



Response by BYC Board of Trustees to the Governance Review.

CD6 - Council Document 6

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Response by BYC Board of Trustees to the Governance Review.

On 16 July the Governance Review that has taken place over the past 6 months was brought to our Board Meeting. As a result of this review the Board will propose a motion to take to ACM 2011 addressing the points that came out of the review. This short passage will address our thoughts on the review and the reason for any alterations that appear in the motion attached.

The first 2 points were agreed quickly. Recommendation 3 however provoked some discussion. Whilst the Board agree that diversity is extremely important, we should also put people forward to ACM to stand as a trustee based on their competencies and that diversity should not be a factor in decision making. The Search group will take all the possible steps to make sure that a diverse range of people are able to apply for the role but, in line with what our membership think, will make decisions based on competency.

Point 4 was passed swiftly and whilst we would suggest 6 years is as long as someone should ideally sit on the Board we would rather, as recommended by the review, adhere to this informally. Point 5 was also agreed quickly.

There was some debate about the 6th recommendation. Whilst the review recommended an extension of the Chair's term to 2 years when we delved deeper the membership were split almost 50:50 when the results of the survey were discussed. We felt that if a Chair wanted to serve for 2 years then he or she is able to stand again and if they have done a good job the membership will re-elect them. The Board felt that electing a Chair each year was a power the membership should have and enjoy having and allows for them to hold the Chair to account on a yearly basis. Making such a big change, we felt, was not justified due to there being no clear hunger for it from our membership. As a result of rejecting recommendation 6 it was felt that recommendation 7 need not be formalised any further.

The Board agreed with recommendation 8 that there should be a formal process for remuneration of the Chair if necessary. Over the past years it has been discussed several times by the Board and the sheer time commitment and type of duties that the Chair undertakes (far above and beyond a lay trustee) necessitated some way of remuneration. The Board also agreed with recommendation 9 that the Financial Strategy Group should recommend the level, and process, of remuneration. This level will be set in line with BYC finances and there will be a formal way of ensuring that a Chair is fulfilling their duties fully before being remunerated, thus reducing the possibility of the system being misused. Due to the complicated nature of remuneration the FSG will take time to investigate this and no remuneration will be put in place for the 2011-12 term of office.

Recommendation 10 also caused debate amongst the Board but it was felt that moving to one Vice Chair would clarify roles on the Board. The role of Vice Chair would be to deputise for the Chair and provide a clear hierarchy

and lines of delegation. It was felt that the Campaigns and Communication and Participation and Development roles are still hugely important but that they could be absorbed within the Board in just the same way as other roles, such as European representatives and Financial Strategy, are.

Recommendation 11 was accepted in part. It was agreed the role should be renamed to Treasurer to provide clarity for the role but that the term would not be extended to 2 years due to the decision made on recommendation 6. For the same reason, recommendation 12 became null and void.

Recommendation 13 was accepted as a necessity with relation to recommendations 2 and 10.

Recommendation 14 was also accepted and will be undertaken as a Search Group project in 2011/12. It was noted that some early steps have already been taken to ensure our election process is the best it can be.

Recommendation 15 was agreed and seen as a good way of the Board being accountable to the membership. This information will be contained in the Annual Report – presented at the Annual Council Meeting.

Recommendation 16 was also agreed.

As a result of Board discussions we have tried to present a motion that we agree with but that also takes into account and respects the autonomous Governance Review that has taken place. This process took time and a great deal of skill and hard work and the Board would like to also thank all those who took part in the process, especially the Review Group itself.