



Executive Committee Terms of Reference

Background

1. BBPS is a Charitable Incorporated Organisation (CIO), regulated by the Charities Commission with a Constitution – CIO No. 1180841 – which defines the Objects of the CIO:-

A To advance the enhancement, protection and conservation of the countryside, heritage and other amenities of the Brecon Beacons National Park for the benefit of the public.

B To advance the education of the public in ways in which to achieve the above including the provision of opportunities for healthy recreation, and in particular walking. [Clause 3]

2. Clause 4 of the Constitution defines the Powers of the CIO. The Constitution makes provision for the appointment of Charity Trustees and sets out their responsibilities. Clauses 12 to 20 define the role, conduct and eligibility etc of Trustees as well as the conduct of meetings.

3. The Trustees have agreed, using their powers under Clause 26, that they will exercise their responsibilities as set out in the Constitution collectively through an Executive Committee, of which all Trustees and invited Members of the Society who perform an executive function are members.

4. The Constitution can be viewed here: www.breconbeaconsparkociety.org/wp-content/uploads/2019/09/BBPS-Constitution.pdf

Executive Committee

1. Purpose

The role of the Executive Committee is to:-

- a) Manage the affairs of the Society and exercise all of its powers [Clause 12]
- b) Make arrangements for General Meetings of the Society, including the preparation of an Annual Report and Statement of Accounts. [Clause 11]
- c) Review the Society's activities since the last Committee meeting,
- d) Agree actions as required,
- e) Plan future activities including the review and implementation of the Society's Strategy and Action Plan,

- f) Ensure the finances of the Society are in good order,
- g) Agree an overall budget and individual project budgets,
- h) Propose any changes to membership fees for consideration at a General Meeting. [Clause 9]
- i) Appoint any Sub-Committees as required and agree Terms of Reference [Clause 18]
- j) Co-opt new Trustees for formal approval by Members at the next AGM, [Clause 13D]
- k) Co-opt other Members of the Society to attend the meeting. Note that such members of the committee do not have the voting rights of Trustees.
- l) Other than as prescribed by the Constitution, the Committee may amend these terms of reference as it sees fit.

2. Arrangements for Meetings

- a) The Trustees will meet as soon as possible after each AGM to appoint a Chair for the Executive Committee. [Clause 19B]
- b) At the same meeting the Trustees will confirm or appoint, as required, the positions of Vice-Chair, Treasurer and Secretary.
- c) Meetings will be chaired by the Chair, or in his or her absence by the Vice-Chair. If neither are present within ten minutes of the start of the meeting, those present may appoint a chair from one of their number.
- d) Meetings shall normally be called by the Chair, and shall be held at least every 2 months, or more frequently as agreed. They must comply with the provisions of Clause 19 of the Constitution.
- e) At least 10 days' notice must be given for a meeting to be held.
- f) The agenda for the meeting shall be distributed at least 7 days prior to the meeting.
- g) Any Trustee requested by the Committee to prepare a written report for the meeting shall circulate that report at least 3 days before the meeting to all attendees.
- h) An update on the Society's financial situation shall be circulated to all attendees at least 3 days prior to the meeting
- i) The proceedings of the meeting shall be noted by a Minutes Secretary, and minutes of the meeting shall be circulated to all attendees at least 10 days after the meeting for comment before the next meeting.
- j) The draft minutes will be approved at the following meeting, a copy published on the website and a paper copy placed in the Society archive.

3. Conduct of Meetings

- a) No decision shall be taken unless a quorum is present. [Clause 19C(i)]
- b) The quorum is the number nearest to one half of the total number of trustees. [Clause 19C(i)]
- c) Decisions shall be decided by a majority of those Trustees present. (Clause 19C(ii))

- d) In the event of a tied vote, the Chair shall have a casting vote. (Clause 19C(iii))
- e) In the event of urgency for any business and in the absence of a quorum, the Chair may consult with those Trustees present, and seek approval from a majority of all Trustees by electronic means following the meeting. [Clause 17B]

4. Delegation to the Chair

- a) To act on behalf of the Committee in its day-to-day operation.
- b) To take any action to give effect to any decision of the Committee.
- c) To sign on behalf of the Committee any document to give effect to any resolution of the Committee, subject to the signature also of a second trustee [Clause 21B].
- d) In the event of urgent business that cannot be reasonably referred to the Committee, to take any action necessary, subject to any such action being reported to the next meeting of the Committee.
- e) To accept as an addition to the agenda of any meeting of the Committee, any business that may be urgent.
- f) To invite any person who may be appropriate to attend any meeting of the Committee.
- g) Subject to the approval of their accuracy by the Committee, to sign-off the minutes of a meeting of the Committee.