

# BCS, The Chartered Institute for IT

## Community Board

### Terms of Reference

Responsible Body	Trustee Board
Version Number	7.0
Prepared by	Kevin Chalmers
Date Approved by Community Board	Tuesday, 18 February 2025
Date Ratified by Trustee Board	Wednesday, 19 March 2025
Date Issued	Thursday, 20 March 2025
Date of Last Review	

Summary of Revisions Made	Version	Date
Approved amendments to Community Board (previously Membership Board) Terms of Reference. Approved by Trustee Board on 5 October 2016 (TB/2016/082 App 6). See Trustee Board minutes TB/2016/087 paras 14.2 and 14.3.	1.0	05 October 2016
Amendment to the groups who report to the Community Board Approved by Trustee Board on 7 June 2017 (TB/2017/047 App 1). See Trustee Board minutes TB/2017/053 para 11.	2.0	7 June 2017
Dissolution of the Best Practice Committee and the Policy Committee Creation of Programmes, Practice and Policy Committee Clarification of groups reporting to the Community Board	3.0	
Dissolution of the Programmes, Practice and Policy Committee Establishment of Community Support Committee Establishment of Fellowship and Membership Committee Chair of Executives given full voting rights Development of Portfolio Roles Categorisation of Specialist Groups Implementation of Trustee Board Paper TB/2021/050 Approved by Trustee Board at 24 November 2021 meeting (TB/2021/073 Appendix 1). See Trustee Board minutes TB/2021/079 item 13	4.0	04 November 2021
Dissolution of the Security & Privacy Executive. Appointment of Chairs of Reporting Bodies and Other Board Members Update to voting members list to reflect the above changes.  Approved by Trustee Board on 8 February 2023 (TB/2023/008 App 10.) See Trustee Board minutes TB/2023/010 item 11	5.0	24 January 2023
Gender pronouns removed from Terms of Reference and replaced with the role description – update requested Trustee Board minutes TB/2023/044 v2 item 6	6.0	12 July 2023
Significant update to ToR to better represent activity of Community Board based on previous board amalgamations, focusing on four pillars of activity. Addition of new committees (Employers, Inclusion) and updates to existing committees.  Approved by Trustee Board on 19 March 2025.	7.0	January 2025

# TERMS OF REFERENCE

## Community Board

### 1 Status

The Community Board (“**Board**”) reports to the Institute’s Trustee Board.

### 2 Purpose

The purpose of the Board is delivered across four pillars of activity: Member Groups, Membership, Employers, and Values. The principal purposes of the Board are to:

#### Member Groups

- 2.1. Ensure sustainable operation of the Member Group Community.
- 2.2. Ensure the Member Group Community and other volunteers are endorsed to all potential stakeholders.
- 2.3. Ensure the Member Group Community engages with the mission, values, and strategy of the BCS.
- 2.4. Ensure relevancy of the Member Group Community to the changing needs of the profession.

#### Membership

- 2.5. Ensure BCS membership (both individual and organisational) is relevant and valuable to the diverse IT profession.
- 2.6. Monitor and support all aspects of BCS membership, including recruitment, retention, and communication.

#### Employers

- 2.7. Ensure the BCS remains relevant and valuable to the diverse range of employers of the IT profession.
- 2.8. Engage employers with all aspects of BCS activities, ensuring suitable promotion of the Institute’s mission, values, and offer.

#### Values

- 2.9. Maintain policies and codes of conduct relevant to all forms of BCS membership (both individual and organisational).
- 2.10. Ensure BCS members (volunteers, individual, and organisational) are aware of and adhere to BCS values, including the promotion of ethical and inclusive practice.
- 2.11. Promote ethics, inclusion, and diversity to all BCS stakeholders.
- 2.12. Ensure Member Group Community promotes a sense of belonging and inclusion.

### 3 Key Responsibilities

In support of its purposes above, the Board (with its reporting bodies) will:

#### Board Operation

- 3.1. Manage the committees, executives, Member Groups, and other bodies reporting to it.
- 3.2. Ensure processes and tools are in place to:
  - Enable and encourage effective communication between the Board, its reporting bodies, members, and other stakeholders.
  - Promote and enhance the sense of community within the Board, its reporting bodies, and other relevant stakeholders.
  - Make sure governance documents are available to all members.
- 3.3. Maintain procedures to carry out:
  - An annual review of the effectiveness of the Board in connection with its principal aims.

- 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.
  - An annual assessment of risk elements relevant to the remit of the Board, to ensure they are recognised, recorded in a register and appropriately mitigated in accordance with BCS's Risk Management Framework as owned by Risk, Audit, and Finance Committee.
  - The identification of appropriate members whose talents the Institute could benefit from developing.
- 3.4. Be responsible for ensuring that all Board members receive appropriate training as prescribed by Trustee Board from time-to-time.
  - 3.5. Form working parties led by a Board member to advise and make recommendations to the Board on specific issues, working to terms of reference and comprising of such individuals as recommended by the Chair of the Board, but all subject to approval by the Board.
  - 3.6. Liaise with the other BCS Governance Boards and committees over areas of common interest, in consultation with Member Groups, as appropriate. The current list of Boards and committees is listed here: <https://www.bcs.org/about-us/people-and-governance/our-boards-and-committees/>
  - 3.7. Engage with Trustee Board and Council on matters concerning membership, professional registrations and Member Groups; specifically, to assist Trustee Board in discharging its obligations under the relevant sections of BCS Byelaw 47 (sub paras (b) Membership, (c) Affiliates, (d) Branches, (e) Specialist Groups, (f) International Sections, (g) Awards and Byelaw 49.

### **Member Groups**

- 3.8. Provide a strategy for the sustainable operation and relevance of the Member Group Community.
- 3.9. Ensure that Member Groups and members are supported by:
  - Providing clear and consistent policies and procedures for Member Groups as well as setting clear expectations for their performance and measuring their achievement.
  - Providing clear and consistent financial procedures.
  - Providing clear guidance on promoting the BCS mission, values, and strategy.
  - Facilitating liaison and collaboration between Member Groups and external groups.
  - Monitoring the lifecycle of Member Groups.

### **Membership**

- 3.10. Support, guide and advise the directors and staff on progress relating to BCS's strategic objectives affecting any aspect of membership and its engagement.
- 3.11. Monitor (for all forms of membership) membership performance metrics and membership relevance improvement plans.
- 3.12. Provide other BCS Boards and committees with information about membership relevant to their operation and purpose.

### **Employers**

- 3.13. Bring voice into the BCS on trends and needs that employers see in the IT sector.
- 3.14. Communicate the BCS mission, values, and strategy to employers in the IT sector.
- 3.15. Create opportunities to co-design content and programmes between BCS and employers within the IT profession.

### **Values**

- 3.16. Provide resources to support ethical practice, values, and an inclusive culture across all aspects of BCS membership and activities.
- 3.17. Promote awareness and engagement with the ethical issues for society in the advancement of Information Technology science and practice amongst members.

- 3.18. Encourage and manage relationships with external communities with shared interests in BCS mission.
- 3.19. Promote the work of all volunteers of the BCS through the suitable presentation of volunteer awards.
- 3.20. Review the BCS Code of Conduct (Trustee Board Regulations, Schedule 3) and the Institute's disciplinary regulations (Trustee Board Regulations, Section VIII) at least annually and recommend changes to Trustee Board, where appropriate.

#### **4 Strategic Planning and Management**

- 4.1 The Board will produce an annual activity plan supporting the Institute's one-year operational plan. It will review achievements against the activity 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, reporting a summary of actions points to Trustee Board.

#### **5 Constitution and Membership**

- 5.1 Nominees for membership of the Board will be selected through an interview process based on their knowledge and expertise as relevant to the vacancy, which will be widely advertised. Every effort will be made to include broad representation from stakeholder groups. All appointments to the Board, apart from the Chair, shall be based on nominations by the Board, subject to ratification by the Trustee Board. The Trustee Board will appoint the Chair using a process it defines.
- 5.2 Voting members of the Board shall comprise:
  - The Chair appointed by the Trustee Board (usually the Vice-President for Community).
  - A Managing Director of the Institute, nominated on the advice of the Chief Executive.
  - The Head of Community or similar position, nominated on the advice of the Chief Executive.
  - Up to one additional staff member co-opted on the advice of the Chief Executive.
  - Up to two (2) Members of Council.
  - The eight (8) chairs of its standing committees, executives and advisory groups who shall be appointed by the Trustee Board on the recommendation of the Board.
  - Up to ten (10) other members, of whom the majority should be Professional Members of BCS. Such members may include those co-opted by the Chair and may include non-members to provide the Board with an external perspective.
- 5.3 Appointments for all members shall be for a maximum of three years, except for the Director and Head of Community 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, whereupon they must take a break of at least one year before they may be re-appointed again, with their period of service reset back to zero.
- 5.4 A Member of Council appointed to sit on the Board as a Council member shall only remain a member of the Board while they remain a Member of Council, regardless of their appointed term of office on the Board.
- 5.5 The Board may appoint members on an interim basis not exceeding six months, subject to Trustee Board ratification, without any advertisement to fill immediate vacancies. Any interim term shall count towards the maximum period of six years' service on the Board without a one-year break.
- 5.6 The appointee to the chair of a Standing Committee, Executive or Advisory Group shall have their period of service reset to zero on the Board and the relevant reporting body on taking that office.
- 5.7 Any vacancy arising for a chair of a Standing Committee, Executive or Advisory Group shall be widely advertised regardless of whether the current incumbent is eligible for a further term, except where an interim appointment is made. The Board will usually advertise any other vacancies on an ongoing basis until they are filled.

- 5.8 The quorum shall be one quarter of the total voting membership of the Board, rounded up to the nearest whole number, of which a majority should be Professional Members of the Institute.
- 5.9 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.
- 5.10 The Chair may appoint members of the Board to undertake the following areas of governance responsibility:
- Member Groups
  - Membership
  - Employers
  - Values
- 5.11 The Board may, through the Chair, 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.
- 5.12 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 (including electronic vote), the Board may terminate the member's membership of the Board unless the non-attendance was owing to illness or other reasonable cause.
- 5.13 On the recommendation of the Chair of the Board, the Trustee Board may cancel or suspend the membership of the Board where the member's actions have, in the opinion of the Board and Trustee Board, been detrimental to the work of BCS or Board.
- 5.14 In the event that the Chair is unable to chair a Board meeting, the Managing Director of the Institute or equivalent shall chair that Board meeting. If the Managing Director is also not available, the Board shall appoint another Board member to chair that Board meeting.
- 5.15 In the event of a tied vote, the Chair shall have an additional casting vote.
- 5.16 The Board shall be convened, when necessary, but at least 4 times per year.
- 5.17 The Chair may request an electronic vote on an agenda item that cannot wait until the next scheduled meeting. The Board will hold such a vote in accordance with the 'Procedure for the Conduct of Electronic Meetings of BCS Boards and Committees'.
- 5.18 Board members, in exercising their appointment, must put the interests of the Institute and the achievement of its objects above those of any constituent groups or areas of the Institute.
- 5.19 Board members must make decisions entirely on merit. Board members must publicly support Board decisions, once taken, even if they do not privately agree with them.

## **6 Committees and Bodies reporting to the Board**

- 6.1 The following Standing Committees of the Board report to it:
- The Finance Committee with responsibility for supporting Member Group funding allocation; adherence to financial rules, processes and procedures; and supporting financial best practice across Member Groups.
  - The Community Support Committee with responsibility for encouraging best practice; communication with and between Member Groups, and support provided to Member Groups
  - The Fellowship Committee with responsibility for approving the election of individuals to the grade of Fellow and for developing the fellowship.
  - The Inclusion Committee with responsibility for supporting equality, inclusion, and diversity within the activities of the BCS.
- 6.2 The Board forms Executives to provide advice and leadership on specified and strategically aligned topic areas. The Board charges these Executives to take the lead on Board approved annual activity plans.

The following Executives report to and advise the Board on their areas of defined responsibility:

- Early Careers Executive

- 6.3 The Fellows Technical Advisory Group (FTAG) also reports to the Board in helping to provide technical advice to society.
- 6.4 The Employers Strategic Advisory Group also reports to the Board in helping to engage with the wider IT employer community.
- 6.5 The Faculty of Health and Care provides advice and leadership on health and care, engaging with members in this sector and supporting FEDIP.
- 6.6 All Member Groups report directly to the Board, including:
- International Sections.
  - Specialist Groups (Special Interest and Community Groups).
  - Branches and Hubs.
  - Student Chapters.

## **7 Approval and Review**

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