


CAA Corporate Governance Statement

CAP 2552

A large, abstract graphic composed of overlapping blue and teal shapes, primarily a large circle with a square cutout, occupying the bottom half of the page.

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Introduction

Purpose of the Governance Statement

This governance statement is intended to summarise how the CAA is structured, how the Board and Executive Committee (ExCo) operate and how risks are identified and managed. The document provides links to other relevant governance resources and serves as a single starting point for anyone wishing to navigate the CAA and understand how it works. If you have any questions about the governance of the CAA please send them to CorporateStandards@caa.co.uk

The governance statement reflects the position at the date of publication and is subject to periodic review. Updates will be made to ensure consistency with changes to key personnel and to the DfT/CAA Framework Document and recommendations from the Independent Review of the CAA.

Chapter 1

Status and Functions of the CAA

Background

- 1.1 The Civil Aviation Authority (CAA) was first established in 1972 as the UK's specialist aviation regulator. The CAA is a statutory corporation.
- 1.2 The CAA is now constituted under [section 2 of the Civil Aviation Act 1982](#). Its main functions are set out in [section 3 of the Civil Aviation Act 1982](#), the [Airports Act 1986](#), the [Outer Space Act 1986](#), the [Transport Act 2000](#), the [Civil Aviation Act 2012](#), the [Space Industry Act 2018](#) and in secondary legislation made under those Acts, principally the [Air Navigation Order 2016](#).
- 1.3 The CAA is designated as the competent authority in the United Kingdom for the purposes of a wide range of implementing rules made under [Regulation \(EU\) 2018/1139](#) as retained (and amended in UK domestic law) under the European Union (Withdrawal) Act 2018. The CAA is also the designated national supervisory authority and competent authority for the EU-derived [Single European Sky Regulations](#).
- 1.4 In exercising its regulatory functions, the CAA has responsibilities placed upon it by the [Deregulation Act 2015](#).
- 1.5 The CAA is not part of HM Government or the Crown, and as a statutory corporation it has legal independence. However, the CAA has strong working relationships with ministers and their officials and in exercising its functions, the CAA will consider and have regard to all relevant factors, including Government policy.
- 1.6 As a creature of statute, the CAA may only carry out functions that have been given to it by or pursuant to legislation. Our main statutory functions are:
 - regulating civil aviation safety
 - advising and assisting the Secretary of State for Transport on all civil aviation matters, including policy for the use of UK airspace to meet the needs of all users, having regard for national security, economic and environmental factors, while maintaining a high standard of safety
 - the economic regulation of certain airports and of the provision of certain air traffic services
 - the licensing of airlines, including assuring their financial fitness
 - the licensing of air travel organisers

- enforcing general consumer protection law, such as the requirements covering denied boarding and persons with reduced mobility
- enforcing competition law in respect to airport operation services and the supply of air traffic services
- the regulation of aviation security; and
- licensing of spaceflight activities.

1.7 The CAA has a range of powers that enable and support it in the performance of these functions, most notably powers to require the submission of information and to prosecute breaches of aviation legislation.

Relationship between the CAA and the Secretary of State for Transport

- 1.8 The CAA is sponsored by the Secretary of State for Transport. The Secretary of State is responsible for appointing the CAA Chair and Non-Executive Members. A Deputy Chair may also be appointed by the Secretary of State from among the Non-Executive Members. The appointment of the Chief Executive is also approved by the Secretary of State.
- 1.9 The Secretary of State will typically write to the Chair of the CAA on an annual basis to set out the CAA's priorities for the forthcoming financial year. However, the Secretary of State may set out priorities at other times where it is deemed appropriate.
- 1.10 Under section 6 of the Civil Aviation Act 1982, the Secretary of State may issue Directions to the CAA as to how it undertakes certain functions.
- 1.11 The relationship between the CAA and Secretary of State is governed by the 'CAA Framework Document'. The CAA Framework Document explains:
- the roles of the CAA, the Secretary of State and the Department for Transport
 - the respective responsibilities of each
 - the legal and policy framework within which the CAA operates
 - how the CAA is currently funded; and
 - any financial conditions that apply to the administration of the CAA.

CAA Strategy

- 1.12 The [CAA's Strategy](#) sets out the organisation's purpose and vision. At the heart of these are the need to help deliver high standards of safety, security and consumer protection for the benefit of consumers and the public. The CAA also has a responsibility to help the aviation sector improve its environmental performance.
- 1.13 The Strategy sets out five strategic focus areas, and the organisation's ambition for meeting these aims. The strategic focus areas are:
- Leading risk-based oversight and regulatory stewardship
 - Enabling recovery, innovation and growth
 - Developing relationships to support ongoing global improvement in aviation and aerospace
 - Improving environmental performance; and
 - Enhancing organisational diversity and capability for the future.
- 1.14 The Strategy also outlines how, as a regulator, the CAA is guided by its published [Regulatory Principles](#) when designing, prioritising or implementing regulatory activities. The CAA also has regard to the Principles of Good Regulation, the [Regulators' Code](#) and the [Regulators' Growth Duty](#), and is guided by the consumer principles which provide a consumer-focused lens for regulation.

Chapter 2

Governance of the CAA

Membership of the CAA

- 2.1 The CAA is a body corporate and must comprise at least seven but not more than sixteen Members, consisting of the Chair, other Non-Executive Members (one of whom may be a Deputy Chair if appointed by the Secretary of State), a Chief Executive and other Executive Members. So far as practicable there must be a greater number of Non-Executive Members than Executive Members.
- 2.2 The process for appointing the Chair and Non-Executive Members is outlined in paragraph 1.8. Other Executive Members are appointed by the Chief Executive with the approval of the Chair, and at least one other Non-Executive Member.
- 2.3 The Board approves the appointment and removal of the General Counsel & Secretary.
- 2.4 The CAA has a Senior Independent Director (SID) who is appointed by the Chair. The SID's role is to provide a sounding board for the chair and serve as an intermediary for the other Non-Executive Members. Led by the SID, the Non-Executive Members meet without the Chair present annually to appraise the Chair's performance, and on other occasions as necessary.
- 2.5 Under section 66 of the Transport Act 2000, the Chief Executive, with the approval of the Chair and at least one other Non-Executive Member, shall nominate an Executive Member of the CAA to perform on behalf of the CAA specified air navigation functions. The Secretary of State must be consulted before the nomination is made. Under section 67 of the Act, the Secretary of State may nominate a Non-Executive Member for national security purposes. The Group Director of Safety & Airspace Regulation has been nominated for the purposes of section 66, and the Assistant Chief of the Air Staff (ex officio) for the purposes of section 67.
- 2.6 The current Members of the CAA are listed in [Appendix A](#).
- 2.7 The structure of the CAA is illustrated in [Appendix B](#).

Roles and Responsibilities

- 2.8 The Board of the CAA is responsible for the effective performance by the CAA of its various responsibilities. The Board provides leadership and direction and

ensures that the CAA is run efficiently, effectively and lawfully. In doing so, the Board seeks to act transparently and comply with the Financial Reporting Council's [UK Corporate Governance Code](#)¹ and the Regulators' Code.

- 2.9 The Chair leads the CAA Board, ensuring that it provides the appropriate level of support for, scrutiny of, and challenge to the Executive Committee, and works closely with the Chief Executive to establish the strategic direction for the CAA. The Chair is responsible for ensuring the effectiveness of the Board in all aspects of its role, for setting the Board's agenda and ensuring that adequate time is available for discussion of all agenda items, in particular strategic issues.
- 2.10 The Chair also promotes a culture of openness and debate by facilitating the effective contribution of Non-Executive Members and ensuring constructive relations between Executive and Non-Executive Members. To ensure this, and in compliance with the UK Corporate Governance Code, the Chair is responsible, with the Chief Executive, for ensuring that the CAA Board, particularly the Non-Executive Members, receives accurate, timely and clear information in order that the CAA discharges its functions effectively.
- 2.11 Board meetings are attended by all Non-Executive and Executive Members, the General Counsel & Secretary, the [Independent Safety Adviser](#), and other members of the CAA's Executive Committee.
- 2.12 The Chief Executive is accountable to the Board for ensuring that the CAA's statutory duties and business activities are effectively and efficiently performed.
- 2.13 The Secretary of State is accountable to Parliament in relation to the functions of the CAA.

Decisions Reserved for the Board

- 2.14 The time available at CAA Board meetings is necessarily limited and priorities must be set. The Board pays particular attention to governance, performance and risk and reviews major policy, planning, finance, and resourcing decisions. It takes steps to ensure that it is aware of issues of major importance to the CAA and is involved in all major decisions.

¹ The Civil Aviation Authority (Accounts) Direction obliges the CAA to meet the accounts disclosure requirements of paragraphs 9.8.6 and 9.8.8 of the UK Listing Rules which includes disclosure on compliance with the UK Corporate Governance Code.

- 2.15 The Board may from time-to-time delegate certain responsibilities to Board Committees, Executive Committee, or specific individuals. Further detail on this is available in Accountabilities and Authorisations.
- 2.16 The types of decisions reserved for the CAA Board are included in [Appendix C](#).
- 2.17 The Board makes most of its decisions at Board meetings but, should it be necessary to seek decision outside of the meeting cycle, the Board has an agreed method under Resolution No. 233 for doing so. The Board will be briefed on the context to key policy and operational matters as they arise either through informal seminars or the Policy & Innovation Exchange.

Board Procedures

- 2.18 Pursuant to Schedule 1 of the Civil Aviation Act 1982 the CAA has determined the arrangements for its meetings. The CAA has passed several resolutions relating to its quorum, procedures for its meetings, and the authorisations of individual Members of the CAA: see resolutions 4, 21 and 233 ([Appendix D](#)):
- Resolution No.233 sets the quorum for all CAA meetings as 5 Members (except where otherwise prescribed by the [section 7 of the Civil Aviation Act 1982](#))
 - Resolution No.4 provides that any Member of the CAA may perform on its behalf any of its functions and act on behalf of the CAA on all matters.
 - Resolution No. 21 provides that a quorum of the CAA for the purpose of authorising any Member or employee of the CAA to perform on behalf of the CAA any of its functions is one.
- 2.19 The Board is subject to an external evaluation every three years. Details of such a review are reported through the Annual Report and Accounts. Additionally, the Board carries out an internal review of its performance annually.

Board Committees

- 2.20 Two Board committees have been established and each is described below.

Audit Committee

- 2.21 The [Audit Committee](#) monitors the integrity of the financial statements of the CAA, provides advice on whether the CAA's Annual Report and Accounts, taken as a whole, are fair, balanced and understandable, reviews internal financial controls and internal control and risk management systems, monitors and reviews the effectiveness of the internal audit function, conducts the tender process and makes recommendations to the Board and Secretary of State about

the appointment, reappointment and removal of the external auditors, and reviews and approves the auditors' performance, independence and objectivity.

2.22 Meetings of the Committee shall be held not less than three times per year and where appropriate should coincide with key dates in the CAA's financial reporting cycle. The current members of the Committee are indicated within the table in [Appendix A](#).

2.23 Attendees at Audit Committee meetings include the CAA Chair, Chief Executive, Chief Operating Officer, General Counsel & Secretary, and Head of Internal Audit. Other CAA staff may also attend at the invitation of the Committee.

People Committee

2.24 The [People Committee](#) agrees objectives for the Chair, Chief Executive and other Executive Board Members and, on recommendation from the Chief Executive, agrees the team-based objectives that will apply to all members of the Executive Committee. The People Committee assesses performance and agrees reward for the Chief Executive, other Executive Board Members and members of the Executive Committee.

2.25 Pursuant to the authorities set out in the Committee's Terms of Reference, the People Committee also considers and makes recommendations in respect of the appointment of Members of the CAA.

2.26 Meetings shall be held three times a year, and where appropriate should coincide with key dates in the CAA's performance and reward cycle. Additional meetings shall be scheduled as required to coincide the cycle of appointments of Non-Executive Board Members. The current members of the Committee are indicated within the table in [Appendix A](#).

2.27 Attendees at People Committee meetings include the CAA Chair. The Chief Executive and People Director may attend by invitation. The DfT shall be invited to send a representative that part of any meeting at which appointments of Non-Executive Board Members are to be discussed.

Establishing Committees

2.28 The Board may decide that it is necessary to establish a new committee. In such circumstances, the proposed Chair of the committee would be identified and invited to develop a set of Terms of Reference for the committee. The Terms of Reference would need to define the delegated authority of the committee and set out the committee's:

- purpose
- membership
- quorum

- frequency of meetings
 - roles and duties
- 2.29 The completed Terms of Reference would be submitted to the Board for approval. Any changes to the Terms of Reference would require approval by the Board.
- 2.30 Minutes of all committee meetings must be taken, and copies circulated to the Board.
- 2.31 If the Board deems that a committee is no longer required a decision to disestablish the committee must be made by the Board and recorded accordingly.

Executive Committee (ExCo)

- 2.32 The Chief Executive is responsible for the day-to-day operational management of the CAA. In this role, they are supported by a wider Executive Committee (ExCo).
- 2.33 ExCo meets on a regular basis through a variety of forums including Strategy & Policy Meetings, Prioritisation & Performance Board, and ad-hoc meetings. ExCo will meet in one of these forums at least once a month (except August).
- 2.34 The current ExCo postholders are listed in [Appendix E](#).
- 2.35 The ExCo will also convene informal Policy & Innovation Exchanges, to which Board Members are invited.

Panels

- 2.36 The CAA may establish panels on an ad-hoc basis to take specific regulatory actions or make certain regulatory decisions. Establishment of these panels will be recorded in the minutes of the relevant CAA meeting.
- 2.37 The work of panels is undertaken in accordance with the [CAA Regulations 1991](#) or other applicable Regulations, policies or procedures.
- 2.38 Where a Member of the CAA sits on a panel, they will generally be recused from any Board discussions related to the matter being considered by that panel.

Chapter 3

Accountabilities and Authorisations

Authorising Staff to Perform CAA Functions

- 3.1 Legally speaking, the CAA – i.e. the corporate person – is responsible for the performance of the CAA's large range of safety, airspace, security, economic regulation and consumer protection functions. As a corporate person, the CAA's activities are carried out and decisions are made by the Members (both Executive and Non-Executive) who make up the CAA.
- 3.2 However, the quantity and range of activity required of the CAA is so great that others are also permitted to act as the CAA, provided they have an appropriate permission to do so. Permission may be given:
- by way of a Board resolution
 - by an individual authorisation issued to an employee of the CAA by a Member of the CAA, or
 - by the general authorisations that are prepared from time to time and empower anyone holding a particular role to do specified things
- 3.3 On a day-to-day basis through one of these routes colleagues across the CAA are legally able to make a wide range of regulatory and administrative decisions. Occasionally there will be issues that arise where the Board will want to understand in greater depth the technical issues at play, the risks arising, our proposed responses and to offer challenge and support to colleagues before a final decision is taken. Certain regulatory decisions may only be taken by Members of the CAA.
- 3.4 The CAA provides a range of advisory services. This enables innovators to access CAA expertise and guidance as they develop new technologies. The CAA has measures in place to ensure that individuals involved in offering advisory services on particular projects, are not involved in making regulatory decisions related to those projects.
- 3.5 Each Member of the CAA (by virtue of Resolution No. 47) and any employee of the CAA (by virtue of the Rules of Conduct) is protected by the CAA against any liability to pay compensation in respect of anything done in the course of their duties. The CAA will also meet any reasonable legal costs that arise in any such legal proceedings.

Safety Accountabilities and the Board

- 3.6 Collectively the Board of the CAA identifies and reviews the CAA's tolerance for safety and other risks that may have an adverse impact on the public and consumers. In that context, the role of the Board in relation to aviation safety is:
- to ensure that collectively the Board is aware and regularly briefed on key safety issues, risks and opportunities and the performance of the safety governance framework through which these are managed.
 - collectively to consider and offer effective scrutiny of and challenge to safety reports and information shared with the Board.
 - to hold the Chief Executive and Group Director Safety and Airspace Regulation to account on safety matters.
- 3.7 The Board currently has an appointed Independent Safety Adviser, who supports and challenges the Board in the discharge of its safety responsibilities. The Independent Safety Adviser attends all Board meetings but is not a Member of the CAA.
- 3.8 The Chief Executive of the CAA is the most senior Executive Member of the CAA. Alongside the other Executive Members of the CAA, the Chief Executive makes major corporate decisions and ensures that the CAA carries out its legal functions and that in doing so the risk tolerance identified by the Board is respected.
- 3.9 As part of its arrangements to ensure that safety accountabilities are clearly identified, understood and are effectively discharged, the CAA has established a framework of safety accountabilities. The framework extends from the Chief Executive through the management chain, with emphasis on the accountabilities of the Group Director Safety and Airspace Regulation and senior colleagues in the Safety and Airspace Regulation Group.
- 3.10 The CAA Safety Leadership Group (SLG) provides assurance to the Board that the CAA is fulfilling its function as the industry regulator and is proactively overseeing the management by industry of aviation safety risks that consumers and the public may be exposed to. The SLG meets quarterly, with meetings chaired by the Chief Executive.

Authorisations

- 3.11 Under paragraph 15 of Schedule 1 to the Civil Aviation Act 1982 the CAA may authorise persons, including employees and any Member, to exercise functions on its behalf, subject to certain restrictions that apply in a number of cases.

- 3.12 Pursuant to the terms of Resolution 21, the Group Directors of Safety & Airspace Regulation, Consumers & Markets and the Chief Operating Officer have issued authorisations that enable CAA employees to carry out the CAA's functions on a day-to-day basis.
- 3.13 Financial authority is delegated by the Board to Executive Members of the CAA, and this will then be cascaded to budget holders. Authority to commit the CAA to contractual terms is delegated to the Head of Procurement and their team.

Chapter 4

CAA Subsidiaries and Other Entities

Subsidiary Companies

- 4.1 The CAA has two wholly-owned subsidiary companies: Air Safety Support International Ltd (ASSI) and CAA International Limited (CAAi).
- 4.2 ASSI was established to ensure that the UK meets its obligations under the Chicago Convention 1944 in respect of aviation safety and security in the Overseas Territories. ASSI's role is to advise the Secretary of State whether international aviation safety and security standards are being met in each of the Territories. Further details can be found here:
<https://www.airsafety.aero/Home.aspx>.
- 4.3 CAAi is the technical cooperation, consultancy and training arm of the CAA. Its purpose is to improve aviation and aerospace standards across the globe. CAAi is a social enterprise and uses a proportion of its profits made to support its purpose. In taking forward its work, CAAi has and is committed to building strategic partnerships with other national aviation authorities, academia and international bodies. More information can be found here:
<https://caainternational.com/>.

Other Entities

- 4.4 CAAPS is the Civil Aviation Authority Pension Scheme. The CAA Chief Executive and General Counsel & Secretary are responsible for approving the appointment of Trustees to the scheme, under a delegation from the CAA Board. The Trustees will be either Member-Nominated and be members of the scheme or Employer-Nominated. The Trustees will either be employed by the CAA or NATS or be deferred or pensioner members of the scheme. The Chair of Trustees will be an independent professional Trustee appointed by the CAA. The scheme is solely for Defined Benefit members and is closed to new members.
- 4.5 The [Air Travel Trust \(ATT\)](#) was established by the Secretary of State for Transport. The primary purpose of the Trust is the provision of compensation for losses incurred or suffered by consumers and others as a result of the failure of an ATOL holder. The Trustees of the ATT are Members of, or employees of the CAA. The Chair of the ATT will be a Non-Executive Member of the CAA.

APPENDIX A

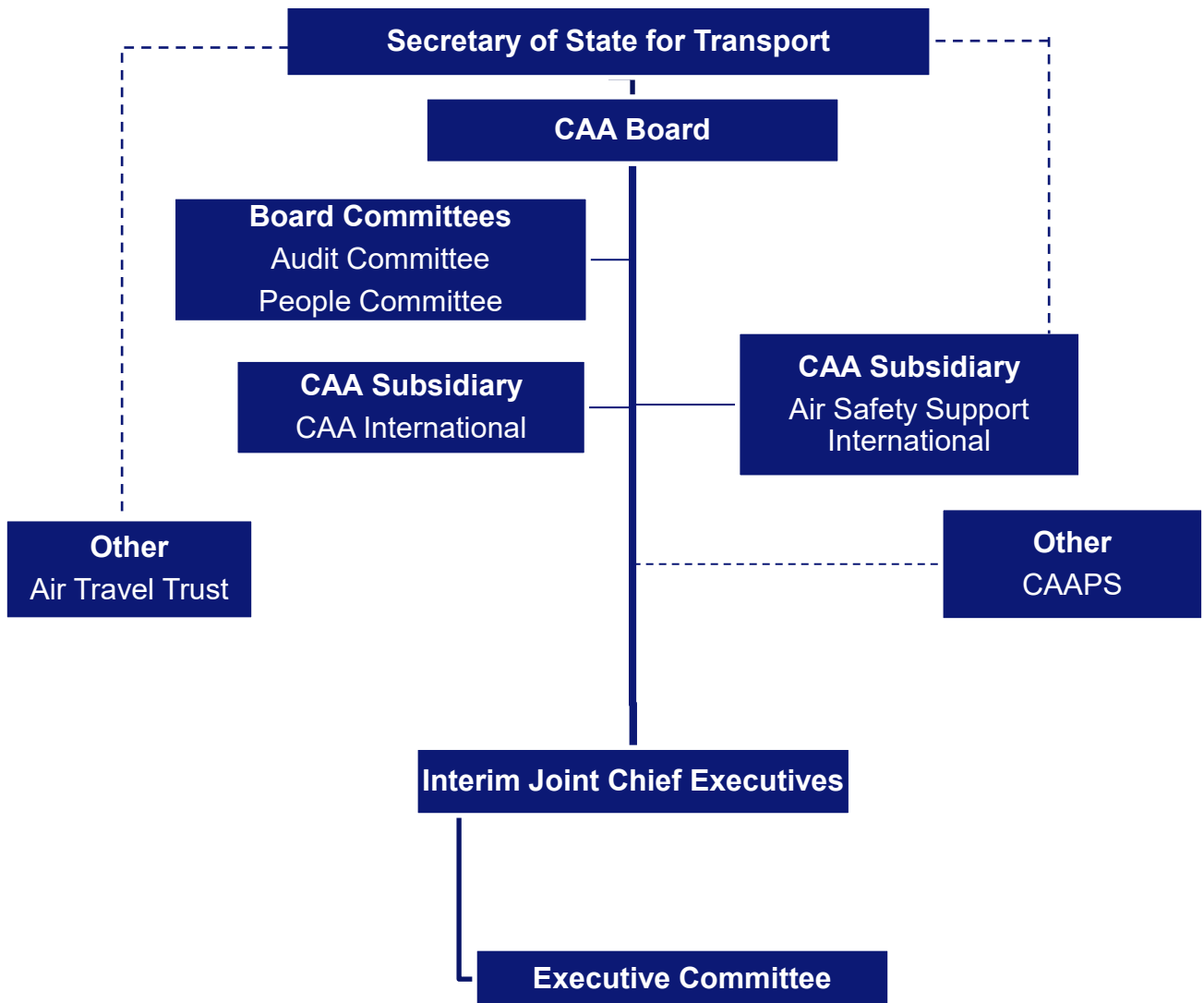
Members of the CAA and Board Committees

Member	Role	Member of the Audit Committee	Member of the People Committee
Non-Executive Members of the CAA			
Sir Stephen Hillier	CAA Chair	No	No
Katherine Corich	Non-Executive Member	Yes	Yes
AVM Simon Edwards	Ex-officio Non-Executive Member (Assistant Chief of the Air Staff)	No	No
Marykay Fuller	Non-Executive Member (Senior Independent Director)	Yes	No
Jane Hanson CBE	Non-Executive Member (Audit Committee Chair)	Yes	No
Anne Lambert CMG	Non-Executive Member	Yes	Yes
Manny Lewis	Non-Executive Member (People Committee Chair)	No	Yes
Executive Members of the CAA²			
Rob Bishton	Interim Joint CEO & Group Director of Safety & Airspace Regulation Group	N/A	N/A
Paul Smith	Interim Joint CEO & Group Director of Consumers & Markets Group	N/A	N/A
Company Secretary			
Jonathan Spence	General Counsel & Secretary	N/A	N/A
Independent Safety Adviser			
Dave King		N/A	N/A

² In April 2023, Rob Bishton and Paul Smith were appointed as Interim Joint Chief Executives. In addition to this, they each remain responsible for leading the Safety & Airspace Regulation and Consumers & Markets Groups respectively.

APPENDIX B

CAA Structure



APPENDIX C

Matters Reserved for the Board

Matter Reserved for the Board
<p><i>Governance Arrangements</i></p> <p>The Board approves, for example:</p> <ul style="list-style-type: none"> a) changes to the governance of the CAA, including Terms of Reference for committees of the Board b) significant appointments (e.g. General Counsel & Secretary, Panel appointments) c) the CAA's management of risk d) the Annual Report and Accounts e) recommendations to the Secretary of State about the appointment of external auditors f) corporate and strategic plans g) amendments to CAAPS Trust Deed and Rules
<p><i>High-Level Financial Arrangements</i></p> <ul style="list-style-type: none"> a) CAA budgets b) significant expenditure c) economic regulation of major UK airports d) Eurocontrol Unit Rates e) overdraft or temporary loan facilities f) the CAA's Charges Schemes g) the making of charges specifications for Eurocontrol, Denmark, Iceland, and NATS air navigation charges
<p><i>Responses to Significant Consultations, Reports or Reviews</i></p> <p>By exception, the Board approves the CAA's response to consultations which, in its view, are strategically significant or raise complex policy challenges.</p>
<p><i>Other Matters</i></p> <p>The Board will also consider and decide upon any other matter which, in the opinion of the Chair or Chief Executive, is of such importance or impact that it requires the Board's attention.</p>

APPENDIX D**Board Resolutions 4, 21 and 233**

Resolution No.4, 29th March 1972

- D1 It is hereby resolved, in pursuance of Schedule 1, paragraph 16 of the Civil Aviation Act 1971 and subject to section 5(1) of that Act, that any person who is for the time being a member, officer or servant of the Authority be authorised to perform on behalf of the Authority any of its functions and to act on behalf of the Authority in all matters, being functions or matters which in the case of an officer or servant of the Authority fall within the usual scope of his duties as such.

Resolution No. 21, 21st June 1975

- D2 The Civil Aviation Authority hereby determines, pursuant to paragraph 9 of Schedule 1 to the Civil Aviation Act 1971, that a quorum of the Authority for the purpose of authorising (pursuant to paragraph 16 of the said Schedule 1) any member or employee of the Authority to perform on behalf of the Authority such functions of the Authority as are specified in the authorization, shall be one member.
- D3 The Authority hereby resolves that any authorization given by a member pursuant to paragraph 1 of this resolution shall be without prejudice to the generality of Resolution No.4 adopted by the Authority on 29 March 1972.

Resolution No. 233, 18th November 2020

- D4 At a meeting of the Civil Aviation Authority held on 18 November 2020 the CAA resolved that:
- D5 Resolution no. 9 (dated 6 May 1972) is revoked.
- D6 Subject to the provisions of this resolution, the CAA may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit.
- D7 The Chair, Deputy Chair (if any has been appointed by the Secretary of State), Chief Executive or a majority of the other members may, at any time, require the Secretary to the CAA to summon a meeting of the CAA.
- D8 At least 48 hours' notice of all meetings of the CAA shall be given to its members, unless in the opinion of the Chair, Deputy Chair (if any has been appointed by the Secretary of State) or Chief Executive matters of urgency require a shorter period of notice. Notice of a meeting shall be deemed to have been given to a member if it has been sent to them at their usual email address.
- D9 Save where provided otherwise in regulations made pursuant to section 7 of the Civil Aviation Act 1982, the quorum for a meeting of the CAA shall be five members, of whom one shall be the Chair or the Deputy Chair (if one has been

appointed by the Secretary of State), two shall be other non-executive members and two shall be executive members, one of whom shall be the Chief Executive or their nominated deputy.

- D10 Subject to paragraph 7, if a quorum is present at the beginning of a meeting of the CAA any business included in the agenda may, at the discretion of the chair of the meeting, be dealt with even if during the course of that meeting the members present have ceased to constitute a quorum.
- D11 Paragraph 6 shall not apply to any business raised under the heading 'Any Other Business' or where fewer than three members are present.
- D12 If the Chair and Deputy Chair (if one has been appointed by the Secretary of State) are absent from any meeting the Chair shall invite another member attending the meeting to preside until the Chair or Deputy Chair is present.
- D13 Meetings may take place in person or by any other means that enables all members and any other participants to listen to and make contributions to discussions before conclusions are reached.
- D14 The Secretary to the CAA or their nominated deputy shall attend all meetings of the CAA.
- D15 The Chair or Deputy Chair (if one has been appointed by the Secretary of State) may invite employees of the CAA and others to attend CAA meetings.
- D16 Where consensus cannot be achieved, matters to be decided by the CAA shall be decided by a simple majority of members participating in the meeting and where such a vote is tied the member chairing the meeting shall have a second or casting vote.
- D17 The CAA may take decisions by correspondence between meetings, provided that all members have a reasonable opportunity to seek clarification on the issue on which a decision is required and are supplied with copies of all materials necessary to reach a conclusion.
- D18 The Secretary shall ensure that minutes are taken of all meetings of the CAA and, once approved by the CAA and subject to any necessary redactions, that those minutes are published.
- D19 The common seal of the CAA shall remain in the custody of the Secretary, who shall continue to keep a record of all documents sealed by the CAA, including the name of the person authenticating the fixing of the common seal, which record shall be available for inspection by any member at any reasonable time.

APPENDIX E

Members of the CAA Executive Committee

ExCo Member	Role	Notes
Rob Bishton	Interim Joint CEO & Group Director Safety & Airspace Regulation Group	From April 2023, Rob Bishton and Paul Smith will assume the positions of Interim Joint CEOs. This will be in addition to their existing roles as Group Director Safety & Airspace Regulation and Consumers & Markets respectively.
Paul Smith	Interim Joint CEO & Group Director Consumers & Markets Group	
Ben Alcott	Professional Services Director	
Peter Drissell	Aviation Security Director	
Tim Johnson	Communications, Strategy & Policy Director	
Alison Naylor	People Director (Interim)	
Jonathan Spence	General Counsel & Secretary	
Tracey Martin	Chief Financial Officer (Interim)	To start Spring 2023