

ORGANISATION AND EMPLOYERS BOARD v2 – APPROVED BY TRUSTEE BOARD 5 June 2019

1. Status

The Employer and Organisations Board reports to BCS Trustee Board.

2. Purpose

The purpose of the Board is to:

- champion the involvement of organisations, especially those that employ IT professionals, in the Institute's purpose of making IT good for society
- promote the IT profession and relevant standards to organisations with the ambition that this profession is valued and respected for excellence, rigour creativity and innovation for the benefit of all in society
- ensure the risk of all activities undertaken to promote the IT profession is recognised and with appropriate mitigation

Part of the strategic imperative is for BCS to become substantially more outward-facing beyond the sector whilst being fully engaged with it. This is driven by the changing context for IT; the increasing pivot towards social impact and people, and the resulting need for broader, multi-disciplinary engagement. Historically, BCS could achieve a huge amount of progress towards its Charter purpose within the IT profession and sector. That will continue through the Employer and Organisation Board, as well as bridging between the IT profession and sector, as well as wider society.

In that organisational context, the Employer and Organisations Board will be a critical part of that profession focus. The Board will ensure that our activities support employers seeking to unlock the potential of their organisations through people who understand technological and digital advances that are effective, impactful and strategic. The members of the board will have the capability to interrogate and further develop the BCS purpose and its implications, and either are significant leaders in the profession themselves or have significant influence amongst employers.

3. Key Responsibilities

In support of its purpose the Board will establish procedures to ensure:

- 3.1.1. an annual assessment of risk elements relevant to the remit of the Board
- 3.1.2 Maintain procedures to carry out:
 - i. an Annual Review of the effectiveness of the Board in connection with its principal aims;
 - ii. a review halfway through each financial year of plans, activities, budget and actual spend of the Institute in connection with the activities overseen by the Board;
 - iii. an annual assessment of risk elements relevant to the remit of the Board; and
 - iv. that a standing item on the Board's agenda is to identify appropriate individuals to recommend for talent development.
- 3.1.3 that all its members receive appropriate training as prescribed by Trustee Board from time to time.

4. Strategic Planning and Management

The Board will produce an annual activity plan supporting the Institute's one-year operational plan. It will review measurable achievements against this plan at the end of each annual cycle.

5. Constitution and Membership

All appointments to the Board, with the exception of the Chair, shall be based on nominations by the Board, subject to ratification by the Trustee Board.

5.1. Membership of the Board shall comprise:

- 5.1.1. A Chair who will normally be Vice-President Employer and Organisations
 - 5.1.2. Where the Chair is not the Vice-President Employer and Organisation such appointee as shall be appointed by Trustee Board as their representative to the Board
 - 5.1.3. The Institute's Director of External Affairs
 - 5.1.4. Up to 2 members of Council whose appointment will be terminated should they cease to be members of Council and whose terms of office will otherwise be subject to the time limits set out in Schedule 9 to Trustee Board Regulations
 - 5.1.5. Chairs of any committee or group set up to report to the Board concurrent with those appointments subject to the time limits set out in Schedule 9 to Trustee Board Regulations
 - 5.1.6. Up to 7 other members, of whom the majority should be Professional Members of the Institute
- 5.2. Members of the Employer and Organisation Board will be selected on the basis of their knowledge and expertise in the relevant area and every effort will be made to include broad representation from stakeholder groups.
- 5.3. Appointment of all members shall be for a maximum of three years, with the exception of the senior HQ member who shall remain on the Board for as long as the Chief Executive sees fit. Retiring members may be re-appointed, subject to a maximum of 6 years' unbroken service.
- 5.4. The quorum shall be one quarter of the total membership of the committee, rounded up to the nearest whole number, of which a majority should be Professional Members of the Institute.
- A member of the board who attends a meeting by means of any communication equipment which allows all persons participating in the meeting to hear and speak to each other for the entirety of any matter under consideration shall be deemed to be present in person for that part of the meeting and shall be entitled to vote or be counted in a quorum accordingly.
- 5.5. The Board may, through the Chairman, invite others to attend its meetings as necessary to assist with the business of the Board. Such attendees will not have the right to vote.
- 5.6. The Board shall be convened when necessary, but at least 4 times per year.
- 5.7. All members must commit reasonable time and effort to the work of the Board/Committee and make reasonable efforts to attend meetings. If a member fails to attend three consecutive meetings the Board may terminate his or her membership of the Board/Committee, unless the non-attendance was owing to illness or other reasonable cause.
- 5.8. On the recommendation of the Chair of the Board, the Trustee Board may cancel or suspend the membership of that Board where the member's actions have, in the opinion of the Board and of the Trustee Board, been detrimental to the work of the Board.
- 5.9. In the event that the Vice-President is unable to chair a Board meeting, the Vice-President or the Board shall appoint another Board member to chair that particular Board meeting.
- 5.10. In the event of a tied vote, the Chair shall have an additional casting vote.

6. Approval and Review

These Terms of Reference shall be approved by the Trustee Board. They form part of Trustee Board Regulations. The Employer and Organisation Board will review them on an annual basis, usually at the first meeting following the AGM.