



THE INSTITUTE OF HISTORIC BUILDING CONSERVATION

IHBC COUNCIL MEETING 9 JUNE 2005

ITEM 6.4

**Item:** Proposed Revision to Committee Structures

**Summary:** Following considerations of a number of issues regarding committee operations, both articulated in council and raised in research relating to the development of the paper, it is proposed that a revised committee structure be put in place that would allow both for the development of the organisation and for a more efficient and effective use of Trustees' time, as well as that of other volunteers. The proposal envisages evolving from current two-committee structure towards a five-committee structure working directly under Council. This involves the with the immediate elevation of Education to Professional and Education, alongside developing a Membership and Standards Committee out of Internal Affairs (IA) and a Communications Committee out of Policy. To allow each committee chair to shape operations in a fashion appropriate to its portfolio, and still vest control of Committees with the Council in accordance with principles of current legislation, each committee is to consist of up to seven voting members, with a number of reporting members, where appropriate, attending at the discretion of the Chair and in keeping with budgetary allocations. While the structures will necessarily evolve, the current proposal requires no constitutional changes to make operational, and can be tested and developed further in the coming year before formalisation. In committee discussions, variations in committee operations in different parts of the organisation was stressed, and as different operational strategies were preferred for different areas, this draft moves away from being prescriptive about

**Committee History & Determinations:** Internal Affairs (IA) delegated consideration of concerns over committee structures to a Working Group (RM; DC; FN; ML). Following an e-based options review by the Group, meetings of the group and discussion with senior officers, a verbal report was brought to IA and general principles endorsed.. This paper is a re-development from proposals considered there and is presented for discussion and, as appropriate, decision.

**Resource implications:** The new structures should reduce commitment by Trustees across the organisation, enhance operational efficiency by bringing in new and skill-based volunteers, and provide a framework for the more efficient management of Committee costs.

**Recommendation:** That the proposed structure be implemented subject to any issues raised at Council.

**General considerations:**

- 1. As this is only a proposed structure for testing, it does not preclude the introduction of additional cross-committee discussion and information-exchanging mechanisms, which can be convened on an *ad hoc* basis, or formalised in the wider structure, should such systems be deemed appropriate.**
2. It is a legal requirement (advised to us by our Solicitors, Ward Hadaway, Newcastle, in a letter of 24/02/2000) that 'the Charity Commission requires that the ultimate management of powers of any charity remain with the trustees of the charity, in this case, the Council members'. Any committees carrying out operations must have a majority of Council members (trustees). Where committees deal with implementation there is no such requirement. Consequently, committees without a majority of Council Members may only deal with implementation of Council strategy and decisions, or provide appropriate recommendations to Council that will allow for such implementation within the terms of the Commission's requirements. In current practice, Membership operates appropriately by having all recommendations advised to and passed by Council.
3. Implementing controls and defining delegated authorities in the context of this legislative framework



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are priorities of the ongoing programme of organisational development. The proposed organisational structure is developed with this principle as a fundamental tenet, commencing with budgetary control. For example, as Council will now approve the budget (i.e. determine the allocation of funds), and as anything outside the budget comes back to Council, there is no need for a pan-organisational representation on the Finance Committee. However, as proposed here, there is also no reason why a committee should not have a majority of Council members. The strategy of reporting recommendations to council from committees for endorsement underlies the development of a workable structure, especially in the highly decentralised operations typical of the IHBC. While there may be a slowing of the pace of change, there will also be a more rigorous scrutiny of and control over decisions, as well as a broader buy-in and more effective implementation. However, as in current practice, where there is a need to progress an issue in the short term, e-mail alerts to council members can properly inform members on issues that require immediate decisions.

4. Ordinary Council members (ie not necessarily key officers), as volunteers should not be required to attend more than 8 committee meetings per annum that are, subject to exceptional circumstances, 'obligatory' (eg arising from position on council or committee chair), with an additional optional 2.
4. In this strategy, reporting lines must be absolutely clear, both legally, to inform decisions in council, and for operational advantages, to ensure new open access to organisational structure for those needing access to it (including our own members). Council also must be presented with all current operational papers from committees to ensure that Council is fully aware of the activities within the organisation.
6. Meetings can be expensive, and it is a duty of the Council to maximise their value.
7. Developing on current practice, there should be a clear line of responsibility from council to any committee, and this should be achieved through one elected council member having direct responsibility to council for an area of our operations. Such members should have Committee vice-Chairs to give additional support (as in Education, currently)
8. Recognising limitations on the voluntary resource, any system advanced should be developed with the strengths of known players and volunteers, while being adaptable to more sophisticated operations.
9. There will always be times when *ad hoc* groupings, meetings etc are appropriate and required.
10. Communications across the committees is encouraged to ensure cross-sector continuity; key officers (President, Chair, vice-Chairs), should develop awareness across committees, while the Director can provide additional operating capacity.
11. The system finally determined on should be tested as an operational mechanism before any constitutional changes are implemented. Consequently it should be able to operate within our existing constitutional guidelines, supported as needed by co-option.
12. Committees represented on Council should have an un-even number of voting members (preferably 5 or maximum 7) to give a clear mandate to council. Council should oversee and endorse Committee membership, but there be may non-voting members invited to attend such committees (as is the case in Council).



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**IHBC COUNCIL 09/06/05**  
**IHBC COMMITTEE STRUCTURE (DRAFT V5)**

**MEMBERSHIP & BRANCHES**

**COUNCIL: CHAIR; SEC; TREASURER; COMMITTEE CHAIRS (INC. VICE-CHAIR) x 4; BRANCH REPS. x 13**

**FINANCE & HUMAN RESOURCES**

**MEMBERSHIP & STANDARDS**

**PROFESSIONAL, RESEARCH, EDUCATION, SKILLS & TRAINING**

**POLICY**

**COMMUNICATIONS & OUTREACH**

**CHAIR:** IHBC  
**SEC'TARY**  
**VICE-CHAIR:** TREASURER  
**MEMBERS:** IHBC CHAIR & 2/4 COUNCIL APPOINTEES

**CHAIR:** MEM'SHIP SEC  
**VICE-CHAIR:** TBC  
**MEMBERS:** 2/4 COUNCIL APPOINTEES  
**ATTENDING:** CHAIR'S GUESTS

**CHAIR:** EDUCAT.  
**SECRETARY**  
**VICE-CHAIR:** TBC  
**MEMBERS:** 2/4 COUNCIL APPOINTEES  
**ATTENDING:** CHAIR'S GUESTS

**CHAIR:** POLICY  
**SEC**  
**VICE-CHAIR:** TBC  
**MEMBERS:** 2/4 COUNCIL APPOINTEES  
**ATTENDING:** CHAIR'S GUESTS

**CHAIR:** COMM'S  
**SEC**  
**VICE-CHAIR:** TBC  
**MEMBERS:** 2/4 COUNCIL APPOINTEES  
**ATTENDING:** CHAIR'S GUESTS

- 3 COMMITTEE POWERS ARE LIMITED TO RAISING ISSUES WITH COUNCIL (IN THE FORM OF PAPERS) AND IMPLEMENTING DECISIONS OF COUNCIL; STRATEGY TO PROPOSE TO COUNCIL AND ENACT DECISIONS
- 3 EACH COMMITTEE CHAIR IS ELECTED TO COUNCIL AND RESPONSIBLE TO COUNCIL FOR THEIR PORTFOLIO, AND SO MUST REPORT FULLY TO COUNCIL (TABLE COMMITTEE MINUTES ETC)
- 3 EACH COMMITTEE CHAIR MANAGES ADDITIONAL REPRESENTATION ON COMMITTEE (THOSE REPORTING AND IN ATTENDANCE) IN ACCORDANCE WITH BUDGETS AND OPERATIONAL NEEDS
- 3 EACH COMMITTEE VICE-CHAIR TO CARRY PORTFOLIO WITHIN COMMITTEE
- 3 INITIALLY MEMBERSHIP & STANDARDS AND COMMUNICATIONS COMMITTEES WILL SIT UNDER FHR & POLICY RESPECTIVELY (AS DENOTED BY DOTTED LINES), BUT THEY WILL MOVE TOWARDS ESTABLISHING INDEPENDENT STANDING IN COUNCIL
- 3 STANDING INVITATIONS FOR CHAIR & PRESIDENT TO ALL COMMITTEE, AND COMMITTEE CHAIRS



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**IHBC DRAFT ORGANISATIONAL STRUCTURE 25/05/05  
 PROPOSED PORTFOLIO HOLDERS & RESPONSIBILITIES  
 FOR DISCUSSION: IHBC COUNCIL 09/06/05**

<b>FINANCE &amp; HUMAN RESOURCES</b> (FORMERLY INTERNAL AFFAIRS) CHAIR: IHBC SECRETARY VICE-CHAIR: TREASURER (FINANCE PORTFOLIO)	BUDGETS CASHFLOW BIDS (FINANCE) AUDIT CONTRACTS PROJECTS RISK MANAGEMENT ANNUAL REPORT STAFF VOLUNTEERS BRANCH RESOURCES; FINANCE, OPERATIONAL & H R PROTOCOLS
<b>MEMBERSHIP &amp; STANDARDS (1)</b> (FORMERLY MEMBERSHIP) CHAIR: MEMBERSHIP SECRETARY VICE-CHAIR: TBC (PORTFOLIO: TBC)	ETHICS DISCIPLINE REGULATIONS APPEALS MEMBERSHIP APPLICATIONS CPD MONITORING & ENFORCEMENT
<b>PROFESSIONAL, RESEARCH, EDUCATION, SKILLS &amp; TRAINING</b> (FORMERLY EDUCATION) CHAIR: EDUCATION SECRETARY VICE-CHAIR: S EYDMANN (PORTFOLIO TBC)	EDUCATION COURSES & ACCREDITATION TRAINING RESEARCH OCCASIONAL (& TECHNICAL) PAPERS CPD RESOURCES
<b>POLICY</b> (FORMERLY POLICY) CHAIR: POLICY VICE-CHAIR: TBC (PORTFOLIO: TBC)	POLICY DEVELOPMENT & INTEGRATION CONSULTATION TECHNICAL; PROJECTS GOVT LIAISON (OFFICER) LAW & PRACTICE (OFFICER/COMMMITEE) INTERNATIONAL (OFFICER) RURAL (OFFICER)
<b>COMMUNICATIONS (2)</b> (FORMERLY PARTNERSHIP BETWEEN EDITORIAL & PUBLICITY) CHAIR: TBC VICE CHAIR: TBC (PORTFOLIO: TBC)	PUBLICATIONS CONTEXT EDITORIAL BOARD YEARBOOK WEBSITE PR & OUTREACH PRESS RELEASES; PUBLIC RELATIONS

**NOTES:**

**SOME AREAS OF RESPONSIBILITY STILL TO BE ADDED**

(1) MEMBERSHIP & STANDARDS TO SIT WITHIN FHR (FORMERLY IA) AS E-BASED COMMITTEE UNTIL FULLY RE-ESTABLISHED

(2) COMMUNICATIONS TO SIT WITHIN POLICY UNTIL ESTABLISHED