

# Data Protection Forum Rules

## Rules V 2.11 (December 2015)

### 1. Name

1.1 The name of the organisation is The Data Protection Forum ("The Forum").

### 2. Objectives

2.1 The Forum is established for the purpose of providing a focus for the collection, formulation, exchange, analysis and communication of information on data protection and related legislation and regulation. The Forum may do all such other things as may be desirable for the promotion of that purpose.

### 3. Membership

3.1 There shall be three classes of membership – full membership, honorary membership and discretionary membership.

3.1.1 Full membership of the Forum shall be open to any individual or organisation interested in furthering the objects of The Forum and who has paid the subscription as laid down from time to time by the Members.

3.1.2 The grant of honorary membership shall be at the discretion of the Management Committee, subject to the approval of the Forum Membership, and shall be offered only to those individuals interested in furthering the objects of The Forum and where each individual shall have made a significant and positive contribution to the work of the Forum.

The benefits of honorary membership shall include the following:

- no subscription shall be payable
- attendance at any Forum meeting shall be free of charge
- access to the members' area of the website
- such other benefits as shall, from time to time, be provided to full Members

The Management Committee shall, by giving written notice to the Member, have the right to withdraw honorary membership or, as the case may be, invite the Member to become a full Member should the honorary member cease, in its view, to meet the terms of honorary membership for whatever reason.

3.1.3 Discretionary membership is for members who are no longer eligible to attend via their existing organisation's membership due to redundancy or unemployment. Discretionary Membership allows a member to continue to attend up to a maximum of 3 consecutive meetings free of charge until they find other employment in the data protection field. On being granted Discretionary Membership the member agrees that on finding such employment, they will then be asked to utilise their new employer's membership (or request their new employer to take out membership) if they wish to continue attending.

If the discretionary period covers a meeting which includes special entertainment (such as the annual Christmas lunch or an event on the River Thames) Discretionary Members will be invited by the Chairman to make an appropriate contribution towards the additional costs if they wish to participate in the special event e.g. Christmas lunch, the cost of which would normally be covered by the membership fee.

The Chairman would not expect to receive more than one request for discretionary membership from the same individual within a 4 year period, unless exceptional circumstances applied. A request should be made by Standard Letter to the Chairman.

#### Standard Letter to the Chairman

I have recently stopped working for ..... (name of company that is a **current** Forum member) and am currently between jobs in the data protection field. I request the Chairman of the Forum to grant discretion to allow me to attend up to 3 meetings on a complimentary basis, in order that I can keep my data protection knowledge and contacts up to date.

I commit to notifying the Forum Management Committee if I gain employment in the data protection field within the discretionary membership period, and to encourage my new employer to join the Forum, if it is not already a member of the Forum.

Signed

Date

**3.2** All Meetings (except Management Committee Meetings) shall be open to all Members.

**3.3** Members may be represented by more than one, but not more than five, Representatives subject to the payment of a subscription in respect of each Representative.

Each Representative in respect of which a subscription is paid (from the legal entity which is a paid up Member) may attend and vote at a Forum Meeting

Where a Member has more than one Representative in respect of which a subscription has been paid only those Representatives present at a meeting of the Forum shall be entitled to vote thereat.

**3.4.** All legal entities wishing to join The Forum must apply in their own right. Membership cannot be transferred automatically to another legal entity. If a merger or take over occurs, and one or both parties is already a Member, the Committee shall exercise its discretion to decide on refunds or transfers of existing membership.

**3.5** Members may send additional Representatives to a Forum Meeting, over and above their entitlement so long as there is room to accommodate the additional Representatives. Each Annual General Meeting shall determine the charge for the forthcoming year to recover the costs of such attendance.

**3.6** The nominated Representative may send a deputy to a Forum Meeting. The deputy may attend, speak and vote in place of the Representative who is unable to attend any Forum Meeting. If an individual leaves an organisation, voting rights will transfer to the Representative nominated to replace the leaving Representative.

**3.7** The Management Committee may approve or reject applications for Membership and may terminate the Membership of any individual or organisation provided that the individual or organisation shall have the right to be heard by the Members before a final decision is made.

**3.8** Information and personal data about Members will only be used by the Management Committee, their agents, the Members and the Forum Administrator, for facilitating the Forum's objects and for administering the Forum's activities, as described in these rules.

## 4. Management Committee

**4.1** The day-to-day affairs of The Forum shall be managed by an elected Management Committee.

**4.2** The Forum shall elect at each Annual General Meeting from amongst the Representatives of its Members, by simple majority a Management Committee consisting of seven Members being a Chairperson, a Deputy Chairperson, a Secretary, a Treasurer (the "Officers") and three ordinary Members all of whom shall serve for a term of office of three years.

**4.3** Only individuals who are actively involved in the field of data protection and related legislation and regulations shall be eligible to stand for election.

**4.4** The Management Committee may, at its discretion, co-opt from amongst the Membership individuals having particular skills or experience which they consider of value to the Management Committee for the purpose of undertaking specific tasks. Such co-opted Members may speak but may not vote at Committee Meetings.

**4.5** All Members of the Management Committee may, if eligible, present themselves for re-election at the third Annual General Meeting following the AGM at which they were elected for a three year term.

**4.6** Representatives of Members, having been elected to membership of the Management Committee, may only serve for a maximum of two terms or six years in total and may not stand for election following the end of the second term until one year has passed.

**4.7** The procedure for elections

The procedure for elections shall be as follows:

1. Where any election to the Committee is to take place at a Forum Meeting nomination papers will be issued with the Notice of Meeting.
2. Nominees may stand for more than one Office but in the event of gaining the most votes for election to more than one Office, may only take and hold one Office.
3. Nomination must be in writing, (which may include fax or email). Written or faxed nominations must be signed by the nominee. Emailed nominations must be from the email address recorded on the membership Register.
4. Nominations must be received by the Secretary no later than midnight of the day that is seven days before the Forum Meeting.
5. Elections shall be by secret ballot.
6. The election shall be run by a Returning Officer nominated on the day.
7. The count shall be conducted by the Returning Officer and two Scrutineers nominated on the day.
8. If a nominee is ineligible, because he or she has chosen to take up another Office to which he or she has been elected the person gaining the second largest share of the vote for that Office shall be elected.
9. If a tie occurs in the election for any Office that election shall be rerun on a show of hands.

**4.8** Any Representative of any Member may, with the signatures of at least ten Members at any Forum Meeting, petition for the removal from membership of the Management Committee of any

member of the committee. A member of the Management Committee may be removed from the committee by a simple majority of those present and entitled to vote at a Forum Meeting.

**4.9** Any Member of the Management Committee may resign at any time by giving 30 days written notice to the Chairperson or Deputy Chairperson, or such lesser period as may be agreed with the Chairperson or Deputy Chairperson. Within 7 days of receipt of such notice the Chairperson or Deputy Chairperson shall give 21 days' notice to the Management Committee and call a management committee meeting at which the Management Committee will agree to appoint a temporary replacement from within the membership of the Forum.

The Members shall be asked, at the next Forum Meeting, to elect that individual to fill that vacancy. Notwithstanding that the Management Committee has co-opted an individual to fill a vacancy, other Members shall be entitled to stand in such an election.

**4.10** The Committee may only make decisions provide a quorum is present (whether in person or by teleconference or a mixture of both). The Committee shall only be quorate if no less than four members are present and, of those present, no less than two of them are Officers of the Forum.

## **5. Conduct of Management Committee Meetings**

**5.1** The Management Committee shall meet either in person or by way of a teleconference call at least quarterly. Reasonable expenses incurred in attending such meetings which cannot be charged to the Member's employer may, at the discretion of the Chairperson and the Treasurer, be reimbursed.

**5.2** Other Committee Meetings may, with the consent of a majority of voting Members of the Management Committee, be held via conference call.

**5.3** The Secretary shall circulate the Agenda and background papers at least seven days before any Committee Meeting. No matter not on the Agenda may be raised and voted on under Any Other Business without the consent of Members unable to attend that Committee Meeting.

**5.4** The Treasurer shall circulate a statement of the Forum's financial position at least seven days before any quarterly Committee Meeting.

**5.5** The Management Committee shall seek to reach all decisions unanimously. If a vote is required, each voting Member present shall have one vote. If a tie occurs the Chairperson shall have a second casting vote which shall be exercised to preserve the status quo.

**5.6** The Management Committee shall seek the approval of the Members for any capital expenditure which exceeds £1,000 (one thousand pounds) and for the disposal of any asset with a book value in excess of £500 (five hundred pounds). The Management Committee shall exercise its discretion in the disposal of any Forum asset with a book value of less than £500.

**5.7** Any decision taken using the Chairperson's casting vote may only be overturned by a Committee Meeting at which all Management Committee Members are present and have taken part in the vote.

**5.8** The agendas and background papers shall be published on the website at the same time as they are sent to Members of the Management Committee.

**5.9** Approved Minutes of all Management Committee Meetings shall be published on the Members' area of the website not more than fourteen days after the Committee Meeting at which they are approved.

## **6. Meetings of The Forum**

**6.1** The Forum shall normally meet on the first Tuesday of March, June, September and December.

**6.2** The June meeting shall also be the date of the Annual General Meeting at which shall be presented the Management Committee's Reports and The Forum's Certified Accounts.

**6.3** The Chairperson, or a majority of the Committee, may, at any time at their discretion, call an Ordinary or an Extraordinary General Meeting of The Forum for the furtherance of The Forum's objects or for administrative purposes or both. The meetings shall be formal Forum Meetings.

**6.4** The Chairperson shall call an Extraordinary General Meeting within 21 days of receiving written notice so to do bearing the names of not less than 20 Members.

**6.5** At least twenty-one clear days' notice of all Forum Meetings shall be given.

### **7. Rules of Procedure at All Forum Meetings**

**7.1** The quorum for Forum Meetings shall be 25 Members.

**7.2** Inquorate Forum Meetings may still proceed, but any decisions shall be subject to later ratification at the next quorate Forum Meeting.

**7.3** All questions arising at any Forum Meeting shall be decided, in a show of hands, by a simple majority of those present and entitled to vote. In any case of equality of votes, the Chairperson shall have a second, casting vote. The Chairperson shall, in all circumstances, cast that vote for the status quo.

**7.4** Minutes shall be taken by the Secretary and the draft shall be published on the Members' area of the website not more than fourteen days after the Forum Meeting.

**7.5** Approved Minutes shall be published on the Members' area of the website not more than fourteen days after the Forum at which they are approved.

### **8. Policy and General Administration**

**8.1** The Members shall agree matters of policy and matters which may have a significant impact on the administration of the Forum's affairs, (such as the appointment, dismissal or a change in the contract of the Administrator) at the next Forum Meeting or at an Extraordinary General Meeting called for that purpose.

**8.2** Day-to-day administrative matters shall be decided by the Management Committee.

**8.3** The Management Committee shall decide whether a matter is one of policy or administration and shall allocate the matter to the appropriate body.

### **9. Finance**

**9.1** All monies raised by or on behalf of The Forum shall be applied to further the objects of The Forum and for no other purpose provided that nothing in these rules shall prevent the payment of reasonable and proper administrative costs.

**9.2** The Administrator shall keep proper accounts of the finances of The Forum. The Treasurer shall oversee the finances of The Forum in a manner agreed by the Management Committee and shall prepare and present a budget at the Committee Meeting prior to the Annual General Meeting. The Chairperson, Deputy Chairperson, Treasurer and Secretary of the Forum and the Forum Administrator shall be authorised signatories for cheques drawn on The Forum's bank account.

**9.3** The accounts and financial records of The Forum shall be open to inspection by any Member of the Management Committee or Member of The Forum at any time. The Treasurer

must, unless he or she agrees otherwise, receive 14 days notice prior to the inspection taking place.

**9.4** Any designated signatory shall have authority to sign cheques for administrative purposes of up to £100 without the requirement for a second signature provided only that they may not sign a cheque for re-imbusement of monies in relation to transactions to which they are party.

Similarly no designated signatory may be a second signatory to a cheque for re-imbusement of monies in relation to transactions to which they are party The Management Committee shall complete and maintain a bank mandate to this effect.

**9.5** Subscriptions to The Forum shall be determined by Members from time to time in order to further the objects of The Forum and to recover administrative costs.

**9.6** Certified accounts shall be prepared by a qualified accountant and presented for approval at the Annual General Meeting.

#### **10. Website**

**10.1** The Forum shall maintain a website. The Management Committee shall determine which parts of the website shall be publicly available and which parts shall be password protected and only accessible to Members.

#### **11. Duration and Dissolution**

**11.1** The work of The Forum and its rules shall be reviewed at each Annual General Meeting and The Forum shall continue in existence unless otherwise decided by the Members at such Annual General Meeting or at any Extraordinary General Meeting specially convened for that purpose.

**11.2** If the Members decide on the grounds of expense or otherwise it is necessary or desirable to dissolve The Forum, any surplus assets remaining after the satisfaction of any proper debts and liabilities shall be returned to the Members, (which in the context of a company means the Member Company and not their Representative) in the proportions in which they contributed subscriptions in the preceding five years.

#### **Version/Revision**

June 1995 and revised Sep 1998, Dec 2001, Mar 2003, September 2005, June 2008, December 2015