



Smart Councils Sharing Smart Ideas

SMARTCARD NETWORKING FORUM

CONSTITUTION

1. OBJECTIVES OF THE SMARTCARD NETWORKING FORUM

- 1.1 The SmartCard Networking Forum ("the Forum") is driven by local government, for local government and associated organisations (see section 3 for membership criteria).
- 1.2 The Forum's aims and objectives are to:
 - (i) exchange ideas and information about the use of smart cards in local government;
 - (ii) share implementation experiences and issues;
 - (iii) explore the potential uses of smart cards;
 - (iv) investigate ways of working within both public and private sector;
 - (v) research external funding possibilities("the Objectives").
- 1.3 The Forum is an independent organisation and is not a platform for sales or marketing, nor for political lobbying.

2. STRUCTURE

- 2.1 The Forum is made up of Members and is managed by an elected Core Group.
- 2.2 It is an unincorporated body, in existence for the mutual benefit of its Members, with contractual arrangements imposed and agreed by its Members through this Constitution.
- 2.3 There will be two main categories of membership:
 - (i) Full Membership; and
 - (ii) Sponsorship Membership.These membership types may be split into sub-categories, as determined by the Core Group.
- 2.4 The definition and interpretation of the conditions, rules and procedures for membership will be reviewed from time to time by the Core Group.
- 2.5 In addition, the Forum Members may request a review through a resolution supported by no less than 50% of the Members at an Annual General Meeting or at a Special General Meeting.
- 2.6 Any proposed change must be approved by a majority of the Forum Members at a General Meeting or through an e-mail ballot.
- 2.7 The Core Group may withdraw membership if a Member, in the reasonable view of the Core Group, is deemed to be acting without regard to the best interests of the Forum, but only after notifying the member concerned in writing and considering the matter in the light of any written representations the member puts forward within 14 days after receiving such notice.

3. MEMBERSHIP

3.1 Full Members

- (i) Full membership of the Forum is vested in individuals, rather than in their organisation. This allows for any number of people from the same organisation to be in membership. However, only one person from each organisation will have the right to vote in Core Group elections and other ballots. This is to give all member organisations an equal voice, irrespective of size.
- (ii) Full membership of the Forum shall be open to people with an interest in the development, application and use of smart card technology within local government and related sectors and who are employees, elected representatives or voluntary workers within:
 - o a local or regional authority,
 - o central government,
 - o another public sector body, or
 - o a "not for profit" organisation.
- (iii) The Core Group has the authority to make the final decision on any application for membership and there is no right of appeal.
- (iv) At present, Full Members are not required to pay a subscription. A subscription may be levied in future if agreed by a majority of Members at a General Meeting.
- (v) Full Members will have access to the Full Members' area of the Forum website.

3.2 Sponsor Members

- (i) Other organisations, such as suppliers to local government, may apply to join the Forum as Sponsor Members. Sponsor membership shall be vested in the organisation rather than in the individual.
- (ii) Sponsor Members will be required to pay a subscription each year and will, in return, receive a package of benefits. The subscription and the benefits package will be agreed by the Core Group annually and notified to all Members.
- (iii) An organisation in Sponsor membership will have only one vote in ballots of Forum Members.

(iv) Sponsor Members will not have access to the Full Members' area of the Forum website.

3.3 Membership application procedure

3.3.1 Applications for full membership

- (i) Applications for Full membership must be made by email through the Forum website or by contacting the Forum Co-ordinator directly
- (ii) The Webmaster will accept applications from employees or elected representatives of local authorities or other public sector bodies, or from related "not for profit" organisations ("qualifying organisations"), as identified by a bona fide email address.
- (iii) The Webmaster will refer to the Co-ordinator any applications which do not appear to meet this criterion.
- (iv) The Co-ordinator will investigate and determine the application if possible, otherwise s/he will refer it to the Core Group for a decision.
- (v) Membership will be refused if an applicant is not directly associated with a qualifying organisation **and** cannot demonstrate any involvement with the use of smart cards in local, regional or national government.

3.3.2 Applications for Sponsor membership

- (i) Applications for Sponsor membership must be made to the Core Group and the Core Group has the authority to accept or refuse the application. Only the Full Members on the Core Group may vote on the acceptance or refusal of a Sponsor membership application.
- (ii) The Core Group will consider non-cash sponsorship offers and will accept or reject them, in writing (usually email), as the members of the Core Group see fit. The guiding principle will be whether the acceptance of any offer is in the interests of the aims and objectives of the Forum.
- (iii) Sponsor Members who have served on the Core Group will be offered one year's free Sponsor membership of the Forum when they stand down after at least one year's service. They will be expected to be available to give help and advice on request during that year.

3.3.3 Expulsion from and resignation from membership

- (i) Membership of the Forum may be withdrawn at the absolute discretion of the Core Group if a Member (Full or Sponsor) is considered to have acted in a manner prejudicial to the objectives of the Forum.
- (ii) Such conduct may include:
 - o disclosing confidential information about other Forum Members
 - o using the Forum to promote a party political agenda
 - o discrimination on the grounds of race, religion, gender or ethnic origin
 - o undermining the activities of the ForumThis list is intended to be illustrative not exhaustive.
- (iii) Membership shall only be withdrawn after notifying the member concerned in writing and considering the matter in the light of any written representations the member puts forward within 14 days after receiving such notice.
- (iv) Any member may resign on written notice to the Core Group or Forum Co-ordinator or through the Forum website. Sponsorship payments are not usually re-payable in the event of resignation part-way through a year.
- (v) If a member leaves the employment of the organisation under which they joined the Forum as a member, they must notify the Forum Co-ordinator. The Co-ordinator will then re-evaluate their membership status. If the co-ordinator is not informed that a member is no longer in the employment of the organisation under which they joined the Forum, the Core Group reserves the right to withdraw the individual's membership.

4. THE CORE GROUP

4.1 Responsibilities

The Core Group is empowered to control, direct and manage the Forum in order to achieve the Objectives. Its powers and responsibilities include:

- (i) the convening of Forum General Meetings
- (ii) arranging Forum events
- (iii) appointing and managing the SmartCard Networking Forum Co-ordinator, WebMaster and any other support officers
- (iv) determining membership applications
- (v) maintaining a membership database
- (vi) considering offers to the Forum of financial or other support and deciding upon acceptance or rejection
- (vii) promoting and publicising the Forum and ensuring that all publicity material is appropriate to the Forum's constitution and objectives
- (viii) upholding standards of openness, integrity and commitment to public service within the Forum
- (ix) taking appropriate action against any Forum Member who acts in a way likely to bring the Forum into disrepute
- (x) interpreting the Forum rules and taking proposed changes to the Forum membership for decision when necessary
- (xi) ensuring that the Forum operates in accordance with its objectives at all times
- (xii) establishing appropriate financial arrangements, subject to section 10 and depositing or investing funds as it sees fit
- (xiii) establishing any appropriate Standing Orders

(xiv) to do anything else which promotes or helps to promote the Objectives.

4.2 Core Group membership

- (i) The Core Group comprises a minimum of six and a maximum of ten Full Members and five Sponsor Members. Core Group members are elected by the Forum membership on the basis of the knowledge, skills and experience they are able to contribute to the Forum. They are not elected as representatives of their parent organisations.
- (ii) A term of office lasts for twelve months and a Core Group member may stand for re-election as many times as s/he chooses.
- (iii) The Core Group may co-opt up to three additional members for a specific purpose for a limited period of time. Co-opted members will usually, but not necessarily, be in membership of the Forum. They will not have voting rights within the Core Group.
- (iv) Any Core Group member may resign on written notice to the Core Group or Forum Co-ordinator. In the event of a resignation part-way through a year, the remaining Core Group members shall be entitled to co-opt a replacement member in place of the resigning member.

4.3 Core Group elections

- (i) The Core Group will be elected by Full and Sponsor Members of the Forum at the Annual General Meeting each April. Candidates may nominate themselves but must have a seconder from another organisation who is a Full or Sponsor Member of the Forum.
- (ii) If there are more than ten Full Members or five Sponsor Member individuals standing for election, there will be a ballot at the AGM. Only one Full or Sponsor Member from each organisation has voting rights and may take part in the ballot.
- (iii) There will be a call for Core Group nominations at least 30 days before the AGM. Nominations, bearing the name of the candidate and seconder, must be sent by email to the Forum Co-ordinator, to arrive at least seven calendar days before the AGM.

4.4 Core Group Chairperson

The chairperson will be elected by the Core Group and may be either a Full Member or a Sponsor Member of the Forum.

4.5 Conduct of Core Group Members

- (i) Core Group members are expected to remember that they have been elected to represent the interests of the Forum not their parent organisations. No member is permitted to receive a salary or any kind of fee from the Forum for their work on the Core Group. Exceptionally, out of pocket expenses may be reimbursed, but only if prior authorisation was given by the Core Group.
- (ii) Sponsor Members who have served on the Core Group will be offered one year's free Sponsor membership of the Forum when they stand down after at least one year's service. They will be expected to be available to give help and advice on request as reasonably requested during that year.

4.6 Core Group meetings

- (i) There will be at least six Core Group meetings per year at venues to be agreed by the Core Group. Meeting dates will be agreed in advance and posted on the Core Group area of the Website.
- (ii) A quorum, for purposes of decision making will be five Core Group members. A meeting may not be adjourned as inquorate within 30 minutes of the published start time.
- (iii) All meetings will be recorded and points of action or decision will be noted. The meeting notes will be posted on the Members' area of the Website, once they have been agreed by the Chairperson.

5. SMARTCARD NETWORKING FORUM CO-ORDINATOR

5.1 The Core Group will appoint a SmartCard Networking Forum Co-ordinator. Depending upon the resources available, this may be a paid or voluntary position. The postholder may be employed by the Forum or seconded from a Member organisation on a short or long term basis.

5.2 The Co-ordinator will undertake the following tasks as part of their role, however this list is not definitive and the Co-ordinator may be required to undertake other tasks to ensure the Forum meets the Objectives as set out in see section 1.

- (i) be the central point of contact for all Forum activities.
- (ii) organise and co-ordinate sponsors and identify funding opportunities for the Forum, with the eventual aim of the Forum becoming self-funding.
- (iii) organise and co-ordinate the different streams of Forum activity, such as:
 - o Forum events
 - o the Forum Website
 - o publicity and marketing
- (iv) raise the profile of the Forum by investigating and developing links to relevant Government departments and the SmartCard initiatives of other organisations.
- (v) conduct research into related topics and to produce papers for publication.
- (vi) explore linkages to national schemes and to act as a broker between Authorities who express a desire to work together on SmartCard initiatives.
- (vii) process membership applications and respond to any membership queries
- (vii) provide administrative support to the Core Group and the Core Group Chairperson.
- (viii) identify the necessary activities and resources to meet Forum request as they arise.

5.3 The Co-ordinator is not a Forum or Core Group member and does not have voting rights. S/he will have full rights of access to all areas of the Website.

6. SMARTCARD NETWORKING FORUM WEBMASTER

- 6.1 The Core Group will appoint a SmartCard Networking Forum WebMaster. Depending upon the resources available, this may be a paid or voluntary position. The postholder may be employed by the Forum or seconded from a Member organisation on a short or long term basis.
- 6.2 Working closely with the Co-ordinator, the WebMaster will:
 - (i) maintain and develop the Forum Website.
 - (ii) deal with feedback from users.
 - (iii) provide information to the Core Group on the level and nature of Website usage.
- 6.3 The WebMaster is not a Forum or Core Group member and does not have voting rights. S/he will have full rights of access to all areas of the Website.

7. FORUM EVENTS AND FORUM GENERAL MEETINGS

- 7.1 There will be up to three SmartCard Networking Forum events each year for Full and Sponsor Members. Venues will be chosen to suit the majority of Members and the arrangements will be posted on the Forum Website. These events might include a General Meeting of Members but will always include a report from the Core Group
- 7.2 Members must be given at least 30 days notice of the date and venue of General Meetings of the Forum. Notice will be sent by email and posted on the Website. Any accidental omission to notify a Member in accordance with the above rule will not invalidate the proceedings at the AGM.
- 7.3 There will be an annual general meeting (AGM), usually in April each year. Agenda items and resolutions must be submitted to the SmartCard Networking Forum Co-ordinator at least three weeks before the AGM.
- 7.5 The AGM will elect the Core Group members and an Honorary Treasurer and will appoint an Auditor for the year ahead (if required, see section 10).
- 7.6 This Constitution must be adopted by a majority vote at the first AGM and any changes agreed at subsequent AGMs.
- 7.7 In addition to the AGM, Special General Meetings may be called by the Core Group on such notice as they judge reasonable in order to seek the Members' ruling on matters of urgency. However, physical meetings will be called only if strictly necessary; otherwise Members will be consulted by email.

8. WEBSITE

- 8.1 The Forum will have its own website at: www.scnf.org.uk.
- 8.2 There will be full public access to the Home page and to certain linked pages.
- 8.3 Access to other parts of the site will be restricted and will require a password for entry. Restricted areas include:
 - (i) the Members' page and links to the members directory, bulletin board and events calendar, accessible to Full Members, Co-ordinator and WebMaster only;
 - (ii) the sponsor's page and links to the bulletin board and events calendar, accessible to sponsor members, co-ordinator and webmaster only;
 - (iii) the Core Group area, accessible to Core Group members only.

9. FUNDING AND SPONSORSHIP

- 9.1 The running costs of the Forum are met through sponsorship, grant aid and other forms of external funding.
- 9.2 Donations or other forms of assistance in cash or in kind will be accepted at the discretion of the Core Group and provided they do not conflict with the primary objectives of the Forum.

10. BANKING

Note: *Bracknell Forest Borough Council is currently providing, free of charge, banking, book-keeping and audit services to the Forum, as part of the Council's sponsorship of the Forum. The arrangements detailed in paragraphs 10 and 11 will apply at such time as Bracknell Forest Borough Council ceases to provide this service.*

- 10.1 The Forum will appoint an Honorary Treasurer who must be a Full Member of the Forum. The position is unpaid.
- 10.2 A separate and transparent Bank account will be set up for the Forum by the Treasurer. The Treasurer will provide the Forum with six-monthly statements. The chequebook will be held by the Treasurer and two designated members of the Core Group, usually including the Chairperson, will be cheque signatories. Banking arrangements may change at the discretion of the Treasurer and with the agreement of the Core Group.
- 10.3 The Core Group will not have powers to borrow money for any purposes, and may not enter into commitments that exceed the current funds.
- 10.4 The Treasurer should be informed of all planned expenditure without delay.

11. AUDITORS AND THE FINANCIAL YEAR

- 11.1 The Treasurer will submit an annual set of accounts to the Core Group. If the turnover exceeds £10,000 a qualified auditor may be appointed, otherwise the Core Group may move to accept the accounts as presented on a show of hands.
- 11.2 The Forum's financial year will run from 1 April until 31 March.

12. ASSETS AND DISPOSAL OF ASSETS

- 12.1 Assets may be purchased to operate the Forum within the rules stated above. An asset register will be kept by the Treasurer or his/her nominee. Items under £100 may be noted in the Treasurer's report, and treated as revenue costs.

12.2 All expenditure must be authorised in advance by the Core Group, with reasonable details including cost, justifications, and location of assets.

12.3 The Core Group may agree to dispose of assets for the best possible price, if considered necessary.

12.4 If at any time 75% of the members at a General Meeting decide to dissolve the Forum, the Core Group will remain in office and be responsible for winding up the Forum's affairs. All physical assets will be sold for their current value and, after making provision for the liabilities of the Forum, the proceeds, together with any remaining cash assets, shall be donated to a similar not-for-profit organisation or to a charity selected by the Core Group.

13. REGISTERED OFFICE

The SmartCard Networking Forum has no registered office as such. Correspondence and other forms of communication shall be directed to the SmartCard Networking Forum Co-ordinator. The website address is: www.scnf.org.uk.