



BCS, The Chartered Institute for IT

Society Board

Terms of Reference

Responsible Body	Trustee Board
Version Number	V4
Prepared by	Vice-President, Society
Date Approved	3 June 2020
Date Issued	10 June 2020

Summary Of Revisions Made	Version	Date
First version produced for initiation of the board	1.0	Jan 2017
Second version approved at Trustee Board Meeting	2.0	Feb 2017
Third version for approval at June Trustee Board Meeting	3.0	May 2019
Fourth version for approval at June Trustee Board Meeting. Complete re-write. Approved by Trustee Board TB/2020/040 Appendix 3. See Trustee Board minutes TB/2020/046 para 14.	4.0	June 2020

TERMS OF REFERENCE

Society Board

1 Governance Structure of BCS

<https://cdn.bcs.org/bcs-org-media/2504/boards-committees.pdf>

2 Status

The Society Board reports to the Trustee Board and focuses on the ways in which digital advances affect everyone in society. The Board's goal is to make sure our policies, strategies and media relations are impactful, and uphold our goal of making IT Good for Society.

3 Purpose

The principal aims of the Society Board are:

- 3.1 To ensure that our policies, strategies and media relations are topical, effective, impactful and coordinated with our wider business strategy.
- 3.2 To help BCS establish and maintain a voice in public debate on a range of issues of relevance to making IT good for Society.
- 3.3 To oversee policies and procedures developed to facilitate effective external relations, particularly with media, Government and other opinion formers, and to include in this process where possible a representative spectrum of members.
- 3.4 Where necessary to propose and help establish good working relationships with external bodies likely to be helpful in realising our aims.
- 3.5 To ensure that the Boards activities support BCS's strategic objectives in line with the objectives of our Royal Charter.

4 Key Responsibilities

In support of its purpose the Board, with its committees, will:

4.1 GOVERNANCE:

4.1.1 Ensure that BCS outputs in policy and media relations are of high quality and support the purposes outlined above, BCS's strategy and the objectives of the Royal Charter

4.1.2 Help establish key messages for BCS to use in public Work in collaboration with other BCS bodies, the policy and PR team to ensure members are informed and engaged in BCS campaigns (this might be through sharing drafts of key messages, tweets or linked in posts for example).

4.2 ADVICE:

4.2.1 Provide advice and guidance to Trustee Board on the external activities of BCS and recommend where future focus can be for campaigns

4.3 OPERATIONAL:

- 4.3.1 Participate in networking and promoting the activities, brand and relevance of BCS to wider society, building external networks that further strategic objectives
- 4.3.2 Building shared understanding and good working relationships with the executive and other boards
- 4.3.3 Chair of the Society Board to work where possible with the other Chairs to ensure work is focused, not duplicated and to create more aligned working.

4.4 EXTERNAL STAKEHOLDERS:

4.4.1 Society Board members to develop and maintain their networks to provide additional resource and robustness to policy statements and opinion pieces as required.

4.5 MAIN PROCEDURES TO CARRY OUT

- i. an Annual Review of the effectiveness of the Board in connection with its principal aims.
- ii. an annual assessment of risk elements relevant to the remit of the Board; and
- iii. Be responsible for ensuring that all its members receive appropriate training as prescribed by Trustee Board from time to time.

5. Strategic Planning and Management

- 4.1 The Society Board will produce an annual activity plan supporting the Institute's one-year operational plan. It will review achievements against this plan at the end of each annual cycle.
- 4.2 The Board will carry out an annual self-assessment of its performance and record any concerns. A summary of actions points will be reported to Trustee Board.

6. Constitution and Membership

All appointments to the Board, except for the Chair, shall be based on nominations by the Board, subject to ratification by the Trustee Board. Members will be selected based on their knowledge and expertise in the relevant area, to include broad representation from all stakeholder groups.

- 6.1 Voting members of the Board shall comprise:
 - The Vice-President Society (Chair)
 - A Director and/or senior manager of the Institute, nominated on the advice of the Chief Executive

- Up to 11 other members. Such members may include those co-opted by the Chair.
- 6.2 Appointments for all members shall be for a maximum of three years, except for the Director and senior manager 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.
- 6.3 The quorum shall be one quarter of the total voting membership of the committee, rounded up to the nearest whole number
- 6.4 All members must commit reasonable time and effort to the work of the Board 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 unless the non-attendance was owing to illness or other reasonable cause.
- 6.5 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.
- 6.6 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.
- 6.7 In the event of a tied vote, the Chair shall have an additional casting vote.

7. Approval and Review

These Terms of Reference shall be approved by the Trustee Board. They form part of Trustee Board Regulations. The Society Board will review them on an annual basis with the aim of submitting to Trustee Board by the first week in May for approval.