



STATUTORY AND GOVERNANCE COMMITTEE

TERMS OF REFERENCE

Approved by the Board on 20 February 2023

1. Membership

- The Chairman of the Committee shall be appointed annually by the Board
- The Committee shall comprise a minimum of four Board members and have a quorum of three.
- Other Members of the Board have the right to attend committee meetings in an observatory capacity.
- In the absence of the Committee Chairman, the remaining members present shall elect one of themselves to chair the meeting who would qualify under these terms of reference to be appointed to that position by the Board.
- Where appropriate, members of the Senior Management Team should be in attendance at meetings.
- In addition, and subject to the Board's approval other members (including those from third party authorities) may be co-opted onto the Committee in an advisory role.
- The Committee shall co-opt Members as required.

2. Frequency of Meetings

- 2.1 The Committee shall meet on an ad hoc basis as either requested by the Chairman or Clerk or the Board.

3. Annual General Stakeholder Meeting

- 3.1 The Committee Chairman should attend the annual general meeting to answer any stakeholder questions on the committee's activities.

4. Scope

- 4.1 The Board has delegated the responsibility to the Committee to:
- Advise and make recommendations to the Board on the legal framework and governance compliance of Littlehampton Harbour
 - To assist with the formulation of an application for a Harbour Revision Order (HRO)
 - To consider advice received from the Board's legal team relating to the Board's legal framework and proposed changes to it.
 - To develop a strategy for the implementation of the HRO
 - To make recommendations to the Board in respect of stakeholder engagement in the HRO process
- 4.2 In addition, the Sub-Committee will have due regard for and, where appropriate, make reference to the relevant provisions of:
- legislative and statutory framework concerning harbor management
 - codes of practice and guidance from authorities and regulatory bodies
 - common practice and procedure of other independent trust ports

- Littlehampton Harbour Business Plan as is in force at the time

5. Other Matters

5.1 The Committee shall:

- Have access to sufficient resources in order to carry out its duties, including access to salary benchmarking data
- Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members.
- Arrange for periodic reviews of its own performance and, at least every three years, review its constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

6. Authority

6.1 The Committee is authorised by the Board to:

- Obtain any legal or other professional advice on any matters within its terms of reference
- Investigate any activity within its terms of reference
- Seek such information as may be from time to required.

7. Reporting

- The Committee will report to the Board through its Minutes.
- Draft minutes of committee meetings shall be circulated promptly to all members of the committee to approve via email. Once approved, minutes should be circulated to all other members of the Board unless in the opinion of the committee chairman it would be inappropriate to do so.