

**BCS, THE CHARTERED INSTITUTE FOR IT**

**Descriptions for Senior Volunteer Roles**

Responsible Body	Nominations Committee
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Document reviewed by a sub-group of Nominations Committee to include descriptions of: <ul style="list-style-type: none"> <li>Trustee directors on BCS Learning and Development Board.</li> <li>Chair of Registration Standards Committee.</li> <li>Elected Members of Council.</li> </ul> The latter including review by the Chair of Council. Document approved by Trustee Board at 17 July 2013 meeting (TB/2013/092 Appendix 2). See Trustee Board minutes TB/2013/097 para 16.	2	17 July 2013
The following role descriptions were included: <ul style="list-style-type: none"> <li>Chair of Professional Conduct Disciplinary Panel</li> <li>Member of Professional Conduct Disciplinary Panel</li> <li>Chair of Professional Conduct Investigation Panel</li> <li>Member of Professional Conduct Investigation Panel</li> </ul>	3	5 February 2014
Clarification of role descriptions for: <ul style="list-style-type: none"> <li>Deputy President</li> <li>Generic Vice-President</li> <li>Vice-President Finance</li> <li>Trustee Director of L&amp;D</li> <li>Chair of Academy</li> <li>Chair of Professionalism</li> </ul> Approved by Trustee Board on 4 June 2014 (TB/2014/063 App 1). See Trustee Board minutes (TB/2014/074 para 15.2)	4	4 June 2014
Chairs of Professional Conduct panels no longer required to have chartered status. Approved by Trustee Board on 3 June 2015 (TB/2015/051). See Trustee Board minutes (TB/2015/057).	5	3 June 2015
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Key stakeholders approached to review relevant role descriptions. Approved by Trustee Board on 22 March 2017 (TB/2017/024). See Trustee Board minutes (TB//2017/027). Update made to following role descriptions to include Chartered Status is desirable: <ul style="list-style-type: none"> <li>President</li> <li>Deputy President</li> <li>Generic Vice-President</li> <li>Vice-President Finance</li> <li>Trustee Director of BCS L&amp;D</li> </ul>	7	22 March 2017

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## **PRESIDENT**

1. BCS, The Chartered Institute for IT champions the global IT profession, and the interests of individuals engaged in that profession, for the benefit of society.
2. BCS is a complex international organisation that relies on a combination of volunteers and paid employees to operate on a daily basis. At the very highest level, a group of elected members, the Trustee Board, is legally responsible for the Institute's direction and strategy. The BCS Council, a representative body of our membership, elects the individual members of the Trustee Board. The BCS President chairs the Trustee Board and is also subject to election by the Council.
3. **The Role**
  - 3.1. The Institute asks its President to fulfill four key roles:
  - 3.2. To lead the Board of Trustees and, through this role, to act as a mentor and confidant to the Group Chief Executive in a similar manner to the Non-Executive Chair of a company board.
  - 3.3. To lead the strategy and direction of the Institute, through chairing the Trustee Board and in consultation with the Council.
  - 3.4. To be the public face of the Institute, speaking on its behalf in public and, where possible, using their personal standing to enhance the Institute's influence with the profession, academia, Government, media, business and the public at large.
  - 3.5. To work with the independent Chair of Council to ensure that members of the Institute remain sighted on the key challenges faced and, through their elected Councillors, have an opportunity to contribute to the Institute's strategic decision making.

### **Candidate Specification**

**Preference will be given to candidates who meet as many of the following criteria as possible. It is recognised that no candidate is likely to satisfy all these criteria.**

#### **4. Experience**

- 4.1. Within the private, public, charitable or academic sectors:
  - Holding a senior management role, such as the Director or Head of Department within a complex and sizeable organisation (turnover >£20M).
  - Career anchor within the Computing/IT area.
  - A strong track record in strategic leadership, policy development and delivery of objectives.
  - Management experience in the monitoring and evaluation of organisational performance, including establishing appropriate indicators.
  - Financial experience in the management of major budgets (£1M+)
- 4.2. Demonstrated ability to inspire and motivate a team.
- 4.3. Familiarity with public speaking and acting in an ambassadorial role.

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- 4.4. A clear track record of commitment as an active member of the Institute, or an equivalent professional body, demonstrating a deep understanding of the unique challenges of working through a combination of both staff and volunteers.

### **5. Knowledge**

- 5.1. A clear understanding of the legal duties and responsibilities of Trustees in terms of charity and company law.
- 5.2. Familiarity with the governance environment of the Institute, including its Royal Charter obligations and charitable objectives.
- 5.3. Broad knowledge of the IT industry and professional development/training issues.
- 5.4. Understanding of the education sectors and the importance of high quality research.
- 5.5. Able to demonstrate a thorough understanding of the Institute's charitable status and aims.

### **6. Skills**

- 6.1. Leadership and chairmanship.
- 6.2. Negotiation and conciliation.
- 6.3. Extracting the best performance from multi-disciplinary teams.
- 6.4. Strong presentational skills and the ability to relate to audiences of widely differing levels of expertise.

### **7. Competencies**

- 7.1. A strong and positive personality, constructive/progressive in nature, with an ability to develop positive working relationships within the Trustee Board, Executive, Council and individual Boards and to the strength to challenge advice as appropriate.
- 7.2. An ability to advise sensibly, question intelligently, debate constructively, challenge rigorously, decide dispassionately and follow up appropriately.
- 7.3. A committed networker with extensive contacts across as much as possible of the private, public, Governmental, trade body, charitable and academic sectors.
- 7.4. A strong communicator (both in speaking and listening), capable of successfully sharing the Board's agreed vision and objectives with all stakeholders.
- 7.5. A will to achieve, with a clear agenda for their Presidential year.
- 7.6. Professional Membership is required and fellowship is encouraged. Chartered Status is desirable (not necessarily CITP).

### **8. Availability**

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- 8.1. The ability to devote substantial time to furthering the work of the Institute. An average time commitment of up to two days per week is required, with the ability to provide further time if required by circumstances.

## **DEPUTY PRESIDENT**

1. This is a three year role, subject to final election by Council, it is expected that the Deputy President would progress, after one year, to take on the Institute's Presidency for one year, then progression to Immediate Past President for one year. They thus require all the same skills and competencies as for the President. In addition, the Deputy President has an important role in working with the Registrar to ensure that, following a Trustee Board Meeting, papers can be released first to Council and then to the full membership as quickly as possible. The aim is that papers should be released in full or subject only to the minimum level of redaction essential to protect sensitive commercial information.
2. The Deputy President thus requires the additional skill of being able to judge where redaction is genuinely justified and the additional competence to be able to explain clearly, and where necessary defend, redaction decisions.
3. The Deputy President will also work with the President and the Immediate Past President, to ensure there is the appropriate continuity throughout a three-year period. They should make time available to carry out specific tasks delegated by the President.
4. One key aspect of the Presidency is the theme chosen to underpin the Presidential goals for their year. The preparatory year as Deputy should be used to determine this theme and to plan the key actions, within the context of the Institute's strategy, to be taken during the Presidential year.
5. Professional Membership is required and fellowship is encouraged. Chartered Status is desirable (not necessarily CITP).

## **IMMEDIATE PAST PRESIDENT**

The post of immediate past President provides continuity to the Presidential team and remains a Trustee. This position is chair of the Group Nominations Committee and Remuneration Committee and organises the annual Trustee Board self-evaluation survey and produces action points for the Trustee Board to take forward.

## GENERIC VICE-PRESIDENT

1. Vice-Presidents, as trustees, have the key role of helping the Institute implement its strategy and deliver its goals, through their respective Boards, working in close co-operation with the Executive. They also have a vital role through their boards in contributing to the further evolution and development of the Institute's Strategy through the Institute's "Strategy Cycle". The complex nature of BCS as a charity and chartered body, and the need to monitor the performance of its trading subsidiaries, adds to the challenge of the role. Similarly harnessing the skills of both volunteers and paid staff requires particular expertise. Beside the generic profile of experience, skills and competencies described here each Vice-President role may have additional requirements determined by the specific nature of the board or committee to be chaired. Vice-Presidents can only take decisions independently in their role if a decision of the Trustee Board, gives them the authority to do so. An individual trustee cannot bind the other trustees to a course of action unless it has been authorised by the trustees as a whole. The descriptions below also underpin the President and Deputy President roles described above.

## 2. The Role

The responsibilities of all Chairs of Boards/Vice-Presidents include:

### 2.1. Board Meetings

2.1.1. Delivering board performance through careful preparation of agendas and clear prioritisation, both in contributing to the development of Institute strategy and implementing the agreed strategic objectives for their board. Chairing their board meetings effectively and in accordance with the Guidelines for the Conduct of Business in BCS Boards and Committees. HQ staff provide administrative support to boards and chairs of Boards, and will work closely with them to prepare agendas well in advance of each meeting, and to finalise minutes for dissemination to the Board.

### 2.2. Strategic Planning and Financial Management

2.2.1. As part of the "Strategy Cycle", leading the development and costing of strategic options with their board as well as supporting the Chief Executive, President and Deputy President in preparing appropriate strategic options for the Institute as a whole for decision by Trustee Board. Agreeing priorities for tactical programmes within their board's area of activity.

2.2.2. Assisting the Chief Executive and the Finance Director in the preparation of the Institute's budget and ensuring that committed programmes of work are within the relevant part of the Institute's agreed operating budget. Taking ownership to deliver those actions assigned to their board

### 2.3. Strategic Management

2.3.1. Ensuring the delivery of the agreed programmes of activity.

2.3.2. Reporting to Trustee Board on their board's progress in achieving its objectives, and other developments of note.

**2.4. Recruitment and Succession Planning**

- 2.4.1. In accordance with the Terms of Reference and Trustee Board Regulations, identifying and recruiting members who have the necessary skill and capability to contribute effectively to the work of the board.
- 2.4.2. In addition to the above, contributing to effective succession planning for leadership of the Institute by identifying and recruiting members to the board who have the potential not only to further the objectives of the Institute but also to lead the board.

**2.5. Raising the Profile of the BCS**

- 2.5.1. Ensuring that the Institute is properly represented externally in the areas of responsibility of the board, either in person or by arranging a suitable expert.
- 2.5.2. Promoting the activities of the Institute to help make the Institute more relevant, visible and influential.

**2.6. Additional Responsibilities**

- 2.6.1. Contributing to the broader, general activities of the Institute, for example attending Institute events; preparing for and attending meetings of Council (four / five times a year) and Trustee Board (approximately six / eight times a year); and, on invitation, attending meetings of committees and panels that report to the board.

**Candidate Specification**

**Preference will be given to candidates who meet as many of the following criteria as possible. Prioritisation will depend on the Board to be chaired. It should be made clear in the supplementary Board specific role description.**

**3. Experience**

- 3.1. A board-level role (main or divisional), either executive or non-executive in the private, public or third sector, including for academic's experience as head of department or service on a faculty or similar university board.
- 3.2. A strong track record in leadership and policy development.
- 3.3. Familiarity with monitoring and evaluation of performance in commercial, governmental or charitable organisations.
- 3.4. Demonstrated ability to integrate and motivate mixed teams of staff and volunteers.
- 3.5. Comfort with public speaking and acting in an ambassadorial role.
- 3.6. A clear track record of commitment as an active member of the Institute, or an equivalent professional body.

**4. Knowledge**



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- 4.1. A clear understanding of the legal duties and responsibilities of trustees. Vice-Presidents are trustees of the Institute and are in law (1) the equivalent of company directors and (2) charity trustees. All potential BCS trustees are required to sign a declaration of their willingness and eligibility to become a BCS trustee, and to declare any interest they may have in accordance with the Policy for the Conflict of Interests of BCS trustees. They also undertake to abide by the provisions of the Code of Conduct for BCS Trustees, acting in the best interests of the Institute as a whole.
- 4.2. Financial literacy, the ability to read and understand a balance sheet and a Profit and Loss (P&L) account.
- 4.3. Familiarity with the governance environment of the Institute, including its Royal Charter obligations and charitable objectives.
- 4.4. Broad knowledge of the IT industry.
- 4.5. Understanding of the education sectors and the importance of high calibre research.
- 4.6. Able to demonstrate a thorough understanding of the Institute's charitable status and aims.

### **5. Skills**

- 5.1. Leadership and chairmanship.
- 5.2. Negotiation and conciliation.
- 5.3. Extracting the best performance from volunteer teams.
- 5.4. Strong presentational skills and the ability to relate to audiences of widely differing levels of expertise.

### **6. Competencies**

- 6.1. A strong and positive personality, constructive/progressive in nature, with an ability to develop positive working relationships within the Trustee Board, Executive, Council and with individual board members.
- 6.2. A readiness to delegate in a clear and managed way to other board members, maintaining their motivation.
- 6.3. An ability to advise sensibly, question intelligently, debate constructively, challenge rigorously, decide dispassionately and follow up appropriately.
- 6.4. A committed networker with extensive contacts across both the Institute and industry
- 6.5. A skilled communicator and strategic thinker with the ability to debate topical issues and draw succinct conclusions to express the views of the majority and determine key focus areas. Clear capability to share successfully the board's agreed vision and objectives with all stakeholders.
- 6.6. People development, a clear commitment to the development of volunteers, identifying, supporting and selecting potential candidates for boards, committees and working groups.

6.7. Professional Membership is required and fellowship is encouraged. Chartered Status is desirable (not necessarily CITP).

**7. Availability**

7.1. The role of Vice-President is fundamental to the success and future development of the Institute. Undertaking the full range of duties and responsibilities places demands on time and commitment and requires considerable flexibility to manage these demands.

## **VICE-PRESIDENT FINANCE**

The Vice-President Finance is an Honorary Officer as described in the Royal Charter and Bye-laws. He/she is elected by Council and can serve for a maximum of two consecutive terms of three years each. He/she chairs the Risk, Audit and Finance Committee and is an *ex officio* member of the Trustee Board and Council. He/she is responsible to the Trustee Board.

### **1. Responsibilities**

The Institute expects its Vice-President Finance to undertake the following:

- 1.1 To lead and manage the work of the Risk, Audit and Finance Committee in accordance with the Risk, Audit and Finance Committee Terms of Reference.
- 1.2 To ensure that, having consulted with the Group CEO and the Group Finance Director, the Risk, Audit and Finance Committee considers the financial and other risks to the achievement of the Charity's objectives and whether adequate internal controls and mitigating actions are in place to manage these risks.
- 1.3 To review relevant issues relating to subsidiary undertakings of the Institute, in cooperation with those entities, to discharge its responsibilities effectively
- 1.4 To hold an Risk, Audit and Finance Committee meeting with the BCS Group's auditors as part of the annual financial audit process.
- 1.5 To report to Trustee Board on the Risk, Audit and Finance Committee's progress in achieving its objectives, and other developments of note.
- 1.6 To lead and manage the work of the Finance Sub-Committee

### **2. Additional experience, skill competencies (beyond the generic Vice-President description) desirable**

- 2.1 Wide financial and accounting skills - ideally an accountancy qualification – with knowledge of relevant financial reporting standards, particularly FRS 102 and the Charities SORP (Statement of Recommended Practice) 2015.
- 2.2 Understanding of the principles and practice of good corporate governance, including guidance issued from time to time by the Financial Reporting Council (FRC) such as that on Audit Committees (formerly known as the Smith Guidance), audit quality, and risk management, internal control and related financial and business reporting.
- 2.3. Experience as a member of an Audit Committee in the private, public, academic or third sectors
- 2.4. Familiarity with the relevant requirements of the Charities Act 2011 and associated Charity Commission guidance.

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2.5. Professional Membership is required and fellowship is encouraged. Chartered Status is desirable (not necessarily CITP).

## **TRUSTEE DIRECTORS OF BCS LEARNING & DEVELOPMENT LIMITED**

BCS Learning & Development Limited is a wholly owned subsidiary of BCS, The Chartered Institute for IT.

The subsidiary, BCS Learning & Development Limited, is a separate limited company with its own board of directors. It performs its activities within the overall charitable objects and mission of its parent company, BCS, The Chartered Institute for IT. The subsidiary is responsible for building the world's leading IT examinations, certification, qualifications, consultancy and related businesses. It also acts as the main financial engine of the parent organisation, and funds, through license fees and gift aid transfers, some of the activity carried out by the Chartered Institute. The subsidiary has one shareholder, BCS.

Two BCS trustees serve as Trustee Directors on the Board of BCS Learning & Development.

### **1. The Role**

The aim through these appointments is to recruit Directors who:

- Bring knowledge of the education and examination markets and customers for BCS Learning and Development products and services.
- Act in a manner considered, in good faith, which will promote the success of the subsidiary for the benefit of the Institute.
- Ensure coherence between the Institute's charitable objectives: vision, mission, values and objectives and the activities of the subsidiary.
- Strengthen the Board with respect to strong understanding of best business practice.
- Deliver good corporate governance, recognising that whilst trustee directors are not independent (having been appointed specifically by the sole shareholder), they do have a responsibility as Directors to take into account the interests of all stakeholders.
- Provide appropriate and constructive challenge to the executive directors.

### **Candidate Specification**

**Preference will be given to candidates who meet as many of the following criteria as possible.**

### **2. Experience/Competence**

2.1 Has an affinity with the Institute's charitable objectives.

2.2. Experience at a senior level on the Board of a sizeable organisation (turnover >£20M) in the education and examinations sector or at Board level line of business head level in a large multinational business.

2.3. Non-executive directorships in the IT sector would be relevant but not essential.

2.4. Familiarity with the process of strategy development and rigorous assessment of strategy implementation options.

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- 2.5. Experience in the qualifications/training sector.
- 2.6. Experience in key UK vertical markets such as Finance, Health, Public Sector, telecommunications...
- 2.7. Knowledge of key markets beyond the UK (North America, Middle East, India, China...).
- 2.8. A proven track record in commercial leadership and business development.
- 2.9. Experience in successful product/service assessment and development.
- 2.10. Familiarity with the process of establishing and monitoring effective performance metrics.
- 2.11. Awareness of the challenges of working and communicating with a diverse range of stakeholders.
- 2.12. The Trustee Directors are expected to attend meetings of the Learning & Development Board, Trustee Board and Council.
- 2.13. Professional Membership is required for Honorary Officer appointments and Chartered Status is desirable (not necessarily CITP).

### **3. Temperament and Personality**

- A strong and positive personality, constructive/progressive in nature, with an ability to develop positive working relationships and to contribute vigorously to the Board's development of strategy.
- An ability to advise sensibly, question intelligently, debate constructively, challenge rigorously, decide dispassionately and follow up appropriately.
- A strong communicator, capable of successfully sharing the Board's agreed vision and objectives with all stakeholders.

## SPECIFIC REQUIREMENTS FOR THE CHAIRS OF INDIVIDUAL BOARDS

### 1. Academy Board - Chair

- An understanding of Computing in UK Education (especially, but not only Higher Education) and the various key actors and stakeholders in the landscape, and a willingness to engage with them on their terms.
- The background and experience to speak authoritatively on the challenges facing academic computing; for example, by having held a major role in a computer science department.

### 2. Academy Board – Trustee

- The principal task of this Trustee is to promote the BCS, specifically the Academy of Computing, among the various academic stakeholders, and to feed back information to the Academy and to Trustee Board. This requires close liaison with the Trustee Chair of the Academy Board, and in practice there will be a certain amount of standing in for each other, depending on diary constraints

### 2. Community Board

- A recognised track record in volunteer activity within a community (preferably within BCS).
- Strong empathy and interpersonal skills; able to involve a wide range of backgrounds in board discussions, and build partnerships across a volunteer community
- Ability to balance and communicate differing priorities across a voluntary environment, alongside resource pressures
- Experience of managing financial budgets in a business environment.

### 3. Society Board

- Board level experience in the third sector
- An understanding of good practice in social policy, media and stakeholder engagement.
- A strong reputation, particularly for values and social impact
- Ideally, an established network to draw upon within the third sector, politics and media
- An affinity with the mission of BCS and a determination to see the organisation become more effective.
- The ability to constructively challenge and influence other Trustees and the executive team whilst also building warm working relationships

### 4. Organisation and Employers Board

#### Essential

- Employed in a senior role with IT responsibilities in an organisation in one of the following stakeholder communities:
  - Private sector Customer employing IT Professionals
  - Public sector Customer employing IT Professionals
  - IT Supplier

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- Academia
- Recruitment
- Board level inter-personal skills. Contribute positively and constructively, working closely with colleagues both in the board and on ad-hoc working groups.
- Understanding of the objectives of the BCS Organisation and Employers agenda.
- Willingness to commit the time required for preparation, board participation and working group participation.

### **Desirable**

- Knowledge of standards for IT professionals and skill framework such as Skills for the Information Age (SFIA).
- International experience and perspective.
- Experience with the specification and development of CPD and professional updating.
- Professional member of BCS.
- Holds Chartered status.



**CHAIR OF BCS REGISTRATION STANDARDS COMMITTEE**

**1. Context**

The Registration Standards Committee reports to the Institute's Trustee Board.

The rationale for the Committee is to demonstrate a clear separation between the process of promotion and award of BCS developed standards and their definition.

The principal aims of the Committee are to:

- 1.1.** To provide strategic oversight of admission of:
  - 1.1.1. individuals to membership of the Institute,
  - 1.1.1. members to the registers of standards developed and maintained by BCS consistent with the BCS responsibilities as an awarding body for BCS standards
  - 1.1.2. members to the registers of the Engineering Council or Science Council consistent with BCS status as a Licensed Body of these institutions
- 1.2.** To exercise the responsibilities of BCS as the regulator for standards developed by BCS for professionals employed in the IT profession ensuring a clear separation between the process of regulation from promotion or award of such standards
- 1.3.** Ensure the mitigation of risk to BCS associated with:
  - 1.3.1. its role as the regulator and registration body of standards developed by BCS for professionals employed in the IT profession
  - 1.3.2. admission of individuals to membership of the Institute
  - 1.3.3. its role and obligations as a body licenced to assess members against the standards set and maintained by Engineering Council and Science Council

**2. Key Responsibilities**

Key Responsibilities of the Committee concern the responsibilities the BCS has as:

1. A professional membership body
2. The regulator and owner of the standards for Chartered IT Professional and Registered IT Technician.
3. Body licenced to admit members to the professional register of the Engineering and Science Councils.

In summary these include:

- i. Review and maintain the structure for BCS Membership.
- ii. The formation and maintenance of all BCS policies necessary to manage the membership of individuals of the Institute
- iii. Reviewing the definition of the standards set and maintained by the BCS.
- iv. Overseeing the operation of the Registers for standards set and maintained by the BCS including routes to registration and the means to demonstrate meeting the criteria;
- v. Overseeing all agreements entered into by the BCS facilitating entry to the registers maintained and published by the BCS; and
- vi. Ensure appropriate mechanisms to mitigate risks to the Institute:
  - a. As the regulator of BCS standards.
  - b. For admission of individuals to membership of the Institute; and
  - c. Award of professional registration conferred by the Institute
  - d. Against loss of licensee status of Engineering Council and Science Council.

### **3. Candidate Specification**

#### **3.1. Essential**

- Professional member of BCS and holder of Chartered status awarded by the Institute.
- Employed (or recently employed) in a senior role with IT responsibilities in either the private, public, charitable or academic sector.
- Willingness to commit the time required for preparation, board participation and working group participation.
- Board level inter-personal skills: the ability to contribute positively and to challenge constructively and to work closely with colleagues both in the board and on ad-hoc working groups.

#### **3.2. Desirable**

- Fellow of BCS.
- Experience with the development of professional examinations, assessment and certification.
- International experience and perspective.
- Experience with the specification and development of CPD and professional updating.

#### **3.3. Preference will be given to candidates who are:**

- Strategic thinkers;
- Skilled communicators with the ability to debate topical issues and draw succinct conclusions to express the views of the majority.
- Have demonstrated sound judgement, integrity and high ethical standards.
- Have financial literacy i.e. the ability to read and understand financial statements and related business plans, or a willingness to undertake the necessary training.
- Able to demonstrate a thorough understanding of the Institute's charitable status and aims.

## CHAIR OF COUNCIL

### 1. Term of Office

The Chair of Council shall be elected for a two-year term of office and will also serve as a trustee.

### 2. Eligibility

The Chair of Council must be:

- An elected member of Council, i.e. not an “ex officio” member of Council
- A Chartered or Professional Member of the BCS, in good standing\*
- Eligible and willing to become a BCS Trustee
- Willing and able to dedicate appropriate time and commitment to the role\*\*

### 3. Role

The Chair’s role involves:

- Leading the BCS Council, in its capacity of providing advice to the Trustee Board on the strategic direction and operation of the Institute and in this role working in co-operation with the Trustees in their other BCS roles.
- The effective conduct of Council meetings and the organisation of Council’s work.
- Ensuring that any potential “conflicts of interests” are declared and avoided during the considerations of Council
- Ensuring that Council Regulations are maintained and fit for purpose
- Facilitating proper discussion and debate on agenda items of substance
- Exercising the Chair’s discretion, when deemed necessary and appropriate, to move the agenda forward to the next item of business, by limiting further discussion.
- Listening to and acting upon the concerns of Council
- Formulating and managing a suitable forward agenda for Council business
- Responding to Council issues which arise between meetings of Council.
- Developing the skills of the members of Council and assisting in the progression and enhancement of their roles (new and existing) in BCS

### 4. Personal Qualities and Competencies

The Chair of Council should be:

- Willing to serve the needs of Council and committed to developing the effectiveness of Council.
- Committed to serving BCS as a whole in the Trustee role.
- Well respected and demonstrably capable of chairing meetings of Council
- Positive and capable of seeing the big picture and building solutions to the problems and challenges of BCS and Council.
- An effective delegator, diplomat and team builder / player, not only within Council but with all areas of BCS. An effective listener, good communicator and fair facilitator. Well organised, confident, determined and business-like.

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- Sufficiently engaged to have a broad awareness of BCS organisation, issues and responsibilities.

\* the phrase 'in good standing' refers to a Member whose subscriptions are paid up and who is not under investigation under BCS Disciplinary Regulations.

\*\* the time commitment for the Chair is likely to be a minimum of one or two days per calendar month. The role of Trustee will add an additional day per month, possibly more. It should be realised the workload is higher before and after meetings and is not evenly spread over the year. An in-coming Chair should double these numbers for the first two months.

## VICE-CHAIR OF COUNCIL

### 1. Term of Office

The Vice-Chair of Council shall be elected for a one-year term of office.

### 2. Eligibility

The Vice-Chair of Council must be:

- An elected member of Council, i.e. not an “ex officio” member of Council
- A Chartered or Professional Member of the BCS, in good standing\*
- Willing and able to dedicate appropriate time and commitment to the role\*\*

### 3. Role

The Vice-Chair’s role involves:

- Supporting and assisting the Chair of Council in the discharge of their duties
- Deputising for the Chair when the Chair is unable to attend any meeting of Council

The Vice-Chair will not be required to deputise for the Chair as a Trustee.

### 4. Personal Qualities and Competencies

The Vice-Chair of Council should share the same personal qualities and competencies expected of the Chair; in addition, the Vice-Chair needs to:

- Be completely comfortable with supporting the Chair, in a subsidiary and complementary role
- Confident enough to voice a differing opinion to the Chair but also able to work with the Chair’s decision if different to theirs.
- Understand that a Vice-Chair/Deputy often has much of the work and may not receive due recognition for this input.

\* the phrase ‘in good standing’ refers to a Member whose subscriptions are paid up and who is not under investigation under BCS Disciplinary Regulations.

\*\* the time commitment for the Vice-Chair is likely to be a minimum of one day per calendar month. It should be realised the workload is higher before and after meetings and is not evenly spread over the year.

## GENERIC TRUSTEE (INCLUDING COUNCIL-ELECTED TRUSTEE)

1. Although some trustees are elected directly from and by Council, their overall responsibilities in this role are the same as other trustees.

### 2. The Role

2.1 Trustees have overall legal responsibility for BCS. They must ensure that:

- BCS pursues its objects as set out in the Royal Charter
- The assets (including all revenues such as those from products/services, income received by member groups, investment income and property) of BCS are protected and used exclusively to pursue our Royal Charter objectives.
- BCS complies with the law and our governing documents.
- BCS remains solvent and is not exposed to undue risk.

2.2 Trustees must act at all times in the best interests of BCS. They must avoid situations where their personal or other interests conflict with the interests of BCS and must not profit from their role. In carrying out their duties, trustees have a duty of care to act reasonably and prudently and a higher duty in areas of their own expertise.

2.3 The Trustee Board takes decisions collectively and trustees meet as often as they need to in order to carry out their responsibilities.

2.4 Trustees can only take decisions independently in their role as trustee if a decision of the Trustee Board, gives them the authority to do so. An individual trustee cannot bind the other trustees to a course of action unless it has been authorised by the trustees as a whole.

2.5 Trustees are not expected to be experts in every field, but they have a duty to take advice when they are not confident about taking a decision.

### 3. Experience and Skills

3.1 An effective board of trustees should be able to draw on a diverse range of skills, knowledge, qualities and experience to help it fulfil its roles. Trustees will be expected to contribute both hard and soft skills in addition to a sound knowledge of BCS.

3.2 Trustees should possess the following:

- Sound understanding of the Institute's charitable objectives as defined in the Royal Charter.
- Good understanding of at least two areas of BCS operations from the following list:
  - Member group activities.
  - Policy and public affairs activities, including diversity, security, health informatics.
  - BCS Academy activities.
  - Computing At School activities.
  - Professionalism programme.
  - Chartered standards – CITP, CEng and CSci.
  - BCS products and services.
- Some experience of board or committee work.
- Budget management.

**4. Competencies**

4.1 Trustees act collectively to fulfil their duties. All trustees should be able to demonstrate they meet certain key competencies:

- Be committed to the purpose, objects and values of BCS as defined in the Royal Charter.
- Be constructive about other trustees' opinions in discussions, and in response to staff members' contributions at meetings.
- Be able to act reasonably and responsibly when undertaking such duties and performing tasks.
- Be able to maintain confidentiality on sensitive and confidential information.
- Be supportive of the BCS values and ethics.
- Understand the importance and purpose of meetings, and be committed to preparing for them adequately and attending them regularly.
- Be able to analyse information and, when necessary, challenge constructively.
- Be able to make collective decisions and stand by them.
- Be able to respect boundaries between executive (staff or day to day) and governance functions.

4.2 Professional Membership is required and fellowship is encouraged. Chartered Status is desirable (not necessarily CITP).

**5. Availability**

5.1 The role of trustee is critical to the success and well-being of the Institute and should be the prime focus of any Council member who is elected to this role. The time demands are such that this will limit the number of additional roles an individual can hold on other BCS groups and committees.

**GENERIC BOARD/COMMITTEE MEMBER**

1. A number of strategic boards, each normally headed by an elected Vice-President, report into Trustee Board. These boards are responsible for contributing to and overseeing the development and implementation of a key area of the Institute's strategy. Trustee Board appoints the chairs of these boards (usually the Vice-President). All other appointments are based on nominations by the relevant board subject to ratification by Trustee Board. The same arrangements apply to the Risk, Audit and Finance Committee (RAFC).
2. Board members are selected on the basis of their competencies, knowledge and expertise in the relevant area. Every effort is made to include broad representation from stakeholder groups and to maintain diversity amongst board membership. In addition, boards include two Council representatives with one Council representative on RAFC.
3. Preference will be given to candidates who meet as many of the following criteria as possible. Prioritisation will depend on the specific Board. It should be made clear in the supplementary Board specific role description:
  - Strong inter-personal skills. The ability to contribute positively and to challenge constructively and to work with colleagues both in the board and on ad-hoc working groups.
  - A strategic thinker.
  - A skilled communicator with the ability to debate topical issues and draw succinct conclusions to express the views of the majority.
  - Candidates who have demonstrated sound judgement, integrity and high ethical standards.
  - Willingness to commit the time required for preparation, board participation and working group participation.
  - Employed with significant IT responsibilities in a customer, supplier, academic or recruitment organisation.
  - Financial literacy i.e. the ability to read and understand financial statements and related business plans, or a willingness to undertake the necessary training.
  - A thorough understanding of the Institute's charitable status and aims.
  - Professional member of BCS
4. Additionally, preference will be given to candidates who offer the following, depending on the specific board/committee:
  - Holders of a current Chartered status (CITP, CEng or CSci).
  - Expertise in the academic and research sectors.
  - Experience with the development of professional examinations, assessment and certification.
  - Experience with the specification and development of CPD and professional updating.
  - Experience in public or professional policy development, or public affairs.
  - Experience in IT related publishing (either paper-based or electronic).
  - Experience in sales and marketing of IT-related services, particularly training and education.



**Confidential to BCS Nominations Committee**

- Employed (or recently employed) in a senior role with responsibilities that embrace engineering and science considerations.

**ELECTED COUNCIL MEMBER**

**1. Term of Office**

Council is a body, representative of the membership that offers advice to the Trustee Board and Executive on the direction and operation of the Institute and its subsidiaries. It also has a constitutional role in electing the Honorary Officers and representatives to the Trustee Board. Council members are elected for a three year term. Council members are normally elected either by the general membership or by specific groups of members.

**2. Eligibility**

- Elected Council members must be a BCS member in good standing\* at any grade (including Student).
- Elected Council members should be willing and able to dedicate appropriate time and commitment to the role. \*\*

**3. Role**

The elected Council member's role involves:

- Representing the diverse views of their electorate as accurately as possible in Council debates, which is likely to require keeping in touch with a wide range of members of different ages and with different interests.
- Reviewing Council and Trustee Board papers and plans thoroughly in order to be able to constructively contribute to Council's role as advisor to Trustee Board.
- Working in a professional manner, alongside members with different personal views on BCS and collaborating to produce solutions to the problems and challenges faced by BCS and its Council.

Elected Council members are offered training and encouraged to contribute the following competencies:

- Financial literacy i.e. the ability to read and understand financial statements and related business plans.
- A thorough understanding of the Institute's charitable status and aims.

\* the phrase 'in good standing' refers to a Member whose subscriptions are paid up and who is not under investigation under BCS Disciplinary Regulations.

\*\* the time commitment is likely to be around eight days per annum, with four of these being Council meetings and one being the Strategy "Away Day" in January. It should be realised the workload is higher before and after meetings and is not necessarily evenly spread over the year.

## PROFESSIONAL CONDUCT PANEL CHAIRS

1. BCS, The Chartered Institute for IT champions the global IT professional and the interest of individual engaged in that profession. All members sign up to adhere to the Code of Conduct when they become members. Members shall at all times conduct themselves to safeguard the public interest and uphold the reputation and dignity of the Profession.

### 2. The Roles

The Professional Conduct Panels are made up of the Investigation Panel and the Disciplinary Panel. The Investigation Panel investigates complaints, where necessary, and when called upon by the Investigation Panel Chair. A Disciplinary Committee is formed by the Disciplinary Panel Chair from the Disciplinary Panel to hear cases that have been referred to it by the Investigation Panel.

### 3. Criteria/Experience

- Experience of Chairing investigation/disciplinary proceedings gained in the private, public or voluntary sector.
- Impartial and objective approach to decision making.
- Experience in conciliation and negotiating skills and you will have a reputation for commanding trust and be of credible public stature.
- To be appointed as Disciplinary Chair you should be legally qualified.

### 4. The appointment and term of office

The positions are not remunerated and will be for a three-year term of office on the appointment by the Trustee Board. The Chairs of both Panels are required to be Fellows of BCS who are not members of the Trustee Board. Chartered status is desirable (not necessarily CITP).

### 5. Responsibilities

The Chair will liaise with the Registrar to ensure that the Institute complies with the procedure, and will assist in making guidance notes and rules if necessary for the practice of the Investigation and Disciplinary Panels.

## **MEMBERS OF BCS PROFESSIONAL CONDUCT PANELS**

1. BCS, The Chartered Institute for IT champions the global IT professional and the interest of individuals engaged in that profession. All members sign up to adhere to the Code of Conduct when they become members. Members shall at all times conduct themselves to safeguard the public interest and uphold the reputation and dignity of the profession.

### **2. The Roles**

The Professional Conduct Panels are made up of the Investigation Panel and the Disciplinary Panel. The Investigation Panel investigates complaints, where necessary, and when called upon by the Investigation Panel Chair. A Disciplinary Committee will be formed from the Disciplinary Panel to hear cases that have been referred to it by the Investigation Panel.

### **3. Criteria/Experience**

- Experience of investigation/disciplinary proceedings gained in the private, public or voluntary sector.
- Ability to demonstrate a range of competencies required to contribute effectively to the work of either panel including integrity, team working and excellent communications and written skills.
- Ability to listen and communicate effectively
- You will have an impartial and objective approach to decision making.
- Experience in conciliation is desirable and you will have a reputation for commanding trust and be of credible public stature.
- Awareness of equality and diversity issues

### **4. The appointment and term of office**

The positions are not remunerated and will be for a three-year term of office on the appointment by the Trustee Board. Professional membership is required and fellowship is encouraged. Chartered status is desirable (not necessarily CITP).

Lay members are also required for the Disciplinary Panel: that is professionally qualified members of other professional bodies who are not members of the BCS.