



## **BYC Governance Changes**

### **A message from the Board of Trustees**

At the 2015 Annual Council Meeting, the BYC Board was charged with undertaking a Governance Review. This has been an stimulating process that has challenged us to look at the way we work and how we can better live our values of youth-led, participation and inclusion. We are proud of what we have agreed and are excited to move to better governance that engages more young people in a way that gives them the support they need to deliver and that gives our fantastic charity the leadership that it deserves. This message updates you on the major outcomes and changes.

### **Why do we need to change our governance?**

All charities are under increased scrutiny from the regulator and the public. We have to ensure that all our systems and processes meet Charity Commission best practice guidelines, and are robust to ensure BYC is sustainable for the future. It is essential that trustees exert the right amount of scrutiny and oversight of BYC's strategy and operations, and fulfil all their duties to the best of their abilities, as required by charity and company law. We have identified a number of areas for improvement and are making changes as necessary.

### **Who we've consulted**

- *Our members:* discussions about our governance system and the proposals were held at National Members' Meetings and the Annual Council Meeting. All members were invited to contribute via a consultation in the Members' Mail.
- *Current and previous trustees:* they work within and familiar with the systems, and have seen how they have changed over time.
- *Our staff:* they know BYC and our members well. This includes the previous and current Chief Executives, who work most closely with and are accountable to the Board.
- *Desk research:* we have researched best practice on governance promoted by the Charity Commission and National Council for Voluntary Organisations, and benchmarked our systems against the sector.

## So what is changing and why?

### The structure of the Board

**Current Practice:** The Vice Chair of Campaigns and Communications, and Participation and Development, roles are too operational, when the role of the Board should be strategic. The roles are not very clearly defined and aren't always active. The roles are important, but they don't belong on the Board.

**Changes:** These roles will be removed from the Board. In the long term, we will develop **a new volunteer structure** so BYC looks more like a youth council and has more youth volunteer resources available, providing a better home for these roles. This will provide more opportunities for young people to build skills and confidence to potentially apply to be a trustee in the future.

**Current Practice:** At the moment, the Board relies too much on certain individuals and roles, especially the Chair, and has to create a range of ad-hoc committees to get its work done.

**Changes:** By **creating permanent committees on Finance, People and Risk**, everything the Board does will be more integrated, the workload will be more evenly spread, and there will be permanent groups of people always exerting the right amount of scrutiny.

### Trustee selection and term lengths

**Current Practice:** Attendee feedback from previous ACMs repeatedly says that too much time is spent on elections and too little spent on policy debate. Relatively few members participate in the online vote stage, and candidate feedback says that the recruitment process involves too many stages.

**Changes:** We value our members' and candidates' time, so we are **strengthening the election process for trustees** by making sure that only the candidates with the right level of experience and understanding of BYC make it through to the Annual Council Meeting (ACM) to ask for your vote. The strongest candidates, assessed against clear criteria, will **go straight from interviews to ACM**. The ACM will be able to spend more time on what our members are interested in and the recruitment process will be less cumbersome. We are **improving the format of candidate statements by making them more concise and readable**. We will ensure it highlights what competencies a Board member needs, the level of skills each of the candidates has, and where we have skills gaps on the Board. Above all, the information you will receive will **focus on the candidate's ability or potential to contribute to the governance and strategic oversight of the charity**.

**Current Practice:** Elections don't always produce Boards which have the right mix of skills and perspectives, which is critical for good governance. Elections sometimes favour good public speakers, people who are well-known in BYC, or are very passionate about our campaigns and programmes. None of these things are necessary or sufficient for being a good Board member. And sometimes it's difficult for the Board to know which skills and perspectives it lacks until a few meetings after the elections.

**Changes:** In line with other charities, **five trustee positions will be appointed through a transparent application and appointment process after the elections**. Youth democracy is a key value of BYC, and so a majority of trustee positions, and all officer roles, will remain elected. We will clearly and widely advertise the roles and the skills we need. The process will be merit-based, though this process also promotes social diversity, with applications from demographics underrepresented at trustee level especially welcomed. Whether a trustee is elected or appointed, they will have the same level of responsibility and the same rights, and will form one, coherent Board.

**Current Practice:** At the moment, trustees are elected for two years and officers for one year. This means that every year, at least half of trustee positions, and all of the officer roles, are up for election. The current term lengths mean that more often than not, the Board loses members just as they come into their own.

**Changes:** By *extending the term length of the Chair and Treasurer from one year to two years, and the term length of trustees from two to three*, we can minimise this risk. **We will also stagger the appointment of the Chair and the Treasurer** so that they do not both change at the same time.

### Support for Trustees

**Current Practice:** BYC's Board has to seek finance, HR and legal advice on an ad-hoc basis because young trustees often lack professional experience.

**Changes:** We are *introducing board advisors*. A small number of external professionals will provide advice to Board members more consistently, mostly through the committee structure. Advisors will not be trustees and will not make decisions.

**Current Practice:** In our current arrangements as soon as the trustees are elected at ACM they take up their posts, taking on considerable legal responsibility without induction.

**Changes:** We are shifting the cycle so that those elected at ACM become trustee-designates. The handover will happen after a full induction, so no one takes on a responsibility for which they have not been trained.

### **Transition arrangements**

BYC is undergoing huge change. In the last twelve months, we've been implementing considerable governance changes, writing our new long-term strategy, selecting and inducting a new Chief Executive and hiring for new staff positions. Current turnover would mean ten new trustees would join the board in September right in the middle of a financial year and amid all this transition. This is too great a risk so the Board have agreed the following:

- The term of office of the current Chair will be extended by one year. This will ensure continuity in the supervision of the new Chief Executive and allow completion of major ongoing Board projects. It also gets BYC into the cycle of staggering the Chair/Treasurer elections so that only one is elected each year to ensure continuity and stability.
- The trustees who were elected at the last ACM on a two year term will extend by one year. Of the other trustees who were due to end their term of office at the next ACM, four will extend by one year. This will allow BYC to get straight into the new term length cycle from 2018.

This means that at the ACM in September 2017 we will be electing two new trustees and the Treasurer, and will then be appointing a further two trustees based on the skills gaps of the newly appointed board.

We believe these changes will make BYC as a stronger and better governed charity, well positioned to serve young people. The Board will continue to update members on these changes, and answer questions, during BYC Conventions in June and at the ACM in September.