



Fishing into the Future Constitutional Summary

Governance summary: The Dumfries Agreement

- The 'Governance' discussion sought to answer some of the questions and concerns that had been raised about the on-going role and nature of Fishing into the Future.
- Two important conditions were (1.) that the SG maintains a balanced representation of industry, science and policy makers and (2.) that it should be chaired by members of industry.
- A paper on options for establishing FITF as a legal entity will be developed and in 3 months, the SG will consider which of these is most suitable. An important consideration will be the need to provide a mechanism for FITF to bid for, and disburse funding around major initiatives.
- To facilitate the on-going evolution of FITF, SG participants volunteered their input to three new working groups: governance options, communications strategy and funding. These working groups will operate in a similar way to the two existing FITF working groups on Training and Science/data.
- Seafish have committed to provide secretariat support to FITF until at least April 2015.
- As of April 2014, the ISU will no longer be a formal member of the secretariat but will remain on the Steering Group, represented by John Goodlad, and will maintain an advisory role as required.
- The on-going support of HRH will also be explored to ensure that this can continue.

Brixham Re-cap

- The workshop inspired action amongst a number of participants, some of which has been captured in interviews by Seafish.
- The Steering Group referred to further examples of positive feedback that the workshop had received and shared how Brixham had inspired them and those they knew.
- Examples included Orkney fishermen who had been inspired by the Shetland Regulating Order and are interested to understand how this might apply to their own scallop fleet
- CEFAS colleagues noted that the workshop had given them more confidence in their work and had spurred new proposals and activity.
- Seafish undertook an internal review as a result of the workshop to clarify how they could best support some of the outcomes that resulted from it.
- It was agreed that the workshop had sparked a new positivity and optimism within the industry. The workshop enabled participants to feel pride in what they were doing, and many found it reassuring and encouraging that there exists a critical mass of likeminded fishermen out there.
- The atmosphere of the workshop was one of positivity and opportunity to make a difference and continuing this positivity and enthusiasm is key- but remains a challenge.
- The question was frequently posed as to how to engage those that are less like minded, that would be less likely to attend an event like the FITF workshop.
- It was recognised that this was primarily a question of communications and regularly updating FITF participants about the activity that was taking place as a result of the workshop.
- It was noted that the training and science working groups that had emerged from Brixham had the opportunity to engage the broader FITF community but these groups would require a Steer from the Steering Group, to whom the FITF community is looking to for leadership.

- The exact nature and on-going role of FITF was therefore identified as a key topic for discussion over the course of the Steering Group meeting.
- It was recognised that FITF is a unique entity which brings together all parts of the fishing industry in a neutral and positive way.
- However, more clarity is needed about how it would continue to operate; its mandate and leadership role and how it might best continue the momentum generated in Brixham.
- Additional queries were also raised, including questions around how it would be funded, how it could absorb new members, the time commitment and role of Steering Group members and the on-going role of those on the secretariat and the potential for a continued link to HRH.

OBJECTS

3.1 The objects of the CIO are:

(a) To promote sustainable development in UK fisheries for the benefit of the public by:

- (i) the preservation, conservation and the protection of the marine environment and the prudent use of marine resources;
- (ii) the promotion of sustainable means of achieving economic growth and regeneration in UK fisheries; and
- (iii) providing a means by which active fishermen can come together to develop and lead a more sustainable fishing industry.

(b) To advance the education of the public in subjects related to sustainable development in UK fisheries and the protection, enhancement and rehabilitation of the marine environment and to promote study and research in such subjects provided that the useful results of such study are disseminated to the public at large.

3.2 For the purposes of clause 3.1, sustainable development means "development which meets the needs of the present without compromising the ability of future generations to meet their own needs".

POWERS

The CIO has power to do anything which is calculated to further its objects or is conducive or incidental to doing so. In particular, the CIO's powers include power to:

Employ and remunerate such staff as are necessary for carrying out the work of the CIO. The CIO may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (*Benefits and payments to charity trustees and connected persons*)

LIABILITY OF MEMBERS TO CONTRIBUTE TO THE ASSETS OF THE CIO IF IT IS WOUND UP

If the CIO is wound up, the members of the CIO have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

GENERAL MEETINGS OF MEMBERS

11.1 Types of general meeting

There must be an annual general meeting ("AGM") of the members of the CIO. The first AGM must be held within 18 months of the registration of the CIO, and subsequent AGMs must be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts (duly audited or examined where applicable) and the trustees' annual report, and must elect trustees as required under clause 13 (*Appointment of charity trustees*). Other general meetings of the members of the CIO may be held at any time. All general meetings must be held in accordance with the provisions of this clause

11.

11.3 Notice of general meetings

- (a) The charity trustees, or, as the case may be, the relevant members of the CIO, must give at least 14 clear days notice of any general meeting to all of the members, and to any charity trustee of the CIO who is not a member.
- (b) If it is agreed by not less than 90 per cent. of all members of the CIO, any resolution may be proposed and passed at the meeting even though the requirements of clause 11.3(a) have not been met. This clause does not apply where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations.

Quorum at general meetings

- (a) No business may be transacted at any general meeting of the members of the CIO unless a quorum is present when the meeting starts.
- (b) Subject to the following provisions, the quorum for general meetings shall be the greater of 5 per cent. or ten members.

CHARITY TRUSTEES

12.1 Functions and duties of charity trustees

The charity trustees shall manage the affairs of the CIO and may for that purpose exercise all the powers of the CIO. It is the duty of each charity trustee: (a) to exercise his or her powers and to perform his or her functions as a trustee of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO; and (b) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:

- (i) any special knowledge or experience that he or she has or holds himself or herself out as having; and
(ii) if he or she acts as a charity trustee of the CIO in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

Number of charity trustees

There is no maximum number of charity trustees that may be appointed to the CIO.

12.4 Composition of the board of charity trustees

- (a) Not less than two-thirds of the charity trustees must be active fishermen ("Fishermen Trustees").
- (b) For the purposes of this constitution, an "active fisherman" is a person who:
- (i) is employed full-time (whether by another person, including a company or other legal person, or self-employed) in fishing; (ii) owns or exercises control over a fishing boat which is actively engaged in fishing; or (iii) is a representative of a fishing company, in each case, at the date of their election (or re-election) as a charity trustee. Any dispute as to whether a person is an active fisherman shall be determined by the incumbent charity trustees.
- (c) A person appointed as a Fishermen Trustee shall not cease to count as an active fisherman if they retire or otherwise cease to be an active fisherman during the course of a term as a charity trustee but shall not be eligible for re-election as a Fishermen Trustee unless they fulfil the criteria set out in clause 12.4(b) at the date of the AGM at which they seek re-election.

APPOINTMENT OF CHARITY TRUSTEES

- (a) At every annual general meeting of the members of the CIO, one-third of the charity trustees shall retire from office. If the number of charity trustees is not three or a multiple of three, then the number nearest to one-third shall retire from office, but if there is only one charity trustee, he or she shall retire.
- (b) The charity trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment. If any trustees were last appointed or reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

(c) The vacancies so arising may be filled by the decision of the members at the AGM. Any vacancies not filled at the AGM may be filled as provided in clause 13(d).

(d) The members or the charity trustees may at any time decide to appoint a new charity trustee, whether in place of a charity trustee who has retired or been removed in accordance with clause 15 (*Retirement and removal of charity trustees*) or as an additional charity trustee.

(e) A person appointed pursuant to clause 13(d) by the members of the CIO shall retire in accordance with the provisions of clauses 13(b) and 13(c). A person pursuant to clause 13(d) by the charity trustees shall retire at the conclusion of the next annual general meeting after the date of his or her appointment, and shall not be counted for the purpose of determining which of the charity trustees is to retire by rotation at that meeting.

16. REAPPOINTMENT OF CHARITY TRUSTEES

Any person who retires as a charity trustee by rotation or by giving notice to the CIO is eligible for reappointment. A charity trustee who has served for two consecutive terms of three years each may not be reappointed for a third consecutive term, except with the unanimous agreement of the other charity trustees, but may be reappointed after an interval of at least three years.