



**BYC** **British Youth Council**  
**Rule Book 2016**

Drafted following the EGM of Council 2006

Updated July 2008; March 2009, March 2010 to take account of Companies Act and legal advice, and September 2011 to take account of changes approved at the Annual Council Meeting. Last updated May 2013. Sept 2014, March 15, Sept 15.

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## **1. Name**

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The name of the Charity is the British Youth Council, and in this Rule Book it is referred to as 'BYC' or 'the Council'.

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## **2. Status**

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This Rule Book sets out the procedures related to BYC's governance and is adopted by the Trustees under the powers given to them in Article 97 and may be amended by a two-thirds majority at a Meeting of the of Trustees or by the members as provided in Article 98. The Rule Book should be read in conjunction with the Memorandum and Articles of Association of BYC, which are the main governing documents and take precedence over this Rule Book if there is any conflict between them.

If stated in the relevant section of the Rules, the Board must consult with the membership before to making a decision to amend the Rules.

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## **3. Membership**

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BYC shall have three types of membership:

- Full membership
- Associate membership
- Youth fora

Only full members shall be members for the purposes of the Companies Acts and the Articles of Association. Article 12 allows the Trustees to establish categories of associate membership without giving such associate the full rights of members under company law.

### **Full membership**

A youth organisation or a youth section of an organisation is eligible to apply for full membership of BYC if it fulfils the following criteria:

- there are within the organisation democratic means whereby young people can influence policy;
- it is properly constituted;
- its membership is voluntary;
- it agrees to act in accordance with the equal opportunities statement as set out in this document while in contact with BYC.

An organisation working across the whole or majority of the UK, or across any one or more of the countries in the UK shall be considered to be a national organisation.

Organisations applying for full membership shall give BYC details of the total number of members of the organisation or youth section and state the age range covered.

Any branch or unit of any organisation which BYC considers is organised on a national basis shall be represented by their national organisation and the branch or unit shall not itself be entitled to become a full members of BYC.

Organisations that are umbrella bodies for other organisations, which meet the membership criteria, may join BYC and their representation shall be determined on the basis of the total number of young people they represent throughout the entirety of their membership. If one or more of their member organisations has already joined or wishes to join BYC separately to the umbrella organisation, the umbrella organisation must discount the number of young people who are members of that organisation from their total number of members when submitting their total number of members to BYC.

Full members of BYC shall have the following rights:

- shall be eligible to send voting delegates and observer delegates to General Meetings and Council Meetings in accordance with in section 5 (*Attendance at Meetings*) of this Rule Book;
- shall be eligible to participate in General Meetings and Council Meetings in accordance with the procedures as outlined in this Rule Book;
- shall be eligible to stand candidates for election in accordance with the procedures as outlined in this Rule Book;
- shall be eligible to nominate members of the organisation to participate in BYC's committees and working groups in accordance with the procedures as outlined in this Rule Book;
- shall receive mailings from BYC;
- local branches and members of the organisation shall also be able to participate in conferences, seminars and other events organised by BYC, other than General Meetings and Council Meetings if they are not part of that member organisations' registered delegation;
- local branches and members of the organisation shall also be eligible to receive discounts on goods and services as decided by the Board of Trustees from time to time;
- other rights of membership as agreed by BYC from time to time.

### **Associate membership**

Any individual or organisation which has an interest in youth issues and in the work of BYC is eligible to apply for associate membership.

Associate members of BYC shall have the following rights:

- shall be eligible to send observers to General Meetings and Council Meetings in accordance with in section 5 (*Attendance at Meetings*) of this Rule Book;
- shall be eligible to participate in BYC business but only to the extent provided by this Rule Book;
- shall receive BYC mailings at the discretion of the Board of Trustees;
- shall be eligible to participate in conferences, seminars and other events organised by BYC (which are not General Meetings or

- Council Meetings), save that they shall not represent BYC at any such events;
- such other rights agreed by BYC from time to time.

## **Youth Fora**

BYC shall, where appropriate, encourage the development of existing and future youth fora covering areas where there is devolved national and regional government within the boundaries of the United Kingdom

BYC may recognise youth fora by a two-thirds majority vote of either a Council Meeting or a meeting of the Board of Trustees, after an application process in line with that specified for member organisations below. Such recognition may be terminated by the organisation concerned or by a simple majority vote at a Council Meeting or a meeting of the Board of Trustees.

Such Youth Fora shall:

- be representative of young people in a manner that includes the involvement of young people from a wide variety of youth organisations;
- be run by an elected committee whose members shall not have reached their 26<sup>th</sup> birthday at their time of election;
- be properly constituted;
- agree to act in accordance with the equal opportunities statement as set out in this document whilst in contact with BYC.

Youth Fora shall be totally independent of BYC but shall have the following rights of access:

- shall be eligible to attend meetings in accordance with section 5 (*Attendance at Meetings*) of this document;
- shall receive BYC mailings;
- organisations and/or individuals in membership of the youth forum shall be eligible to participate in conferences, seminars and other events organised by BYC, other than General Meetings and Council Meetings if those individuals are not part of another organisation's registered delegation;
- shall not be required to pay the annual subscription fee but shall be required to pay the full cost of registration fees and of other goods and services received, except at the discretion of the Board of Trustees;
- such other rights as agreed by BYC from time to time.

If a recognised youth forum becomes a full member, it enjoys full membership rights and voting entitlements as defined in section 5 (*Attendance at Meetings*). This is subject to the forum joining and paying the membership fee.

## **Applying for Membership**

The Board of Trustees is responsible for ensuring that BYC has an established system for approving applications for membership.

A membership application shall be presented to the Board of Trustees at the earliest opportunity. The Board of Trustees shall vote on all applications for membership, and shall require a two-thirds majority vote of the Board of Trustees to admit an organisation as a member. If the Board of Trustees accepts the organisation into membership, it shall be invoiced immediately and enjoy full rights from when BYC receives payment.

Organisations applying for membership may make available to members of the Board of Trustees information on their aims, objectives and work, any other information pertinent to the applicant's submission for membership.

The Board of Trustees shall inform the Annual Council Meeting of those organisations that have initiated or terminated membership during that year.

Full membership may be terminated according to the procedures set out in the Article 10 of the Articles.

Admission to associate membership shall be in the discretion of the Trustees. Associate membership may be terminated by the passing of a resolution at a meeting of the Board of Trustees that the member be expelled on the grounds continued membership is harmful to or is likely to become harmful to BYC.

Youth Fora may be derecognised by the passing of a resolution by a two-thirds majority at either a Council Meeting or meeting of the Board of Trustees.

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## **4. Meetings**

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BYC shall have the following meetings,

- General Meetings convened in accordance with the Companies Acts and the Articles (as supplemented by these Rules);
- Council Meetings convened in accordance with these Rules.

All meetings and surrounding free time shall be conducted in a non-intimidating manner in which all delegates shall feel free to participate. All meetings shall be held in a venue that is accessible to all delegates. All business sessions shall be non-smoking, there shall be no consumption of alcohol and all mobile phones shall be switched off.

The agenda for each Council Meeting shall include the following items:

- business items as specified in this Rule Book in relation to each type of meeting;
- training and information for delegates;

- meetings of the separate groups as specified in the section on Equal Opportunities;
- other items as appropriate.

All documents for meetings shall be written in plain English, and will be available in alternative formats as required

The quorum for any General Meeting or Council Meeting shall be 50% plus 1 (rounded down) of delegates that have registered to attend the meeting.

All General Meetings and Council Meetings shall adopt and use the Standing Orders, as laid out in Rule 10 below, during the conduct of that meeting. (see page 15)

### **Annual Council Meeting**

The business conducted at the Annual Council Meeting shall include:

- receiving the accounts of the Council for the previous financial year;
- receiving the Trustees' report on the Council's activities since the previous Annual Council Meeting;
- accepting the retirement of those Trustees who wish to retire or who are retiring by rotation;
- electing Trustees to fill the vacancies arising;
- noting the re-appointment of auditors (if appropriate);
- conferring on any individual with his or her consent the honorary title of President;
- discussing and determining any issues of policy relating to the internal operations of the Council such as organisation's finances, human resources and child protection policies.

### **Council Meetings**

BYC shall normally have no less than one and no more than two Council Meetings in addition to the Annual Council Meetings, in a twenty four month period.

The purpose of a Council Meeting shall be:

- to discuss, ratify, and note the lapse of, BYC policy (if submitted);
- to elect members to an ad-hoc working group (if proposed by the Board of Trustees);
- to discuss any emergency motions.

Members will be entitled to send delegations (where appropriate) in line with their entitlement as outlined in section 5 (*Attendance at Meetings*) of this document.

## Delegates

As provided for in section 3 (*Full Membership*) of this document, full members are entitled to send voting and observer delegates to General Meetings and Council Meetings in accordance with section 5 (*Attendance at Meetings*) below.

Voting delegates are entitled to vote and speak at meetings. Each delegate has one vote.

Observer delegates have the same speaking and attendance rights as full voting delegates, but have no vote.

## Voting at Council Meetings

Save for during elections, or other votes by secret ballot, the person occupying the chair at Council shall not exercise a vote.

A simple majority shall be where the number of votes in favour of a motion is greater than the number voting against. A two thirds majority shall be where the number of votes in favour is equal to or greater than double the number of votes against.

Only delegates who are registered as voting delegates can cast votes in motion debates and elections. Observer delegates shall have the same speaking rights as voting delegates but they shall have no vote.

Each delegate is entitled to one vote.

Full voting delegates shall not be over 25 years of age unless a member of a committee to which they were elected when 25 or under.

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## 5. Attendance at Meetings

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Members shall be entitled to be represented at General Meetings and Council Meetings as follows:

- i. Full member organisations shall be entitled to send as observer delegates up to 50% plus 1 (rounded down) of their voting delegate entitlement. The number of voting delegates to both General Meetings and Council Meetings as set out below:

| <b>Member organisations with a membership of</b> | <b>Number of delegates</b> |
|--|----------------------------|
| up to 999  | 2                          |
| 1,000 to 9,999                                   | 3                          |
| 10,000 to 19,999                                 | 4                          |
| 20,000 to 49,999                                 | 5                          |
| 50,000 to 99,999                                 | 6                          |
| 100,000 to 199,999                               | 7                          |

|                    |    |
|--------------------|----|
| 200,000 to 299,999 | 8  |
| 300,000 to 399,999 | 9  |
| 400,000 and over   | 10 |

- ii. Recognised Regional Youth Fora shall be entitled to send 5 **voting delegates** to a Council Meeting and 5 **observer delegates (but no voting delegates)** to a General Meeting;
- iii. Recognised National Youth Fora shall be entitled to send 10 **voting delegates** to a Council Meeting and 10 **observer delegates (but no voting delegates)** to a General Meeting;
- iv. full members of the Board of Trustees (but not co-opted Trustees) as **voting delegates**;
- v. Honorary Presidents as **observer delegates**;
- vi. all associate members attend as **observer delegates**. Associate member organisations shall only be entitled to send up to two representatives.
- vii. co-opted members of the Board of Trustees as **observer delegates**
- viii. full and co-opted members of sub-committees as **observer delegates**;
- ix. members of any ad-hoc committees or working groups as **observer delegates**.

In order to determine the correct voting delegate entitlement, each member organisation shall send to the BYC a return stating their current level of membership not later than 60 working days prior to the relevant meeting.

All bodies specified above shall provide the names of their delegates and only those voting delegates whose names have been provided to BYC before the relevant meeting shall be entitled to vote at the meeting.

The Board of Trustees may invite guests to a meeting. Such guests shall have no vote and may only speak with the permission of that meeting.

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## 6. Equal Opportunities

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BYC shall ensure that all its activities and members abide by its equal opportunities statement and policy. All BYC trustees, volunteers and staff have a duty to abide by and ensure its adherence.

BYC's equal opportunities statement consists of the following: "The British Youth Council (BYC) is committed to the implementation of equal opportunities throughout its work. In its meetings, activities, services and as an employer, no person shall be discriminated against. This shall be regardless of race, gender, sexual orientation, national or ethnic origin, physical, sensory or learning disability, political or religious beliefs, responsibilities for dependants, marital status, socio-economic background, HIV status, trades union activity, migrant status or on any other grounds that cannot be justified through the policy of the council.

The British Youth Council affirms that it has a role in combating discrimination throughout society, as all forms of discrimination form a barrier to participation. It

also calls upon its member organisations to actively address and positively support these issues within their own structures.”

As part of its commitment to equal opportunities, BYC shall ensure that the following groups of young people have the opportunity to meet separately at meetings and conferences and at other events organised by BYC if appropriate/possible:

- Young black and ethnic minority people;
- Young disabled people;
- Young LGBT people;
- Young people of faith;
- Young women.

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## **7. Policy**

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Policy shall be discussed at Council Meetings of BYC. Proposals for policy shall be submitted as motions by either member organisations or the Board of Trustees.

Motions for BYC policy shall be submitted to either:

- create new policy;
- amend existing policy.

BYC shall record all policies passed at Council Meetings that have not lapsed, in a Policy Document. The Policy Document (Youth Manifesto) shall indicate what year a policy was created, and retained (i.e. not lapsed but extended).

### **Policy Response and Online Voting**

Members of BYC should also be given opportunities and encouragement, to participate in external policy making in between ACMs, wherever practical. In a day and age when politics and society moves at a faster pace, we cannot afford to wait up to 12 months for the next Annual Council Meeting to ratify a policy stance nor should we rely just on the Board solely to agree interim policy on major and contentious issues.

In the light of feedback from members and the successful online-voting pilot scheme with members we can hold an online referendum/s to update the rolling manifesto in addition to the current procedure at Annual Council Meetings. This shall apply to both the adoption of a single policy motion, motions out of time at ACM, or the subsequent prioritising of campaigns. The minimum threshold for a valid online vote will be 30% of eligible delegates registered at the time of the vote.

In between Council meetings, non-contentious policy lines (consistent with existing policies and values), may be determined in response to current events and media enquiries under the procedures set by the Board using the “Policy Response Group” and approved at a Board meetings. These positions would be included in the BYC Manifesto submitted to ACM. (see next section).

## ***Policy Lapse / Update***

The policy of BYC shall lapse (cease to exist) two years after it was last adopted at a Council Meeting unless otherwise decided.

The Board of Trustees shall consider all the policies due to lapse and any other policies which they consider to have become inaccurate or other in year policy responses, and circulate to member organisations prior to a Council Meeting with a report recommending one of the following:

- that the policy should lapse;
- that the policy should be retained intact;
- that the policy should be updated as recommended;
- that the policy should be composited (put together) with a similar policy also due to lapse as recommended;
- that the lapse should be deferred for one year.

In the case of a part of a policy which the Board of Trustees considers inaccurate or out of date they must consider whether specific amendments are proposed to the Council Meeting or if general updating of that policy is required;

Any member organisation may object to a Board of Trustees' recommendation. The deadline for such objection shall be set by the Meeting Sub Group (including the CEO). There shall be a short debate on each objection to the report. Objections need to be carried by a simple majority.

In addition member organisations or the Board of Trustees may propose amendments to or deletions of existing policies. There shall be no restriction to the number of amendments or deletions a member organisation or Board of Trustees may propose. Such amendments shall have the same deadlines as policy motions. They may be composited by Council Meeting Sub Group response group and amended subject to the same rules as for Motions.

## ***Motions***

Two types of motions may be submitted to Council Meetings:

- Ordinary motions; or
- Emergency motions.

### ***Ordinary Motions***

Ordinary Motions shall only be discussed at Council Meetings which relate to BYC policy. An ordinary motion shall be:

- a motion which amends existing policy of the Council; or
- a motion which creates new policy of the Council.

Member organisations and the Board of Trustees may submit up to three ordinary motions and any number of amendments to ordinary motions; each ordinary motion may not exceed 500 words, each amendment may not exceed 300 words. The

Meeting Sub Group shall composite motions submitted and statements developed through events in the year.

If, in the opinion of the Meetings Sub Group the number of ordinary motions submitted is unlikely to fit into the time allocated for the discussion of ordinary motions a priorities ballot shall be held at the start of the Council Meeting, using the single transferable vote method in accordance with the Election Regulations. The Board of Trustees may prioritise one topic for discussion if it feels necessary. This must concern an issue of financial, administrative or organisational concern.

The Meetings Sub Group shall decide:

- the order and inter-relationships of amendments;
- any compositing of ordinary motions; and
- whether an ordinary motion should be treated as an amendment to existing BYC policy; and in the case of an ordinary motion that is partly in one category and partly in another, that the two parts should be dealt with separately.

These decisions shall be subject to the approval the meeting at the start of the debate on the motion. The Board of Trustees may also make grammatical and spelling changes to ordinary motions and amendments, subject to the agreement of the motion's proposer.

The proposer of an amendment to an ordinary motion may withdraw that amendment without seeking the meeting's agreement.

### ***Emergency Motions***

Member organisations or the Board of Trustees may submit up to two emergency motions at each Council Meeting. The Board of Trustees may also submit an emergency motion if it concerns the running of General Meetings or Council Meetings or the Rules of the Council. Each emergency motion must not exceed 300 words. The deadline for emergency motions shall be set by the Meetings Sub Group.

Emergency motions must concern an issue that has arisen since the deadline for ordinary motions. Amendments may not be taken on emergency motions.

The Meetings Sub Group shall decide whether an emergency motion should be treated as an amendment to BYC policy; and in the case of an emergency motion that is partly in one category and partly in another, that the two parts should be dealt with separately. This decision shall be subject to the approval of the meeting at the start of the debate on the emergency motion.

### ***Procedure before Meetings***

The date of meetings shall normally be announced 12 months in advance. At least 28 working days prior to the start of the meeting the Chair shall send out notice of the meeting and invite agenda items, committee nominations, and when appropriate

amendments to BYC's rules and ordinary motions and shall request names of delegations to the meeting.

All agenda items shall be sent to member organisations before the meeting. These shall include:

- the agenda; Board of Trustee composites;
- amendments to existing BYC policy;
- Board of Trustees Plans;
- submitted amendments to BYC's rules;
- objections to delegate entitlement;
- Board of Trustees and working group reports.

The deadline for the submission of policy motions and subsequent amendments to policy motions and the Board of Trustees' Plan together with emergency motions, and objections to delegate entitlements and the Board of Trustees' policy lapse recommendations shall be set by the Meetings Sub Group.

An objection to delegate entitlement must be carried by a two thirds majority to be sustained.

### ***Procedure during a Council Meeting***

A member of the Board of Trustees shall chair Council Meetings, except for elections which the Returning Officer shall chair. When there is a vote during a meeting a member of Board of Trustees shall take the chair. A member of the Meetings Sub Group shall act as an aide to the chair. A member of staff or someone delegated by the Board of Trustees shall take minutes.

For each motion (at a Council Meeting) or other item of business, the normal order of speeches shall be as follows:

- A speech in favour of the motion or item of business, which shall normally be from the proposing organisation;
- Additional speeches, which may be for or against the motion or item of business, or which may be just for information;
- A summation in favour of the motion or item of business, which shall normally be from the proposing organisation;
- The vote on the motion or item of business.

Where there are approximately equal numbers of speakers for and against the motion or other item of business, the Chair shall endeavour to alternate between speeches for and against.

If any amendments have been submitted, they shall be dealt with after the initial speech in favour the ordinary motion to which they relate. The procedure for each amendment shall be as that for a motion. Once all the amendments have been dealt with the proceedings shall return to speeches on the motion as amended.

Upon the advice of the Meetings Sub Group the Chair shall have the power to limit the number of speeches on a motion or other item of business.

Speeches shall last no longer than 5 minutes. Summations shall last no longer than 2 minutes. Upon the advice of Meetings Sub Group, the Chair shall have the power to limit the length of time of speeches beyond those limits already stated.

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## **8. Positions**

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**The Council shall have the following positions that are filled by an election:**

- Honorary President;
- Trustee.

### ***Honorary President***

An Honorary President shall be a Member of Parliament. BYC shall elect three Honorary Presidents at the Annual Council Meeting, one from each of the three largest political parties in the House of Commons. These shall be elected in accordance with the Regulations and shall serve for a renewable period of one year. Where an MP is proposed as an Honorary President, their voting record in the House of Commons on issues affecting young people must be made available to the Annual Council meeting.

In the event that re-open nominations is elected for any of the Honorary President positions, the decision of who shall fill the vacancy passes to the Board of Trustees. When required to decide upon an Honorary President, the Trustees shall take into account the views expressed by the membership and candidates who featured in the original election shall be excluded from consideration. The decision of the Board of Trustees is final.

### ***Trustees***

BYC shall have trustees who are legally responsible for the organisation. They shall be elected/selected in accordance with the Election Regulations. They shall carry out their role and duties in accordance with Memorandum and Articles of Association and (subject to any procedures set out in the Articles) shall conduct their business according to the procedures stated in section 9 of this Rule Book (*Committees*).

The Trustees are also directors for the purposes of company law and their appointments will be notified to Companies House accordingly. Only people who are eligible to serve as trustees and directors by the law of England and Wales shall be eligible for appointment to the Board of Trustees.

The Board of Trustees shall consist of a total of 13 positions;

- Four officers – elected annually
- Nine ordinary members – selected every two years

The four officer positions, collectively known as BYC Officers, shall be:

- Chair
- Vice-Chair (Campaigns & Communication)

- Vice-Chair (Finance)
- Vice-Chair (Participation & Development)

The nine ordinary members will be selected by the search group on a rotating basis, where four ordinary members are selected to serve on the Board one year, and five ordinary members are selected to serve on the Board the following year.

The position of Chair shall be remunerated at a rate agreed by the Board of Trustees, with the rate to be published by the Search Group along with the role and person specification for the position of Chair.

### ***Responsibilities***

BYC's Board of Trustees shall have the following collective responsibility;

- to set the vision, values and objectives of the organisation
- to develop the strategic direction of the organisation, and work with other committees to ensure its implementation
- to act on behalf of BYC as a decision making body in line with the policy and mandates set in Council Meetings;
- to ensure that BYC's work is carried out and to convene committees and sub-committees as outlined in the Rules to carry out this work;
- to appoint from its members and from member organisations, representatives to other committees and external organisations;
- to represent the Council to other bodies, and allocate representation opportunities to the most appropriate committees;
- to be responsible for all financial and legal aspects of the organisation, including buildings property and assets of BYC;
- to promote BYC to external organisations, and review and develop partnerships with other organisations;
- to be responsible for the appraisal of their own work, and that of the Officers Group and sub-committees;
- to delegate areas of work to other committees within BYC.

### ***Meetings***

The Board of Trustees shall meet at least six times in any one calendar year. An emergency meeting of the Board of Trustees may be called at no fewer than seven days notice by an officer or by four voting members of the committee.

Board meetings shall normally be chaired by the BYC Chair and shall be attended by the Chief Executive and other staff members as appropriate.

At Council Meetings and General Meetings (subject to the members' rights to appoint proxies at General Meetings), a member of the Board of Trustees is only able to vote as an individual member of BYC and not as a delegate appointed by a member.

The quorum necessary for the transaction of business of the Board of Trustees shall be one-third plus one of the total number of trustees.

### ***Vacancies***

In the event of vacancies occurring during the year, the Board of Trustees may co-opt members on recommendation of the search group.

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## **9. Committees and Officers**

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BYC shall have a range of committees which act with delegated authority from the Trustees under Articles 26 to 29 of the Articles of Association. Each committee shall have a defined membership and terms of reference.

- BYC Officers;
- Financial Strategy Group;
- Search Group;
- Working Group(s).

### ***General Statements of Principle***

All committees shall keep minutes of their meetings. These shall be circulated to all members of that committee.

The date, time and venue of all meetings shall normally be decided at a previous meeting of the committee. Not fewer than ten days' notice of the meeting shall be given to all members of the committee.

The quorum for any committee meeting shall be 50% plus 1 (rounded down), e.g. five people for a committee with nine members, of those members who can vote being present at the meeting.

If any committee member fails to attend two consecutive meetings without sending their apologies, they will be deemed to have resigned from that committee and an alternative member will be found.

Any or all voting members of any committee may be removed by a motion of no confidence, which must be submitted, by three full member organisations, 21 working days before the start of the Annual Council Meeting. The motion must be passed by a two-thirds majority at the Annual Council Meeting.

Committees may invite any person(s) they feel are appropriate to attend their meeting (in full or for part of their meeting). That person(s) will not have a vote; their attendance is as an advisor.

### ***BYC Officers***

The Officers shall meet between each Board of Trustees meeting to monitor and co-ordinate the work of the organisation and to assist the Chief Executive on issues of

staffing as set out in the Contracts of Employment. The group shall only make significant decisions when it is not feasible for the other committees to meet.

The Officers shall present reports to each meeting of the Board of Trustees.

If, in the opinion of the Board of Trustees, an officer is not fulfilling their obligations, it may recommend the termination of their office to the next Council Meeting.

### ***Responsibilities***

The Officers Group collectively shall have the following responsibilities:

- to provide support for and monitor the work of other internal committees and working groups
- to promote the aims, objects and policies of BYC and be the chief spokespeople of the BYC.
- to ensure that the procedures in the document are carried out as appropriate and to make any final decisions in the event of a discrepancy

The Chair shall have the following responsibilities:

- to lead the board in all their statutory duties and in the development and achievement of BYC's strategy.
- to act as line manager to the Chief Executive
- to maintain positive working relationships with all board members, the Chief Executive, staff team, member organisations and external organisations.
- to seek external advice on behalf of the board where necessary and appropriate.
- to promote the organisation through formal and informal networks
- to be accountable to the members and funders for the performance of the organisation
- to provide candid and constructive criticism, advice and comments
- annually to review the performance of the board and take steps to improve its performance
- to prepare the business of the board meeting, chair discussions of the board and ensure effective decision-making.
- other responsibilities as necessary

All the Vice-Chairs shall support and, where required, deputise for the Chair, and take on other responsibilities as allocated. They shall also have the following specific responsibility:

- Vice-Chair (Campaigns & Communications): to lead supported by the appropriate BYC staff, on BYC's campaigns and communications activities;
- Vice-Chair (Finance): to chair the Financial Strategy Group, and to lead, supported by the appropriate BYC staff, on BYC's finance and fundraising activities.

- Vice–Chair (Participation & Development): to lead supported by the appropriate BYC staff, on BYC’s participation and development activities.

### ***Vacancies***

In the event of vacancies occurring during the year the Board of Trustees shall elect a Trustee from within the Board of Trustees. That person shall be elected for a term ending at the next ACM. Trustees co-opted onto the Board shall not be eligible to fill any such vacancy.

### ***Financial Strategy Group***

BYC shall have a Financial Strategy Group that shall carry out its activities as listed below.

#### *Membership*

The Financial Strategy Group shall have the following members:

- Vice-Chair (Finance), who shall chair the sub-committee
- Two other members of the board of trustees
- Co-opted external members as appropriate
- Chief Executive Officer or their nominee

#### *Meetings*

The sub-committee shall meet up to four times a year. It may recommend further meetings, which must be accompanied with a costed proposal, for approval by BYC’s Officer Group.

The BYC Chair and Chief Executive (or their designated representative, e.g. the BYC staff member with responsibility for Finance and Fundraising) may also attend meetings of this sub-committee.

#### *Removal from Office*

In addition to that stated in the general principles, a member of the Sub-Committee may at any time submit their resignation to the rest of the Sub-Committee.

### ***Vacancies***

In the event of vacancies occurring during the year, the Sub-Committee may co-opt members to fill the vacancies to serve until the next Annual Council Meeting. It must ensure that the size of the sub-committee does not exceed four.

### ***Responsibilities***

The Financial Strategy Group shall be responsible for:

- The monitoring of the organisation’s policies on all financial and associated matters;

- Recommending an annual budget for the organisation, monitoring and reviewing membership fee levels and recommending changes for the approval of the Board of Trustees;
- Developing and recommending innovative income generation, fundraising and sponsorship policies;
- Formulating activities which seek to provide adequate funding for the development of BYC;
- Monitoring and appraising performance and making policy recommendations in respect of the organisation's revenue generating activities; investments; property; assets; and financial controls;
- Monitoring and making policy recommendations in respect of property owned or used by BYC;
  - Developing a publishing policy for the organisation;
- Working with the Board of Trustees and staff team to identify funding streams appropriate for the organisation;
- Developing business risk strategies and policies for the organisation;
- Monitoring financial forecasting and planning ;
- Exploring and developing ethical financial policies for the organisation;
- Sourcing and recommending to the Annual Council Meeting, the auditors for the organisation;
- Undertaking work delegated to it by the Board of Trustees or its Officers Group;
- Considering all decisions and recommendations made by the Board of Trustees, CEO and other committees which involve expenditure outside or beyond approved budget limits. Such considerations will be presented to the Board of Trustees who has ultimate responsibility for authorising such expenditure.

### ***Search Group***

BYC shall have a Search Group that shall carry out its activities as listed below.

#### *Membership*

The Search Group shall have the following membership;

- The BYC Chair, when they are not seeking re-election or appointment to the Board of Trustees or any other committee;
- Two member's of the Board of Trustees not seeking re-election to the Board of Trustees.
- Two young people, who are involved in BYC's work either as a member or through volunteering with BYC, selected by the members of the Board of Trustees on the Search Group

#### *Removal from Office*

In addition to that stated in the general principles, a member of the Search Group may at any time submit their resignation to the rest of the Group.

### *Vacancies*

In the event of vacancies occurring during the year, the Group may co-opt members to fill the vacancies.

The Group also has the power to co-opt up to two additional members, with no voting rights.

### *Meetings*

The quorum for meetings shall be any three members of the Group. The Chair of the Search Group is responsible for convening meetings as necessary. Meetings may take place in person or by telephone conference.

### *Responsibilities*

The Search Group shall be responsible for:

- reviewing yearly the role and desired person specification for trusteeship of BYC including officer positions and making any recommendations for changes to criteria to the Board of Trustees for approval;
- publicising the role and person specifications for Trustees of BYC;
- managing a process which encourages candidates to nominate and apply to become Trustees of BYC;
- if deemed worthwhile, proactively conducting a search to supplement the pool of candidates coming forward from nomination or application;
- considering all candidates fairly, based on skill-set and profile, strictly against an agreed role and person specification and in the context of the existing complement of the Board of Trustees;
- following an interview process recommending candidates with the appropriate skills to the Annual Council Meeting to be submitted for an election process with the membership having the final decision
- managing the process within an appropriate timescale;
- reporting progress to meetings of the Board of Trustees.

The Search Group is responsible for sourcing candidates for elections, however the returning officer takes all responsibility for the election process.

### **Working Groups**

The Annual Council Meeting or Board of Trustees shall create additional ad-hoc working groups as and when the need arises.

The terms of reference of working groups shall be as defined in the motion submitted to either the Annual Council Meeting or Board of Trustees.

Working groups shall be responsible to, and report all acts and proceedings to the Board of Trustees. They shall also provide an account of their activities to the Annual Council Meeting.

## **Committee Reports**

At the Annual Council Meeting the Board of Trustees shall present a final report of the Council's work of the previous year.

Members of the Board of Trustees or working groups may be censured individually, as a group or as a whole for a specific area of work during the consideration of the committee's report by Council where a delegate, with the support of five voting delegates may propose a motion of censure. Motions of censure must be passed by a simple majority. The committee chair, the individual concerned or a person nominated from amongst the group concerned shall have first refusal on the speech against.

If a motion on an individual or group is successful it shall result in the removal of responsibility for that area of work.

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## **10. Standing Orders**

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The standing orders listed below shall apply to all BYC meetings.

### **Points of Order**

A Point of Order is a request for a specific action. Unlike a motion it does not require a vote, or a speech in favour or against.

Points of Order have precedence over all other business except they shall not be raised during a speech or vote unless they relate to that speech or vote. Points of Order shall take priority in the following order:

- a request for a quorum count;
- a request for a ruling or interpretation;
- a request for a count of votes;
- other points of order relating to the procedure of the meeting.

### **Procedural Motions (PMs)**

Procedural Motions (PMs) are a specific set of motions that call for a specific action to be taken during a meeting. They can be raised during a meeting, except during a speech or vote unless they relate to that speech or vote.

The following Procedural Motions may be moved at any time but shall have priority in the following order:

**PM1:** to remove the present Chair;

- PM2:** to overturn the Chair's ruling;
- PM3:** to adjourn the meeting for a specified period of time;
- PM4:** to suspend a specified Standing Order for a specified period of time;
- PM5:** to alter the agenda in a specific way to allow consideration of an issue;
- PM6:** to refer the matter under consideration to a specified body or person for further consideration;
- PM7:** that the matter under consideration be deferred to later in the meeting or to a later meeting, as specified;
- PM8:** to issue a specific instruction to the Chair or another body, such instruction shall not contradict the Memorandum and Articles or the Rules of the organisation;
- PM9:** to hold a vote on the motion, amendment, or part as it now stands;
- PM10:** to take the motion or amendments in parts, as specified;
- PM11:** to allow a non-member of Council to speak;
- PM12:** that the motion or amendment be withdrawn.

The procedure for raising procedural motions is as follows:

- i. a member shall inform the Chair that they wish to move a Procedural Motion;
- ii. the mover of the motion shall speak for the procedural motion;
- iii. there shall be one speech against the procedural motion;
- iv. if procedural motion PM1 or PM2 is moved the Chair shall temporarily relinquish the chair and shall have first refusal of the speech against;
- v. if procedural motion PM3, PM4 or PM5 is moved a member of the Board of Trustees shall have first refusal on the speech against;
- vi. if procedural motion PM10 is moved a speech shall be taken in favour of the parts specified being taken separately from the remainder of the motion/amendment followed by a speech against.
- vii. PM10 may only be moved immediately before the summing speech. If carried, one speech against and one speech in favour of each part shall be taken before the vote;
- viii. a vote shall be taken on the motion.

PM2, where it challenges a ruling on interpretation of the rules, PM3, and PM4, need to be carried by a two-thirds majority. All other procedural motions need to be carried by a simple majority.

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## 11. Election Regulations

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The following regulations shall apply to all BYC elections, which shall take place at the Annual Council Meeting:

- three Honorary Presidents;
- the Chair and Vice-Chairs (Campaigns & Communication, Finance, and Participation & Development);
- ordinary trustees

The deadlines for nominations are as specified and shall be circulated not fewer than 60 working days before the Annual Council Meeting.

### **Ordinary Trustee Short-listing ballot**

The election of ordinary trustees by the membership shall be conducted in two stages: an online ballot to select a shortlist of candidates who would then take part in the hustings and second live ballot at the Annual Council Meeting.

The first ballot shall be online and to be valid a minimum of 30% of the voting delegates registered at the time the ballot opens must vote. The 12 highest placed candidates will go forward to the hustings and second ballot at ACM. If 30% is not met all candidates will go forward to ACM. The shortlisting ballot shall include all candidates nominated for the post of ordinary trustee and there shall be no 're-open nominations' option at this stage. The ballot shall be overseen by the Returning Officer in line with these rules.

The Returning Officer shall normally be the Chief Executive though they shall have the power to appoint a substitute. BYC staff shall assist the Returning Officer in all aspects of elections.

### ***Nomination***

The deadline for the nomination for Honorary Presidents and all committee posts shall be set by the Returning Officer.

Nominations shall be accepted if they fulfil the following requirements:

- the consent of the candidate;
- specification of the post(s) to be contested.

Except for Honorary Presidents, all candidates shall not have reached their 26<sup>th</sup> birthday, at the date of the election in which they are standing.

All candidates, except for Honorary Presidents, may submit a 'manifesto/candidate statement' no larger than one side of A4 prior to the deadline. This shall be displayed, as submitted, prominently at the Annual Council Meeting. No other written publicity shall be permitted.

In the event of insufficient nominations being received for a post these shall be re-opened immediately to allow new names to join the existing process in advance of ACM before manifestos/trustee statements are published. After this the reopening process will commence after ACM.

Candidates for election may withdraw at any time before the ballot. If this results in no candidate nominations for Officer roles these will be re-opened and a new Search Group formed to determine a new shortlist. The election will be held on line and to be valid a minimum of 30% of the voting delegates registered at the time the ballot opens must vote. If 30% is not met all candidates names will go to the Board for a vote. If withdrawal of nominations for ordinary trustee roles are received leaving

insufficient candidates, then those standing would still be put to ACM vote, and nominations re-opened to fill the remaining vacancies by online-election as above.

### ***Hustings***

Hustings shall be chaired by the Returning Officer and shall take place immediately before voting.

Candidates for election shall have an opportunity to put their case and then take questions from the floor at the Returning Officer's discretion. For the purposes of hustings speeches, candidates standing for election to any post may give their hustings speech in any language of their choice provided that they also give a translation of their speech in English.

Equal time shall be given to each candidate standing in the same election. The length of time allocated to each speech shall be publicised by the Returning Officer prior to the hustings.

The nominator of each candidate for Honorary President shall put forward his or her case.

### ***Voting***

All voting shall be secret, using a ballot form, except for the election of Honorary Presidents, which shall be by a show of hands.

In all elections there shall be a re-open nominations option to be treated as a normal candidate.

### ***The Count***

Votes for each election shall be counted in accordance with the form of Single Transferable Vote as recommended by the Electoral Reform Society with the exceptions that if a re-open nominations option is elected nominations shall be re-opened immediately for the vacant places.

### ***The Result***

The Returning Officer shall declare the results of all elections during the relevant Annual Council Meeting. The full results shall be circulated to member organisations in a subsequent mailing.

Complaints about the conduct of elections shall only be considered within two weeks following the election, and shall be made to the Returning Officer in writing, in the first instance. The Returning Officer shall re-count the election and if the complaint is still valid it shall be referred to Board of Trustees.

After the close of the relevant Annual Council Meeting, any further disputes may be put in writing to the Board of Trustees whose ruling shall be final.

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## **12. Staff**

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The Board of Trustees shall appoint a Chief Executive and such additional staff as it may deem necessary. Members of staff, not being members of the Board of Trustees, shall have no voting rights at BYC meetings (but this does not prevent them being appointed as a proxy by the member in accordance with the Articles).

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## **13. Finance**

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BYC shall be responsible for the financing of its own work. It shall set the annual contributions of its members at the Annual Council Meeting (which shall be held before 31<sup>st</sup> October). All such contributions shall be due on the 1<sup>st</sup> of April of the subsequent year. The Vice-Chair (Finance) shall notify each member organisation of the amount due before 31<sup>st</sup> October after the Council fixing the annual contributions of its members.

The Vice-Chair (Finance) shall submit to the Annual Council Meeting audited accounts of the preceding financial year.

In exceptional circumstances of financial difficulty, the Board of Trustees shall have the power to waive part or all of the contributions due. All requests for such action from member organisations shall be made in writing to the Vice-Chair (Finance).

All such requests shall be considered by the Board of Trustees. The Vice-Chair (Finance) shall notify member organisations with such requests of the Board of Trustees' decision at least 14 working days prior to the Annual Council Meeting.

The Vice-Chair (Finance) shall notify all member organisations that have outstanding debts to BYC of the sum outstanding at least seven days in advance of any Council Meeting. All member organisations which have not paid the final contributions due from them by 5.00pm on the Friday prior to that meeting shall have their right to vote at Council Meetings suspended. The right shall be restored once payment of the contribution is made. An outstanding debt shall be defined as any payment for which an invoice has been presented to the organisation more than 60 working days previous to the start of that meeting.

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## **14. Dissolution**

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BYC may be dissolved by a resolution passed by at a General Meeting convened for that purpose, as laid out in clause 8 of the Memorandum of Association.

The resolution shall give instructions for the disposal of any assets held by or in the name of BYC subject to the restrictions of clause 8 of the Memorandum.

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## **15. Interpretation**

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The organisation and procedure of BYC shall be governed by:

1. BYC's Memorandum and Articles of Association;
2. The Procedures laid out in these Rules.

The documents shall take precedence in the order listed above.

Amendments to this document (Rules) must be passed by a two-thirds majority at a Board of Trustees meeting. No amendment shall be made which would have the effect of causing BYC to cease to be a charity in law.

All matters relating to elections including the meaning and effect of any part shall be decided by the Returning Officer. In all such matters the decision of the Returning Officer shall be final and shall not be open to challenge.

If a question as to the interpretation of any part of this document arises during the course of any BYC meeting- not including meetings of the Officers, where the question shall be decided by the Chair of that meeting-, then that question shall be decided by the Chair of that meeting and the CEO acting together.

The decision of the Chair (with the CEO as appropriate) on the interpretation of any part of this document shall be final and shall not be open to challenge, subject to the Standing Orders.

Any member, the Board of Trustees, any of the other BYC sub-committees or working group or any member of these bodies may at any time, except during the course of a General Meeting or Council Meeting, refer any question relating to the meaning and effect of any part of this document to the Chair and the CEO. Any such reference must be made in writing.

The Chair and the CEO shall within one month of receipt of such a reference reply in writing giving their ruling which shall be final and which shall not be open to any challenge. The Returning Officer shall also send a copy of this reference and their ruling to the Chair who shall keep a record of all rulings on such references.

Such a ruling by the Returning Officer shall supersede any previous rulings on the same matter, which may have been made by the Chair of any meeting. Any ruling by the Returning Officer shall not have retrospective effect. The Chair of any meeting shall be bound to follow the ruling of the Returning Officer in any matter relating to the meaning and effect of any part of this document if such a ruling had been made before that meeting.

Any question, other than one relating to the interpretation of this document may be put to the Chair, who may at their discretion rule upon it. Any such ruling may be challenged as described in the Standing Orders.