

## **Natural Cambridgeshire**

### **Terms of Reference**

#### **1. Purpose**

Natural Cambridgeshire, the Local Nature Partnership for Cambridgeshire, will work to achieve a high-quality natural environment for Cambridgeshire & Peterborough that creates a higher quality of life for residents, visitors and business; helps us to adapt and mitigate the effects of climate change, and enables a significant long-term recovery of nature across our area.

#### **2. Our Vision**

To ensure that Cambridgeshire has the highest quality of life, because we place nature at the heart of our agenda. A Cambridgeshire, which appreciates that to prosper people need a high-quality environment in which nature thrives alongside jobs and housing.

#### **3. Our Mission**

By doubling the area of rich wildlife habitats and natural green-space, Cambridgeshire and Peterborough will become a world-class environment where nature and people thrive, and businesses prosper.

#### **4. Role**

The role of Natural Cambridgeshire is to act as an independent, objective voice for the Natural Environment in Cambridgeshire & Peterborough, acting as a conduit to public and private sector partners, including local and central government, health authorities, other statutory agencies, community groups and local people and other stakeholders. The main focus for the Board will be to provide strategic leadership, coordinating partners to develop and deliver projects and activity that will meet the Partnership's vision and aims and to enable greater investment and engagement in the delivery of our Vision.

#### **5. Objectives**

- To establish a vision for the recovery of nature across Cambridgeshire and Peterborough that will bring significant benefits to its residents, businesses and visitors
- To prepare an action plan for the delivery of that vision, with agreed aims and objectives and to review it annually.
- To give strategic direction to partners to enable delivery of the agreed vision and action plan.
- To promote the social, health, economic, environmental and heritage benefits of having a high quality environment for the people of Cambridgeshire & Peterborough
- To ensure integration with the Cambridgeshire and Peterborough Combined Authority, its local authorities, business partners and the Health and Well-being Board

- To support the work of catchment partnerships and take close account of relevant flood, water resource and water quality plans, e.g. the Anglian River Basin Management Plan, the Cambridgeshire Flood Risk Management Strategy etc.
- To fulfil role as consultee for strategic planning.
- To establish its own secure independent funding mechanisms

## 6. Structure and Membership

Natural Cambridgeshire will consist of a **Board of Trustees** and a **Partnership Forum**.

The Board of Trustees is the executive function of the charity and its only decision-making body, with the exception of the decision making that is reserved for the Partnership Forum, set out below.

The Partnership Forum is a broader body designed to ensure communication and engagement with all those interested in the natural environment. It mainly exists to discuss key issues and to refer observations and ideas to the Board, but it will also formally approve the charity's annual delivery plan and will nominate or elect three representatives to sit on the Board of Trustees.

**The Board of Trustees** will have a maximum of xx members and a minimum of xx, it will include senior representatives from all relevant sectors to include land owners and managers, nature conservation and environmental organisations, access interests, community interests, social and health partners, economic and business interests, local authorities and research organisations.

A representative from the following organisations has a seat on the Board

- One representative from the Cambridgeshire and Peterborough Combined Authority,
- Representatives from county, district and city councils, preferably elected Members at Cabinet level (number to be confirmed)
- Two representative of business
- Natural England or other Defra agency representing the Defra family
- The RSPB
- The Wildlife Trusts of Cambridgeshire, Bedfordshire and Northamptonshire
- The National Trust
- One representative from a country park or other charity providing access to public open space
- Two representatives from the National Farmers' Union or Country Landowners' Association or similar representative body of landowners
- Three representatives nominated by the Natural Cambridgeshire Partnership Forum

The Board will have the ability to co-opt additional expertise onto the Board from the Forum to support particular projects or aspects of its delivery plan.

The Forum will be open to any organisation or individual resident or with a commercial base in Cambridgeshire and Peterborough who formally supports the charity's objectives. There will be no limit on its numbers.

Other groups may exist within the structure of Natural Cambridgeshire either to represent particular sectors, such as the **Developing with Nature Group**, or as short-term task and finish groups. These groups will not have delegated decision-making powers. They can make recommendations to the Board or bring issues to the attention of the Forum.

## **5. Meeting Arrangements**

### **Meeting frequency**

The Board of Trustees will normally meet six times per year. The Forum will meet three times a year one of these meetings will be a joint annual review with Trustees.

### **Papers**

Meetings of the Board are public. The Agenda and Papers of the meeting will be published at least five days in advance on the Natural Cambridgeshire website. Minutes of the meeting recording attendance and decisions will be published on the website within 10 working days of the meeting.

Meetings of the Forum are also public but, as this is not a decision-making body, its agenda and minutes will be less formal with key points arising from each Forum meeting being recorded in the minutes of the Board of Trustees.

### **Secretariat Support**

TBD

## **6. Governance and Accountability**

### **Liability of Trustees**

The Charities Commission confirms that members of a CIO can have either limited liability for its debts or no liability at all. The LNP's intention is for liability to be limited to one pound.

### **Election of Chairperson and Vice-Chairperson**

- Board members must elect or re-elect a Chairperson and Vice-Chairperson annually.
- Nominations for the Chairperson and Vice-Chairperson role will require a formal proposer and a seconder to submit details of the nominee to a Board meeting.
- Nominees for these roles must demonstrate that they have the required skills for these positions as outlined in Annex 1, Natural Cambridgeshire Chairperson and Vice Chairperson Job Role.
- The Board will take a vote on all nominees and record the result in the minutes.
- The nominees receiving the most votes will be elected as Chairperson and Vice-Chairperson.
- Board Members will normally stand for 3 years and are allowed to stand for re-election at the end of this period.
- Board members must attend at least 50% of Board meetings in each calendar year.

### **Election of representatives from the Partnership Forum to the Board of Trustees**

- Nominations will require a formal proposer and a seconder to submit details of the nominee to the Chair and Vice Chair of the Board of Trustees
- Nominees for these roles must demonstrate that they have the required skills for these positions and must have been a member of the Forum for at least twelve months with a good attendance record

- The Forum will take a vote on all nominees and record the result in the minutes of the Board
- The nominees receiving the most votes will be elected and will stand for 3 years and are allowed to stand for re-election at the end of this period.

#### **Decision Making – Board of Trustees**

- The Board will only be quorate when over 30% of Board members are present.
- The Board will maintain a register of Trustee interests updated at least annually and published on its website. Members must declare any interests that are relevant to specific agenda items at the beginning of each Board meeting, and these should be recorded in the minutes.
- Should 'written procedures' be required members will be asked to make a formal response within the time specified by the Chairperson. Responses received after this deadline may not be counted
- Consideration and approval of project ideas, concepts and business cases will follow the procedures set out within the LNP's ToR.
- The Board will seek to reach agreement on recommendations by discussion and consensus. When a formal vote is required each member (or substitute) shall be entitled to one vote and decisions will be made on the basis of a simple majority.
- The Chairperson will have the casting vote if there is a split decision.
- Regular contact and updates will be provided for those organisations that represent the wider Forum and with those Parishes and District Councils not represented on the Board.
- The Board will be accountable for its actions to its individual member organisations

#### **The Role of the Board Member**

- Members should demonstrate that they meet the criteria outlined in Annex 2, Natural Cambridgeshire - Board Member Job Role.

**Any matters not covered by this document shall be left to the discretion of the Chair and Board.**

Each Party hereby confirms its agreement to the terms contained in this Terms of Reference for Natural Cambridgeshire.

**Signed on behalf of Natural Cambridgeshire Board:**

**Print Name:**

**Organisation:**

**Position:**

**Date:**