

## **Article 17**

### **Whitby Harbour Management Board**

#### **1. Membership and Proceedings**

- 1.1 The Board shall consist of a total of eight voting members made up of four Councillors and up to four members Co-opted from the wider community. Each Co-opted Member will be appointed on a 'fit for purpose basis' through an assessment of each candidate's skills, knowledge, experience and commitment on matters identified from time to time by a skills audit as being the main skills requirements for the Committee. The Committee's exercise of its powers shall be subject to review by the Council's Projects and Partnerships Overview and Scrutiny Committee.
- 1.2 The Council will appoint two Councillors to act as substitute members of the Committee who may take the place of an Ordinary member where the Ordinary member will be absent for the whole of the meeting.
- 1.3 If a member of an Overview and Scrutiny Committee ("the Committee") is appointed to the Whitby Harbour Management Board, that member must withdraw from any meeting of an Overview and Scrutiny Committee whenever a matter concerning the Board or Whitby Harbour is considered by the that Committee.

#### **2. Code of Conduct and Declaration of Office**

- 2.1 Co-opted Members will be required to sign the Declaration of Acceptance of Office as required by law. A Co-opted Member is under the same obligations as Councillors to observe the Council's Constitution and Code of Conduct for Members. Training in the Code of Conduct and 'Fit for purpose' skills are mandatory for all members of the Committee and any substitute members of the Committee.

#### **3. Election of Chair and Vice-Chair**

- 3.1 The Chair of the Board shall be determined by Council in accordance with the Council's Constitution. Co-opted Members are not eligible for election to the position of Chair of the Committee.

#### **4. Voting rights**

- 4.1 All eight members shall have full voting rights on all matters before the Board.

#### **5. Missed Attendance at Meetings**

- 5.1 In the event that a Member of the Board is absent from meetings of the Board for more than 6 months that member will cease to be a Board Member, save where that absence is for good reason, and within the period of absence the Council gives approval for such absence.

## **6. Appointments Process and Expertise**

- 6.1 Each Co-opted Member, as far as it is achievable, will be appointed, following advertisement of the vacancy in the local press, on a 'fit for purpose basis' through assessment of each applicant's skills, knowledge, experience and commitment on matters such as (but not limited to) the following:

- management of harbours;
- shipping and other forms of transport;
- local industrial, commercial, financial or legal matters;
- management of marine leisure activities;
- safety or personnel management;
- community issues;
- environmental matters;
- knowledge of port/maritime or other nautical experience.
- any other skills and abilities considered from time to time by the Appointments Panel to be relevant to the discharge by the Board of its functions.

## **7. The appointment of Co-opted Members**

- 7.1 Members recommended by the Appointments Panel will require approval by full Council.
- 7.2 Council members shall be appointed to the Board by the Council at its Annual Meeting. Subsequent changes will be ratified by the Council and a Council member's term shall expire on the day prior to the Council's Annual Meeting. Council Members' appointments will be governed by the Council's Constitution. In respect of Council appointees, guidance will be given to the Council's Political Group Leaders to assist in putting forward Members to the Board.
- 7.3 The Council shall secure, so far as reasonably practicable, that the Councillors appointed by them will, between them, have special knowledge, experience and ability in a broad and complementary range of matters relevant to the efficient, effective and economic discharge by the Board of its functions.

## **8. Length of Office**

- 8.1 A Co-opted Member's term of appointment shall ordinarily be for four years from the date of confirmation of appointment unless the member shall die, resign or be disqualified or removed by the Appointments Committee.

- 8.2 However, in order to stagger the appointments and maintain some continuity of co-opted membership the Appointments Committee may stagger membership for a duration of more or less than one year in relation to any co-opted member.
- 8.3 A term will not count as a full term for Co-opted Members who sit for only one or two years in their first term. Following this transition period terms for Co-opted Members will remain 4 years from appointment.
- 8.4 A Co-opted Member may be appointed to a second four year term without recourse to open competition, subject to the Appointment Committee's assessment that the Member has performed satisfactorily during the first term. All membership of the Board will be subject to ratification by the Council.

## **9. Appointments Panel**

- 9.1 The Council's Appointments Committee will determine the appointment of Co-Opted Members.
- 9.2 The Appointments Committee will be supported by an appropriate technical advisor(s) having a thorough understanding of harbour/port governance issues when considering appointments to the Board.
- 9.3 The Appointments Committee shall ensure, so far as is reasonably practicable, that the Co-opted Members appointed by them will, between them, have special knowledge, experience and ability in a broad and complementary range of matters relevant to the efficient, effective and economic discharge by the Board of its functions.

## **10. Resignations**

- 10.1 A Board member, including the Chairman, may resign his or her office at any time by notice in writing given to the Council's Monitoring Officer.

## **11. Frequency and conduct of meetings**

- 11.1 The Board shall meet at least 4 times a year and be governed by the Procedure Rules and Access to Information Rules set out in the Council's Constitution.

## **12. Quorum**

- 12.1 The Quorum for a meeting of the Board shall be four save that at no time shall there be less than three elected members present at a meeting.

## **13. Business of Meetings**

- 13.1 The Board shall include the following business:

- Approval of minutes of previous meeting
- Declarations of Interest (if any)
- Whitby Harbour Business Plan
- Report and feedback from the Whitby Harbour Consultative Group
- Other business as set out in the agenda for the meeting

#### **14. Annual Report**

14.1 The Board will present an Annual Report to Full Council.

#### **15. Payments to Members**

15.1 Allowances paid to any member of the Board shall be in accordance with the Council's published Members' Allowances Scheme.

15.2 The Committee may pay to Co-opted Members expenses for travelling and subsistence allowances on the same basis as Councillors.

#### **16. Consultative Group**

16.1 To ensure that the Board has strong and direct links with harbour users, local communities and other external organisations with an interest in the port of Whitby, a formal consultation mechanism via a Whitby Harbour Consultative Group will be established. This will enable recognised Harbour Users to formally make representations to the Board.

16.2 No member of the Board will have a position on the Consultative Group. The Harbour Master and other Officers as appropriate may attend meetings of the Consultative Group but without voting rights.

16.3 The Board may choose to appoint other consultation groups at its discretion.

#### **17. Role and Function**

17.1 Due to the unique importance of Whitby Harbour to the economic and social Wellbeing of the Town of Whitby has decided to establish the Whitby Harbour Management Board (the Board) as a Committee of the Council.

17.2 The Board will manage Whitby Harbour and its associated assets in a professional, efficient and businesslike manner and benefiting all the Borough's residents in accordance with the Harbour Business Plan agreed annually.

17.3 The Board exercises policy development functions and some decision making functions delegated to it by Council under powers set out below. Decisions of the Board will be subject to Call In and to scrutiny by the Council's Projects and Partnerships Overview and Scrutiny Committee. The Board is governed by

principles contained in the Council's constitution including Rules of Procedure and Access to Information Rules.

- 17.4 The Board will discharge any and all functions of the Council in respect of improving, maintaining or managing Whitby Harbour, including the functions of the Council acting as a harbour authority as defined by Section 57(1) of the Harbour Acts 1964, and to administer and manage the affairs of the harbour generally.
- 17.5 The Board will discharge these functions within the overall policy discretion set by the Council and so far as possible within the Board's assured account.
- 17.6 The Board will manage and administer all matters relating to Whitby Harbour including harbour land and property in accordance with policies that may be laid down by the Council from time to time, provided that the exercise of that function is within the financial estimates for the year, or for which such provision has been expressly made by the Council. Harbour land and property is defined for the time being on the associated list and plan but may change from time to time with the agreement of the Council.
- 17.7 The Board will properly discharge its duties and powers, as the Statutory and Competent Harbour Authority, in relation to marine safety and the safe use of all harbour lands in accordance with the Port Marine Safety Code.
- 17.8 The Board will ensure that it is open and accountable in all of its activities.
- 17.9 The Board will strive to ensure that Whitby Harbour is financially self-sustaining and shall pay an annual dividend to the Council the amount of which to be agreed each year between the Cabinet and the Harbour Management Board.
- 17.10 The Board will have due regard to the changing needs of harbour users and others with an interest in the port activities of Whitby Harbour.
- 17.11 The Board will have due regard to the interests of the local community in the running of Whitby Harbour and in particular to recognise the contribution which the Harbour makes to the social and economic wellbeing of the area through both direct and secondary employment and enhancing the borough as a tourism destination.
- 17.12 The Board will submit to Cabinet for approval annually a five year capital programme, including funding proposals and five year revenue projections.
- 17.13 The Board will authorise capital expenditure provided the capital expenditure or financing costs are within the five year capital programme and five year revenue projections approved by Cabinet.

17.14 The discharge of these functions will be within any policy and budget approved by the Council and exercised as set out in the Memorandum of Understanding agreed between the Board and the Cabinet.