

Dorset Local Enterprise Partnership

Dorset Tourism Association
Terms of Reference

March 2021

1. Purpose

1.1. The Dorset Tourism Association (referred to as the Group hereafter) is purpose is to promote, market and develop tourism in Dorset. Tourism is a strategic sector for Dorset LEP.

2. Objectives

2.1. The Agenda for the Group should be broadly set at the beginning of each financial year but will also allow enough flexibility and time for review should matters arise throughout the year.

2.2. The objective of the Group is to promote trade and commerce in tourism, and improve the overall awareness, effectiveness and quality of tourism provision, in Dorset for and to the benefit of the members, Dorset's residents, tourists and visitors.

2.3. The Group is responsible for:

- Representing and communicating with the tourism trade members across Dorset using website, annual conference, e-newsletter, social media and PR;
- Gathering intelligence (e.g. research, data, case studies, trend information) for market and visitor analysis;
- Understanding changes in tourism trends, economic or other factors (e.g. technology and connectivity) and how these impact Dorset tourism businesses;
- Supporting initiatives that maximise the opportunity for Dorset tourism;
- Lobbying and helping with co-ordination of activities to maximise grant making and other funding opportunities;
- Encouraging close working and co-operation between all the Destination Management Organisations, economic development teams in the local authorities and the tourism trade throughout Dorset;
- Providing a link into Dorset LEP and other public sector bodies as well as a point of coordination for other organisations in Dorset;
- Complying with the objects of the company as defined in the Articles of Association of the Dorset Tourism Association Community Interest Company.

3. Status

3.1. The Dorset Tourism Association is established as an independent organisation. The formal legal status of the Dorset Tourism Association is Community Interest Company Limited by Guarantee. It conducts its activities in the interests of the area it serves and secures its long-term objectives without giving undue favour to any organisation or board/group member. The Dorset Tourism Association is a 'not for profit' organisation. The Company is not conducted for private gain: any surplus or assets are used principally for the benefit of the community.

3.2. The Group is established as Committee to the Dorset LEP Board.

3.3. The Group shall be fully accountable to the Dorset LEP Board.

4. Membership

4.1. Representation

- 4.1.1. All business of the Group will be conducted in accordance with the Nolan Principles of Public Life (Appendix 1).
- 4.1.2. The Group will consist of up to 20 Directors, with a minimum of 6 Directors along with Associate Members. Dorset Tourism Association Board members can be either:
- Nominated representatives from the member associations.
 - Associate members.
- 4.1.3. Associate members are those which have an in-depth knowledge and experience regarding a particular sector or the Dorset Tourism industry as a whole, but who are not affiliated to a member organisation. *Associate members are **NOT** eligible to be Directors and DO NOT have voting rights.*
- 4.1.4. The aim is to have all aspects of tourism related business in Dorset represented in some capacity on the Board.
- 4.1.5. The following organisations are members of the Dorset Tourism Association and entitled to nominate a representative to attend board meetings and become a Director of the Dorset Tourism Association. A proxy representative should also be put forward to cover any absence from the nominated representative:
- Best of Dorset Attractions
 - Arts Development Company (ADC)
 - Dorset Food and Drink (DF&D)
 - British Holiday & Home Parks Association (BHHPA)
 - Bournemouth Accommodation and Hoteliers Association (BAHA)
 - BCP Council – Destination Management Board (Chair) and Portfolio Holder
 - Dorset Council – Tourism Portfolio Holder
 - Dorset Council area BID's (by request)
 - Dorset LEP
 - Jurassic Coast Trust
 - Dorset AONB
 - National Trust

In addition to the above council officers from the BCP Tourism Service and the Dorset Council Tourism service will attend Board meetings in an advisory capacity. These representatives will not be Board members or Directors.

In the event that an individual leaves a particular organisation they would be expected to resign as a Director and a new representative be nominated. They could however be appointed as an 'Associate member' if the board requests.

- 4.1.6. Board members represent the organisations that they are nominated from (with the exception of 'Associate members' who will act in a personal 'expert witness' capacity), all will act in the interests of the Dorset Tourism Association.

- 4.2. Any decisions are taken should be in the best interests of Dorset's tourism business community as a whole, regardless of location.
- 4.3. The role of local authority members is to represent their constituents, whilst acting in the interests of Dorset as a whole.
- 4.4. The term of office for board members is governed by the Articles of Association of the Dorset Tourism Association Community Interest Company. Unless otherwise extended for exceptional and operational reasons this will be a maximum of 3 years.

4.5. Chair

- 4.5.1. The Chair shall be appointed by the Group from among its Directors by a majority. A Deputy Chair will be elected by the Group from amongst its members.
- 4.5.2. The Chair will also act as the tourism lead for Dorset LEP. The Deputy Chair will attend if the Chair is unable to do so. Where possible the Chair should be a Dorset LEP Board member, but this is only a recommendation.
- 4.5.3. The Chair position will be subject to renewal in accordance with the Articles of Association of the Dorset Tourism Association Community Interest Company.
- 4.5.4. Duties of the Chair will include:
 - o Leading the smooth and effective operation of the Group.
 - o To ensure the Group is operating effectively and within its mandate, that budgets are appropriately applied and that proper policies and processes are in place and observed.
 - o To ensure timely advice and reporting to the Dorset LEP Board relating to the work of the Group.
 - o Ensuring constituents of the Dorset LEP and government are aware of the work of the Dorset Tourism Association.
 - o To undertake activity as required according to the business plan or emerging strategies and needs.

4.6. Attendance

- 4.6.1. Group members are governed by the Articles of Association of the Dorset Tourism Association CIC.

4.7. Conflict of Interest

- 4.7.1. The Group shall ensure that all conflicts of interest are fully disclosed.
- 4.7.2. The Secretariat shall maintain a Register of Members' Interests. Members shall supply information to the Secretariat for inclusion in the register, on joining the Group, in response to any request for an update and on becoming aware of any new interest.
- 4.7.3. Should a member's interests change, s/he shall inform the Secretariat at the earliest opportunity.
- 4.7.4. Should an issue be discussed by the Group which presents a conflict of interest to a member, the member shall declare the conflict of interest, regardless of whether s/he has previously declared the interest in the Register of Members' Interests. Such declarations shall be minuted.

4.7.5. Members shall not vote or participate in discussions on any issues on which they have registered an interest.

5. Meetings

5.1. Frequency

5.1.1. Group meetings shall be held at least four times per year. A calendar of future meetings will be set for a year at a time although the minimum notice required for a meeting is two weeks, to ensure that all members are afforded the opportunity to attend.

5.2. Papers

5.2.1. The agenda and papers for meetings shall be issued at least 5 working days in advance of the meeting by the Secretariat.

5.3. Quorum

5.3.1. There should be a quorum of 6 Dorset Tourism Association Board members, and there must always be a majority of business sector members for a meeting to be quorate.

5.4. Decision Making

5.4.1. The Group shall operate on the basis of consensus.

5.4.2. The decision making process is defined in the Articles of Association of the Dorset Tourism Association CIC. The general rule about decision making is that any decision of the Director's must be taken as a majority decision and each Director participating in a meeting has one vote. Associate Board members are not allowed to vote.

5.4.3. In the event of a tied decision, the Chair of the meeting will cast the deciding vote.

5.4.4. Proxy votes are permitted providing details of the proxy have been submitted to the Chair by the non-attendee prior to the meeting start,

5.4.5. An Associate Member is allowed to stand as a proxy for a Director providing the details have been submitted and agreed by the Chair prior to the meeting start.

5.4.6. If a decision needs to be made outside of the meeting, decision can be sought via Written Procedure (Appendix 2). In such cases, the Secretariat shall write to each Committee member requesting agreement to a specified course of action. Committee members shall be given no fewer than five working days to respond to the Secretariat.

5.4.7. For a decision to be taken by Written Procedure, the number of members participating and the composition of those members must be as required for a quorate meeting. Over 50% of members responding to the request must indicate agreement to the proposal.

5.4.8. All decisions made by Written Procedure shall be ratified at the next scheduled meeting.

5.5. Minutes

5.5.1. Meeting minutes shall be disseminated to members no later than ten working days following the meeting. Minutes shall remain in draft until approval by the Committee at the next meeting.

5.5.2. Minutes shall be made publicly available on the Dorset LEP website. Minutes will be redacted where they contain personal information about individuals or commercially sensitive data or for good legal reason.

6. Performance Review

6.1. The Committee shall arrange for periodic reviews of its own performance and review its Terms of Reference annually to ensure it is operating at maximum effectiveness and to recommend any changes it considers necessary.

6.2. The Dorset Tourism Association may amend these Terms of Reference at any time.

6.3. The Terms of Reference will be reviewed annually and any changes reported to members at the Annual General Meeting.

7. Press & Media

7.1. Group members are not permitted to discuss the Dorset Tourism Association's affairs with the press or media without prior approval from the Chair.

7.2. In the event that members are approached by the press or media for comment on any matters relating to the Dorset REG, the matter must be referred immediately to the Chair.

Appendix 1: Nolan Principles of Public Life

Selflessness

Holders of public office should act solely in terms of the public interest.

Integrity

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

Objectivity

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

Openness

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty

Holders of public office should be truthful.

Leadership

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

Appendix 2: Written Procedures

1. A copy of the written resolution must be sent to every member of the committee together with a statement informing the member how to signify their agreement to the resolution and the date by which the resolution must be passed if it is not to lapse.
2. A member of the committee signifies their agreement to a proposed written resolution when the Company receives from him or her an authenticated Document identifying the resolution to which it relates and indicating his or her agreement to the resolution.
3. If the Document is sent to the Company in Hard Copy Form, it is authenticated if it bears the member's signature.
4. If the Document is sent to the Company by Electronic Means, it is authenticated if it bears the member's signature or if it is from an email Address notified by the member to the committee for the purposes of receiving Documents or information by Electronic Means.
5. A written resolution is passed when the required majority of eligible members have signified their agreement to it.
6. A proposed written resolution lapses if it is not passed within 28 days beginning with the circulation date.