Terms of reference – Phase 1

Context and aims

- The Yorkshire and Humber Climate Commission is an independent advisory body set up to bring actors from the public, private and third sectors together to support, guide and track the impact of ambitious climate actions across the region.
- The Commission's aims are to promote:

1. climate resilience and adaptation to climate risks and impacts;
2. progress towards net zero carbon emissions;
3. a just and inclusive transition and climate actions that leave no-one and nowhere behind;
4. sustainability, especially by advancing climate actions that also restore and protect nature and biodiversity.

- The Commission will pursue these aims by enabling engagement, supporting constructive debate, strengthening the evidence base, promoting best practice, helping to build capacities for financing and delivery and regularly reviewing progress.
- The Commission will inform and work with other initiatives across the region (including those of local authorities and more local climate commissions) rather than duplicating existing efforts.
- The outputs of the Commission will include position papers, action plans and annual reports to be fed into the Yorkshire Leaders Board, combined and local authorities, local enterprise partnerships and key organisations, groups, networks and communities across the region.
- By operating at the regional scale, the Commission will support local actions whilst also promoting Yorkshire and the Humber in national and international fora and debates.
- Whilst it has support from the Yorkshire Leaders Board and local authorities across the region, the Commission is not a public body, it has no statutory basis or legal powers and it is not a planner, regulator or a delivery body. Beyond supporting climate action in the region, it is not a platform for lobbying, marketing or public relations.
- In all of its activities, the Commission will seek to apply the principles of public life by acting in the public interest and promoting integrity, objectivity, accountability, openness, honesty and leadership and by promoting inclusion and diversity.
- The Commission will aim to work towards net zero carbon emissions in all of its operations, particularly by facilitating virtual engagement to minimise Commission-related travel.

Membership, Structure and Roles

- The Commission will include a main Commission, a leadership group, a national and a regional policy forum, a small number of standing panels, working groups as appropriate and a secretariat.
- The Commission membership will include a Chair, four Vice-chairs, a Director and c.30 Commissioners.
- All members should support the broad aims and objectives of the Commission as set out above.
- The Chair must act as an independent individual and not as a representative of a particular organisation or group. Ordinarily, the Chair shall convene each quarterly meeting of the Commission. They will be appointed for a period of three years.
- The four Vice-Chairs representing North, South and West Yorkshire and the Humber will be nominated by the local/combined authorities in each part of the region. They will attend Commission meetings and co-chair one Commission meeting a year.
- The Director will oversee the effective operation of the Commission by supporting the Chair and the Vice Chairs, leading in the preparation of Commission outputs and managing its day-to-day activities, engagements and communications and overseeing the work of the secretariat. The Director will be appointed for a period of three years.
- Commissioners will include representation from different areas, groups and sectors, with a balance between the public, private and third sectors.
- Four Commissioners will be senior local/combined authority officers nominated by the authorities in North, South and West Yorkshire and the Humber. They will be officers with responsibility for climate change or related areas and will be tasked with connecting the Commission to the work of the range of authorities within their area.
- The other Commissioners will be appointed as individuals on the basis of their experience and knowledge but with the support of their employer, organisation, community or network.
- Commissioners will be expected to:
    - bring their expertise, insight and engagement skills to contribute to and promote the work of the Commission;
    - approve the Commission's Terms of Reference;
    - attend quarterly meetings of the Commission and other events where possible;
    - help to set priorities, define structures and agree to a programme of work for the Commission;
    - consider and review all evidence and documentation referred to the Commission;
    - sign off on reports and other outputs from the Commission under the terms set out below;
    - where possible be open to co-chairing/supporting the work of one or more Panels.

- Commissioners shall be appointed for three years, and will advise the Chair of any change in their circumstances at the earliest available opportunity. Commissioners should make every attempt to attend quarterly meetings. Apologies and requests for substitutions should be submitted to the Chair/Secretariat in advance of the meetings. If a Commissioner is absent for three meetings in succession, membership will be reviewed and may be revoked.
- The Commission will establish a leadership group to oversee the governance and resourcing of the Commission and to ensure that its different activities are coordinated and joined-up. The leadership group will include the Chair and Vice Chairs, the Director, the Senior Officers and one of the Chairs of each panel and working group. It will meet at the mid-point between the quarterly Commission meetings.
- The Commission will establish a national policy forum to enable the Commission to have two-way interactions with the region's MPs and peers and with key national government ministries, with the forum meeting on a twice-yearly basis.
- The Commission will establish a regional policy forum to enable the Commission to have two-way interactions with both elected members and lead officers with responsibility for climate related activities in local authorities across the region, with the forum meeting on a twice-yearly basis.
- The Commission will establish a number of permanent panels to address key priorities. These panels will normally be convened and co-chaired by 2 or more Commissioners who will invite wider participation, coordinate Panel activities and feedback any insights and outputs generated into the Commission.
- The Commission may also establish working groups to focus on key tasks as appropriate.
- The Commission will be supported by a small secretariat including a net-zero analyst, a climate resilience analyst, a communications lead and an administrator.
- The Chair, Vice Chairs and Commissioners give their time on a voluntary basis.
- The employer of the Director and the staff of the secretariat will be reimbursed for the time dedicated to the Commission (estimated at 1 day a week for the Director, 1.5 days a week for each of the analysts, 1.5 days a week of a communications lead and 2.5 days a week of an administrator).

Working Patterns

- The Commission will meet quarterly, with virtual participation enabled/encouraged, but with any face-to-face meetings or events held at venues near to public transport links across the Humber, South, West and North Yorkshire.
- Commission meetings will normally take place on Wednesdays from 3.00-5.30pm. These meetings will not be open to the public. However, Commission meetings will normally be followed by a public engagement event from 6.30-8.00pm.
- Panel meetings will be convened on a less formal basis as needed/appropriate. The Commission may also run/participate in other engagement events and summits as required.

- The Commission will connect and collaborate with the All Party Parliamentary Group for Yorkshire and Humber.

Conflicts of Interest

- It is accepted that all members of the Commission are likely to have other roles and responsibilities that will often be linked to the activities of the Commission.
- Any potential conflicts of interest which arise should be identified to the Chair at the earliest opportunity.
- At the beginning of each Commission meeting, the Chair shall ascertain, with the assistance of Commissioners, the existence of any conflicts of interest arising from the agenda. Declarations of such conflicts will normally be recorded in the minutes of the meetings. The agenda and the meeting will be managed to ensure that these issues are managed appropriately and so that affected members will not participate in that part of the agenda, if the Chair deems this appropriate.
- Commission outputs will normally approved by the Commission as a whole, but where there are differences of opinion that cannot be resolved, these will be acknowledged with a statement that although the majority of the Commission support the output, it cannot be taken to reflect the views of every member of the Commission.
- Membership of the Commission does not preclude participation in the Commission's wider activities, either as an individual or as a representative of their organization.

Governance and Decision Making

- The Chair is responsible for approving Commission meeting agendas, with the support of the Vice Chairs and the Director. The agenda will be based on the agreed forward work programme consistent with the aims and objectives of the Commission.
- The Secretariat will aim to circulate the agenda and associated papers to all attendees five days ahead of the meeting date. Prior to the meeting, Commissioners may propose suggested agenda items to the Chair and also raise additional items under 'Any Other Business'.
- In order for the Commission meeting to be recognised as an authorised meeting, and for any recommendations or decisions to be valid, a quorum must be present. A quorum shall be defined as a minimum of ten Commissioners plus the Chair and one Vice Chair.
- Decisions within the Commission will be made jointly with a preference for a consensus-based approach to decision-making. If a vote is taken, each member of the Commission (including the Chair, Vice Chairs, Director and Commissioners) will be entitled to one vote, with a two-thirds majority being required for decisions to be approved.
- The minutes and actions of each Commission meeting shall be prepared by the Secretariat. Full copies of the minutes and actions, including attachments, shall be provided for comment to all Commissioners, after being approved by the Chair, within ten days of each meeting. Commissioners should endeavour to provide comment on the accuracy of the minutes within ten days possible following circulation.

- At the beginning of each meeting, the Chair shall seek approval from the Commission that the minutes and actions from the previous meeting are a fair reflection of the discussions which took place. The Secretariat shall ensure that the list of action items is annotated with progress milestones and required completion dates.
- Minutes shall be published on the Commission website once they have been approved. The published minutes shall anonymise or redact any personal and/or commercially sensitive information.

Communications

- The Commission will maintain a web-site and will publish position papers, action plans, an annual report and other outputs as appropriate.
- Any sensitive or contentious issues will be reviewed by the Chair and/or discussed by the Commission prior to publication, with a two-thirds majority of a quorate meeting being required for outputs/communications to be approved.
- Where there are significant disagreements, these will be acknowledged and the different positions set out in any Commission statements and publications.
- All Commission statements and publications will be made with a supporting statement making it clear that although they represent the majority view of the Commission, the statement may not represent the view or position of any member of the Commission or of the organization/group etc. that they represent.
- Where members represent the Commission (i.e. in presentations or engagements in the media), they will present the wider view of the Commission in good faith.

Finances

- The Commission may seek funds to support its activities from anchor organisations within the region (e.g. local authorities, government agencies, regulated utilities), from charitable or philanthropic bodies or from government sponsorship (e.g. the research councils), but only on the condition that funders recognise the independence of the Commission and acknowledge that funding does not bring any influence over the work of the Commission.
- The sources of all funding (including in-kind support) will be fully acknowledged via the Commission's web-site, the annual report and at any events organised or on any publications generated on the basis of any financial support.

Periodic Review of Effectiveness and Independence

- The independence of the Commission is critical to its role and effectiveness. The Commission will conduct a regular review, which may be done by a third party, of its governance arrangements, its independence and its wider effectiveness.

Transparency

- On the assumption of openness, these Terms of Reference and all associated governance documents will be published on the Commission website. Matters of exception in relation to personal or other sensitive information will be agreed by the

Chair in discussion with the Commission and/or relevant individuals and in adherence with data protection requirements.

Duration

- The Commission will be established for three years in the first instance, with a review of its contribution and value-added in year three to establish whether it should continue.