK. The organisation will prioritise services that host data within the UK or the European Economic Area (EEA). If data is transferred outside these areas, the Commission will ensure that appropriate safeguards (such as International Data Transfer Agreements) are in place.

7. Data Breach Protocol

A personal data breach is a breach of security leading to the accidental or unlawful destruction, loss, alteration, unauthorised disclosure of, or access to, personal data. This includes 'near misses' and accidental deletions.

Any Board member who discovers or suspects a data breach must report it to the Data Lead immediately (and no later than 12 hours after discovery). The Data Lead will investigate the breach to determine its scope, the categories of data involved, and the potential risk to individuals.

In line with legal requirements, if the breach is likely to result in a risk to the rights and freedoms of individuals, the Commission will:

1. Notify the ICO: This must be done without undue delay and, where feasible, not later than 72 hours after becoming aware of the breach.
2. Notify the Individual: If the breach is likely to result in a high risk to the individual.

The Data Lead will maintain an internal Data Breach Register. All breaches – including those that do not meet the threshold for reporting to the ICO – must be recorded, along with the 'lessons learned' and actions taken to prevent a recurrence.

Whistleblowing Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Introduction

We are all likely at one time or another to experience concerns about something happening at work. When the concern feels serious, because it is about a possible fraud, legal breach, health & safety issue or malpractice that might affect others or the organisation itself, it can be difficult to know what to do.

The Commission understands stakeholders may feel worried about raising wrongdoing or malpractice they have witnessed at work, which could make them feel inclined to keep the matter to themselves. Stakeholders may be worried that they need evidence, or that raising a concern would be disloyal to a colleague or the organisation. It is possible that a concern has been raised with the wrong person or in the wrong way, raising uncertainty about what to do next.

The Board of the Commission is committed to running the organisation in the best way possible. The Commission has introduced this policy to reassure stakeholders that speaking up is safe and welcome as well as to empower stakeholders to raise any concern they may have at an early stage in a way that will enable us to act quickly.

It is not necessary to have proof before speaking to us about an issue. We want stakeholders to feel comfortable and able to raise any matter as soon as they have a concern.

1.1 Definitions

This section distinguishes between Whistleblowing and Personal Grievance, ensuring that all issues are addressed through the correct legal and procedural channels.

- **A Personal Grievance** is a concern about an individual's own working relationship with the Commission - for example, how they have been treated in the course of working group or contracted work - rather than a public interest concern about the Commission's conduct.
- **Whistleblowing** occurs when an individual reports a 'protected disclosure' regarding a wrongdoing that affects the public interest, such as customers, the local community, or the company as a whole.

If you have a concern about financial misconduct, safeguarding, EDI or accessibility, or data protection, please see the relevant policies.

1.2 Who this Policy is For

This policy applies to all those who work with the Commission or for the Commission; whether full-time or part-time, employed through an agency, as a consultant or as a volunteer.

2. Protected Disclosures

This policy is designed to comply with the Public Interest Disclosure Act 1998 (PIDA). The Commission guarantees that anyone who makes a disclosure in the public interest will be protected from dismissal and any form of detrimental treatment. This includes reports relating to sexual harassment, which qualify for protection under the 2026 legislative amendments.

The legal protections and requirements set out in the PIDA 1998, as they stand currently, are:

- Protection from Detriment: see Section 6.
- Protection from Unfair Dismissal: if an employee is fired because they made a protected disclosure, this is classed as automatically unfair dismissal.
- The Day One Right: There is no minimum length of service required to be entitled to these legal protections.
- The 2026 Legal Update on Sexual Harassment: As of 6 April 2026, the Employment Rights Act 2025 has amended section 43B of the Employment Rights Act 1996 to expressly add sexual harassment to the list of qualifying disclosures under whistleblowing law. Workers who report that sexual harassment has occurred, is occurring, or is likely to occur are now explicitly entitled to the full suite of whistleblowing protections - including protection from detriment and automatic unfair dismissal - without needing to frame their concern as a criminal offence, breach of legal obligation, or health and safety failure.

2.1 Criteria for Protected Status

To be protected by the PIDA 1998, the report must meet three criteria:

1. Information: An allegation must be accompanied by facts.
2. Reasonable Belief: Anyone making an allegation must honestly believe the information is true, even if it later turns out to be a mistake.
3. Public Interest: The concern must affect more than just the individual.

3. How to Raise a Concern

Remember that it is not necessary to provide detailed evidence of your concern, when raising a concern. We do ask that a full explanation is provided around the information or circumstances that gave rise to your concern.

- Step One: Internal Reporting & Escalation - If any stakeholder has a concern about malpractice, the Commission hopes they will feel able to raise it with the Board Chair. This may be done verbally or in writing. If this is done verbally, it is highly recommended to

follow up in writing (e.g., via email or letter) stating clearly that you are making a 'disclosure under the Whistleblowing Policy.' If it is not possible to raise the matter with the Board Chair (e.g., because the matter relates to them), reports should be made to another Board Member. Concerns can be raised either directly or anonymously.

- **Step Two: Acknowledgement & Exploration** - Once a concern is raised, the Commission will typically follow these sub-steps:
 - **Acknowledgment:** The whistleblower will receive a written acknowledgment within 5 working days.
 - **Initial Meeting:** The Commission will likely invite whistleblowers to a meeting to discuss their concerns in more detail. They may usually be accompanied by a colleague or a trade union representative.
 - **Review, Inquiry or Investigation:** The Commission will assess the most appropriate course of action. This may be an informal review, an internal inquiry or a more formal investigation of the claim (e.g., interviews, reviewing CCTV, auditing safety checks).
 - **Feedback:** Whistleblowers will be informed of the progress and, where possible, the outcome, subject to legal constraints of the review, inquiry or investigation (e.g., data protection regarding other employees).

While the Commission cannot guarantee that it will respond to all matters in the way that stakeholders might wish, the organisation will strive to handle the matter fairly and properly. Whistleblowers following this policy will help the Board to achieve this. When a concern is raised, it is helpful to indicate how the matter might be best resolved from the whistleblower's perspective. If there are any personal interests attached to the matter, the Commission asks that this is communicated at the outset. If the Board thinks your concern falls more appropriately within other organisational policies, this will be communicated and the reasoning explained.

4. External Reporting

The Commission recognises that there may be circumstances in which a concern can only be properly reported by raising it with an outside body.

If internal channels have been followed and concerns are unresolved, or there is reasonable belief that the concern cannot be handled internally (e.g., the entire Board is involved in fraud), it can be reported to an external regulator, including:

- The Community Interest Company (CIC) Regulator, who acts as the gatekeeper and 'watchdog' for companies that operate for the public good.
- The Police, for criminal activity or immediate threats to public safety.
- ACAS or Protect, for legal advice on your rights as a whistleblower.

The Commission would rather you raise a matter with an appropriate external body, including a regulator, than not at all.

5. Confidentiality & Anonymity

The Commission is committed to protecting the identity of stakeholder who raises a concern. If confidentiality is requested, every effort will be made to ensure identities are not disclosed without prior consent, unless the Commission is legally required to do so (e.g., by a court order or during a police investigation).

It is possible to choose to report concerns anonymously; however, the Commission encourages stakeholders to provide a name where possible. Anonymous reports are significantly more difficult to investigate, as the Board cannot seek clarification, ask for further evidence, or provide updates on the progress and outcome of the case. Furthermore, it is harder to provide formal legal protection against 'detriment' (see Section 6) or retaliation if someone's identity as the whistleblower remains unknown to the investigating team.

6. Protection from Detriment

The Commission is grateful to those who come forward with information, and is committed to ensuring that anyone who reports a concern in good faith does not suffer any form of 'detriment' – including harassment, bullying, victimisation, or any unfavourable treatment – as a result of raising a genuine whistleblowing concern.

The Commission recognises that coming forward can be daunting, and guarantees that whistleblowers will not be penalised, passed over for promotion, or subjected to disciplinary action for making a protected disclosure in the public interest.

Any stakeholder who works with or for the Commission who is found to have retaliated against a whistleblower because they have reported a concern will be subject to formal disciplinary proceedings, up to and including summary dismissal. If anyone believes they are experiencing any form of mistreatment as a result of raising a concern, this should be reported immediately to the Board Chair, or another member of the Board.

The protections in this section apply to disclosures made in good faith. Where a concern is found to have been raised maliciously, fabricated, or with intent to cause harm to another person, this does not constitute a protected disclosure and may itself be subject to disciplinary action. The Commission will always distinguish between a report that proves unfounded but was raised honestly, and one that was raised in bad faith.

Financial Controls & Procurement Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Purpose & Principles

The Commission, as a Community Interest Company (CIC), is dedicated to managing resources with integrity to support London's nightlife economy. This policy provides a transparent framework for acquiring goods and services and managing expenditure.

This policy applies to all stakeholders authorised to procure goods or services on behalf of the Commission. Compliance with this policy is mandatory. Failure to adhere to the thresholds and procedures outlined herein may result in unauthorised expenditure, which must be reported to the Board and may lead to disciplinary action.

All procurement activities undertaken by the Commission must be guided by the following pillars:

- **Value for Money (VfM):** Defined not simply as the lowest initial price, but as the optimal combination of whole-life costs, quality, and fitness for purpose. This includes the 'social value' generated for the Commission and the night-time economy.
- **Transparency:** To maintain public and stakeholder trust, our procurement processes will be open, clear, and documented. We will ensure that the criteria for selection are established in advance and that award decisions are based on objective evidence.
- **Fair Competition:** Treating all suppliers fairly and without bias. The organisation aims to encourage a diverse range of suppliers – including local Small and Medium Enterprises (SMEs), grassroots organisations, and underrepresented entrepreneurs – by removing unnecessary barriers to entry and providing equal access to opportunities.
- **Dual Accountability:** Ensuring all financial transactions are subject to rigorous oversight to prevent fraud or error.

This policy operates within the decision-making framework set out in the Board Terms of Reference, which prevails in the event of any conflict. The procurement and expenditure thresholds in Section 2 reflect that framework directly: expenditure up to £500 within an agreed budget may be authorised by the designated Budget Holder; expenditure between £501 and £10,000 within an agreed budget requires a Tier 1 board decision; any contract or financial commitment above £10,000 requires a Tier 2 board decision. All payments, regardless of value, require dual authorisation for release in accordance with Section 3.1.

This policy should be read alongside the Board Terms of Reference and the Remuneration and Expenses Policy. In the event of any conflict between this policy and the Board Terms of Reference, the Terms of Reference prevail.

All individuals involved in procurement must maintain the highest standards of ethical conduct. Any potential or actual Conflicts of Interest must be declared immediately in accordance with the Commission's Conflict of Interest Policy. No stakeholder shall accept gifts or hospitality that could be perceived as influencing a procurement decision.

2. Scheme of Delegation

2.1 Approval & Procurement Matrix

The following table defines authority levels for both committing the Commission to a spend (Procurement) and authorising the actual payment (Financial Control).

Contract/Spend Value	Procurement Method	Requirement	Approval & Signatory Authority
Micro (Up to £500)	Direct Award	1 Written Quote	Budget Holder (Admin Lead / designated staff member), subject to dual authorisation for payment
Low (£501 – £10,000)	Direct Award	1 Written Quote	Tier 1 board decision, subject to dual authorisation for payment
Medium (£10,001 – £25,000)	Light-touch competition	3 Written Quotes	Tier 2 board decision
High (Over £25,000)	Formal Tender	Publicly Advertised	Tier 2 board decision

Any contract spanning more than 12 months requires a minuted Board vote, regardless of the annual value. Requirements must not be split into smaller portions to bypass these thresholds.

3. Financial Control Procedures

3.1 Dual Authorisation

The Commission maintains a strict rule of Dual Authorisation. All outgoing bank transfers, regardless of value, require two approved signatories to release funds. Bank mandates will be reviewed annually by the Board to ensure signatory lists are current.

3.2 Income & Asset Management

- **Grant Drawdowns:** All grant income must be tracked against specific project milestones.

- Asset Register: Any physical or digital assets (e.g., hardware, software licenses) purchased with donor or LNC funds must be recorded in the Asset Register, noting the purchase date, value, and location/user.

3.3 Grant Management

The Commission is accountable to its funders for the proper management and reporting of all grant income. The following controls apply to all grant-funded activity:

- All grant agreements must be reviewed and approved by the full Board before signing, regardless of value. The Board must satisfy itself that the Commission can meet all conditions, reporting requirements, and spending deadlines before committing.
- All grant income is tracked against specific project milestones and budget lines. The Board Admin Lead (founding period), Chair or designated staff member maintains a live record of spend against each grant, updated at least monthly.
- Any proposed expenditure that would trigger a funder reporting requirement, require funder prior approval, or constitute a material variation to an agreed budget must be brought to a full board meeting before the commitment is made.
- Where a grant agreement requires the Commission to spend funds by a specific deadline, the Board must agree a spending plan at the earliest opportunity and monitor progress against it at each formal board meeting.
- At the end of each grant period, the Board will approve the final financial return before submission to the funder. No final return may be submitted without a minuted board approval.

4. Sourcing & Evaluation

4.1 Evaluation Weighting

- For **Medium and High** value contracts (over £10,000), the Commission applies a formal weighted scoring matrix to all competitive bids: 80% Technical (assessment of price, relevant experience, and ability to meet the project brief) and 20% Social Value (the supplier's commitment to LNC's values and community purpose).
- For **Micro and Low** value contracts (under £10,000), the Budget Holder must simply document that the chosen supplier represents optimal Value for Money (VfM) and aligns with the Commission's ethical standards.
- The Commission reserves the right to reject any supplier who does not meet our minimum operational or ethical standards, regardless of price.

4.2 Single Source Exemptions

Exemptions from the need to seek multiple quotes are only permitted for:

- Extreme Urgency: Where an unforeseeable circumstance requires immediate action that cannot wait for a quote period. *Note: Delays caused by poor internal planning do not qualify as urgency.*

- Unique Technical Expertise / Artistic Monopoly: Where the required service is so specialised that only one supplier exists.
- Compatibility: Where new goods or services must match existing equipment or software, and changing suppliers would lead to disproportionate costs or technical incompatibility.
- Legislative/Grant Requirements: Where a specific supplier is named and mandated within a grant agreement, or by law.
- Insufficient Competition: Where a formal tender or quote process was run but only one compliant bid was received.

Procedure for Approval:

1. A justification report must be completed.
2. All exemptions, regardless of value, must be formally approved by the Board and recorded in the Procurement Exceptions Register.

5. Ethical Conduct & Anti-Fraud

The Commission has zero tolerance for fraud, bribery, or corruption.

No stakeholder shall accept gifts or hospitality that could be perceived as influencing a procurement or financial decision.

All evaluators must sign a declaration of interest before reviewing tenders. Anyone with a direct or indirect interest must recuse themselves.

Concerns regarding financial malpractice should be reported immediately via the Commission Whistleblowing Policy.

6. Reporting & Oversight

6.1 Quarterly Management Accounts

To satisfy GLA requirements and maintain Board oversight, the Board shall produce:

- Quarterly Financial Reports: Including a Profit & Loss statement, Balance Sheet, and budget-vs-actual variance analysis.
- Contract Register Review: A summary of all new contracts awarded and any Single Source Exemptions granted during the quarter.

6.2 Annual Accounts and Statutory Filing

The Board is collectively responsible for ensuring the Commission meets its annual reporting obligations as a CIC. These include:

- Preparing annual accounts in accordance with the Companies Act 2006 and applicable accounting standards
- Filing annual accounts and a confirmation statement with Companies House within the required deadlines
- Submitting an annual Community Interest Report to the CIC Regulator

- Ensuring the accounts are independently examined or audited where required by law or by any funder

The Board will appoint a suitably qualified person to prepare the annual accounts, and will approve them at a formal board meeting before filing. No accounts may be filed without a minuted board approval.

Remuneration & Expenses Policy

Policy Number:	00X
Version:	1.1
Effective Date:	01/07/2026
Policy Owner:	Board of Directors

1. Purpose and Principles

This policy sets out how directors of the London Nightlife Commission CIC (the Commission) may be remunerated and reimbursed for expenses. It exists to ensure that participation on the Commission's Board is not financially prohibitive, particularly for directors from the grassroots sector, those in precarious employment, and those from communities that have historically been excluded from governance roles.

Claiming from this policy is entirely voluntary. Directors who are able to contribute their time without financial support are encouraged to do so - the pool exists as a safety net, not as a default payment mechanism. Every claim should reflect a genuine financial need or accessibility cost, not an expectation of payment for involvement.

At the same time, the Commission is accountable for public and philanthropic funds - every payment to a director must be justified, documented, approved through proper governance, and disclosed transparently.

This policy is grounded in the following principles:

- No director should face personal financial loss as a result of their commitment to the Commission's mission.
- Claiming loss of earnings and accessibility cost compensation is based on genuine need - caps on claims are provided as a maximum, not a minimum.
- No director may receive payment for governance work, which is a voluntary contribution.
- All payments and claims must be approved by a quorate board, with the relevant director excluded from the vote.
- All payments must be documented, transparent, and disclosed in the Commission's annual Community Interest Report.
- The Commission will not create arrangements that expose it to open-ended financial liability or that could attract public criticism.

2. Scope

This policy applies to all directors of the Commission. It covers three categories of payment:

- Loss of earnings and accessibility cost compensation, drawn from the hours pool (Section 4)
- Operational and professional contract work (Section 5)
- Expenses (Section 6)

Governance work - attending board meetings, reading papers, participating in board decisions, and fulfilling statutory director duties - is not remunerated under any category of this policy.

3. Categories of Remuneration

3.1 Governance work - voluntary

Directors are not remunerated for the performance of their governance duties. This includes attending formal board meetings, reading and preparing for meetings, participating in board votes and written resolutions, and fulfilling statutory duties under the Companies Act 2006 and CIC Regulations. This is a voluntary contribution, and is recognised and valued as such.

3.2 Loss of earnings and accessibility cost compensation

Directors may be compensated for demonstrable financial loss or accessibility costs directly arising from operational work they undertake for the Commission beyond their governance role. This is designed to ensure that directors from precarious employment, freelance, or low-income backgrounds are not disadvantaged by their involvement.

Compensation under this category is drawn from the hours pool described in Section 4. It is not a salary or a fee for governance - it is recognition that operational work the Commission has a real cost to those who do it. Directors who do not face a financial loss, or who choose to contribute their time voluntarily, are not expected to claim.

Accessibility costs that may be claimed include: carer or childcare costs directly arising from Commission duties; travel and transport; assistive technology or communication support; and any other reasonable cost that enables a director to participate fully.

3.3 Operational and professional contract work

In limited circumstances, the Board may engage a director to provide specific, scoped operational or professional services that fall clearly outside their governance role. Any such arrangement must comply with the conditions set out in Section 5 and the Commission's Financial Controls and Procurement Policy.

Operational contract work and loss of earnings compensation are separate categories and are not cumulative - a director may not claim both for the same hours of work.

4. The Hours Pool

4.1 Purpose

Founding and running a new organisation without a staff team requires operational work that goes well beyond the governance responsibilities of a standard board. Directors of the Commission are asked, particularly during the founding period, to contribute to building the institution as well as governing it - and work can have a real cost to those who do it.

The hours pool (the Pool) is a shared, capped budget from which directors may voluntarily claim loss of earnings and accessibility costs arising or expected to arise from this operational work. It is shared across the board as a whole, not allocated per director, so that the board can collectively decide who does what based on capacity, availability, access needs, and inclination - without any one person being expected to carry a disproportionate burden.

The Pool is a maximum, not a target, not an entitlement, and not a guarantee of payment. Directors are encouraged to claim only what they genuinely need.

4.2 Rate

All claims from the Pool are calculated at 1.5 times the London Living Wage (LLW). The applicable rate is updated automatically each November when the LLW is reviewed. The 1.5x multiplier reflects that founding period operational work often requires high-level professional skills and sector expertise, while remaining proportionate and defensible as a use of public funds.

The rate at adoption of this policy is:

- London Living Wage (2025/26) - £13.85/hour
- Pool rate (1.5x LLW) - £20.80/hour
- Day rate equivalent (7.5 hours) - £156.00/day

4.3 Starting pool size and review

The Board sets the Pool size on a quarterly or annual basis, based on available income and the operational work required from directors in that period. The Pool may only be activated or continued where the Board has confirmed that sufficient funds are available to meet the commitments it creates. The Board must not approve Pool payments that exceed confirmed available income allocated to director remuneration.

The starting Pool size is 80 hours per month. The Board may adjust the Pool size by Tier 1 decision, provided available funds support the change.

The Pool has no fixed end date. It may continue as a standing mechanism for as long as the Board considers it appropriate and funding allows. The Board reviews the Pool as part of its regular financial planning cycle and may suspend, reduce, or close it at any time by Tier 1 decision.

4.4 Per-person caps

To ensure the Pool is distributed equitably and does not become concentrated in any one director, the following caps apply on a rolling 12-month basis:

- **Standard directors:** may claim a maximum of 35% of the available Pool in any 12-month period (336 hours / £6,989).
- **The Chair:** may claim a maximum of 45% of the available Pool in any 12-month period (432 hours / £8,986), reflecting the substantially elevated time commitment of the Chair role.

The Deputy Chair is subject to the standard 35% cap. The Board may, by Tier 2 decision, adjust the Chair's cap if the role's demands change materially.

Caps reset at the start of each 12-month period. Unused cap from one period does not carry forward.

4.5 Financial reference - maximum exposure

The following table shows the maximum the Pool could cost if all directors claimed their full entitlement. In practice, actual spend will be significantly lower, as claiming is voluntary and based on genuine need. The Pool is a maximum, not a spending plan. Directors who can contribute voluntarily are encouraged to do so.

Period	Total pool hours	Total pool cost (maximum)	Standard director max (35%)	Chair max (45%)
Per month	80 hrs	£1,664	28 hrs / £582	36 hrs / £749
Maximum prospective claim window (12 months)	960 hrs	£19,968	336 hrs / £6,989	432 hrs / £8,986

5. Claiming from the Pool

5.1 Voluntary basis

All claims from the Pool are voluntary. Directors are not required to claim, and directors who are able to contribute without financial support are actively encouraged to do so. The Pool exists to remove barriers to participation, not to compensate directors for their involvement as a matter of course.

Directors may make two types of claim: retrospective claims for work already completed, and prospective claims for work agreed and committed to in advance.

5.2 Retrospective claims

A retrospective claim covers loss of earnings or accessibility costs arising from operational work already completed at the time of the claim. Retrospective claims must be submitted within 30 days of the work completing. Claims submitted outside this window will not normally be considered.

A retrospective claim must include:

- A description of the work completed, including its relevance to the Commission's objects and agreed work plan

- A contemporaneous record of hours worked, including dates and activities - this should be a log maintained at the time, not reconstructed retrospectively
- The number of hours claimed and the total amount requested, calculated at the Pool rate
- Evidence of loss of earnings where claimed (for example, the director's standard day rate from gainful self employment, payslips or employment contracts), or a description of accessibility costs incurred

The Board may approve, reduce, or decline any retrospective claim. The Board is under no obligation to approve such claims and will assess each on its merits. The director making the claim must withdraw from the discussion and vote, except to answer clarifying questions. The decision and rationale must be recorded in the minutes.

5.3 Prospective claims

A prospective claim covers loss of earnings or accessibility costs expected to arise from operational work agreed and committed to in advance. The purpose of prospective claims is to ensure that no director is required to be significantly out of pocket while completing agreed work on behalf of the Commission - recognising that many directors, particularly freelancers and those in precarious employment, cannot absorb the cost of unpaid work over an extended period.

A prospective claim may not cover a period of more than 12 months. A director may submit a new prospective claim once the previous period has elapsed, their term has been renewed, or the scope of their work or the Commission's funding position has materially changed - provided no claim extends beyond the timeline of their currently confirmed board term.

A prospective claim must be based on a scoped piece of work agreed by the Board. It must include:

- A clear description of the work to be done, including activities, deliverables, timeline, and relevance to the Commission's agreed work plan
- The number of hours committed and the total amount to be claimed, calculated at the Pool rate
- A signed clawback agreement (see Section 5.5)

Prospective claims must be approved by Tier 1 board decision, with the relevant director excluded from the vote.

The Commission's work plan for the current period, including the allocation of tasks across directors, must be agreed by the full Board before individual prospective claims are submitted.

5.4 Approval process

All claims - retrospective and prospective - follow this process:

1. The Director submits a written claim to the Board, including all required documentation.
2. The claim is circulated to all other Directors at least five Clear Days before the meeting at which it will be considered.
3. The claiming Director declares a conflict of interest and withdraws from the discussion and vote.
4. The remaining Directors consider the claim, may request further information, and vote by simple majority.

5. The decision, the vote, and the rationale are recorded in the minutes.
6. Approved claims are processed through the Commission's standard payment and dual-authorisation process.

No director may approve their own payment under any circumstances.

5.5 Clawback

Where a prospective claim has been paid and the associated work is not completed in full, the Board may require the Director to repay a pro-rata portion of the payment. If a director leaves the Board before completing work for which they have been paid in advance, the Board will assess what work was completed and may require repayment for the uncompleted portion. The Director will be given the opportunity to respond before any repayment decision is made.

Clawback decisions require a Tier 2 board vote, excluding the Director in question.

5.6 Tax and personal liability

Payments made under this policy are loss of earnings and accessibility cost compensation. They are not salary, employment income, or honorariums. The Commission does not operate PAYE on these payments and does not act as an employer in relation to them.

Each director is individually responsible for understanding and managing any tax or National Insurance implications arising from payments they receive under this policy, in accordance with their own personal tax and employment circumstances. The Commission does not provide tax advice and directors should seek independent guidance if they are uncertain about their position.

6. Operational Contract Work

Where the Board wishes to engage a director to provide specific, scoped operational or professional services that fall clearly outside their governance duties, the following conditions must be met:

- The work must require specific professional expertise that is not available through the open market at comparable quality and cost.
- The arrangement must be assessed against the Commission's Financial Controls and Procurement Policy. Where the value of the contract meets or exceeds the relevant procurement threshold set out in that policy, the work must be opened to other providers through the standard procurement process before a director may be engaged. A director's interest in the contract must be declared before any procurement process begins.
- A written scope of work must be agreed in advance, specifying the deliverables, timeline, day rate, and total fee ceiling.
- The arrangement must be approved by a Tier 2 board decision, with the relevant director excluded from the discussion and vote.
- The arrangement must be recorded in the Register of Interests and disclosed in the Commission's annual Community Interest Report.

- The Director must not use their board position to influence the management, scope, or assessment of their own contract.
- The total fee for operational contract work does not count toward the director's Pool cap.

Operational contract work and loss of earnings compensation are mutually exclusive for the same hours of work. A director may not claim both categories for the same activity.

7. Expenses

Directors may claim reimbursement for reasonable, properly incurred expenses in connection with their duties. Expenses are reimbursed at cost and are not drawn from the Pool.

7.1 Claimable expenses

- Travel to and from board meetings, working sessions, external representation commitments, and agreed operational activities - at the most economical reasonable option
- Accommodation where overnight stay is required for Commission duties
- Subsistence for meals during extended Commission duties, at a rate agreed by the Board
- Carer or childcare costs directly arising from Commission duties
- Accessibility support, including communication aids, personal assistance, or other reasonable adjustments
- Any other expense pre-approved by the Board

7.2 Non-claimable expenses

- Any expense not directly and specifically incurred in connection with Commission duties
- Alcohol, except where included in a venue hire or event cost approved by the Board
- Fines, penalties, or costs arising from personal conduct
- Costs that could reasonably be covered by another party, such as an employer, an Access to Work grant, or another existing funding source
- Costs that could reasonably have been avoided

7.3 Process

All expense claims must be submitted with receipts or supporting evidence within 30 days of the expense being incurred. Claims are approved subject to dual-authorisation for payment in accordance with the Financial Controls and Procurement Policy.

8. Transparency and Reporting

The Commission is committed to full transparency in its approach to director remuneration. The following disclosures will be made:

- The total amount paid to each director in the previous year, broken down by category (loss of earnings, accessibility costs, contract work, and expenses), will be disclosed in the Commission's annual Community Interest Report.

- All approved claims and contract arrangements are recorded in the minutes and the Register of Interests.
- The Board's remuneration policy, including the Pool rate and caps, will be included in the Commission's published governance framework.
- Any departure from this policy must be approved by a Tier 2 board decision and recorded in the minutes with a clear rationale.

The Commission recognises that some directors, particularly those from precarious employment or marginalised communities, may feel uncertain about claiming what they are entitled to. The Board actively encourages directors to use this policy where they have a genuine need - but equally recognises and values the contribution of those who choose to participate without claiming. Both are valid and both are welcome.

9. Review

This policy will be reviewed by the full Board on an annual basis, or sooner in the following circumstances:

- A material change in the Commission's funding position
- A change in the London Living Wage rate that significantly affects the Pool budget
- A change in the Board's composition or the operational demands placed on directors
- Any regulatory change affecting director remuneration in CICs

Any amendment to this policy requires a Tier 2 board decision.

London Nightlife Commission CIC

Privacy Notice

Last updated: [Date]

Who we are

The London Nightlife Commission CIC is the data controller for personal data collected in connection with its work. We are registered with Companies House as a Community Interest Company.

Contact: [email address]

Data Lead: [name or role]

What data we collect and why

Directors and working group members We collect names, contact details, professional backgrounds, and declarations of interest. We also collect sensitive information where relevant to safeguarding or access needs. We process this data to fulfil our legal obligations as a CIC under the Companies Act 2006, to manage conflicts of interest, and to govern the organisation effectively. Our lawful basis is legal obligation and legitimate interests.

Recruitment applicants We collect application responses, interview notes, and references. We process this data to assess candidates for board and working group roles. Our lawful basis is legitimate interests. Applications from unsuccessful candidates are retained for six months after the recruitment round closes, then deleted.

Sector stakeholders, research participants, and event attendees We collect names, contact details, and information shared during consultations, surveys, research interviews, or events. We process this data to carry out our advisory and research work on behalf of London's nightlife sector. Our lawful basis is legitimate interests. Where we send newsletters or updates, our lawful basis is consent, and you may withdraw it at any time.

Contractors and suppliers We collect names, contact details, and financial information necessary to manage contracts and process payments. Our lawful basis is contract.

Safeguarding records Where a safeguarding concern is reported, we record information about the concern and any action taken. This may include sensitive personal data. Our lawful basis is legal obligation and vital interests. Safeguarding records are held securely and access is restricted to the Designated Safeguarding Lead and the Chair.

Special category data

Where we process special category data — such as health information, disability, or criminal records — we do so only where strictly necessary and in accordance with our appropriate policy documents, available on request.

How long we keep your data

We keep data only as long as necessary for the purpose it was collected. Director records are retained for six years after a directorship ends. Safeguarding records are retained for a minimum of seven years. Recruitment records for unsuccessful applicants are deleted after six months. Other records are retained in accordance with our Data Retention Schedule, available on request.

Who we share your data with

We do not sell personal data. We may share data with:

- Companies House and the CIC Regulator, as required by law
- The Greater London Authority, and other funders, in connection with our grant agreements
- Professional advisers (legal, financial) under confidentiality obligations
- IT and document management services that process data on our behalf

We will only share data beyond this where required by law or with your consent.

Your rights

Under UK GDPR you have the right to: access your data; correct inaccurate data; request deletion where we no longer have a lawful basis to hold it; restrict or object to processing; and data portability where applicable. To exercise any of these rights, contact us at [email address]. We will respond within one month.

Complaints

If you have a concern about how we handle your data, please contact us first.

You also have the right to complain to the Information Commissioner's Office at ico.org.uk or by calling 0303 123 1113.

Changes to this notice

We will update this notice when our data processing activities change materially. The current version is always available at [[website URL](#)].

Safeguarding Self-Declaration Form

Required from all board candidates before appointment.

Field	Response
Full name	
Date of birth	
Role applied for	
Date of completion	
Do you have any unspent criminal convictions? (Yes / No)	
Are you subject to any investigation or regulatory action? (Yes / No)	
Have you ever been dismissed for reasons relating to conduct or safeguarding? (Yes / No)	
Is there anything else the Commission should be aware of? (Yes / No)	
Details (expand on any Yes answers above)	
Declaration: I confirm the above is accurate. I understand that false information may result in withdrawal of appointment.	
Signature	
Date	
Received by (DSL)	

Date received	
DBS level required (None / Basic / Enhanced)	
DBS certificate number	
DBS date completed	

London Nightlife Commission CIC

Registers Master Sheet

This document contains templates for all forms, logs and registers required by the Commission's policy suite, except the Conflicts of Interest Declaration Form and Register of Interests which have standalone versions.

All registers are live documents and must be updated as events occur, not retrospectively.

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London Nightlife Commission CIC

Register of Interests

Maintained by:

Last reviewed:

Next review: First board meeting of each calendar year

This register is an internal document, available to Directors, the CIC Regulator, and principal funders on request. Entries are retained for six years following the end of each directorship.

Section 1 – Standing Interests

Updated whenever a director submits a new or amended Part A declaration form. Reviewed annually at the first board meeting of each calendar year.

[illegible]

Section 2 – Meeting-Specific Declarations

Updated whenever a director submits a Part B declaration form. Each entry relates to a specific board meeting and agenda item.

[illegible]

Section 3 – Gifts and Hospitality

All gifts and hospitality above the value stated in the Conflicts of Interest policy must be declared within seven days of receipt. .

[illegible]

Section 4 – Former Directors (Retained Entries)

Entries for directors who have left the board are retained here for six years from the date their directorship ended.

Director name	Date of appointment	Date directorship ended	Summary of declared interests	Retention expiry date	Notes

18 Month Financial Modelling

London Nightlife Commission

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LNC Board Recruitment and Induction Plan

Prepared by I.G. Advisors

The London Nightlife Commission CIC is newly incorporated and governed by five Founding Directors. To fulfil its mandate (and to unlock the second tranche of its GLA UKSPF grant) I.G. understands six further directors must be legally appointed through an open, documented process no later than 31 August 2026. *(Please note, we have designed these recommendations based on this constraint - if this constraint were to change in some way, we would have slightly different recommendations on the phasing / staggering of recruitment).*

This is a tight timeline. Advertising, shortlisting, interviewing, and passing an appointment resolution by that date requires the recruitment process to begin *immediately*. There is no room for a staged or exploratory approach.

Beyond the funding milestone, the recruitment round matters because the LNC will only be as credible, effective, and independent as the people who govern it. The founding board has the knowledge and commitment to have built the LNC to this point - the task now is to bring in the additional perspectives, skills, and community connections that will make it genuinely representative of the sector it exists to serve.

This plan sets out I.G.'s recommended approach, including a gap analysis of the current board, a prioritised set of profiles for the six new seats, options for how to run the process, a week-by-week timeline, a summary of I.G.'s account of what the founding board is committing to, and a framework for induction once appointments are made. (Appendix A also contains a draft candidate information pack, and Appendix B a template interview guide).

Methodology

To develop this plan, I.G. facilitated a workshop session with the Founding LNC Board Members, exploring what a 'failure' of governance would be from their perspective, and any key gaps they felt needed filling in their skills and experience. We also asked them to complete a detailed *Skills, Representation and Capacity* survey, and developed a simple matrix, against which we mapped the existing members, and identified gaps. Finally, we consulted Bryony Beynon for an external sector-expert perspective on potential profiles for new board members. What follows is the culmination of all these inputs, with I.G.'s experience and expertise.

LNC Board Requirements

Based on the workshop exercise, survey, and the LNC's mandate as set out in the Taskforce report, I.G. believes the full LNC board - and therefore the six new board members - need to collectively provide two things: **community legitimacy** and **institutional credibility**.

Neither is more important than the other: a board that is credible to the GLA but not trusted by the sector will fail, and a board that is loved by the sector but cannot manage public funds or hold its own in civic spaces will also fail.

Community legitimacy means:

- People who are genuinely embedded in the communities the LNC exists to serve - not just those who study or advocate for them
- Authentic representation of LGBTQ+ nightlife, communities of colour, disabled communities, workers, and younger Londoners
- People whose presence signals to the sector that this Commission is *for* them, not *about* them

Institutional credibility means:

- People who can read a set of accounts, challenge a budget line, and ask the right questions of a financial report
- People with legal, licensing, or governance knowledge that the LNC needs to navigate its operating environment
- People who understand what it means to hold an organisation and play a leadership role - not just to have opinions about the sector

One point of divergence: Most responses to the survey were very aligned, but respondents disagreed on whether mid-scale or corporate venue operators and trade associations should be represented on the board. If the LNC wants to maintain credibility as a grassroots-first, equity-centred body (as its Taskforce mandate and objects imply) I.G. recommends not prioritising corporate or trade body representation in this wave of board members. This could be revisited when the Board has a stronger institutional identity.

Strengths and Gaps of the Current Board

The following is I.G.'s assessment based on the resumes / bios and introductions of the founding board - the following sections are subject to refinement based on any context we do not have.

The Founding Board brings real depth in London's nightlife sector. It has meaningful LGBTQ+, queer and trans, Black, and POC representation, grassroots venue expertise, large-scale operational knowledge, safety and wellbeing advocacy, audience welfare expertise, cultural programming, and GLA engagement. There is also some governance experience. Taken altogether, this is a meaningful foundation.

However, the Founding Board is also missing things the LNC genuinely needs to function effectively and withstand scrutiny. I.G. believes the most significant gaps are:

Skills gaps

- **Formal legal and licensing expertise** - the LNC will engage constantly with licensing authorities, planning bodies, and legal challenges. There is no legal expertise on the current board.
- **Financial expertise** - the LNC holds and disburses significant public funds. No current board member has a financial background.
- **Prior board or governance experience** - most founding directors have not served on a formal board before. Bringing in people with governance experience will strengthen the board's collective capacity.
- **Data and research capability** - the LNC is expected to produce evidence-based recommendations and feasibility studies, and this skill is currently absent (although could be hired in).

Representation gaps

- **Workers and frontline representation** - several Founding Directors have backgrounds at the frontline level, but what is missing is someone whose primary current perspective is that of a worker rather than a consultant, owner or operator - there's a need for union representation, gig economy precarity, and the perspective of someone without seniority, ownership, or a route out.
- **Physical accessibility, Deaf community, and formal disability advocacy expertise** - the Founding Board has some lived experience of disability and professional knowledge, but low representation of Deaf and other disabled communities whose barriers to participation are distinct, as well as advocacy work for these needs.
- **Young Londoners** - the LNC should speak to the next generation of nightlife participants and makers. No current Director appears to be under 30.
- **Communities of colour building grassroots spaces** - while there is partial coverage, the LNC needs stronger representation from people whose focus is building nightlife and cultural infrastructure for and with Black, Asian, and minoritised communities.
- **Harm reduction specialism** - public health and harm reduction came through strongly in the survey as a gap, distinct from the safety standards and community care expertise already present.

Recommended Profiles for the Six Seats

The best board members will bring both community legitimacy and institutional credibility. The six profiles below are designed with this in mind - prioritising community expertise or institutional expertise depending on where the current gap is most acute, but always looking for candidates who can hold more than one thing.

The profiles represent coverage I.G. believes the full board of eleven needs to have *collectively*. They are not *one-in, one-out* seat allocations - a single strong candidate might address two or three of them simultaneously (which is a strength and should be celebrated rather than treated as a potential problem).

The panel should think about the cohort as a whole: does this group of six, together with the founding five, give the LNC what it needs? (Also, not every skill or perspective needs to be at board, some elements can be brought through the working groups or suppliers).

Focus	Secondary	Rationale
1. Licensing law and legal expertise	Planning, noise, cumulative impact knowledge; prior experience with local authorities or licensing panels	The LNC has no legal expertise on the current Board. It will engage with licensing bodies, challenge decisions, and need to understand its legal operating environment from day one.
2. Workers and frontline staff voice	Union experience or gig economy background; harm reduction or safety knowledge; own nightlife worker experience by current or recent practice	The LNC has founding directors with deep operational backgrounds - but needs someone whose primary current perspective is that of a worker without seniority or ownership. This is a legitimacy gap.
3. LGBTQ+ nightlife culture and community safety	Harm reduction, welfare, or queer community organising; ideally intersectional (queer, trans, and/or POC)	The LNC needs voices from within queer nightlife who bring welfare, safety infrastructure, and community organising expertise alongside lived experience.
4. Physical accessibility, Deaf community, and disability advocacy expertise	Events or venue knowledge; familiarity with nightlife specifically, not just disability policy; ideally Deaf or disabled by experience	Professional expertise in physical accessibility, Deaf community representation, and the kind of events-specific disability knowledge that would allow the LNC to lead meaningfully on access standards.
5. Financial competence and governance experience	Prior board, trustee, or governance body experience; social enterprise or public sector finance background	No current director has a financial background. For a body holding public funds, this is the most acute skill risk.
6. Communities of colour and grassroots cultural infrastructure	Community organising; experience building spaces for and with Black, Asian, and minoritised communities; grassroots venue or events background	The LNC needs someone whose primary expertise is building nightlife and cultural spaces for communities of colour - not advocating for them from outside, but having built something from within.

A note on the Chair: the Chair will be elected by formal board vote at the first board meeting following these appointments, and no later than 31 August 2026. The recruitment process should make clear to all candidates - new and existing - that self-nomination for Chair is open to any director at that point.

Note on youth representation: the LNC should actively encourage applications from Londoners under 30 across multiple profiles, and should build this into its targeted outreach, rather than creating a token youth seat. A young person can hold any of these seats.

A note on terms: the six Directors appointed through this process will serve an initial two-year term, renewable once (maximum four years). This differs from the founding five, who serve an initial one-year term, followed by a two- year term, renewable once (maximum five years). The difference creates a natural rolling cycle of renewal so the Board never faces significant turnover in a single year. New directors should understand they are committing to a minimum of two years, with the expectation of renewal if the board relationship is working well. Full details are set out in the Board Terms of Reference.

Recruitment Process

Recruitment for board members is a different ballgame to recruiting for staff, and relies more heavily on personal approaches and clarity of candidate information. The following three approaches are potential routes, and each has different implications for transparency, diversity, resource, and timeline. **I.G.'s recommendation is Option B.**

- **Option A: Private Nomination and Outreach.** The Board draws on personal networks and existing relationships to identify and approach candidates directly. No public advertising.
 - Advantages: fast, low-resource, candidates are known quantities
 - Risks: perpetuates existing networks and their limitations; not defensible for a publicly funded body; likely to produce a less diverse candidate pool; research consistently shows network-only recruitment reproduces existing privilege
 - *Not recommended.* For a body holding GLA public funds, the recruitment process must be open and documented. Private nomination alone does not meet this standard.
- **Option B: Public Recruitment with Specific Outreach (*Recommended*).** An open call is advertised publicly alongside active, targeted outreach to specific communities and individuals who may not respond to an open call. Both streams run simultaneously.
 - Advantages: transparent and auditable; reaches both established and marginalised parts of the sector; allows for genuine competition; actively addresses the well-documented tendency of open calls to favour those with existing privilege and confidence
 - Risks: requires more coordination; harder to run without staff capacity; takes longer than Option A. (But I.G. has produced the process materials in the appendices.)
 - *Recommended.* This is best practice for a publicly funded body with an explicit equity mandate.
- **Option C: Exclusively Public Recruitment.** A pure open call with no targeted outreach or direct engagement with specific communities or individuals.
 - Advantages: maximum transparency; simplest to administer
 - Risks: open calls without active outreach are a common reason boards remain homogeneous; the communities the LNC most needs to reach are least likely to respond to a generic open call
 - *Not recommended* as a standalone approach. May be used as part of Option B.

A note on using an external recruitment firm: Specialist board recruitment firms - such as Cadence Partners, Prospectus, or Nurole - can bring additional reach and screening capacity, particularly for the legal and financial seats where candidates may not be embedded in nightlife sector networks. Cost is typically £3,000–£8,000 per search.

Materials and Scoring

The LNC will require clear process and materials to do this quickly, including:

1. **Candidate information pack** - A plain English document - *see Appendix A for a draft* - covering what the LNC is, what the director role involves, time commitment, remuneration framework, how to apply, and the process and timeline.
2. **Application questions** - The application should ask candidates to respond to three or four clear questions, alongside their CV. Suggested questions:
 - a. What brings you to the London Nightlife Commission, and what do you think the LNC needs to get right?
 - b. What would you bring to this Board - in terms of skills, knowledge, connections, or lived experience - that the LNC currently lacks?
 - c. Tell us about a time you contributed to an organisation, community, or project that you are proud of. What was your role and what did you learn?
 - d. Is there anything about your availability, access needs, or circumstances we need to know to make this process as accessible as possible?
3. **Scoring matrix** - Each application should be scored independently by each panel member against the following criteria, before panel discussion. Scores are recorded and retained.
 - a. **Sector knowledge and/or lived experience**, 25% (Demonstrates genuine, grounded knowledge of or connection to London's nightlife sector - not just familiarity)
 - b. **Specific skills or expertise relevant to this seat**, 25% (Has the professional or community expertise this seat prioritises)
 - c. **Values and mission alignment**, 20% (Understands and is committed to the LNC's mission and values, including equity and independence)
 - d. **Capacity and commitment**, 20% (Can realistically meet the time and participation requirements; understands governance accountability)
 - e. **Board composition fit**, 10% (Considered in context of the full cohort - does this candidate, alongside others, help build the right collective mix? *This score should be added once all candidates have been reviewed.*)

Conflicts of Interest

To manage conflicts of interest, I.G. recommends all five founding directors sit on the selection panel, schedules allowing, and:

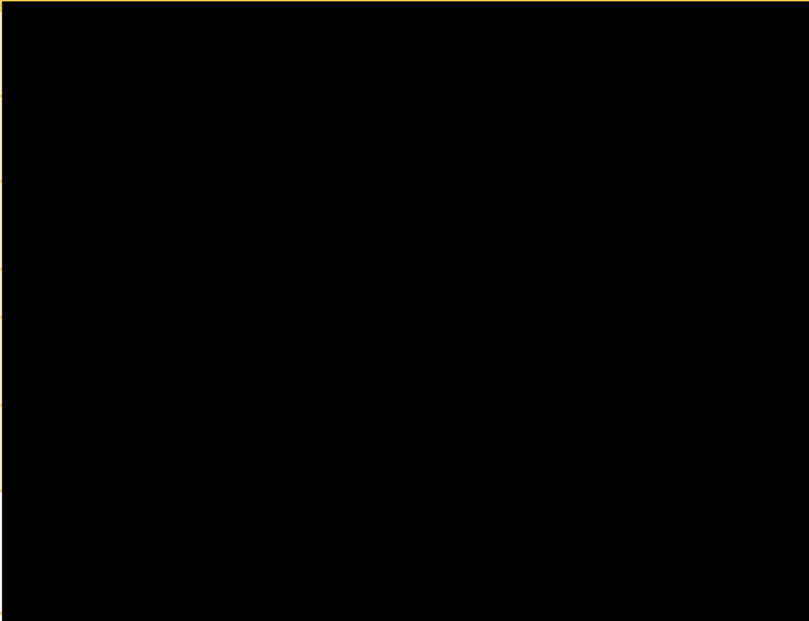
- Before reviewing any application, each panel member must declare any personal or professional relationship with the candidate.
- Where a conflict is declared, the conflicted director scores that application independently and without prior discussion with other panel members, and the conflict is noted in the panel record.
- Where a conflict is significant enough that objective assessment is impossible, the conflicted director withdraws from scoring that specific candidate.
- The panel record - including individual scores, declared conflicts, and the rationale for final decisions - is retained as part of the LNC's governance documentation.
- Best practice recommends at least one person on the panel who has no prior relationship with any candidate.

Targeted Outreach

Targeted outreach can make a huge difference to response rates, and representation of diverse perspectives and experience. I.G. recommends direct, personalised outreach alongside public advertisement to the following groups and channels:

- **LGBTQ+ nightlife communities** - queer and trans events collectives, community safety organisations, LGBTQ+ arts and culture networks
- **Black, Asian, and minoritised communities in the nightlife and cultural sector** - community venue operators, collectives, Black-owned events spaces
- **Disabled communities** - disability-led arts and events organisations, access consultants with nightlife knowledge, Deaf culture networks
- **Workers and unions** - Unite Hospitality, BECTU, gig economy worker advocacy groups, nightlife worker welfare organisations
- **Young Londoners** - DJ accelerator programmes, emerging artist networks, 18–25-year-old Londoner communities in the nightlife and creative space
- **Legal and financial professionals with sector affinity** - licensing lawyers, social enterprise finance specialists
- **Direct personal outreach from board members** - the most effective mechanism and costs nothing
- **Sector newsletters and mailing lists** - Music Venue Trust, Resident Advisor, Mixmag, Time Out London, London boroughs' NTE newsletters, etc.
- **Social media** - targeted posts on Instagram and Twitter/X asking followers to share with specific communities
- **Physical outreach at nightlife industry events during June**

The following individuals have been identified by I.G. and Bryony Beynon as potential candidates, mapped against the six seat profiles. This is a starting point, not a shortlist - the Board should add names from their own networks for each profile.

Seat	Potential contacts
Legal/licensing	
Workers/union	
LGBTQ+/community safety	
Disability/accessibility	
Finance/governance	
Communities of colour/grassroots	
Other potential outreach contacts / contractors	

Timeline

The following suggested timeline assumes a start date of early June 2026.

Period	Stage	Actions
Week 1-2 (Early June)	Prepare and plan	Finalise candidate information pack, application questions, scoring matrix, and targeted outreach list. Designate Admin Lead from Founding Directors to coordinate the process. Research external recruitment agencies and decide whether to engage one for any specialist seats. IMPORTANT: each panel member blocks out diary time now for application review (first week of July), interviews (mid-July), panel decision meeting (late July), and first full board meeting (August). Failure to protect this time in advance is the most common reason processes run late.
Week 2-3 (Mid June)	Launch	Publish open call everywhere possible. Begin direct outreach to priority communities and individuals. Board members begin personal outreach within their own networks.
Week 4-5 (Late June)	Applications open	Application window open. Admin Lead fields questions and accessibility requests. Board members follow up on direct outreach.
Week 5-7 (First Week of July)	⚠ Application deadline	Hard deadline for all applications.
Week 6-7 (Early July)	Shortlisting	Each panel member scores applications independently using the scoring matrix. Conflicts of interest declared. Panel convenes to compare scores and agree a shortlist. Target: 12 candidates for interview (roughly 2 for each seat)
Week 7-8 (Mid July)	Interviews	Structured interviews of approximately 45 minutes per candidate. At least two panel members present per interview, with at least one without a conflict. Same questions asked of all candidates. Appendix B has an interview guide.
Week 8-9 (Late July)	Decision and offers	Panel reviews interview scores and makes final appointment decisions, considering the overall board composition as a whole. Offers made. References checked as appropriate.
End of July	⚠ Soft deadline	All offers confirmed and appointment documentation prepared.
Early August	⚠ Hard deadline	Board passes formal resolution to appoint the six new directors. AP01 forms filed with Companies House. New directors legally in post.
August	Chair election	First full board meeting. Nominations for Chair and Deputy Chair invited. Election takes place. Chair and Deputy Chair in post no later than 31 August 2026. Admin Lead role concludes on election of Chair.
August – September	Induction	Induction programme. Founding period work plan agreed. Any compensation claims submitted before 30 September 2026 deadline.

Role of Founding Board Members

This recruitment round cannot succeed without significant personal time and coordination from each Founding Director. The following is a clear summary of what the process requires from the founding board, so that each director can assess their availability and plan accordingly:

- **Before advertising**
 - Agree on the recruitment approach (Option B recommended)
 - Review and sign off on the candidate information pack and questions
 - Designate one Founding Director as Admin Lead for the recruitment period - to coordinate logistics, manage the inbox, and field candidate enquiries.
 - Each Director agrees their targeted outreach list - the specific individuals and communities they will personally contact
 - Research and decide on whether to engage an external recruitment agency for any specialist seats
 - Block out diary time for shortlisting, interviews and decisions
- **During the recruitment process**
 - Each Founding Director conducts personal outreach within their own communities and networks - this is not optional and cannot be delegated
 - Promote the open call on personal social media and professional channels
 - Respond to Admin Lead requests promptly
- **After applications close**
 - Each panel member independently scores all applications within five working days of the deadline using the scoring matrix, and declares any conflicts of interest before the shortlisting meeting
 - Attend the shortlisting meeting
 - Attend interviews - a minimum of two panel members at every interview
 - Attend the final panel decision meeting
- **Before the first full board meeting**
 - Each founding director prepares a brief note for new directors covering their area of the LNC's work - what has been done, what is in progress, and what the immediate priorities are
 - The Chair election briefing - included in the candidate information pack and should be sent to all directors (new and founding) before the first full board meeting, so that self-nomination for Chair and Deputy Chair can be considered in advance
 - The founding period work plan - the allocation of operational tasks before September 2026 - should ideally be drafted before the first full board meeting and circulated in advance so it can be discussed and approved at that meeting
- **At the first full board meeting**
 - Chair and Deputy Chair election
 - Formal adoption of all governance documents
 - Completion of all Conflicts of Interest Declaration Forms
 - Approval of the founding period work plan and compensation claims
 - Working group set up and allocation - all directors consulted on their preferences

Induction Programme

Induction for directors serves two purposes: it gives board members what they need to participate effectively and confidently, and it sets the tone for the kind of Board the LNC intends to be. Given the LNC has no staff, induction will need to be largely self-directed, supported by the Founding Board and the materials already produced:

- **Before the first board meeting**
 - Each director should receive, read, and confirm they have read the full policy suite, TORs and accompanying documents.
 - Each new director should also be assigned a buddy from among the Founding Directors - a single point of contact for questions and context before the first meeting.
 - All new directors - and any founding directors who have not already done so - should complete basic governance training covering what it means to be a CIC director, collective responsibility and how the three-tier decision framework works in practice, declaring and managing conflicts of interest; and what the LNC's immediate governance priorities are). Free options are available (NCVO, CEF), many boards design bespoke sessions using their own governance documents, or the LNC could commission training from a governance specialist.
- **The first full board meeting**
 - The first meeting of the full board is a governance milestone and should be treated as such. It must accomplish the following:
 - Formal adoption of all governance documents (Articles, TOR, full policy suite)
 - Completion and submission of all Conflicts of Interest Declaration Forms
 - Election of Chair and Deputy Chair
 - Formal approval of the founding period work plan and task allocation
 - Approval of prospective compensation claims where applicable
 - Review of any other key founding or retrospective proposals
 - Working group allocation agreed with new directors
 - I.G. recommends this meeting is held in person, with adequate time allocated - a minimum of three hours for the governance items alone, plus any substantive agenda.

Good induction is not a one-off event. In the six months following appointment, new directors benefit from:

- Regular informal contact with their buddy director
- A check-in conversation with the Chair at the three-month mark
- Active inclusion in working group allocation based on their interests and expertise
- Access to the LNC's shared working space and document repository from day one
- Specific training and 'learning sessions' from other board members where knowledge or experience gaps exist

Appendix A: Draft Candidate Information Pack

Join the London Nightlife Commission - We are looking for six new board members.

About the LNC

The London Nightlife Commission CIC is an independent organisation set up to support, protect, and develop London's nightlife - its venues, its workers, its communities, and its culture. We were established following the recommendations of the London Nightlife Taskforce, in partnership with the Mayor of London, and we are independent of the GLA and of any individual commercial interest.

We are a Community Interest Company - a type of social enterprise - which means our work must benefit the community, not private interests. Everything we do is governed by a board of directors who are accountable to the public.

We are at the start. We have five founding directors and the beginnings of our governance structure. Now we need to bring in the people who will help us build something that actually makes a difference.

The Director Role

As a director of the LNC you will:

- Attend board meetings and help make the decisions that shape the LNC's direction - on strategy, finances, policy, and programmes
- Champion the LNC's work within your own communities and networks
- Chair one of the LNC's working groups, bringing sector voices into our decision-making
- Be publicly listed as a director on Companies House

Time commitment

We expect this role to take a minimum of one day per month for governance duties - meeting attendance, paper preparation, and board responsibilities.

During the founding period (from now until the LNC has secured further income and has an operational team in place), the commitment will be higher. We will not pretend this is a light-touch role at this stage! But it is also a genuine opportunity to shape something from the beginning.

Remuneration

Governance work - attending meetings and fulfilling your director duties - is voluntary and unpaid. This reflects standard practice for CIC and non-profit boards.

However, the LNC recognises that unpaid governance is not equally accessible to everyone. We operate an hours pool from which directors can voluntarily claim compensation for demonstrable loss of earnings or accessibility costs arising from

operational work beyond the governance role. All payments are approved by the full board and disclosed in our public Community Interest Report.

Reasonable expenses - travel, childcare, accessibility support - are reimbursed in full. We want your involvement to cost you nothing.

The Chair & Deputy Chair Roles

Following these six appointments, the full board of eleven will elect a Chair and Deputy Chair at the first full board meeting, no later than 31 August 2026.

Any director - new or founding - may put themselves forward. You should be prepared to take on a substantially greater time commitment if elected.

What we are looking for

We are looking for people who bring real knowledge of, connection to, or lived experience of London's nightlife - its communities, its challenges, and its possibilities - combined with whatever professional expertise, skills, or networks would help the LNC do its job better.

We particularly need people who bring one or more of the following:

- Expertise in licensing law, planning, or legal advocacy
- Experience representing workers, union members, or gig economy participants in the nightlife or events sector
- Deep connection to LGBTQ+ nightlife communities, particularly those working on community safety, harm reduction, or welfare
- Lived experience of disability, Deaf culture, or access to nightlife and events, combined with professional or advocacy knowledge in this area
- Financial competence and experience of governing or scrutinising a budget, ideally with prior board or trustee experience
- Experience building nightlife or cultural spaces for and with Black, Asian, or minoritised communities
- Current experience of being under 30, having neurodivergence or disability, and being from communities that are typically excluded from governance spaces.

(If you bring something else we have not listed but that you think the LNC needs, tell us.)

How To Apply

Please share your CV, and your answers to the following three questions - in writing, audio recording, or video, whichever works best for you - and send them to [email address] by [deadline].

1. What brings you to the London Nightlife Commission, and what do you think it needs to get right?
2. What would you bring to this board - in terms of skills, knowledge, connections, or lived experience - that the LNC currently lacks?
3. Tell us about a time you contributed to an organisation, community, or project that you are proud of. What was your role and what did you learn?

4. If there is anything about your access needs, availability, or circumstances that you would like us to know so we can make this process as accessible as possible, please include that too - or contact us separately if you prefer.

Responses do not need to be long. Three to five minutes of audio or video, or 400–600 words in writing, is plenty.

Timeline

Applications close on [date].

We will review all applications, contact shortlisted candidates by [date], and hold interviews in [month].

We aim to make all appointment decisions by [date] and to have new directors legally in post by 31 August 2026.

We will let every applicant know the outcome.

Questions?

Contact [email address].

Appendix B: Template Interview Guide

- **Welcome and introductions** (5 minutes) - panel members introduce themselves, confirm the interview will be scored, and explain the format
- **About the LNC** (5 minutes) - a brief verbal overview of where the LNC is now. Keep this concise - most candidates should have read the candidate pack.
- **Interview questions** (25 minutes) - four structured questions, approximately 6 minutes each
- **Candidate questions** (8 minutes) - time for the candidate to ask questions
- **Close** (2 minutes) - confirm next steps and timeline

Question	Follow-up prompts	Scoring criteria
1. Tell us what draws you to the London Nightlife Commission specifically?	What would success look like from the outside? What would you be watching for as a sign things were going wrong?	Values and mission alignment. Are they genuinely invested in the LNC's specific mission - not just nightlife in general? Do they understand the political and community complexity? Scoring criterion: Values and mission alignment (20%)
2. What skills and experience would you bring to this board that would support the mission of the LNC?	Can you give us a specific example of where you have used that expertise or experience to make a difference?	Sector knowledge and specific expertise. Does what they describe match a genuine gap? Is the example credible and specific, or generic? Scoring criteria: Sector knowledge (25%) + Specific skills/expertise (25%)
3. Can you share any times you have been involved in making collective decisions (where you might have needed to navigate difficult conversations, arrive at consensus and stand by an outcome even if it wasn't your personal opinion)?	What was difficult about it? What did you do? Is there anything about governance that you find challenging?	Governance maturity and capacity for the role. Self-awareness, honest engagement with difficulty, and capacity for accountability. Scoring criterion: Capacity and commitment (20%)
4. If you were appointed, and reached the end of your term, what would you like to be able to say the LNC had achieved under your leadership as a board member?	What would you want to change or push for if you joined the board?	Mission alignment and understanding of equity in practice. Are they engaged with the substance of this, or treating it as a box to tick? Do they have concrete ideas? Scoring criterion: Values and mission alignment (20%)

Scoring

Each panel member scores independently immediately after the interview, before discussing with others. Use the scoring matrix. Record scores and brief notes for each criterion. Bring written scores to the panel decision meeting - verbal recollection alone is not sufficient.

Conflicts of interest

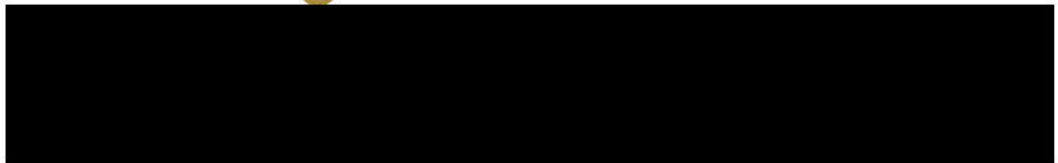
Before each interview, panel members confirm to each other whether they have any prior relationship with the candidate. Any conflict is recorded. Where a conflict is significant, the conflicted panel member may observe but should not score that candidate.

Accessibility

Before the interview, confirm with the candidate: preferred format (video call or in person), any access requirements, and whether they need materials in advance. Allow reasonable adjustments without comment or explanation. If a candidate struggles with a question format - for example, finds it hard to think of specific examples on the spot - offer to rephrase or allow a moment to think. The goal is to understand what they would bring, not to test their performance under pressure.



London Nightlife Commission



Introduction

The **London Nightlife Commission (LNC)** is a vital intervention that addresses a series of interconnected challenges that have put the capital's night-time culture, communities, and economy under significant pressure. To transition from a London Nightlife Taskforce recommendation to a functional, independent entity, the LNC requires a governance architecture that is legally robust, culturally credible, and compliant.

I.G. Advisors (I.G.) is delighted to share the following proposal, detailing how we might support the **LNC** with a streamlined project to establish its legal and operational foundations. Our approach prioritises structural independence and representative integrity, ensuring the Commission is 'delivery-ready' for future funding and strategic activity. This is



With and For Girls Collective

Our Process & Timeline

To meet the requirements of the LNC's formation within the necessary public funding windows, the I.G. team will prioritise the most urgent legal and structural foundations.

Our methodology is deliberately phased: we front-load the essentials required for legal incorporation and bank account setup, while building out the wider governance and feasibility frameworks in parallel.

I.G.'s proposed process is provided as a draft for discussion, and we are happy to refine it based on the LNC's preferences and feedback.

Part 1 — Legal Model & Constitution (M1, M2) Weeks 1-3

Part 2 — Compliance & Representation (M3, M4) Weeks 4-7

Part 3 — Modelling & Feasibility (M5, M6) Weeks 8-10

Risk Assessment & Mitigations

Establishing a new entity within a highly visible, public-funded environment carries specific operational and optical risks. Our methodology proactively mitigates these:

Risk	Impact	Mitigation Strategy
Registration Delays	Could delay the LNC's ability to receive initial funding tranches.	We decouple legal incorporation from wider policy design. By front-loading the Articles of Association in Weeks 1-3, we submit the registration

