

ABERDEEN INTERNATIONAL AIRPORT CONSULTATIVE COMMITTEE

CONSTITUTION AND TERMS OF REFERENCE (REVISED 2018)

as approved by the Committee on 7 December 2018

for immediate application

1 NAME AND DATE OF IMPLEMENTATION

- 1.1** The name of the Committee shall be the Aberdeen International Airport Consultative Committee.
- 1.2** This Constitution and Terms of Reference shall come into effect as from the Committee's meeting on 7 December 2018. It is based on the advice and recommendations set out in the Guidelines for Airport Consultative Committees issued by the Department for Transport on 17 April 2014 and shall replace all previous versions of the Constitution.

2 THE PURPOSE, SCOPE AND ANTICIPATED OUTCOMES AND BENEFITS OF CONSULTATION

2.1 Aim of the Consultative Committee

The aim of the Aberdeen International Airport Consultative Committee is to provide a structured forum for the two-way exchange of information between the airport operator and members, who represent a wide cross section of stakeholders from society in Aberdeen City and Shire.

2.2 The purpose of consultation

The purpose of consultation is two-fold:

- a. to ensure as far as practicable that the airport operator, in conjunction with airlines, ground operators and other airport partners, meets the requirements of passengers and other users of the airport in relation to routes served and quality standards delivered;
- b. to promote greater understanding by the surrounding community of the operation of the airport, and by airport management about the actual or perceived impact of those airport operations and any proposed changes to operations on the surrounding community.

2.3 Anticipated outcomes of consultation

It is anticipated that consultation will enable members to play a vital role in protecting and enhancing the passenger experience at the airport and in surface

access to and from the airport. It is also expected that the process of consultation will recognise the wider role of the airport as an important local employer in its own right and as an influential driver in the development and success of the economy of Aberdeen City and Shire, as well as considering the local environmental impacts of the airport, including noise and air quality.

2.4 The consultation process

The Consultative Committee shall normally meet in plenary session on four occasions each year. In addition, provision exists for a sub-group of the Committee to meet between plenary sessions to discharge time critical business, acting under powers delegated by the Committee.

2.5 The management of Aberdeen International Airport will bring forward to the Consultative Committee for consultation any proposals for development and changes in operations that might have an impact on the expectations of passengers and other users of the airport, and/or on residents and businesses most directly affected by its operation, in sufficiently good time to enable discussion to take place and for changes to be made to the proposals, as appropriate, based on feedback from the consultation before they are actioned.

2.6 On a reciprocal basis, the stakeholder organisations represented on the Consultative Committee are encouraged to raise those issues relating to the operation of the airport that they believe might have an impact on the residents and businesses most directly affected, in the hope that they can be resolved amicably.

2.7 The scope and anticipated benefits of consultation

The scope of consultation is wide. The anticipated benefits of consultation include assisting the airport as service provider and facilitator, as a good neighbour and as a driver of economic development by

- a. enabling the airport operator, communities in the vicinity of the airport, local authorities, local business representatives, airport users, particularly passengers, and other interested parties to exchange information and ideas;
- b. enabling the airport operator to identify, take account of and monitor trends, perceptions and potential challenges that may arise over time with specific groups of interests;
- c. allowing the community and users of the airport to influence the airport operator's decision-making process in areas of mutual interest and increase the effectiveness of decisions by drawing on local knowledge and expertise;

Aberdeen International Airport Consultative Committee

- d. minimising the potential for unnecessary and costly conflict;
- e. allowing the concerns of interested parties to be raised and taken into account by the airport operator, with a genuine desire on all sides to resolve any issues that may emerge;
- f. allowing the local community, users of the airport and other interested parties better to understand the airport's operations; and
- g. complementing the legal framework within which the airport operates.

2.8 The independent status of the Committee

The Consultative Committee shall be independent of the management of the airport and shall have no executive powers in relation to the operation of the airport. However, it is expected that through engagement between the airport management and stakeholders the airport will continue to be pivotal to the continued development and success of the economies of Aberdeen City and Shire, and the north and north east of Scotland more generally, whilst at the same time always striving to be a good neighbour to all who are affected by its operation, particularly in relation to noise and environment considerations.

- 2.9** The Committee will act in a constructive manner in holding the airport to account by monitoring the implementation of commitments made by the airport and challenging its performance, particularly in relation to issues such as noise action planning and in protecting and enhancing facilities for passengers.

2.10 Guiding principles for operation of the Committee

In approving this Constitution, Terms of Reference and Membership, the Consultative Committee has agreed to adopt the following five principles, as set out in the Guidelines for Airport Consultative Committees dated April 2014 and reproduced in the Appendix to this document, that the operation of the Committee will be:

- a. independent;
- b. representative;
- c. knowledgeable;
- d. transparent;
- e. constructive and effective.

3 TERMS OF REFERENCE

3.1 The scope¹ of the Consultative Committee shall be to

- a. advise the operator of Aberdeen International Airport on any matter which they may refer to the Committee for consultation or information, including proposed changes to the airport's Master Plan, its annual Capital Investment Plan, its noise action plan and surface access strategy;
- b. foster communication and build understanding between the airport and its users, local residents and the business community;
- c. stimulate the interest of the local population in the development of the airport;
- d. consider and comment upon the impacts of the airport's administration, operation and development in relation to
 - i. the environment;
 - ii. surface access issues associated with the airport;
 - iii. employment by the airport operator, other users of the airport and more generally within the local economy;
 - iv. the continued development and success of the local, regional and national economy;
 - v. the circumstances of local communities and their residents;
- e. protect and enhance the interests of users of the airport, particularly those of passengers;
- f. consider and, if appropriate, comment upon factual and consultative reports from government and other sources, that are material to the future character, operation and development of the airport.

4 AGENDA ITEMS

4.1 Agenda items may, but not exclusively, include

- a. a quarterly report from the Managing Director of the Airport, including relevant statistical and non-commercially sensitive operational data; route,

¹ 1 Based on Guidelines for Airport Consultative Committees, April 2014, paragraphs 3.9 and 3.13

Aberdeen International Airport Consultative Committee

service and terminal developments; and service quality and corporate social responsibility issues and community initiatives;

- b. reports on issues such as airport development, passenger service issues and surface access issues;
- c. airspace changes and other Government/EU consultations on which the Committee may wish to express a view;
- d. an environmental statement relating to noise, track keeping and air quality monitoring;
- e. a quarterly report from the Chair outlining any additional duties undertaken on behalf of the Committee;
- f. updates from any sub-groups;
- g. reports or speakers in specific issues as agreed within the Committee's annual work plan.

5 MEMBERSHIP

5.1 Size of the Committee

Membership of the Committee, including the Chair, shall not exceed 24 members although others may be invited to assume temporary membership on a specific issue, with the agreement of the Committee.

5.2 Membership of the Committee

Membership of the Committee shall include

the Chair, who shall be independent of other interests represented on the Committee;

four members appointed by Aberdeen City Council and three members appointed by Aberdeenshire Council. The members appointed by the two Councils shall normally be elected members of the Council concerned although a Council may at its option appoint an official as a member, or substitute member, of the Committee;

two representatives, one each to be appointed by the Dyce and Stoneywood, and Bucksburn and Newhills, Community Councils, being the community council areas most affected by the operation of the airport. Any other Community Council wishing to make representations to the airport management through the Consultative Committee may ask to be heard as

Aberdeen International Airport Consultative Committee

an exceptional circumstance but shall not thereby gain rights of membership of the Committee;

one representative each of the following bodies:

- a. Aberdeen and Grampian Chamber of Commerce,
- b. Scottish Council Development and Industry,
- c. Association of British Travel Agents/Scottish Passenger Agents Association (one representative to be agreed by and on behalf of the two organisations),
- d. the Airport Operators' Committee for Aberdeen International Airport,
- e. the British Helicopter Operators' Association,
- f. NATS Aberdeen,
- g. UK Oil and Gas,
- h. NESTRANS (North East of Scotland Transport Partnership),
- i. Visit Aberdeenshire;

two passenger representatives, of whom one is a frequent flyer through the airport on business and the other who will ideally also represent leisure travellers;

one representative of passengers with reduced mobility or hidden disabilities, to be appointed on the recommendation of Access ABZ;

such other members as the Committee shall from time to time agree, subject always to the maximum agreed membership of the Committee.

- 5.3** Every member should be appointed by their respective organisation for their interest in, and contribution they can make to, the effectiveness of the Committee, and willingness to attend meetings on a regular basis.
- 5.4** The Chair of the Committee shall be independent of all other stakeholder interests on the Committee and appointed in accordance with section 6 below.
- 5.5** The Chair may appoint a deputy from amongst the membership of the Committee to act on his/her behalf if for some reason the Chair is unable to attend a meeting of the Committee.

5.6 In attendance

The following officials shall be in attendance, or represented at, every meeting of the Committee:

the Managing Director of Aberdeen International Airport, or their representative as may be nominated by them;

the Secretary to the Committee;

such other officials of the airport operator or its parent company as may be invited by the Chair or proposed by the Managing Director or the Committee;

such other officials or experts in aviation as may be invited by the Chair or proposed by the Committee or the Managing Director of the airport;

such other officials of the stakeholder organisations on the Committee as may be invited by the Chair or proposed by the stakeholder organisation.

- 5.7** Officials in attendance shall have the right to speak during any relevant item, with the approval of the Chair, but shall not have a right to vote, should an issue require a vote.

6 APPOINTMENTS AND TERMS OF OFFICE

6.1 Appointment of Chair

The Chair of the Committee shall be independent of all other stakeholder interests on the Committee. It is important that the Chair is regarded by the Committee and the Managing Director of the airport as effective, able to gain the respect of other committee members and have the ability to draw together a wide range of views into a coherent conclusion.

- 6.2** The appointment of Chair shall be the responsibility of the Managing Director of the airport in consultation with the Committee. It shall be made through an open and transparent process, which shall include such public advertisement and competitive interview as is deemed appropriate, taking account of local circumstances. The shortlisting and interview process shall be co-ordinated by the Managing Director, in partnership with not more than three members of the Committee nominated by the Committee, acting with powers. The identity of the preferred candidate should be made known to the members of the Committee for approval before the appointment is confirmed.

- 6.3** The appointment shall normally be offered for a time limited period of not more than three years in the first instance. It may be extended by up to two further periods of not more than three years each, at the discretion of the Committee on

Aberdeen International Airport Consultative Committee

the recommendation of the Managing Director. Each extension of the Chair's appointment shall be subject to review and recommendation by the Managing Director and not more than three members of the Committee.

- 6.4** The appointment of Chair may be terminated if the postholder shows less than satisfactory application of skills and attributes, or lack of contribution to the working of the Committee. Whilst the maximum term of office of the Chair shall normally be nine years, it may, at the discretion of the Committee and on the recommendation of the Managing Director, be extended by an agreed limited period to enable a successor to be inducted and take up the appointment.
- 6.5** Where the Chair in office decides that he/she does not wish to continue beyond their current term of office, or where the Committee or Managing Director indicates that it is unlikely that the term of office will be extended, the process to appoint a successor may commence sufficiently early to enable the Chair-designate to shadow the outgoing Chair for not more than half a year.
- 6.6** The Chair shall receive an honorarium at a level set by the airport operator from time to time, to recognise the input required for effective discharge of the appointment, and travel and related expenses in respect of attendance at meetings as approved in advanced.

6.7 APPOINTMENT OF SECRETARY

The duties of the Secretary of the Committee shall include the following, working in conjunction with the Chair of the Committee and Managing Director of the airport:

- a. attendance at meetings of the Committee and related meetings, to take a record of proceedings and to offer such advice as may be appropriate;
 - b. the preparation of minutes of the Committee and any related meetings, for approval of the Chair prior to distribution to all members for formal approval at the next appropriate meeting;
 - c. issue of notices of meetings of the Committee and any related meetings and to place on the agenda any matters that are proper for the Committee to consider, in consultation with the Chair;
 - d. circulation of all relevant documents;
 - e. publicising the output of the Committee and maintenance of the Committee's website.
- 6.8** The Secretary will normally be a member of staff of the airport, appointed to the Secretary role in consultation with the Chair.

6.9 TERMS OF OFFICE OF OTHER MEMBERS

With the exception of the appointment of Chair and passenger representatives, the Committee accepts that it is the role of each stakeholder organisation to identify and nominate their member(s), within the general provisions below.

6.10 Council representatives

The Committee accepts that the representatives of Aberdeen City Council and Aberdeenshire Council will be appointed according to the respective Council's standing orders. However, the Committee recommends to the two Councils that those appointed shall not only be considered on the basis of the constituency that they represent, but also with regard to their interest in the work of the airport and acknowledgement of its importance to the economy of Aberdeen City and Shire, and an understanding of the environmental impacts of aviation on local communities.

6.11 It is anticipated that Council representatives will normally be nominated for membership of the Committee for the duration of their term of elected office, or such earlier date as notified by the Chief Executive of the Council. The Secretary to the Committee will seek nominations from the two Councils immediately after each general local government election, or following the resignation of any Councillor member from the Committee.

6.12 Other stakeholder organisations, including Community Councils

It is anticipated that the nominees of other stakeholder organisations will be proposed based on their position within the organisation, their commitment to the aims of the Committee, and their willingness to devote time to developing an understanding of the role of the airport.

6.13 Nominees shall normally be appointed for two years in the first instance, but may be recommended by their organisation for continued membership of the Committee, normally for up to four successive two-year periods of appointment, subject to review of attendance, commitment and contribution to the work of the Committee.

6.14 Passenger representatives

The passenger representatives shall be appointed by the Chair and Managing Director following suitable publicity calling for nominations and/or applications. Their appointment shall normally be for two years in the first instance, with the opportunity for extension by up to three further terms of office of two years, subject to review of attendance, commitment and contribution to the work of the Committee.

6.15 Representative of passengers with reduced mobility or hidden disabilities

The representative of passengers with reduced mobility shall be appointed following consultation with, and recommendation by, the members of Access ABZ.

6.16 Induction and review

All newly-appointed members will be invited to attend an introduction to the work of the Committee, at which the Managing Director and senior colleagues will provide a detailed briefing on the operation and challenges of the airport, and the Chair will brief on the activities and expectations of the Committee. They will also be offered a full tour of the airport, landside and airside, as part of their induction.

6.17 Confidentiality agreement

Each member, on appointment and on renewal of appointment, shall be required to sign a confidentiality agreement, undertaking not to pass on, formally or informally, to any party any matter discussed at the Committee that is identified at the meeting as being commercially confidential or commercially sensitive, to the airport operator, or any company or organisation associated with the airport or any member of the Committee.

6.18 Where a substitute attends a meeting of the Committee, they shall be reminded of the confidential nature of some of the work of the Committee and asked to sign a confidentiality agreement that shall be operational for each occasion the substitute attends.

7 CONDUCT OF THE BUSINESS OF THE COMMITTEE

7.1 The affairs of the Committee shall be managed by the Chair in consultation with the Managing Director of the Airport as appropriate. They shall be conducted within the terms of the Principles for the Conduct of ACC Business as set out in Chapter 2 of the DfT Guidelines, as adapted in Annex 2 below.

7.2 Frequency of meetings

The Chairman and Secretary shall convene ordinary meetings of the Committee at least four times a year and any additional meetings requested by the Committee or deemed appropriate by the Chair. Meetings shall normally be held on the first Friday in March, June, September and December each year, subject to confirmation or amendment, which shall be shown on the Committee's website (www.aberdeenairport.com/aiacc)

7.3 Issue of agendas and supporting papers

The Chairman and Secretary will provide all the necessary papers and an agenda for each meeting and maintain Minutes of all meetings, following consultation with

the Managing Director of the Airport on any reports that they wish to submit to the Committee. Papers for meetings will normally be sent to members by email at least seven days before the date of the meeting to which the papers relate.

7.4 Representation by a substitute

If a member or representative is unable to attend a meeting, they should ideally be represented by a substitute, where one has been appointed and is available, in order to maintain continuity of attendance at the Committee.

7.5 Failure of a member to attend meetings

Where any member or representative (or substitute) fails to attend at least three meetings in any given calendar year, a letter will be sent to their organisation pointing out the non-attendance record and inviting them to appoint a new member or representative in place of the one who has failed to attend regularly. The Committee reserves the right to suspend the membership of any member who fails consistently to attend meetings, where the organisation they represent takes no action to appoint a replacement.

7.6 Participation by members in the business of the Committee

The Committee has agreed to adopt the Code of Conduct for members recommended in the Guidelines for Airport Consultative Committees, April 2014², as set out on page 13 below, in order to ensure the most effective operation possible of the Committee. All members, including the Chair, and regular attendees, including the Managing Director of the airport and the Secretary, will be expected to commit to the Code of Conduct, and to participate actively in the work and discussions of the Committee.

7.7 Reaching a decision

The Committee, being consultative, will normally seek to conduct its business by consensus. Where consensus cannot be achieved, the Chairman may call for an indicative vote. All members of the Committee as defined in section 5.2 shall be eligible to vote. In the event of a tie, the Chairman shall have the casting as well as a deliberative vote.

8 STRATEGY SUB-GROUP

8.1 The Committee shall appoint a Strategy Sub-Group, which shall have as its main business

- a. discussions with the airport operator on items which are commercially confidential or commercially sensitive, and

² Guidelines for Airport Consultative Committees, Department for Transport, April 2014, paragraph 314

Aberdeen International Airport Consultative Committee

- b. acting with powers on behalf of the Committee in respect of drafting and approving responses to government and related consultations, where the deadline for responses falls between quarterly meetings of the Committee.

8.2 Membership of the Strategy Sub-Group shall be proposed by the Chair and Managing Director, for approval by the Committee. There shall be no fixed programme of meetings for the Sub-Group, who may meet in person or virtually by email or telephone conference. Meetings shall be held on an as-required basis.

8.3 A report of discussions and decisions taken by the Sub-Group shall be made to the next following meeting of the Consultative Committee.

9 RESOURCING THE COMMITTEE

9.1 The airport operator shall be responsible for the following aspects of resourcing the work of the Committee:

- a. providing accommodation and appropriate refreshments for meetings as scheduled;
- b. the honorarium paid to the Chair, and any travel expenses related to attendance at meetings of the Committee, its Sub-Groups and any external meetings such as the annual meeting of UKACCs or any meeting of its Working Group to which the Chair is invited, within processes and approvals to be agreed with the Managing Director;
- c. parking charges for members during attendance at meetings;
- d. public transport or mileage costs of the three passenger representatives as requested.

9.2 Members other than the Chair and the three passenger representatives should normally expect the organisation that they represent to bear any costs of attendance at and travel to meetings.

9.3 An estimate of overall costs of resourcing the Committee shall be included in the Committee's annual report.

10 ATTENDANCE BY THE PRESS AND PUBLIC

10.1 Members of the Press and the public may attend meetings of the Committee, upon request and at the discretion of the Chairman. They may not normally speak or participate in the business of the Committee, unless specifically invited to do so by the Chair. They may be asked to leave the meeting at any point where a matter of commercial confidentiality or sensitivity, or any matter relating to security or individuals, is under discussion.

11 ANNUAL REPORT

- 11.1** The Chair and Secretary shall prepare an annual report for approval by the March meeting of the Committee each year, summarising the main items of business that have been considered over the previous calendar year. The report, when approved, shall be posted on the Committee's website and paper copies shall be made available to the stakeholder organisations represented on the Committee upon request.

12 ANNUAL GENERAL MEETING

- 12.1** The March meeting each year shall be considered to be the Committee's Annual General Meeting.

13 SPECIFIC THEMES OR TOPICS FOR MEETINGS

- 13.1** In addition to the routine business items for meetings, most meetings of the Committee shall include a specific theme or activity, based on an annual plan approved each year at the Annual General Meeting. Such activities might include, for example, a guest speaker on a specific topic, or a visit to part of the airport.

14 ALTERATIONS TO THE CONSTITUTION

- 14.1** The Constitution shall be kept under review, particularly if the Department for Transport issue revised Guidelines, but no alteration shall be made to it unless agreed by two thirds of the members of the Committee present at the meeting at which the alterations are a formal agenda item.

CODE OF CONDUCT
(as referred to in paragraph 7.6 above)

The business of the Aberdeen International Airport Consultative Committee shall be conducted within the terms of the following Code of Conduct.

Respect: Committee members should treat each other with respect and courtesy at all times.

Commitment: Committee members should dedicate sufficient time to prepare for and attend meetings, including seeking advice and views from others in their organisation, where appropriate.

Conflicts of interest: Members should identify and declare any conflicts of interest (actual, potential or perceived), particularly where members do not represent an organisation.

Participation: Members should participate fully in meetings. They should listen to what others have to say and keep an open mind while contributing constructively to discussions. Actions assigned to members should be fulfilled in a timely manner and progress reported back at the next meeting.

Openness and accountability: Members should be open and accountable to each other and the organisations and communities they represent about their work on the committee.

Confidentiality: Members should respect the status of any confidential issues they discuss.

PRINCIPLES FOR THE CONDUCT OF ACC BUSINESS

(As adapted from chapter 2 of the
Department for Transport Guidelines 2014)

It is intended that the Aberdeen International Airport Consultative Committee will be conducted in accordance with the following principles (text taken directly from the DfT Guidelines 2014):

Independent

While the onus is on the operator of Aberdeen International Airport to provide facilities for and provide limited funding for the Airport Consultative Committee (see section 9 above), it is important that the Committee is and is perceived as being independent from the airport in order to maintain the confidence of all interested parties. Members of the Committee should be free to say what they think on issues. The Committee will, as far as possible, be transparent about how and why it is funded, and the Chair will be appointed through an open and transparent process.

Representative

Section 35 of the Civil Aviation Act 1982 specifies the categories of bodies or organisations that should be consulted and the AIACC has taken all reasonable steps to ensure that the committee comprises an appropriate range of views that is representative of those affected by, or involved in, the operations of the airport.

In appointing its passenger representatives, the Committee seeks to ensure that they are not affiliated to any interest organisation.

Knowledgeable

While it is not expected that members themselves are experts on every subject the Committee discusses, members will be encouraged to gain a general understanding of the issues involved and should have a more in depth knowledge of the area they represent. All members should take an interest in the issues being discussed at meetings and be prepared to seek advice from others (such as officers from across the different organisational interests in the case of local authority representatives).

Transparent

The Committee will be as open and transparent as possible about the issues it discusses and the conclusions it comes to.

The Committee will take steps to ensure that the wider local community and airport users should be aware of the existence of the consultative committee and its role in relation to airport operations as well as how to contact at least the Secretary of the committee.

Aberdeen International Airport Consultative Committee

The existence and role of the committee, as well as members of the committee and the organisations they represent, will be easily accessible to the community online through the Committee's pages on the airport's website (see www.aiacc.org.uk or)

The website will include a schedule of the committee's meetings, its agendas and the minutes of its meetings.

Constructive and Effective

The wide variety of issues that the committee can get involved in, and the passion that some of those issues can invoke in people have the potential to lead to unproductive meetings. As far as possible, the committee will take a constructive role in issues, taking the opportunity to influence matters where appropriate. As the committee does not have executive powers, its role is more along the lines of a "critical friend", to offer advice and encourage the airport to act on its advice by pointing out things that are working well, as well as being objectively (as far as possible) critical of areas where the airport could make improvements.

The airport management will take the opportunity to engage with the committee at an early enough stage of future plans in order for the committee to take a constructive role in advising the airport and where the airport can take advantage of the specific knowledge and expertise committee members have. The airport management should be willing to be influenced by the discussions and opinions of the committee in order to make the process of consultation meaningful. The airport is expected to take the committee's views into account when making decisions on matters about which the committee has been consulted.