



Society of Operations Engineers

TRUSTEE BOARD TERMS OF REFERENCE

ROLE

To formulate and regularly review the aims of the Society within the strategic plan and ensure that the policy and practices of the Society are in keeping with its aims and within its charitable objectives.

To strive to achieve best practice and function within the legal and financial requirements of a charitable Society.

As Directors and Trustees, to take collective responsibility for the sound governance of the Society in accordance with the Articles of Association.

Responsibilities

The Board's responsibilities include, but are not limited to:

- Monitoring and developing strategy in the furtherance of the Society's purpose, vision, values, objectives and aims
- Establishing, promoting and monitoring the corporate culture and image of the Society by PR events, use and development of the website etc,
- Developing policy on and monitoring the development of the Professional Sectors' structure
- Developing the Society's strategic plan and monitoring its implementation
- Considering and, if thought fit, approving business plans, budgets and proposed activities placed before the Board every year by each of the Professional Sector ("PS") Councils Standing committees, and working groups
- Coordinating and monitoring the development and implementation of PS Council business plans and budgets
- Maintaining a linkage between the planning and budgetary process
- Overseeing the management of the Society's current assets
- Keeping under review the relationship between the Society and its trading subsidiary
- Monitoring the performance of the Society's external advisors, eg legal and financial
- Approving the group budget in conjunction with the Society's strategic plan
- Actively monitoring income, expenditure and forecast out-turn against the current year's budget (including PS Council, standing committees, working groups, irtec and branch/centre/regional /overseas group budgets) and advising on any corrective action considered necessary
- Setting annual membership subscription rates
- Developing reserves and investment strategies, drawing on external professional advice, where appropriate, and reviewing the performance of investments
- Determining policy for the reimbursement of members' expenses on Society business
- Reviewing the audited accounts and monitoring the performance of the Society's auditors, bankers and investment advisors
- Overseeing development of the Society's regional structure and monitoring the functioning of centres, branches and regional groups; establishing the Society's regional structure policy, delegating monitoring and functioning of regions to PS Councils
- Reviewing the Society's staff employment and development policies including those relating to the Executive Director
- Receiving reports from and monitoring the activities and products of the Society's PS Councils and standing committees
- Monitoring a scheme for the certification of competence ("irtec"), satisfying the needs of the transport industry, bearing in mind the requirements and provisions of relevant standards and continually re-assessing requirements
- Liaising with relevant groups within the Society and wider industry on issues associated with licensing of competence



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- Acting as a good employer, taking employment law into account and leaving the day-to-day management of the staff in the hands of the Executive Director
- Overseeing recruitment and development of trustees, PS Council and standing committee members
- Managing Society submissions for national honours and awards
- Developing and administering Society award and prize schemes

Chair

The Board shall be chaired by the President. In such instances where the President is unable to attend, the Trustee Board Directors will nominate a member of the Trustee Board to Chair.

Membership

Membership of the Board shall comprise not more than fourteen members, namely the President, Immediate Past President/President Elect, the Honorary Secretary, the Honorary Treasurer, the Chair of Membership and Professional Standards Committee and a maximum of six other corporate members to be elected by the membership for specific purposes as the Board shall from time to time determine: The Board will also determine the specific skills it is seeking to assist in carrying through particular projects as part of the Strategic Plan and these will be publicised prior to each election. Where a skills requirement exists, the Board may appoint a member of the Society, or someone who is not a member of the Society, to its membership until the next AGM, when the Board can re-appoint such a member provided that no appointee to the Board shall serve for more than three years. Each section of the Engineering Council register must be represented on the Board.

By Invitation

Such other non-voting persons as the Board may wish to invite in order to gain appropriate expertise.

Quorum

Five voting members.

Frequency of Meetings

The Board will meet as necessary, but not less than four times a year, spread throughout the period to reflect the budget review, Annual Meeting outcomes and membership figures. Where possible, communications with and between Board, PS Council and committee members will occur electronically and decisions will be taken electronically if the need arises.