



BCS, The Chartered Institute for IT
BCS Foundation Trustee Board

Terms of Reference

Responsible Body	BCS Foundation
Version Number	Version 1
Prepared by	Julia Adamson
Date Approved	18 June 2024
Date Issued	18 June 2024

Summary Of Revisions Made	Version	Date
Terms of Reference considered at BCS Foundation Trustee Board pre-meeting on 10/03/2023	D0.2	10 March 2023
Control sheet added; quorum amended to two charity trustees 'in addition to the Chair or Chair's nominee'... (para 4.6); section on approval and review added (para 5); The BCS Foundation Trustee role description removed to a separate document. Document approved by BCS Foundation Trustee Board on 18/06/2024	V1	18 June 2024

The BCS Foundation

Trustee Board

Terms of Reference

1 INTRODUCTION

The objects of The BCS Foundation are:

- 1.1 to promote the study and practice of computing and the advancement of knowledge and education therein for the public benefit;
- 1.2 to promote equality and diversity within the information technology sector through the provision of education, training, grants and such other resources and opportunities as the trustees in their discretion determine;
- 1.3 to advance the relief of those in need by reason of youth, ill-health, disability, financial hardship or other disadvantage through the provision of education, bursaries, coaching, and mentoring to equip and enthuse beneficiaries to pursue career opportunities within the information technology sector;
- 1.4 The BCS Foundation is a Charitable Incorporated Organisation, the constitution sets out who may become a trustee of the charity, how trustees are appointed and their powers;
- 1.5 The first member of the CIO shall be The British Computer Society (Registered Charity No. 292786) (the “**Founder Member**”).

2 ROLE OF THE TRUSTEES

The charity trustees are ultimately responsible and accountable for all the activities of The BCS Foundation. Trustees will meet at least 4 times annually.

3 DUTIES

Trustees shall:

- 3.1 Ensure that The BCS Foundation pursues its activities in accordance with its constitution.
- 3.2 Maintain the reputation of The BCS Foundation.
- 3.3 Ensure that The BCS Foundation is compliant with all relevant legislation, in particular the regulation and guidance of Charity Regulators.
- 3.4 Act in the best interests of the Charity as a whole, not on behalf of one grouping or constituency.

- 3.5 Set the vision and strategy for The BCS Foundation.
- 3.6 Direct the activities of The BCS Foundation.
- 3.7 Approve The BCS Foundation Plan and Budget for the delivery of The BCS Foundation's objectives.
- 3.8 Ensure effective delegation, control and risk assessment and management systems are set up and monitored.
- 3.9 Direct, monitor and coordinate the activities of committees, panels and sub-committees to which it has delegated authority.
- 3.10 Adhere to the BCS Code of Conduct.
- 3.11 Act ethically at all times.
- 3.12 Not benefit from their position beyond that which is allowed by the law and is in the interests of the Institution.

4 **COMPOSITION**

- 4.1 The Board shall be made up of no more than 12 trustees.
- 4.2 A minimum of 3 trustees shall be appointed initially by BCS, The Chartered Institute for IT.
- 4.3 Apart from the first charity trustees, every trustee must be appointed for a term of three years by a resolution passed at a properly convened meeting of the charity trustees.
- 4.4 In selecting new trustees, the charity trustees must have regard to the skills, knowledge and experience needed for the effective administration of The BCS Foundation.
- 4.5 At least 2 trustees shall also be members of, or appointees of the Trustee Board of The British Computer Society.
- 4.6 The Trustee Board quorum is two charity trustees in addition to the Chair or Chair's nominee, or the number nearest to one third of the total number of charity trustees, whichever is greater.
- 4.7 Decisions of the Trustee Board shall be arrived at by a majority of the Trustee Board. Should there be an equal number of votes cast for and against a proposal then the Chair of the Trustee Board shall have an additional deciding vote.

5 **APPROVAL AND REVIEW**

These Terms of Reference shall be approved by the BCS Foundation Trustee Board and form part of the BCS Foundation Trustee Board Regulations. The BCS Foundation Trustee Board will review them on an annual basis.