

# TERMS OF REFERENCE FOR WOODFUEL WALES 1<sup>st</sup> Edition



Adopted at General Meeting held on 11<sup>th</sup> May 2010

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0. *WoodFuel Wales is an organisation that consists of people, companies and organisations interested in the wood fuel industry in Wales.*

*To ensure coordination of wood fuel related activities WoodFuel Wales operates as a separate organisation under the umbrella of the Wales Forest Business Partnership (WFBP Limited).*

1. The **mission statement** for WoodFuel Wales is simply...

*"To promote the efficient supply and use of wood fuel as a clean, low carbon and sustainable energy source in Wales and the Marches".*

2. The following **aims and objectives** have been set as the main areas of activity.

- Bring together and represent all those in Wales and the Marches involved with the growth and supply of wood fuel; and the design, supply, installation and servicing of wood burning installations.
- Develop and encourage continual improvements for the growth and distribution of quality wood fuel.
- Educate developers, builders, architects and homeowners on the benefits of clean and efficient wood burning systems.
- Advise, influence and raise awareness within Government on legislation affecting wood burning. Encourage the cultural heritage of woodlands in Wales and the benefits this gives the Welsh economy and wildlife.

WoodFuel Wales may also engage in any other lawful activities that assist in pursuing the mission, such as, creating and promoting a quality assurance scheme for wood fuel in Wales.

### 3. Membership

To assist with the progression, operation and funding of WoodFuel Wales various categories of membership are in place for which annual rates of subscription are set by the Steering Committee.

An annual general meeting of members will be held in each calendar year to give the membership the opportunity to discuss the activity of WoodFuel Wales and vote on any formal issues such proposals for raising membership subscriptions, changes in the aims and objectives of the organisation. Each fully paid member shall be entitled to vote. Where a member is represented by more than one attendee at a meeting it shall nominate who is authorised to vote on its behalf. A vote shall be carried by simple majority of those attending the meeting during which the vote is being taken.

Additional meetings may be called by the steering committee as and when necessary. A minimum of 14 days notice shall be given for any meeting.

#### **4. Steering committee**

The management of WoodFuel Wales shall be carried out by the Steering Committee assisted by the General Manager, who are responsible for.

- Developing the ongoing strategic direction of the organisation, which includes instigating actions in pursuit of the aims and objectives using whatever resources are practically available.
- Drafting of budgets
- Developing and pursuing initiatives and or projects that assist in progressing WoodFuel Wales.

There shall be a minimum of three and a maximum of 7 members of the Steering Committee, who are to be elected by the general membership and shall include the chairperson who is also voted for by the general membership as chairperson for the Steering Committee and organisation as a whole. Members of the Steering Committee shall be a fully paid member of WoodFuel Wales or the appointed representative of a fully paid member.

Elections and voting shall be carried out at an Annual or Extraordinary general meeting. Candidates for election shall be proposed and seconded by current fully paid members and details of candidates shall be given at least 14 days before a meeting during which voting shall take place.

The Steering Committee shall convene at least four times in a calendar year but may meet more frequently as required. A record of each meeting shall be taken. If any matter needs to be voted upon each member of the Steering committee shall have one vote and in the event of votes being tied the chairperson has the right to place a casting vote. A vote shall be carried by simple majority subject to those voting representing a quorum of at least 60% of the total members of the steering committee.

The term of office for a member of the Steering Committee and chairperson shall be three years with the option of a further 3 year term, unless otherwise changed by vote at an Annual General meeting.

The Steering Committee may at its discretion create working groups with a working group chairman to deal with specific tasks and appoint any member to attend meetings or events on behalf of WoodFuel Wales.

The Chairperson shall take executive decisions in between meetings of the Steering Committee. A record of such decisions shall be kept by the General Secretary to enable reporting at the next Steering Committee meeting.

The Steering Committee shall be assisted by the General Secretary who shall attend but not vote at Steering Committee meetings.

The Steering committee shall present to the main board of WFBP Limited an annual report and annual accounts together with a plan and budget for the forth coming year upon which the main board may offer its comments. The activity and strategic direction of WoodFuel Wales should be compatible with the general and mutually shared objectives of WFBP Limited.

The incumbent chairperson of WoodFuel Wales shall be appointed as a director of WFBP Limited to provide a close liaison between the two organisations and upon retirement as chairperson relinquish the directorship to the incoming chairperson.

#### **5. Secretariat**

The day to day operational services and General Secretary of WoodFuel Wales shall be provided by the Welsh Timber Forum Limited or other organisation that may be appointed by a special resolution and majority vote of the general membership.

The General Secretary is responsible for carrying out the duties as reasonably directed by the Steering Committee which shall include.

- The organisation and recording of general and steering committee meetings.
- The keeping and presentation of accounts of the income and expenditure of WoodFuel Wales.
- Ensure that the Steering Committee is kept fully informed of any developments, changes and/or activities of the WFBP Limited and all its associated businesses and activities.
- Managing and reporting on the registration and handling of membership applications and renewals.

The cost of providing the day to day services and General Secretary shall be at rates agreed with the Steering Committee.

## **6. Funding**

WoodFuel Wales shall seek funds by way of membership subscriptions sponsorship and grant assistance, or any other lawful means.

Funds created and gained by WoodFuel Wales shall be held in trust by the Secretariat on behalf of the general membership of WoodFuel Wales and be used solely as directed and authorised by the Steering Committee.

The Secretariat shall keep all records and receipts of incoming and outgoing payments, and present a financial report at every meeting of the Steering Committee.

The Secretariat shall be responsible for maintaining the necessary records accounting declarations returns in order to fully comply with relevant legislation.

- 7. Changes to these Terms of Reference** may only be made by special resolution that is carried by a positive vote at an Annual General or Extraordinary general meeting of the membership.

*END OF TERMS OF REFERENCE 1<sup>ST</sup> Edition, 11 May 2010*