

TERMS OF REFERENCE

1. Aims and Objectives

- 1.1 CBRN-UK is to act as a focal point to represent the interests of its members to UK Government Departments, Overseas Governments and other organisations concerned with their sector of business.
- 1.2 In particular, CBRN-UK is to provide:
 - a. A reference point which UK Government departments can turn to when seeking an industrial view when formulating policy in the CBRN field and a focal point the industry can use to represent its views to HMG.
 - b. A co-ordinating centre that communicates with overseas governments and organisations concerned with CBRN equipment or service area and which HMG can utilise to host incoming delegations.
 - c. A forum in which members and observers can discuss, in confidence, CBRN issues of mutual interest.
 - d. An opportunity for members to participate in shared marketing activities, eg. exhibitions, etc.
 - e. Opportunities for informed speakers to address members on current and appropriate issues concerned with the CBRN environment.

2. Membership Criteria

- 2.1 In order to join CBRN-UK:
 - 2.1.1 A|D|S Members shall have an automatic right to be members of CBRN-UK provided that they can demonstrate a CBRN capability that adds value to the UK economy.
 - 2.1.2 Non A|D|S Members
 - 2.1.2.1 All applications for membership by non-A|D|S members are subject to the approval of the CBRN-UK Executive Committee.
 - 2.1.2.2 All non-A|D|S member applicants must demonstrate compliance with one or more of the following criteria (paragraphs a. and b.):
 - a. Have a manufacturing capability in the UK or supply UK CBRN equipment or major components. Additionally, if a manufacturer is UK based and trying to supply UK or overseas governments, they may be a member.

2. Membership Criteria [cont'd.]

- b. Provide CBRN defence Services in the UK or overseas, eg. training.
- 2.2 UK subsidiaries of foreign organisations whose products are not manufactured in the UK may be considered for membership if their products are deemed to enhance the UK capability or offering and their organisation adds value to the UK defence economy.
- 2.3 Where qualification against the membership criteria is marginal, companies may be admitted to CBRN-UK and then subject to a review by the Executive Committee at a later date and prior to full membership being granted.
- 2.4 Members of CBRN-UK will be notified of new members at their regular Group meetings.
- 2.5 Appropriate HMG departments and other industry experts may be granted observer status. However, they will be excluded from sensitive industry-only discussions.
- 2.6 Members must not act in any way as to bring the name of CBRN-UK or its members into disrepute. Membership may be terminated should this occur. Examples of such might include but are not limited to:
 - deliberate contravention of export licensing regulations
 - directly or indirectly discrediting or denigrating CBRN-UK and/or its members

3. Organisation

3.1 Status

CBRN-UK is a Special Interest Group of ADS Group Ltd and operates under the auspices of the A|D|S. A|D|S will provide administrative and secretarial support, handle all membership matters, finances, will organise group meetings and disseminate information as requested by the Executive Committee. A|D|S will provide information and reports on the activities of CBRN-UK to the A|D|S Council as necessary to enable the latter to be kept aware of the Group's activities.

3.2 Executive Committee (EC)

- 3.2.1 CBRN-UK is to be run by an elected Executive Committee (EC) of six which will represent a cross section of the memberships' sectors and will act impartially in any decision making process that they undertake. A minimum of three persons will constitute a quorum to validate an EC meeting.
- 3.2.2 Each Member of the EC will be a nominated representative of an CBRN-UK member company.
- 3.2.3 The EC shall appoint a Chairman and a Vice Chairman whose names and company addresses are to be notified to all members. The EC may also co-opt particular industry and/or Government experts where appropriate in an advisory capacity.
- 3.2.4 The serving SRO CBRN and/or the CBRN Delivery Team Leader will be invited to serve on the EC as an observer but without voting rights along with a senior serving Home Office representative.

3.2 Executive Committee [cont'd.]

- 3.2.5 The serving Chairman of the Marketing Strategy Working Group will be invited to join the Executive Committee.
- 3.2.6 The EC shall meet at least once per year or more frequently if deemed necessary to perform its function. These meetings may be held prior to or after the main CBRN-UK meetings.
- 3.2.7 A|D|S will nominate a Secretary to the EC who will also act as Secretary to the full group and provide administrative services.
- 3.2.8 The EC will review all non-A|D|S member applications to join CBRN-UK, review the membership subscription levels and marketing fee on advice from the Secretary and will deal with any other constitutional issues that they arise.

3.2.9 Executive Committee Rotation

- 3.2.9.1 The Chairman, Vice-Chairman and EC members will serve for a period of two years. At the end of this period they may stand for re-election for a further two years. The maximum consecutive period an individual may serve is four years. On completion of a second consecutive two year term, an individual shall be eligible for further service on the EC after a period of two years has elapsed. This will not affect their membership of CBRN-UK.
- 3.2.9.2 At the first elections, the incumbent EC members may stand for election along with any other CBRN-UK industry members wishing to nominate themselves (or others). A proposer and seconder from the CBRN-UK membership will be required to support each nomination (including existing EC members at the first elections). If necessary, a postal/email ballot will be held amongst the CBRN-UK industry membership to determine the successful candidates. Ties will be decided in order of seniority of joining CBRN-UK. The successful candidates will then serve for the periods prescribed in 3.2.9.1.
- 3.2.9.3 Vacancies on the EC will be filled when they arise by inviting the person who had the next most of amount of votes at the previous election. If there is a non-preparedness to stand a postal/email ballot (as described in 3.2.9.2) will be held to determine the successful candidate(s) who will then serve for the periods prescribed in 3.2.9.1.
- 3.2.9.4 The Chairman of CBRN-UK will serve in this capacity for a period of two years and will then be succeeded by the Vice-Chairman. The outgoing Chairman will remain on the EC for a further period of two years for continuity.
- 3.2.9.5 Notification of new EC members and appointments of Chairmen and Vice-Chairmen will be delivered at the main meeting next occurring after the election/ballot/appointment at which ratification will be sought.

4. Applications for Membership

- 4.1 All completed applications for membership of CBRN-UK should be forwarded to the CBRN-UK Secretary.
- 4.2 All applications will be considered against the agreed membership criteria included in the Terms of Reference and forwarded to applicants with the application form.

- 4.3 Members of A|D|S: Each application will be passed to the Executive Committee for assessment under Article 2.1.1. All applicants are asked to signify agreement to this process under the Data Protection Act 1998 on the application form. Existing members of CBRN-UK will be advised of new A|D|S members joining the group at the meeting next occurring after application.
- 4.4 Non A|D|S Members: Each application will be passed to the Executive Committee for approval. All applicants are asked to signify agreement to this process under the Data Protection Act 1998 on the application form. Once approval has been granted by the Executive Committee, all new members will be ratified by the membership of CBRN-UK at the meeting next occurring after application.

5. Appeals Procedure

- 5.1 In instances where a dispute occurs over an applicant's suitability for membership of CBRN-UK, the applicant may challenge the Executive Committee's rejection and will have the right of appeal to the A|D|S Membership Committee who will act as independent arbiters. During the appeal, the applicant's representative(s) will be present to answer any additional questions. The A|D|S Membership Committee reserves the right to accept or overturn the CBRN-UK Executive Committee's decision during the appeal and the decision of A|D|S Membership Committee will be final.

6. Meetings

- 6.1 CBRN-UK shall meet a minimum of three times a year. Minutes will be kept of all meetings and will be circulated to all members of the group. The minutes will record:
- All appointments of officers;
 - All new members;
 - The names of all attendees at each meeting;
 - A record of all recommendations and resolutions;
 - Forthcoming events.

7. Finance

- 7.1 CBRN-UK will be a non-profit making, self financing group. The subscription for A|D|S Members of CBRN-UK will be waived. Subscriptions for non-A|D|S members will be determined by the Executive Committee. Other charges, ie. contributions to the Marketing Fund, will be levied annually at a rate to be proposed by the Executive Committee.
- 7.2 The funds will be managed and accounted for through A|D|S.

8. General

- 8.1 Accepting that the terms of reference may be amended over time, the application of current terms of reference will not be retrospective insofar as eligibility for membership by existing CBRN-UK members is concerned. However, if a company lapses its membership of CBRN-UK and then re-applies to join, the terms of reference existing at the time of re-application will be applied.