

Solent Forum Constitution

PART I

1. The Forum and its property will be administered and managed in accordance with the provisions in Part I and II of this constitution.
2. Part I outlines the purpose of the Forum and how it will conduct its affairs.
3. Part II sets out administrative provisions including membership, roles and operation of the Solent Forum, Steering group, Sub-groups and Solent Forum staff.
4. Part I can only be amended by the Steering Group. Part II by a majority of the Forum.

Name

5. The association's name is "The Solent Forum" (and in this document it is called the Forum).

The Aims

6. The Solent Forum has two aims: a) To promote, facilitate and support integrated planning and sustainable management of the Solent; and b) To provide a broad-based consultative forum.

Objectives

7. The Objectives:
 - Objective 1: To raise awareness and understanding of the members' roles and aspirations
 - Objective 2: To improve sharing of the information base
 - Objective 3: To facilitate better communication, consultation and liaison
 - Objective 4: To raise awareness and understanding of the human and natural changes likely to materially affect the Solent area and its interests
 - Objective 5: To promote the national and regional importance of the Solent in policy, development and plan making
 - Objective 6: To raise awareness and understanding of the impacts of climate change on the Solent and appropriate mitigation, resilience and adaptation measures

Geographical Area

8. For the purposes of the Solent Forum the geographic area is the whole of the Solent, including Southampton Water and the three main harbours - Portsmouth, Langstone and Chichester. The western limit is a line between the Hampshire/Dorset border and the Needles. The eastern limit is a line between the eastern tip of the Isle of Wight and Selsey Bill. No inland boundary is defined, because it will vary according to the nature and

importance of the issue under consideration and some matters will have more far-reaching effects than others.

Application of the Income and Property

9. Income will be generated from core partnership funding members, Solent Marine Sites (SEMS) Management Group members, Natural Environment Group members and other sources as identified.
10. The amounts for core funding, Natural Environment Group and SEMS Management Group fees shall be fixed before the end of each February for the year starting from the following April. This income shall be applied solely to the promotion of The Forum's aims and objectives.
11. Income will be applied in the first instance to fulfilling core services to include providing Secretariat duties to the SEMS Management Group. Project work will only be undertaken where sufficient funding is secured for the satisfactory completion of the project. Solent Forum staff will seek additional income for such work where directed by the Steering Group and in line with external funding principles in its Business Plan.
12. The following expenditure will be charged to the Forum's budget:
 - Salaries of the Forum staff and employer's national insurance and superannuation contributions.
 - Costs of external advertising of staff posts.
 - Cost of travel and subsistence expenses in line with the host organisation's policy.
 - Cost of reasonable professional development.
 - Equipment and materials for carrying out work programme tasks.
 - All losses, cost and expenses in relation to public and employers' liability premiums and payments in the event of personal injury, injury at work or industrial injury of the Solent Forum staff, insofar as these are not met by policies of insurance held by the host organisation.
 - Reimbursement of expenses incurred by the Solent Forum Chair when acting on behalf of the Forum in line with the host organisation's expenses policy.
 - Staff redundancy.
13. In the event that any staff engaged in Solent Forum functions are subject to a redundancy situation, the host organisation shall use its best endeavours to redeploy the post holder internally prior to making them redundant. Any redundancy payments legally due to staff engaged in Solent Forum functions under Part XI of the Employment Rights Act 1996 or other relevant legislation on termination of employment will be met by the host organisation where there are insufficient funds held in reserve by the host organisation on behalf of Solent Forum.
14. The host organisation will be responsible for proper financial control (auditing etc).

15. The business plan and annual work programme of the Forum will determine the allocation of expenditure from the Forum budget. The Forum Manager is responsible for the day-to-day financial control of the budget.
16. None of the income or property of the Solent Forum may be paid or transferred directly or indirectly by way of dividend or otherwise by way of profit to any member of the Forum. This does not prevent:
 - a member from receiving reasonable and proper remuneration for any goods or services supplied to the Forum.
 - a member from buying goods or services from the Forum.
17. No member may be paid or receive any other material benefit for being a member.
18. The Funding Partners should not be liable to indemnify the host organisation in respect of any losses, cost or expenses as set out above where such loss, cost or expense arises as a consequence of unlawful or negligent act of an employee working for the host organisation. Each of the Funding Partners will ensure that its employer's liability insurance fully covers its involvement in the Forum.
19. The Steering Group will agree a policy of reserve allocation. This policy will decide at what level excess reserves may be allocated and on what basis.

Dissolution

20. If the Steering Group resolve to dissolve the Forum, the Steering Group and Solent Forum staff – subject to resources - will remain in office and will be responsible for winding up the affairs of the Forum.
21. The Steering Group must amass all assets of the Forum and must pay or make provision for all the liabilities/commitments of the Forum.
22. The members may pass a resolution before, or at the same time as, the resolution to dissolve the Forum specifying the way the Steering Group is to apply the remaining assets of the Forum.
23. The Steering Group must apply any remaining money:
 - directly for member services
 - as directed by Solent Forum Members.

Amendments

24. Any provision contained in Part I of this constitution may be amended by the Steering Group, provided that:
 - No amendment may be made to alter the member services if the change would not be within the reasonable contemplation of the members of the Forum.

- It is passed by not less than 2/3 of the Steering Group.
25. Any provision contained in Part II of this constitution may be amended, provided that any such amendment is passed by not less than 2/3 of the Steering Group and approved by members at earliest opportunity.
26. A copy of any amendment of this constitution must be sent to members and posted on the Solent Forum website within 21 days of it being passed.

PART II

Membership

1. Membership of the Forum shall be open to any body, corporate or unincorporated association (such as local government, harbour authorities, industry, user groups, trade associations and NGOs) which is interested in furthering the objectives of the Solent Forum.
2. Applications for membership must be made on the membership application form.
3. Admission is at the discretion of the Steering Group which shall take into consideration, in deciding whether to accept the application of any organisation to membership, the organisation's contribution or potential contribution to the principal objectives of the Forum. Acceptance of an application to become a member may be subject to conditions the Steering Group may stipulate.
4. The Steering Group may create different classes of membership and make rules concerning administration fees.
5. Each member organisation shall appoint an individual (and in the case of local authorities and similar organisations, a councillor).
6. The Solent Forum must keep a register of names and contact details of every member organisation and appointed representatives.
7. Membership is terminated if:
 - the member organisation ceases to exist.
 - the member organisation resigns by written notice to the Forum.
 - the Steering Group resolves that it is in the best interests of the Forum that the membership is terminated. A resolution to remove a member from membership may only be passed if:
 - a) the member has been given at least 21 days' notice in writing by the Steering Group.
 - b) the member organisation's representative has been allowed to make representation.

Role of Appointed Representatives

8. The responsibilities of the Solent Forum members are as follows:
 - To represent the views of their organisation.
 - To be accountable to both their member organisation and the Solent Forum.
 - To act as information gatekeeper/bridging personnel between member organisation interests and the Solent Forum.
 - To provide experience, comment and advice on individual areas of interest.
 - To actively participate in the processes (for example consultations) of the Solent Forum.
 - To attend Solent Forum meetings where member organisations are requested to actively take part.

- To contribute towards delivering its objectives.
- To participate in sub-groups set up by the Steering Group where appropriate.

Forum Meetings

9. The Solent Forum shall meet twice a year and at such other times as deemed necessary. Meetings shall be held at Southampton, Portsmouth and Cowes in rotation or on-line if necessary. No more than 8 months may elapse between successive meetings. This meeting will be known as the Solent Forum members meeting.
10. Each member organisation may bring two representatives to Solent Forum member meetings, additional attendance is at the discretion of the Solent Forum Manager.
11. The main purposes of this meeting will be to:
 - Report to the wider membership progress on Solent Forum core service and project work.
 - Inform members of national, regional or local issues.
 - Allow members to raise, discuss and where possible resolve issues.
 - Allow members to make recommendations to the Steering Group.
12. The meeting is for Solent Forum members and items on the agenda are set by members. The procedure is for member organisations to let the Solent Forum Manager know what items they wish to see on the agenda. A minimum of 28 days' notice is required so that a speaker might be secured. If a speaker is unavailable for that meeting, a presentation will be offered at the next Solent Forum meeting.

Office Bearers

13. The Solent Forum may appoint a Chair, a Vice-Chair and, if the Steering Group considers it appropriate, a Treasurer.
14. The Chair and Vice Chair are elected by Steering Group members. The posts are for an initial three years with the possibility to extend afterwards with the agreement of the Steering Group.

Role of Solent Forum Chair/Vice-Chair

15. The responsibilities of the Solent Forum Chair are as follows:
 - To preside at Solent Forum meetings, Steering Group meetings and any other Solent Forum gathering if requested.
 - To liaise with the Solent Forum Manager, in particular prior to meetings so as to discuss the agenda, and recent developments.
 - To actively promote the Forum's role to a wide range of organisations at senior level and to raise its profile locally, nationally and internationally.
 - To contribute to the Forum's communication materials, including articles for Solent News, its Annual Report, its website; and other reports as required.
 - To participate in the appointment process of Solent Forum staff.

16. In the absence of the Chair the responsibilities of the Chair shall be discharged by the Vice-Chair.
17. If the Chair or Vice-Chair is not present or unwilling to preside, a member of the Steering Group shall perform this duty.
18. The Solent Forum budget will meet Chair and Vice Chair expenses associated with Forum related business. These shall follow the host authority's expenses policy and subsistence rates unless by prior agreement.

Steering Group

19. The management and administration of the Forum shall be steered by the Steering Group. The Steering Group shall meet at least two times a year in person or on-line. The last meeting of any financial year shall be specified as the Annual Steering Group meeting.
20. At the Annual Steering Group meeting the following shall be decided:
 - An annual core work programme for core member services, including the establishment/continuation of sub-groups to assist as needed.
 - Budget for the next financial year.
21. In addition, the Steering Group shall also:
 - Establish task related sub-groups to address individual issues if required.
 - Review the financial resources of the Forum every 6 months.
 - Review and amend where necessary the Business Plan on a five yearly cycle.
22. Admission to the Steering Group is given to any organisation meeting the minimum "Funding Partner" requirements as stipulated by the Steering Group. Associate Steering Group members can also be appointed to represent key sectors rather than on the Funding Partner minimum contribution but they would not have voting rights.
23. Consensus will be used but where voting is needed, each member of the Steering Group shall have one vote, and questions raised at any meeting shall be decided by a majority of members of the Solent Forum Steering Group present entitled to vote. If the members' votes are equal the Chair shall have the casting vote.
24. A member of the Steering Group may summon a Steering Group meeting by reasonable notice served upon the members of the Group.
25. Other members or those with an interest in the services of the Forum may, on agreement of the Solent Forum Chair, attend and observe at Steering Group meetings. Their attendance is at the discretion of the Chair, and they may, at the discretion of the Steering Group, address the meeting.

26. The Chair may invite any person to attend a Steering Group meeting for the purpose of making a presentation, or participating in discussion, on any item relevant to the Steering Group's functions, where that person is able to provide a professional viewpoint, which the Chair considers, would be of assistance to the Group.

Role of Steering Group members

27. The responsibilities of a Steering Group member are as follows to:

- be committed to and act as a champion for the achievements of the Forum.
- be a good ambassador for the Steering Group and for the Forum.
- attend Steering Group meetings, vote on items of business and make a positive contribution to the work programme.
- act as an advocate for the Forum in seeking approval of their organisation's commitment to the Forum.
- consider and react to issues raised by members.
- consult with member organisation representatives individually and/or collectively on matters affecting their interest.
- participate in the appointment process of Solent Forum staff, if required.

Subgroups

28. The Steering Group may appoint subgroups, answerable to them, to address specific issues as they think fit.

29. The Steering Group may change the function of individual subgroups from time to time if it believes changes would help improve the functioning of the Solent Forum.

Role of Subgroup Chair

30. The responsibilities of the Subgroup Chair, or in their absence their representative, are as follows:

- To approve the draft agenda and notes of any meeting prior to dissemination.
- To preside at Subgroup meetings at which and during the time for which he or she is present.
- To assist in any event that the subgroup undertakes.
- To attend Steering Group meetings and report on the work of the group.

Role of Solent Forum Staff

31. The Solent Forum shall be facilitated by a Solent Forum Manager as appointed by the Steering Group. Additional positions are resource dependent.

32. Solent Forum staff shall be responsible to the Steering Group in relation to the work programme, whilst day to day personnel management shall be undertaken by the Host

Organisation's appointed representative to the Solent Forum. Any casual workers or voluntary staff will be responsible to the Solent Forum Manager.

33. Solent Forum staff shall attend all Solent Forum and Steering Group meetings.

34. Solent Forum staff shall act as the communication hub for the Forum.

35. The Solent Forum Manager shall be responsible for:

- The implementation of the work programme as directed by the Steering Group.
- The delivery of the core partnership service.
- Secretariat duties at all Solent Forum, Steering Group, Sub-group meetings and SEMS Management Group and Natural Environment Group meetings.
- The performance and development of any additional staff.
- The day-to-day management of the Solent Forum budget.
- The preparation of tenders and funding bids.
- The assessment of the implications, for the Solent Forum and its member organisations, of changes to coastal and related international and national legislation and the instigation of response and updates where required.
- The submission of regular progress reports to the Steering Group.
- The submission of up-to-date financial statements to the Steering group.
- The production of the five yearly Business Plan and the annual report.
- The undertaking of research that supports the objectives of the Forum.
- The promotion of the Solent Forum at national events.

Additional Solent Forum Officer staff shall:

- Assist the Solent Forum Manager in the delivery of the core service and other tasks.
- Maintain and provide reports and other information obtained from central registers of information.
- Assist in the development and implementation of projects on behalf of the Solent Forum.
- Undertake project work as directed by the Steering Group and Solent Forum Manager.
- Promote the Solent Forum at national events.

36. Any changes to job description, salary, redundancy, terms and conditions or otherwise need to be agreed by at least 2/3 Steering Group and, if they are significant, by a majority of members.

Role of Solent Marine Sites (SEMS) Secretariat

37. The functions of the Solent Forum regarding will be as follows:

- Secretary for the Management Group (i.e. coordinate meetings and prepare agendas, papers and minutes as and when required).
- Secretary for the Natural Environment Group.
- Provide a contact point for general enquiries regarding SEMS matters.
- Host and manage the SEMS website.

38. The Solent Forum recognises that the duty of implementing the SEMS Management Scheme lies with the Relevant Authorities and that all work relating to the SEMS will be directed by the SEMS Management Group. The SEMS Management Group holds its own Terms of Reference.
39. The time allocated to providing the SEMS functions and the funds received will be reported to both the SEMS Management Group and the Solent Forum Steering Group annually.
40. Any extension to the above functions of the Solent Forum must be approved by the Solent Forum Steering Group.

Role of Host Organisation

41. The responsibilities of the Host Organisation are as follows:
 - Employ the Solent Forum Staff, provide line management and recruitment services as needed.
 - Provide administrative, legal, professional and technical services and appropriate insurance.
 - Manage the performance and development of Solent Forum Staff and provide health and safety training.
 - Authorise the annual inflation award to Solent Forum Staff.
42. The Solent Forum shall sign a hosting agreement with its Host Organisation that will specify the detail of the hosting arrangements.

Notices

43. Any notice may be given by the Forum to any member either personally or by sending it by post to their registered address or to an email address, supplied by them for the giving of notice.
44. Notice of the next Solent Forum meeting will be given at the end of the previous Solent Forum meeting, on the Solent Forum website and at least 21 days prior to the next meeting with the agenda.
45. Notice of the next Steering Group meeting will be given at the end of the previous Steering Group meeting, in the minutes of that meeting and 7 days prior to the next meeting together with associated papers.
46. Notice of the next Subgroup meeting will be given at the end of the previous Subgroup meeting, in the minutes of that meeting, on the Solent Forum website and 7 days prior to the next meeting together with associated papers.

Business Planning and Annual Reporting

47. The Solent Forum shall prepare a Business Plan every five years under the direction of the Steering Group. This will be consulted with members and will outline the direction of the Forum's work programme over that five-year cycle.
48. Solent Forum staff will produce an annual report each year highlighting what work has been undertaken in that financial year and proposed work for the following year. This will be publicised to all Solent Forum members.

Solent Forum Officers' Code of Conduct

49. Forum employees will:

- Use their influence and ensure they behave to the best of their ability in undertaking Forum activities.
- Embrace the needs of the Solent community and give the highest possible standard of service.
- Serve the Solent Forum as a whole. They should always remember their responsibilities to the Forum and ensure courteous, efficient and impartial service delivery to all Solent Forum members.
- Advise pressure groups when required but must do so in ways which must not compromise their or the Forum's political neutrality.
- Use their knowledge in serving the Solent community and constantly strive to learn more.
- Not use any information obtained in the course of their employment for personal gain or benefit, nor should they pass it on to other who might use it in such a way.
- Never engage in corrupt practice and maintain a high standard of professional behaviour which will serve as an example for others.