

Constitution of the Islington Sustainable Energy Partnership

1 This Document

This document constitutes the whole Constitution and Rules of the Islington Sustainable Energy Partnership (the Partnership).

2 Aims

To work in partnership across the private, public and third sector in Islington, to reduce CO₂ emissions, promote energy efficiency and good environmental practice in the operations of local organisations and businesses. In addition the Partnership aims to help build a resilient local economy, in particular strengthening the local low-carbon economy and supporting local organisations and businesses in mitigating the effects of volatile and increasing energy prices.

3 Membership

Membership is open to all businesses, charities, community groups and public sector bodies, within the London Borough of Islington. There is also an option for interested organisations inside and outside of the borough to become associate members, friends, or sponsors.

Grades of membership:

Full Membership

- Open to organisations based in the borough of Islington
- Members are required to submit their energy use on an annual basis.
- Members receive the full range of benefits and services as set out on the 'Join us' page of the Islington Sustainable Energy Partnership (ISEP) website.
- Membership fees are based on the size of the organisation.

Associate membership

- Associate membership is open to organisations based outside Islington or organisations unable to report their energy use.
- Associate Members receive limited range of benefits and services as set out on the 'Join us' page of the ISEP website.
- Membership fees are based on the size of the organisation.

Friends of the ISEP

- Open to individuals or partner organisations that wish to demonstrate their support for the Partnership. 'Friends of the ISEP' will be considered and approved by the Steering Committee. No fee is charged to Friends

Sponsors

- Sponsors are organisations wishing to support the Partnership financially or in other ways

- The details of sponsorship opportunities will be advertised on the ISEP website

4 Management: The Steering Committee (the Committee)

4.1 The Partnership shall elect from amongst its membership at each Annual General Meeting (see 6 below) a Steering Committee to include the following roles:

Chair / Co-Chairs

Role:

- To ensure the Steering Committee functions properly
- To ensure the ISEP is managed effectively
- To provide support and guidance to the project manager
- To represent the organisation at meetings and events

Vice-Chair

Role:

- To deputise for the Chair in his/her absence.

Treasurer

Role:

- To provide general financial oversight
- To work with the ISEP project manager to manage financial planning and budgeting
- To provide the Steering Committee with regular financial reporting and an end of year financial report

Secretary

Role:

- To ensuring meetings are effectively organised and minuted
- To ensure the ISEP maintains effective records and administration
- To uphold the requirements of governing documents including communication with members
- To support the project manager in the planning and delivery of the AGM

4.2 A maximum of 6 other members of the Partnership to be members of the Steering Committee and to serve as such for the ensuing calendar year.

4.3 The membership of the Steering Committee will be made up of Full members and up to 1 Associate member and 1 Friend of the ISEP as agreed by the Steering Committee

4.4 If an individual member representative is unable to attend a meeting of the Partnership or Steering Committee, they may send a substitute from their own organisation provided that the Chair

of the Committee is notified of the identity of the substitute in advance or, where that is not possible, the substitute produces satisfactory evidence of his/her identity to the Chair at the meeting.

4.5 The Steering Committee may, by a simple majority vote at any meeting, terminate the membership of any Member it considers has engaged in conduct or activity incompatible with the objectives of the Partnership.

4.6 The Officer's role is to support the Partnership through the delivery of the work plan. This post shall be non-elected but agreed by the Steering Committee.

4.7 The Steering Committee shall carry on the management of the Partnership in accordance with its rules and objectives and in accordance with resolutions passed by the Partnership.

4.8 Any member of the Steering Committee shall automatically cease to be a member of the Steering Committee in the event of his/her expulsion or otherwise ceasing to be a Member of the Partnership.

4.9 At all meetings of the Steering Committee, five form a quorum.

4.10 All members of the Steering Committee shall be subject to annual re-election at the Annual General Meeting of the Partnership. Any member may propose a candidate or candidates for the holding of any office or for membership of the Steering Committee by giving notice in writing to the Chair not less than 7 days before the Annual General Meeting. Nominated candidates will be nominated and seconded at the Annual General Meeting. In the case of more candidates being nominated than there are places on the Steering Committee nominations will be decided by a ballot at the Annual General Meeting.

4.11 The Steering Committee may at any time and from time to time fill any vacancy from amongst the members of the Partnership and any member so appointed shall hold office until the next following Annual General Meeting.

4.12 The Steering Committee may, from time to time, appoint sub-groups to discuss specific aspects of its business and make recommendations to the Steering Committee thereon. Such sub-groups shall not have any executive powers but shall act in an advisory capacity only.

5 Meetings of the Steering Committee

5.1 The Steering Committee shall meet at least four times per annum or otherwise as the Steering Committee may agree from time to time. The date for the holding of each meeting shall be agreed by the Steering Committee Members at the preceding meeting or, alternatively, upon such date as the Project Officer shall communicate to each Committee Member by email. The date, time and agenda of all Steering Committee meetings will be posted on the website of the ISEP not less than 14 days before the date upon which such meeting is to take place.

6 Annual General and other meetings of the Partnership

6.1 The Annual General Meeting of the Partnership will be held annually on a suitable date set by the Steering Committee. Such date not to be more than eighteen months from the previous AGM.

6.2 At each Annual General Meeting:-

6.2.1 A report detailing the previous year's business must be presented.

6.2.2 The Chair, Vice Chair, Treasurer and Secretary must be elected.

6.2.3 Any other business that has been communicated to the Chair and included in the notice of the meeting may be conducted.

6.2.4 Any Member who desires to propose any resolution at the Annual General Meeting must give notice in writing to the Chair not later than 14 days before the date of the Annual General Meeting.

6.2.5 The quorum of any meeting of the Partnership is 10 Members or 5% of the membership , whichever is greater.

6.3 An Extraordinary General Meeting may be convened by the Steering Committee in the event of it deciding that the Partnership has business to conduct which cannot reasonably be carried over to the next Annual General meeting

6.3.1 A requisition must state the purpose for which a meeting is required and must be submitted to the Chair within reasonable time to allow for the calling of an exceptional meeting of the Steering Committee and, should the Steering Committee decide to do so, the setting of an Exceptional General Meeting of the Partnership.

6.4 Notice of meetings:-

6.4.1 The Project Officer shall, at least twenty one days before the Annual General Meeting send to every member at his or her postal or email address, as recorded in the Partnership's records, a notice of the time and the place where the meeting will be held and of the business to be conducted.

7 Votes

7.1 All Full and Associate Partnership Member organisations have the right to a vote at meetings of the Partnership but in the event of a tied vote then the Chair shall have an extra casting vote. All voting at meetings shall be by way of a show of hands.

7.2 Each Steering Committee Member shall have one vote at all Steering Committee meetings but in the event of a tied vote then the Chair shall have an extra casting vote. All voting at meetings shall be by way of a show of hands.

7.3 Except where otherwise indicated in this Constitution, decisions of the Partnership shall be made by a simple majority vote. "Simple Majority" shall mean a majority of Members present or their representatives at the meeting. No vote may be carried without this condition being satisfied.

8 Chair

8.1 The Chair of the Steering Committee presides at all meetings of the Partnership and Steering Committee.

8.2 If the Chair is not present at the time appointed for the meeting, and has signified his or her inability to be present at the meeting, the Vice-Chair shall take the Chair for the meeting, or the Members present may choose another member of the Steering Committee to be Chair of the meeting.

9 Members' Interest

9.1 All Members of the Partnership or their representatives are required prior to discussion of any relevant item to declare any financial or other interest, which they or their nominating businesses have in such item. This being in which it has a greater interest than that shared by all Members of the Partnership and may influence (or may be perceived likely to influence) the way in which Members vote on the matter.

9.2 Where a Member makes a declaration pursuant to clause 9.1 he or she must not vote thereon.

10 Modification of Rules

No alteration or addition to these rules may be made except by resolution carried by a simple majority at a meeting of the Partnership, notice of which contains particulars of the proposed alteration or addition.

11 Accounts

All funds of the Committee shall be held by the Steering Committee. Such funds shall be applied according to the lawful direction of the Steering Committee.

The Chair(s), Treasurer and Project Officer shall be signatories on the ISEP bank account and two signatories shall be required when making a request or giving an instruction to the bank.

12 Dissolution

12.1 If a resolution is tabled for the dissolution of the Partnership a "two thirds majority" vote of the Members, or their representatives, present at the meeting will be required.

12.2 If at any Partnership meeting a resolution for the dissolution of the Partnership is passed and no less than three weeks written notice has been given to each Member of the proposal, the Steering Committee must immediately, or at such future date as is specified in the resolution, proceed to realise the assets of the Partnership and if after the discharge of all liabilities any monies are remaining then they shall be divided as agreed by the Steering Committee.

Islington Sustainable Energy Partnership

Terms of Reference – Steering Committee

1 DEFINITIONS:

A) Islington Sustainable Energy Partnership (the Partnership):

A broad range of organisations from the public, private and voluntary sectors that commit to reduce CO2 emissions from their own operations. The reductions of individual organisations will contribute to an overall carbon reduction target agreed to be 40% reduction in Islington by 2020.

B) Steering Committee (SG):

Members of the Partnership who provide overall direction and co-ordination of the Islington Sustainable Energy Partnership activities.

2 AIM OF THE STEERING COMMITTEE

- To steer the Partnership towards achieving its goal of a 40% reduction in carbon dioxide emissions by April 2020.
- To guide the Partnership to achieve joint working across the private, public and third sector in Islington, promote energy efficiency and good environmental practice in the operations of local organisations and businesses.
- To work through the Partnership to contribute to a resilient local economy, in particular strengthening the local low-carbon economy and supporting local organisations and businesses in mitigating volatile and increasing energy prices.

3 OBJECTIVES:

A) To agree the direction and implementation of the work plan for the Partnership.

B) To scrutinise delivery against the agreed workplan and progress towards the overall objectives of the Partnership

C) To receive regular reports from the Project Officer and monitor progress on a bimonthly basis.

D) To approve and monitor the Partnership budget on at least a bimonthly basis

E) To be ambassadors for the Partnership. This means:

i) Promoting and championing the ISEP within their own organisations and ensuring that organisation is an active member of the Partnership

ii) Promoting and championing the Partnership at an Islington-wide level. September 2012

iii) Promoting and supporting Partnership events

F) To seek specialist advice where appropriate and ensure that this informs delivery of the work plan.

G) To identify sources of external funding for the Partnership and to signpost members to these sources.

H) To share information and experience in order to encourage take-up of best practice amongst the wider Partnership.