

**Terms of Reference**

**for the**

**National/Regional CIVITAS Network**

**known as**

**CIVINET UK & Ireland**

Version 1.0 from November 2013

**Terms of reference for CIVITAS national/regional networks**

**From September 2013, CIVITAS national or regional networks are set up with the support of an EU project named CIVITAS-CAPITAL, which will co-fund the activities needed to establish and maintain the networks during the following 3 years.**

**FORMATION & NAME**

A Network of cities committed to the implementation of integrated strategies for cleaner and more sustainable urban mobility is formed under the name "CIVINET UK & Ireland”.

Use of the “CIVINET” and "CIVITAS" name and logo require approval by the European Commission.

**MISSION AND OBJECTIVES**

The *UK & Ireland CIVITAS National/Regional Network* is established as a platform for cities in theUK & Irelandto share experience and best practice in developing and implementing sustainable mobility strategies, policies and measures.

The Network aims:

* To promote the CIVITAS approach to integrated sustainable mobility and its principles to other cities, the media, general public and other stakeholders, throughout theUK & Ireland
* To widen the outreach of the CIVITAS Initiative to cities currently outside of CIVITAS without the handicap of language barriers
* To strengthen the dissemination and take-up of results generated by the CIVITAS Initiative to the Network’s members and to other towns and cities in its geographic area
* To provide a focus for dialogue between local authorities, government departments and the European Commission on sustainable mobility issues with a focus on issues specific to the geographical region covered by the Network
* To support active communication between the members of the Network and the European CIVITAS Forum Network of cities and also with the European Commission
* To assist member cities in the early phases of preparing Sustainable Urban Mobility Plans (SUMPs).

**ACTIVITIES**

The Network will achieve its objectives through the activities described below:

* An annual **General Assembly** (closed meeting for members) will be held to discuss the progress, structure and activities of the Network, to elect members of the Management Committee, and to welcome new members. A representative of the Commission will be invited to attend the General Assembly
* A series of thematic **events** (seminars, workshops, /symposia, conferences, including site visits) will be organised to disseminate the results of CIVITAS, to present the CIVITAS measures implemented in theUK & Ireland, to support discussion of sustainable mobility issues (e.g. development of SUMPs, public transport, cycling), and to present the Network activities to potential new members
* Attendance by Network representatives at **third party events** in theUK & Ireland will be used to disseminate the results from CIVITAS Initiative and promote the development of the national Network
* **Brochures** will be produced in relevant national languages to disseminate the results from CIVITAS projects and the CIVITAS Initiative as a whole. The key aim of the brochures will be to showcase and highlight the results of CIVITAS projects and transferable best practices from across Europe
* A dedicated section on the CIVITAS **website** will be created and maintained in cooperation with the CIVITAS Secretariat and the EC by the national Network and used as a key tool for the dissemination of information about the CIVITAS Initiative and the Network
* **Newsletters** will be used to communicate news from the CIVITAS Initiative and from the participating cities
* **Translations** of selected material produced by the CIVITAS Initiative will be organised on request of members*.*

**THE NETWORK YEAR**

The Network year runs from 1st April to 31st March. Any membership subscription falls due on 1st April in every year.

**ACTIVITY PLAN**

The detailed activities of the Network shall be planned and organised on the basis of an annual activity plan to be proposed by the Management Committee, agreed by the European Commission and adopted by the General Assembly. The Activity Plan will fix details of activities (topics, venues, frequency) as well as clear roles and responsibilities for the Secretariat and members.

**MEMBERSHIP**

**Full membership** (with full voting rights) is available to all local authorities, combined authorities, regional transport partnerships and local economic partnerships from the geographic area covered by the Network that have an interest in and are eligible to participate in CIVITAS.

**Associate membership** is open to associations, research centres, universities and other organisations (both public and private sector), which, although not cities, have an interest in urban transport.

All requests for membership must be by written application on a standard form. Membership will be granted subject to review by the Management Committee. Once approved, a Network Membership Certificate will be issued to the newly admitted member.

**Members' Rights**

Full Members of the Network have the following rights:

* To elect the Management Committee
* To attend events organised by the Network
* To vote (on the basis of simple majority of those present, with one vote per member city) on matters that require voting decisions, such as the annual Activity Plan and membership terms and conditions. At least 25% of the Network's member cities must be present to reach quorum.

Associate members have no voting rights and are not eligible to attend the General Assembly or participate in the Network Management Committee, but can access all other membership services including participation in events.

**Resignation, Suspension and Expulsion**

A member wishing to resign from the Network must give written notice to the Secretariat not less than three months before the end of the Network Year. Unless such notice is given the member shall be required to pay any subscription due for the following membership year.

A member who has not paid any required subscription for the current Network Year three months after the due date for such subscription shall lose all privileges of membership until the necessary payment is made. A member still in arrears six months after the due date for payment of subscription shall be removed from the Network's records of membership.

If any member violates or acts in any way contrary to the objects of the Network, the member shall at the absolute discretion of the Management Committee be required to resign and failing such resignation be expelled.

**Member Subscriptions**

An annual subscription fee for membership is payable as specified by the Management Committee and agreed by the General Assembly.

The subscription shall be fixed to cover all essential expenses not covered under the EC Grant Agreement and other third-party contributions. Contributions shall not provide for any profit element for the beneficiaries of the CIVITAS-CAPITAL Grant Agreement.

**ORGANISATION**

The Network shall have the following management bodies:

* General Assembly
* Political Committee
* Management Committee
* Secretariat.

**General assembly**

Each full member of the Network has a seat at the General Assembly. The General Assembly meets in an Annual General Meeting and

* elects the members of the Management Committee
* receives reports from the Management Committee and the Secretariat
* agrees the strategy of the Network and adopts the Activity Plan for the coming year
* approves the annual accounts
* agrees changes to membership terms and conditions (including subscriptions)
* agrees modifications to the Terms of Reference (subject to the approval of the European Commission).

**Political Committee**

The Political Committee is composed of one political representative of each member city.

The Political Committee meets once a year back to back with the General Assembly (preferably the day before to validate orientations to be presented to the GA); it elects a Chairman. For the first year of the Network, the PC will be chaired by the political representative from the city providing the National Network Manager.

Representatives from the European Commission will be invited to contribute to these events.

The role of the PC is to:

* give political orientations to the Network
* represent the Network at political level
* liaise with the CIVITAS Political Advisory Committee.

The Political Committee will review and discuss the papers already produced by the EC (White paper, etc.) and discuss the present situation in the geographical area.

The Political Committee will produce an annual Policy statement to be submitted for consideration by the CIVITAS PAC.

**Management Committee**

At the first Annual General Meeting and annually thereafter, a Management Committee will be elected by the membership. The first Management Committee will be formed by the founders of the Network and will be in place until the first Annual General Meeting.

Between 5 and 10 members compose the Management Committee. Any Member of the Network may be nominated for election to the Management Committee. Nominations must carry a statement from the nominee confirming his or her willingness to serve, and must be supported by two Members of the Network other than the nominee. Nominations shall reach the Network Secretariat on or before the published deadline for nominations, which shall be no less than four weeks before the Annual General Meeting.

The members of the Management Committee will elect one of their number to be National Network Manager (NNM). The NNM will chair meetings of the committee.

The Management Committee will meet at least every six months. More than half of the members of the Management Committee are required to be present to take decisions. The Management Committee will have collective responsibility for, among other things, the following key tasks:

* Development of the Network’s policies and procedures
* Managing the Network’s budget
* Overall approval of programmes and activities for each financial year
* External representation of the Network
* Development and approval of the Network’s Communications Strategy.

The Management Committee may set up Subcommittees and Specialist Groups at its discretion to further the objects of the Network.

**Secretariat**

The Secretariat is in charge of administering the Network and organising its activities under the supervision of the Management Committee.

The Secretariat:

* is the contact point for the Network and receives and responds to mail within a reasonable time by electronic or physical means
* manages the Network website
* manages the membership registrations database of contacts, in conformity with applicable data protection legislation
* reports to the General Assembly and the Management Committee on the implementation of activities and membership evolution
* is also responsible for the financial management of the Network
* produces information material (brochures, newsletters)
* organises Network meetings and events
* takes minutes of meetings and drafts annual activity reports.

The Secretariat is ensured by assigned partners of CIVITAS-CAPITAL for the duration of the EC contract.

**AUDITOR OR INDEPENDENT EXAMINER**

An Honorary Auditor or Independent Examiner shall be appointed at the Annual General Meeting and shall hold office for the duration of the CIVITAS-CAPITAL project. This appointment is subject to approval by the European Commission.

The accounts of the Network shall be submitted for audit once every year to the Honorary Auditor or Independent Examiner, who shall be entitled to examine all the books and accounts, and to receive all the information and explanation required. The Auditor or Independent Examiner shall be required to certify whether or not the books and accounts are in order. The European Commission is entitled to review the accounts on request.

**ACCOUNTS**

The Balance Sheet and Income and Expenditure Account of the Network, duly scrutinised in accordance with the laws governing the national territories concerned, shall be drawn up annually and shall be published by the Network and a copy made available to every Member on request.

**LEGAL STATUS**

The Network has no legal status.

**GEOGRAPHIC AREA COVERED BY THE NETWORK**

The Network will cover the following geographic area: UK and Ireland.

**WORKING LANGUAGE**

The working language of the Network is English.

These Terms of Reference were adopted on 20th November 2013 by the Network Management Committee:

Lancashire County Council

Bath & North East Somerset Council

Brighton & Hove City Council

Bristol City Council

Hampshire County Council

Norfolk County Council

Norwich City Council

Southend on Sea Borough Council

Any change to these Terms of Reference has to be proposed by the Management Committee and adopted by the General Assembly after approval by the European Commission.