



## **STANDING ORDERS OF THE NATIONAL FARMERS' UNION**

Approved as follows:

(Parts 2, 3 and 5) by Council on 12 October 2020

(Parts 1, 4 and 6 to 9) by NFU Governance Board on 9 September 2020

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## **Part 1: Introduction**

These Standing Orders are agreed and published from time to time by the NFU in accordance with the Constitution of the NFU. The purpose of the Standing Orders is to provide additional rules of procedure for a number of the NFU's bodies, boards and committees, where this procedure is not set out in the Constitution or the Rules, and to provide additional regulations in relation to certain aspects of the NFU's business.

To enable the Standing Orders to be used effectively by the various bodies to whom they relate, the Standing Orders are divided into the following parts:

Part 2 of the Standing Orders sets out provisions relating to quorum and appointment of alternates of the Governance Board and Policy Board, and dealing with interests of members of the Policy Board.

Part 3 of the Standing Orders sets out the terms of reference for the following bodies, in accordance with the paragraphs of the Constitution set out below:

- Regional Boards, in accordance with paragraph 12 of the Constitution
- National Commodity Boards, in accordance with paragraph 15.3 of the Constitution
- NFU Cymru Commodity Boards, in accordance with paragraph 15.2 of the Constitution
- Regional Commodity Boards, in accordance with paragraph 15.1 of the Constitution
- Welsh Council, in accordance with paragraph 13 of the Constitution

### **(the Relevant Boards)**

In accordance with the requirements of the Constitution, the terms of reference for the Relevant Boards are agreed and amended from time to time by Council.

Part 4 of the Standing Orders sets out the terms of reference for County Committees, including membership, appointment of alternates and chairs, quorum and annual general meetings.

Part 5 of the Standing Orders sets out the terms of reference for National Forums. In accordance with the requirements of the Constitution, the terms of reference for the National Forums, as a body established under paragraph 18 of the Constitution, are agreed and amended from time to time by Council

Part 6 of the Standing Orders set out procedures relating to National Officeholder elections, including hustings and the election process.

Part 7 of the Standing Orders sets out procedures for resolutions and motions at meetings, including the protocol for the use of resolutions and dealing with amendments to formal motions.

Part 8 of the Standing Orders sets out different types of membership within membership categories and the eligibility of persons for admission to each class of membership, in accordance with rule 11 of the Rules.

Part 9 of the Standing Orders set out other general provisions.

Parts 4, and 6 to 9 of the Standing Orders are agreed and amended from time to time by the Governance Board.

Definitions set out in the Constitution and Rules shall apply to these Standing Orders, unless the context otherwise requires.

To the extent that there is any inconsistency between the terms of the Constitution and Rules of the NFU and these Standing Orders the terms of the Constitution and Rules shall prevail.

## **Part 2: Additional Provisions that apply to the Governance Board and Policy Board**

### **1. Quorum**

- 1.1. No business shall be transacted at any meeting unless a quorum is present. The quorum for a meeting of the Governance Board and the Policy Board is five members for the time being entitled to vote upon the business to be transacted being present in person.
- 1.2. If such a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting such a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the chair may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall be dissolved.
- 1.3. The chair may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place.
- 1.4. A resolution put to the vote of a meeting shall be decided on a show of hands unless before the show of hands a secret ballot is duly demanded by a majority of the members present.

### **2. Alternates**

- 2.1. In the case of the Governance Board, alternates are not permitted.
- 2.2. In the case of the Policy Board, the alternate should ordinarily be the vice chair of the relevant commodity board.

### **3. Interests of Members**

- 3.1. If a member of the Governance Board or the Policy Board is interested in any contract or arrangement with the NFU (other than a contract or arrangement generally applicable to the membership) either directly or indirectly, they must notify the secretary of the Governance Board or Policy Board on appointment to the Governance Board or Policy Board, or immediately on acquiring such an interest, whichever is the earlier. Such member may be counted in the quorum but may not vote in relation to any such contract or arrangement.

### **4. Notice of Meetings**

- 4.1. All meetings shall be called by at least 10 clear days' notice but a meeting may be called by shorter notice if it is so agreed prior to or at the meeting by one-third of the

members of the Governance Board or Policy Board (as applicable) for the time being entitled to attend and vote at such meeting.

- 4.2. The notice shall specify the time and place of the meeting and the general nature of the business to be transacted.
- 4.3. The notice and any other communications relating to any meeting which any member of the Governance Board or Policy Board (as applicable) is entitled to receive shall be given to all such members.
- 4.4. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

## **5. Electronic Participation**

- 5.1. Any meeting of the Governance Board or the Policy Board may be held by suitable electronic means and any member of such Board may attend a meeting of the Governance Board or Policy Board (as applicable) by suitable electronic means, in either case at the discretion of the chair of the Governance Board or Policy Board (as applicable). For these purposes 'suitable electronic means' includes holding or participating in a meeting by way of video conference, online meeting facility or conference telephone or similar equipment designed to allow everybody so participating to take part in the meeting and to exercise their right to vote on any matter.
- 5.2. Taking part in this way will be treated as being present in person at the meeting. Meetings will be treated as taking place where the largest group of the participants are or, if there is no such group, where the chair of the Governance Board or Policy Board (as applicable) is.

## **6. Minutes**

- 6.1. The Governance Board and the Policy Board shall each keep minutes, in books kept for the purpose, of the proceedings at meetings of the respective boards. Minutes shall be approved by the chair at the next meeting and as such shall be a conclusive record of the proceedings.

### **Part 3: Terms of Reference for Regional Boards, National Commodity Boards, NFU Cymru Commodity Boards, Regional Commodity Boards and Welsh Council**

In this Part 3 each of the Regional Boards, National Commodity Boards, NFU Cymru Commodity Boards, Regional Commodity Boards and Welsh Council are referred to as a "Relevant Board", for ease of reference.

#### **7. Quorum**

- 7.1 No business shall be transacted at any meeting unless a quorum is present. The quorum for a meeting of a Relevant Board is one third of the members of the Relevant Board (or their alternates) for the time being entitled to vote upon the business to be transacted being present in person.
- 7.2 If such a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting such a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the chair may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall be dissolved.
- 7.3 The chair may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place.
- 7.4 A resolution put to the vote of a meeting shall be decided on a show of hands unless before the show of hands a secret ballot is duly demanded by a majority of the members present.

#### **8. Notice of Meetings**

- 8.1. All meetings shall be called by at least 10 clear days' notice but a meeting may be called by shorter notice if it is so agreed prior to or at the meeting by one-third of the members of the Relevant Board for the time being entitled to attend and vote at such meeting.
- 8.2. The notice shall specify the time and place of the meeting and the general nature of the business to be transacted.
- 8.3. The notice and any other communications relating to any meeting which any Relevant Board member is entitled to receive shall be given to all such members.
- 8.4. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

## **9. Minutes**

- 9.1. The Relevant Board shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the respective boards. Minutes shall be signed by the chair at the next meeting and as such shall be a conclusive record of the proceedings.
- 9.2. The Governance Board may, on submission of a written request to the secretariat of the Relevant Board request a copy of the minutes of any meeting of the Relevant Board from time to time.

## **10. Participation in meetings**

- 10.1. Members of a Relevant Board may take part in a meeting of the Relevant Board by being present in person or by alternate or by attendance electronically in person or by alternate. Participation electronically shall be at the discretion of the chair of the Relevant Board and shall be by video conference, or online meeting facility or conference telephone or similar equipment designed to allow everybody to take part in the meeting and to exercise their right to vote on any resolution.
- 10.2. Subject to the approval of the chair of the Relevant Board any meeting of the Relevant Board may take place exclusively via electronic means or may allow Relevant Board members to decide whether they will attend a physical meeting in person, or attend the same meeting using electronic means, provided that the manner of holding the meeting and the options for taking part are made clear to all Relevant Board members and all such members are able to take part in the meeting and exercise their right to vote on any resolution, however they may choose to participate.
- 10.3. Taking part in this way will be treated as being present in person at the meeting. Meetings will be treated as taking place where the largest group of the participants are or, if there is no such group, where the chair is unless the Relevant Board members decide otherwise.

## **11. Election of Chairs and Vice-Chairs of the Relevant Boards**

- 11.1. The chair and vice-chair of each Relevant Board shall be elected by the members of each such board at the first meeting of each board following the Annual General Meeting on a biennial basis, with the exception of Welsh Council whose chair is elected at the Welsh Council's AGM in December prior to the national AGM. and shall hold office for a period of two years until the beginning of the first meeting of each board two calendar years after appointment.
- 11.2. A member of a Relevant Board shall be eligible for election as chair or vice-chair of that Relevant Board in accordance with standing order 11.1 as follows:



- 11.2.3. Regional Boards: in accordance with paragraph 12.3 of the Constitution, the chair and vice-chair must be a Council Representative or County Chair on that Regional Board.
- 11.2.4. National Commodity Boards: in accordance with paragraph 15.4 of the Constitution, any member of the relevant National Commodity Board may be appointed as its chair and vice-chair.
- 11.2.5. NFU Cymru Commodity Boards: any member of the relevant NFU Cymru Commodity Board may be appointed as its chair and vice chair.
- 11.2.6. Regional Commodity Boards: in accordance with paragraph 15.1.4 of the Constitution, any member of the relevant Regional Commodity Board may be appointed as its chair and vice-chair.
- 11.2.7. Welsh Council: any member of the Welsh Council shall be eligible for election as chair and vice-chair.
- 11.3. Save with the consent of the Governance Board no person shall act as a chair of any Commodity Board while they hold office as chair of any other Commodity Board.
- 11.4. No chair or vice chair of any Relevant Board who has served in that capacity for two or more successive terms shall be re-elected unless they obtain seventy-five per cent of the votes cast by the members of the Relevant Board present and voting when the vote is taken. Where the number of members of the Relevant Board present and voting when the vote is taken is fewer than 20, the chair or vice-chair shall be re-elected if they obtain sixty per cent of the votes cast by said members.
- 11.5. An Officeholder, Director, Regional Director, Director of NFU Cymru or Secretary (or such delegate as any of them may appoint) shall be present at each of the first meetings of the Relevant Board following the Annual General Meeting to take the chair for the election of the board chair. No alternate may vote on the election of the board chair.
- 11.6. Nominations for the post of chair and vice chair shall be in writing. For a National Commodity Board, nominations must be received and circulated to the Board seven days before the election.
- 11.7. If only one person is nominated and is not required by standing order 11.4. to obtain seventy five per cent (rounded down) (or sixty per cent in accordance with 11.4 above) that person shall be declared elected. If they fail to obtain seventy five per cent of the vote (or sixty per cent of the vote as per 11.4 above) they shall not be elected.

- 11.8. If more than one person is nominated for election and all but one person withdraws, the Relevant Board shall be given the opportunity to make further nominations. If no further nominations are received the sole candidate shall be deemed elected unopposed. If further nominations are made the ballot shall take place in the normal way. If after further nominations there is more than one candidate for election the ballot shall take place in accordance with the procedures in standing orders 11.9 to 11.13.
- 11.9. Where none of the candidates for election requires a majority of seventy five per cent (or sixty per cent as per 11.4 above), one candidate to be elected must obtain, if necessary by a process of elimination in successive ballots, a simple majority over all other candidates. If more than one ballot is required the candidate with the lowest number of votes shall be eliminated in each ballot together with any other candidate whose votes when added to those of the candidate with the lowest number of votes are less than those for the candidate with the next highest number of votes.
- 11.10. If two candidates are tied on the lowest number of votes and their votes when added together exceed those of the candidate with the next highest number of votes then a separate ballot between them shall be held to eliminate one candidate.
- 11.11. Where one of the candidates requires a special majority the ballot shall proceed in accordance with standing orders 11.9 and 11.10. The requirement for a majority of seventy five per cent (or sixty per cent as applicable) shall not apply in successive ballots until the final ballot when the number of candidates is reduced to two and only if one of them requires a majority of seventy five per cent (or sixty per cent as applicable).
- 11.12. If in a final ballot in accordance with standing order 11.11 a candidate fails to obtain a majority of seventy five per cent (or sixty per cent as applicable) they shall not be elected and are not eligible for re-nomination. New nominations shall be sought from the floor of the meeting and a second election in accordance with standing orders 11.8, 11.9 and 11.10.
- 11.13. If a first ballot results in a tie a second ballot shall be held immediately. If the second ballot results in a tie, within 10 working days the secretary of the Relevant Board shall conduct a postal ballot of the members of that board who are eligible to vote, in respect of the tied candidates only. If following the postal ballot the votes between the candidates are still tied, the election shall be decided by the toss of a coin in the presence of the Regional Director or the Secretary.

## **12. Interests of Members**

If a member of a Relevant Board is interested in any contract or arrangement with the NFU (other than a contract or arrangement generally applicable to the membership) either directly or indirectly, they must notify the secretary of the Relevant Board on

appointment to the Relevant Board, or immediately on acquiring such an interest, whichever is the earlier. Such member may be counted in the quorum but may not vote in relation to any such contract or arrangement.

### **13. Appointing alternates to a Relevant Board**

- 13.1. If a member of any Relevant Board is unable to attend a meeting for a good reason a suitably qualified alternate may be appointed in accordance with standing order 13.3 to attend and, subject to standing order 13.2, vote on their behalf provided that prior notice is given to the secretary of the meeting, and the sending of the alternate, and the name of the alternate, is approved in advance of the meeting by the chair of the meeting. An alternate is to be counted in the quorum at the meeting.
- 13.2. An alternate is not permitted to vote in the election of the chair of any Relevant Board.
- 13.3. Where a person is a member of a Relevant Board through election or appointment onto that board by a nominating body, or ex officio by holding a particular role, the nominating body or body that appointed them to that particular role shall appoint that person's alternate. In all other cases, an alternate shall be selected by the member themselves.

### **14. Chair's Powers**

- 14.1. To expedite the business of any Relevant Board the chair may change the order of precedence from that on the agenda.
- 14.2. The chair may, from time to time invite other members of the NFU, or other suitably qualified person to attend and speak at meetings of the Relevant Board. Any person so invited shall not have a vote on any motion or discussion.
- 14.3. The chair of the Relevant Board shall have a casting or second vote on that board which they may use in the event of a drawn vote or ballot. In the case of a drawn vote on an amendment in which the chair declines to use their vote, the amendment fails and the original motion becomes the business under debate. A substantive motion similarly fails if the chair declines to use their second vote. The chair may use their casting vote either for or against the motion regardless of whether or not they voted originally or on which side they used their original vote.
- 14.4. Any person entitled to speak shall address the chair only on the matter under discussion.
- 14.5. The chair of the Relevant Board may direct any person to stop speaking in the case of any breach of order, continued irrelevance, repetition, or unbecoming language. In the case of persistent disregard of the chair's

authority, the chair may order that person to leave the meeting or suspend the sitting.

## **ADDITIONAL PROVISIONS WHICH APPLY TO THE NATIONAL COMMODITY BOARDS ONLY**

### **15. Representative Role of the Chair of the National Commodity Boards**

- 15.1. The chair of the relevant National Commodity Board should represent the NFU at COPA or its equivalent (if and in whatever manner NFU shall be invited to attend COPA). However, the relevant National Commodity Board may recommend that another of their members takes on the role. This must be ratified by the Governance Board.

### **16. Appointment of Appointed National Commodity Board Members**

- 16.1. National Commodity Boards established pursuant to clause 15.3.1 of the Constitution may have up to four appointed members, appointed for terms of two years. Further members can be appointed in exceptional cases subject to the approval of the Governance Board.
- 16.2. Individuals seeking appointment must be fully paid up members of the NFU and should be active within the relevant sector, explaining why they have the skills/interests to fill the positions that are available.
- 16.3. A selection panel consisting of a National Officeholder, the chair of the relevant National Commodity Board and the relevant Chief Adviser will consider all applications received and decide on the appointments. Interviews of prospective candidates may be required as a part of this process. The Head of Food and Farming will oversee the whole process ensuring that there is consistency of appointment process between the three National Commodity Boards, which have Appointed National Commodity Board Members. The appointment process should take place after the first meeting of the relevant National Commodity Board following the NFU AGM in the relevant year. On appointment such appointed members will automatically become members of their relevant Regional Commodity Board.
- 16.4. Appointed members of National Commodity Boards will serve a two year term of office and will retire at the first meeting following the second NFU AGM following their appointment.
- 16.5. Subject to paragraph 16.6, appointed members of National Commodity Boards shall be entitled to vote at meetings of the relevant National Commodity Board.
- 16.6. Appointed National Commodity Board Members shall not be entitled to vote on the appointment of the chair or vice chair of the National Commodity Board

on which they sit, nor shall they be entitled to stand for the post of chair or vice chair of the National Commodity Board on which they sit.

- 16.7. Any appointed member shall sit on the Regional Commodity Board for that commodity within the region in which they have their main farming business, and report to the members on the Regional Commodity Board the decisions of the National Commodity Board.
- 16.8. In the event of a casual vacancy amongst the Appointed Commodity Board Members, the selection panel may appoint an additional appointed member to serve in the place of the member who has stepped down, but such person shall only serve until the end of the original appointed member's term of office, at which stage the replacement will step down.
- 16.9. Individuals who have served as appointed members may seek re-appointment to the relevant National Commodity Board or can seek election as an elected member of the relevant National Commodity Board.

## **Part 4: Terms of Reference for County Committees**

### **17. Appointment of County Chair and Deputy County Chair**

- 17.1. Subject to paragraph 17.2, the chair and deputy chair of each County Committee shall be the County Chair or Deputy Chair (as applicable) of that county as elected by the members from the county at the county's AGM prior to the national AGM in accordance with the Constitution and Rules, and that person shall take the office of County Chair or Deputy Chair (as applicable) at the first meeting of their County Committee following the national Annual General Meeting that takes place immediately following the election.
- 17.2. If the County Chair is not available to chair a meeting of the County Committee the Deputy Chair of the County shall take the chair for the meeting. If that person is not available the meeting shall be chaired by a member of the committee elected by those in attendance.
- 17.3. A special majority of 75% required on election for a third or subsequent term does not apply to the election of County Chairs or Council Representatives.

### **18. Membership of the County Committee and Welsh County Committee**

- 18.1. The following shall be ex officio members of the County Committee or Welsh County Committee (as appropriate): the County Chair, Deputy Chair and Council Representative for that County, the Honorary Treasurer for the County, all members residing in the County who serve on a Regional Commodity Board or NFU Cymru Commodity Board, Welsh Council, NFU Cymru delegate to National Commodity Boards, Regional Tenants Group or the national Legal Board, all Local Branch Chairs and Vice-Chairs in that County.
- 18.2. The County Committee may co-opt other members of the NFU as members of the Committee as may be desirable to bring in additional expertise or knowledge, or to strengthen links with other bodies. Unless the Committee decides otherwise, co-opted members shall not have voting rights, though in all other respects they shall be full members of the Committee.
- 18.3. The County Committee shall consider co-option of members at its first meeting following the Annual General Meeting of the NFU in any year, and at that time may renew existing co-options or approve new ones or both.
- 18.4. The NFU's Group Secretaries for that county shall not be members of the County Committee but may attend its meetings as observers.

## **19. County Committee Quorum**

- 19.1. No business shall be transacted at any meeting unless a quorum is present. The quorum for a meeting of a County Committee is one quarter of the members of the County Committee (or their alternates) for the time being entitled to vote upon the business to be transacted being present in person.
- 19.2. If such a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting such a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the chair may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall be dissolved.
- 19.3. The chair may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place.
- 19.4. A resolution put to the vote of a meeting shall be decided on a show of hands unless before the show of hands a secret ballot is duly demanded by a majority of the members present.

## **20. County Committee Alternates**

If a member of any County Committee is unable to attend a meeting for a good reason they may appoint a suitably qualified alternate to attend and vote on their behalf provided that prior notice is given to the secretary of the meeting, and the sending of the alternate, and the name of the alternate, is approved in advance of the meeting by the chair of the meeting. An alternate is to be counted in the quorum at the meeting.

## **21. Annual General Meeting of the County**

- 21.1. The following business shall be conducted at the Annual General Meeting of the County:
  - 21.1.1. The election of members to each of the Regional Commodity Boards of the region in which the county is situated or Welsh Council. Each representative to serve for a total of two (2) year terms so that the County has a total of two representatives on each board;
  - 21.1.2. The election in alternate years of representatives to serve on the Regional Tenants Group if appropriate;
  - 21.1.3. The election in alternate years of a Deputy Chair to serve for the following two years;

- 21.1.4. A report from the Regional Director, Director of NFU Cymru, County Adviser or other relevant member of staff on membership and subscriptions;
- 21.1.5. Where one of the County's representatives on the Regional Combinable Crops, Dairy or Livestock Board is also a member of the National Board for that sector, the County shall be entitled to elect an additional representative to sit on that Regional or NFU Cymru Commodity (as applicable) Board for so long as that person is a member of the National Commodity Board; and
- 21.1.6. Any other relevant business.
- 21.2. Farmer & Grower Members, Farmer & Grower (Partner) Members and Farmer & Grower Member Organisations, in each case residing in the County, are eligible to vote.
- 21.3. The Annual General Meeting of a County may be held by suitable electronic means at the sole discretion of the Regional Director. For this purpose 'suitable electronic means' includes holding or participating in a general meeting by way of video conference, online broadcast or conference telephone or similar equipment designed to allow everybody so participating to take part in the meeting.
- 21.4. Taking part in an Annual General Meeting of a County by suitable electronic means will be treated as being present in person at the meeting. Meetings will be treated as taking place where the largest group of the participants are or, if there is no such group, where the Chair is.
- 21.5. In the event that the Regional Director determines that an Annual General Meeting of a County should be held by suitable electronic means, a member (or their duly appointed alternate) will not have the right to attend the meeting physically in person and the Regional Director shall determine the most effective means of enabling members' participation in the meeting.



## **Part 5: National Forums**

### **22. Establishment of The National Forums**

- 22.1. These National Forums have been established by Council under paragraph 18.1 of the NFU Constitution.
- 22.2. As at the date of the adoption of these Standing Orders, the following National Forums are in existence:
  - 22.2.1. Environment Forum;
  - 22.2.2. Organics Forum;
  - 22.2.3. Next Generation Forum;
  - 22.2.4. Tenants' Forum; and
  - 22.2.5. Uplands and Hill Farming Forum.

### **23. Purpose of National Forums**

- 23.1. The function of each National Forum is to discuss and review policy and specialist topics within their terms of reference and provide recommendations to the relevant Commodity Boards, Policy Board and/or Council.
- 23.2. The Uplands and Hill Farming Forum reports directly to the National Livestock Board and the chair sits on that Board. The chair, or other members, of the other National Forums can be invited to attend other Commodity Boards or Council, as appropriate.
- 23.3. Members of the National Forums should be invited to attend meetings of their own Regional Boards.

### **24. Quorum for National Forums**

- 24.1. No business shall be transacted at any meeting unless a quorum is present. The quorum for a meeting of a National Forum is one third of the members of the National Forum (or their alternates) for the time being entitled to vote upon the business to be transacted being present in person.
- 24.2. If such a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting such a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the chair may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall be dissolved.

- 24.3. The chair may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place.
- 24.4. A resolution put to the vote of a meeting shall be decided on a show of hands unless before the show of hands a secret ballot is duly demanded by a majority of the members present.

## **25. Electronic Participation in National Forum meetings**

- 25.1. Any meeting of a National Forum may be held by suitable electronic means and any member of the National Forum may attend a meeting of the National Forum by suitable electronic means, in either case at the discretion of the National Forum's chair. For these purposes 'suitable electronic means' includes holding or participating in a meeting by way of video conference, online meeting facility or conference telephone or similar equipment designed to allow everybody so participating to take part in the meeting and to exercise their right to vote on any matter.
- 25.2. Taking part in this way will be treated as being present in person at the meeting. Meetings will be treated as taking place where the largest group of the participants are or, if there is no such group, where the chair of the National Forum is.

## **26. Election and Appointment to National Forum**

- 26.1. The National Forum will comprise one member per region and Wales (unless otherwise agreed by the Governance Board).
- 26.2. National Forum members will be elected by the relevant Regional Board for a period of 2 years on a rolling basis.
- 26.3. National Forum members must be members of the NFU.
- 26.4. The National Forum may have up to four appointed members, appointed for terms of two years. These appointed members shall solve an assessed skills gap amongst the region members. The NFU shall publicise vacancies for appointed National Forum members highlighting the skills gaps needing to be filled.
- 26.5. Individuals seeking appointment must be fully paid up members of the NFU and should be active within the relevant sector. Individuals should apply for vacancies available, explaining why they have the skills/interests to fill the positions.

- 26.6. A selection panel consisting of a National Officeholder, the chair of the relevant National Forum and the relevant adviser will consider all applications received and decide on the appointments. Interviews of prospective candidates may be required as a part of this process. The Director of Policy (or other member of staff nominated by the Director General) will oversee the whole process ensuring that there is consistency of appointment process between the National Forums. The appointment process should take place after the first meeting of the relevant National Forum following the NFU AGM in the relevant year.
- 26.7. Appointed members of National Forums will serve a two year term of office and will retire at the second NFU AGM following their appointment.
- 26.8. Appointed members of National Forums shall be entitled to vote at meetings of the relevant National Forums, save that they shall not be entitled to vote on the appointment of the chair or the vice chair, and nor shall they be entitled to stand for the post of chair or vice chair.
- 26.9. In the event of a casual vacancy, the selection panel may appoint an additional appointed member to serve in the place of the member who has stepped down, but such person shall only serve until the end of the original appointed member's term of office, at which stage the replacement will step down.
- 26.10. Individuals who have served as appointed members may seek re-appointment to the relevant National Forum or can seek election as an elected member of the relevant National Forum.
- 26.11. National Forums may invite non-NFU members, staff or officials to attend all or part of a National Forum meeting to inform or assist in discussions. However these attendees may play no part in the constitutional or policy decision-making by the National Forum.
- 26.12. The members of the National Forum will elect their own chair on a two year cycle by secret ballot.
- 26.13. Nominations for chair must be received 7 days in advance of the election. In the absence of a successful nomination at the election, nominations may be sought from the floor.
- 26.14. If there is only one nomination, that member will be duly elected chair.
- 26.15. In the case of a tie, where there are more than 2 candidates, the lowest placed candidate will withdraw and a second ballot will take place. If there is a tie between two remaining candidates, a second vote will be cast.
- 26.16. The chair will serve a maximum of 3 terms.

26.17. If seeking re-election for a third term, the chair will require a 60% majority.

26.18. Each National Forum will have a nominated member of NFU Staff as Secretary.

## **27. Meeting Frequency**

The National Forum will meet a minimum of 2 times a year and shall agree a schedule of meetings at the beginning of each year.

## **28. Expenses**

Members of the National Forum will receive the appropriate financial loss allowance (as determined by the Audit and Remuneration Committee) for each meeting, and travel expenses.

## **Part 6: National Officeholder Elections**

### **29. Hustings**

- 29.1. These rules on hustings are made pursuant to rule 8.4 of the NFU's Rules.
- 29.2. Each region/NFU Cymru will arrange a husting which any interested member of the NFU may attend, including Council Members who will vote on the election of the officeholders.
- 29.3. The dates of the hustings will be published in the time nominations are sought and all nominees, including existing officeholders, are eligible to attend.
- 29.4. The hustings will only be held if an officeholder post is contested.
- 29.5. In order that all the nominees shall be treated equally, travelling expenses and reasonable accommodation expenses in the event of an overnight stay being necessary, will be paid.
- 29.6. All candidates must receive fair and equal treatment at the hustings itself and in any publicity material advertising/promoting the hustings.
- 29.7. The chair of the hustings should attempt to create a welcoming and friendly atmosphere at the meeting.
- 29.8. The hustings should ideally be chaired by the chair of the Regional Board or the President of NFU Cymru. If the Board Chair or President of NFU Cymru is standing for National Office or does not wish to chair the meeting then the Regional Director/Director of NFU Cymru should chair the meeting.
- 29.9. The running order will normally be Vice President, Deputy President and then President.
- 29.10. Running order for addressing the meeting will be decided by drawing lots ahead of the meeting.
- 29.11. Candidates standing for more than one position will only address the meeting once.
- 29.12. Each candidate will be asked to address the meeting for 3 minutes and then take questions from the floor for 7 minutes (subject to change depending on the number of candidates and time available).
- 29.13. Timing warnings should be unobtrusive and candidates should be briefed on the arrangements at the start of the meeting.
- 29.14. Candidates will not be present when other candidates are addressing the meeting and taking questions.

- 29.15. Late arrivals at the hustings should not be allowed to enter the room when a candidate is addressing the meeting.
- 29.16. In choosing venues for hustings suitable waiting areas for candidates should be considered.
- 29.17. Appropriate refreshments (dependant on time of day) should be made available for candidates.
- 29.18. Biographies of candidates should be made available to those attending at the hustings at the start of the meeting.
- 29.19. Press may attend a hustings event at the discretion of the chair of the Regional Board or the President of NFU Cymru (as applicable).
- 29.20. Hustings may be recorded for the purpose of making this available for members to watch online.

### **30. Elections**

During the period between the publication of nominations of the National Officeholder positions, the following code of conduct will apply:

#### **30.1. Current Officeholders**

- 30.1.1. Current officeholders who have submitted their nominations for re-election to their current post or to another officeholder post should not use their current position to gain an unfair advantage over other nominees who are not officeholders.
- 30.1.2. It is recognised that during the period of the election, the officeholders must continue to carry out their role, including attending public meetings of the NFU, meetings on behalf of the NFU, media work, and membership communications.
- 30.1.3. Current officeholders should not use their position to gain advantage, e.g. sending out mailings from the NFU or on NFU paper or using the administrative services of the NFU.
- 30.1.4. Existing officeholders may refer to their experience and successes as an officeholder during the election campaign but they should not undertake official NFU speaking engagements solely for the purpose of electioneering; any speaking engagements should be undertaken on or on behalf of the NFU in their existing capacity as officeholders.

30.1.5. Further advice can be sought from the Director General or Secretary if needed.

## **30.2. All Nominees**

30.2.1. The list and contact details of Council Members in post at the time the nominations are announced, together with those of the new Council Members when they are elected prior to the National Officeholder elections, will be made available to all nominees, including the National Officeholders.

30.2.2. It is open to all nominees for the post of National Officeholders to contact the members of Council, both collectively and individually.

30.2.3. The CVs and personal statements of all nominees will be posted on the member site on NFU Online and will be mailed to all members of Council with the right to vote in National Officeholder elections.

## **Part 7: Resolutions and Motions at Meetings**

### **31. Protocol for the use of Resolutions**

Resolutions are a longstanding and valued way for NFU members to influence the decision-making of the NFU. To ensure all Resolutions are considered in a fair and transparent way, the following protocol should be followed:

- 31.1. Resolutions to Council must come through the relevant Regional Board, National Commodity Board or Policy Board.
- 31.2. All Resolutions must clearly state any required action.
- 31.3. Resolutions which endorse NFU Policy will be noted. Resolutions in agreement with NFU policy should not require discussion in meetings unless at the discretion of the chair.
- 31.4. All Resolutions discussed at Council and any outcomes will be recorded in the Resolution Register which is available on NFU Online.
- 31.5. Upon receipt of a Resolution the staff member with responsibility for the relevant board or NFU Council will:
  - 31.5.1. Confirm receipt with the originator;
  - 31.5.2. Inform the originator of the date of the meeting at which the Resolution will be discussed;
  - 31.5.3. Inform the originator of the progress of the Resolution, i.e. the outcome of the Resolution or, where the Resolution has been forwarded onto another Board, which Board it has been forwarded to, contact details of that Board Secretary and the date of the next scheduled meeting.
  - 31.5.4. The outcome of the discussion must be reported back to the originator by the relevant Advisor or staff member within 14 days of the Resolution being considered.
- 31.6. Resolutions from National Commodity Boards

Given the membership of Policy Board there should be no need for resolutions to be forwarded to Policy Board from National Commodity Boards.
- 31.7. Resolutions from Regional Boards/Welsh Council

Where these relate to specific commodity issues they should be directed to the relevant National Commodity Board(s). For cross cutting issues, resolutions then should go to the Policy Board.
- 31.8. Resolutions from NFU sub Regional groups should be first discussed and endorsed by the relevant Regional Board or Welsh Council.



- 31.9. Resolutions for Council can be discussed at Policy Board or Governance Board where an earlier response is needed.

### **32. Dealing with amendments to Formal Motions**

- 32.1. All amendments to original motions shall be considered and voted on in the reverse order to that in which they were presented
- 32.2. If an amendment is carried it shall supersede the original motion and any other amendment, which has not been disposed of, and become the substantive motion with no further amendments being allowed.
- 32.3. Any member may formally second an amendment reserving his comments for later in the debate.
- 32.4. Any member who has spoken to the original motion may not speak to an amendment which has been moved, unless that amendment becomes the substantive motion.
- 32.5. The mover of the original motion, which has been amended, shall have the right of reply to close the debate. No such right shall be given to the mover of an amendment unless that amendment becomes the substantive motion and the debate continues.
- 32.6. The motion shall be put from the chair following the proposer's reply.
- 32.7. A direct negative is not an amendment.

## Part 8: Members

### 33. Voting members

An individual shall be eligible to be a Farmer & Grower Member if they are a farmer and/or grower engaged as a farmer and/or grower and who is not in arrears of any subscription laid down from time to time by Council

- 33.1. An individual shall be eligible to be a Farmer & Grower (Partner) Member if they are a business partner of a Farmer & Grower Member (who may or may not be in a familial relationship with the Farmer & Grower Member) and is engaged as a farmer and/or grower and is not in arrears of any subscriptions laid down from time to time by Council.

A body corporate, firm of partners or other body of persons whether incorporated or otherwise shall be eligible to be a Farmer & Grower Member Organisation if it is engaged in farming and/or growing and is not in arrears of any subscriptions laid down from time to time by Council.

### 34. Non-voting members

- 34.1. The following classes of member shall be non-voting members and shall be eligible for admission to this class of membership if the following conditions are met:

Class of member	Description
Retired Member	<p>An individual who, at the time of their retirement from farming and/or growing, was a Farmer &amp; Grower Member, a Farmer &amp; Grower (Partner) Member or a representative of a Farmer &amp; Grower Member Organisation whose subscriptions (subject to the below) had been fully paid at that time, and on retirement successfully applied to be a retired member of the NFU, and who is not in arrears of any subscription laid down from time to time by Council.</p> <p>In its absolute discretion, the NFU may decide an individual is eligible to become a Retired Member notwithstanding that their subscription as a Farmer &amp; Grower Member, Farmer &amp; Grower (Partner) Member or Farmer &amp; Grower Member Organisation (as applicable) had lapsed at the date of their applying to become a Retired Member.</p>
Student and Young Farmer Member	An individual who is aged 26 and under, or being over that age is in full time education who is engaged in farming and/or growing or who otherwise has an interest in farming and/or growing, and who is not in arrears of any subscriptions laid down from time to time by Council.
Family Subscriber	A 'related person' of a Farmer & Grower Member, Farmer & Grower (Partner) Member or representative of a Farmer

	<p>&amp; Grower Member Organisation who has been nominated by the Farmer &amp; Grower Member, Farmer &amp; Grower (Partner) Member or representative of a Farmer &amp; Grower Member Organisation, and who is not in arrears of any subscriptions laid down from time to time by Council.</p> <p>In this case, 'related person' means either a family member, or an individual that is part of the same farming and/or growing business.</p>
Associate Member	An individual who is interested in agriculture, horticulture the countryside or the environment who is not eligible to be a voting member and who is not in arrears of any subscriptions laid down from time to time by Council.
NFU Corporate Membership	A body corporate, organisation or business that is interested in agriculture, horticulture the countryside or the environment and is not eligible to be a Farmer & Grower Member Organisation and that is not in arrears of any subscriptions laid down from time to time by Council.
Honorary Member	An individual who, whether or not otherwise qualified for membership, have rendered outstanding service to farming or to the NFU, may be admitted to honorary membership.
NFU Pro (individual)	Any member of the public who applies to join NFU Pro as an individual and who is not in arrears of any subscriptions laid down from time to time by Council.
NFU Pro (business)	Any organisation or group or individuals that apply to join NFU Pro as a business and that is not in arrears of any subscriptions laid down from time to time by Council.
Countryside Member	Any member of the public who applies to be affiliated with the NFU through this category and who is not in arrears of any subscriptions laid down from time to time by Council.

### 35. Non-membership categories

- 35.1. In accordance with paragraph 7.8.2 of the Constitution the following classes of person shall be in receipt of services of the NFU and shall be eligible to receive such services if the following conditions are met:

Class of person	Eligibility criteria
BF&G Subscriber	An individual who receives the BF&G magazine on a regular basis and is not in arrears of any subscriptions laid down from time to time by Council. This class of subscription is closed to new joiners.
NFU Poultry magazine recipient	An individual who receives the NFU Poultry magazine on a regular basis and is not in arrears of any subscriptions laid down from time to time by Council. This class of subscription is closed to new joiners.

## **Part 9: General**

### **36. Irregularities**

The validity of the proceedings at any meeting shall not be affected by an irregularity in the convening of the meeting or in the conduct of the meeting but in the event of a complaint the decision of the chair of the meeting shall be final.