

AC Forum Board Charter

The Board is the governing body of the Associations & Conference Forum (AC Forum). The composition of the Board and its roles and responsibilities are set out in the Bylaws of the Forum.

Role of the Board

As defined by Article 34, the Board is responsible for the day-to-day management of AC Forum. It shall perform all functions not allocated to another organ of AC Forum by the constitution.

The Board shall be empowered to:

- a) develop the strategy for AC Forum;
- b) organise regular meetings of the membership;
- c) draft the budget and the report on activities; prepare the annual financial accounts;
- d) prepare the General Assembly;
- e) plan the Annual Meeting ;
- f) give notice of General Assemblies and Extraordinary General Assemblies;
- g) administer the assets and financial affairs of AC Forum;
- h) open and administer bank accounts;
- i) manage employees of AC Forum.

This should be seen alongside the role of the General Assembly, Article 32. The General Assembly shall be empowered to:

- a) approve the strategy and determine the policy of AC Forum;
- b) receive the activity report;
- c) approve the financial statements and audited accounts;
- d) approve budget forecasts;
- e) decide on any issue on the agenda;
- f) elect and dismiss members of the Board at any time;
- g) determine the membership fees;
- h) decide on membership;
- i) amend the By-Laws;
- j) appoint auditors;
- k) dissolve AC Forum.

Composition of the Board

The composition of the Board is defined in the By-laws, Article 34.

- The Board shall be composed of at least six members. The number of Board members shall not exceed eight.
- All members shall be elected by the General Assembly with an absolute majority of full members present.
- The Board shall be composed of a President, President-Elect, Secretary General, Treasurer, Education Officer, and a maximum of three additional members.
- Any full member organisation can have only one member of staff holding a position in the Board.

Board competencies

It is recognised that no one individual can provide the complete skill set and experience required to fulfil the responsibilities of the Board. Therefore it is important in making appointments to the Board that a skills audit and the identification of gaps is used to inform future appointments.

Among Board members the following skills and experience are usually required:

- Board and committee experience
- business development/new enterprise/fundraising/income generation
- change management
- congress management
- education service delivery
- financial planning, budgets and auditing
- governance practice
- leadership/team development
- marketing and communications/campaigns
- member engagement
- project management
- strategic planning

Calls for members of the Board

The President and President Elect shall, on behalf of the Board, publish a call for applications for positions on the Board at least 30 days prior to the General Assembly, or when a vacancy arises and it is sensible to appoint part way through a term of office [Article 35]. Board positions are open to permanent senior staff members from a full member organisation. The call for applications shall indicate the number of available positions. Permanent staff from a full member organisation may apply for a position by sending a written application including their name and the position held in the organisation, along with a statement of interest.

Elections

In accordance with the revised By-Laws (2020) the General Assembly shall elect with an absolute majority of full members present the President-Elect and Board members. The Board will determine who holds the positions of Secretary General, Treasurer, and Education Officer [Article 37].

Terms of office

The term of office for members of the Board shall be two years [Article 38]. No individual person shall serve more than 8 consecutive years.

Members shall be appointed as follows:

- a) The President shall serve for a period of two years after preferably having previously served at least two years on the Board in the role as President-Elect. The President must be from a member organisation based in Europe.
- b) In the event of the President being unable to carry out his/her duties, these shall be assumed by another member of the Board.

- c) The President-Elect shall be elected for a period of two years, after which he or she will become the President automatically. The President-Elect shall preferably have previously served at least two years on the Board.
- d) Board members are elected for a two year period. The Board determines who takes on the roles of Secretary General, Treasurer and Education Officer.
- e) Members of the Board wishing to serve for a further term of office must reapply and stand for election.
- f) In the case of the resignation of an elected member, the Board shall have the right to:
 - call for nominations for an election if time permits; or
 - leave the position vacant pending the next round of elections prior to a General Assembly.

Responsibilities of the Board

Each member plays a key role in the organisation of the daily business of AC Forum. Collectively members are responsible for:

- developing the strategic plan, implementing identified actions and monitoring performance against the plan
- developing the business plan and associated budget to deliver on the strategic plan
- ensuring the long term financial viability of AC Forum
- providing services that deliver against members' needs
- implementing appropriate financial controls and auditing practices
- planning and delivering the AC Forum General Assembly
- planning and delivering the AC Forum Annual Meeting
- carrying out appropriate risk analysis and risk mitigation strategies to protect AC Forum
- ensuring that resources are employed for member benefit and that AC Forum is fit for purpose
- establishing any sub-committees or working groups as required
- operating in accordance with good governance and decision making practices
- reflecting as a Board on its own performance and undertaking professional development as required
- observing the confidentiality of Board matters and not disclose such information to any person unless required by law to do so
- sharing in the decision making processes of Board decisions and at all times reflecting a united voice

Commitment of Board members

The current pattern of AC Forum Board meetings involves two face-to-face meetings of 1.5 days, usually in April/May and October, plus 4-6 teleconferences of 1-2 hours per year. In between meetings Board members work as required on specific activities via email and teleconference.

It is hoped that Board member's associations will support their involvement with the release of time. Travel to attend meetings is covered by the AC Forum budget.

Board members are expected to attend at least 75% of Board meetings and devote sufficient time to prepare for meetings to allow for full and appropriate participation in the Board's decision making.

Role of the AC Forum President

The President will serve for a two-year term of office. There are some specific roles for the President defined in the By-laws:

- a) chair the General Assembly [Articles 30]
- b) with the President-Elect call for applications for positions on the Board [Article 35]
- c) chair meetings of the Board [Article 39]
- d) act as the official representative of AC Forum [Article 43] or delegate to others as appropriate
- e) sign written notifications and announcements of AC Forum, and in particular legal instruments, jointly with the Secretary General [Article 44]
- f) sign any financial commitments/payments jointly with the Treasurer on behalf AC Forum

In addition, the President is expected to:

- a) manage a secretariat function and day-to-day operations
- b) ensure the integrity and effectiveness of the Board's governance arrangements and management processes
- c) meet regularly with the President-Elect and other Board members, as required, to support the business and operations of AC Forum
- d) operate with the same decision-making rights as other Board members, however in the event where there is a tie in voting on a motion to the Board, the Chair shall have the casting vote

Role of the AC Forum President-Elect

The President-Elect shall serve for two years, after which he or she will become the President automatically.

The specific role for the President-Elect defined in the Bylaws is that:

- a) with the President call for applications for positions on the Board [Article 35]

Further, the President-Elect deputises for the President if he or she is unable to perform his or her role.

In preparation for assuming the role of President, the President-Elect works closely with the President and in particular prepares for the handover of duties.

Role of AC Forum Secretary General

The Secretary General is appointed for a period of two years; the appointment may be renewed once for a further period of two years. There are some specific roles for the Secretary General defined in the Bylaws:

- b) receive notices of termination of membership [Article 13]
- c) notify members of a General Assembly or Extraordinary General Assembly of AC Forum [Article 25]
- d) receive motions for consideration at the General Assembly [Article 27]
- e) receive notice of resignation of a Board member [Article 41]
- f) sign written notifications and announcements of AC Forum, and in particular legal instruments, jointly with the President [Article 44]

Role of AC Forum Treasurer

The Treasurer shall be appointed for a period of two years; the appointment may be renewed once for a further period of two years.

The Treasurer is assigned the primary responsibility of overseeing the management and reporting of the AC Forum finances. This includes:

- a) presenting financial statements to the General Assembly
- b) general financial oversight: budgets, transactions, financial systems and policies, and compliance with the association by-laws and the relevant legislation
- c) bank account maintenance: relations with the bank, validation of payments, advice on AC Forum's reserves and investment policy
- d) sign any financial commitments/payments jointly with the President on behalf AC Forum
- e) budget: developing the annual budget as well as comparing the actual revenues and expenses incurred against the budget
- f) funding: advising on the AC Forum fundraising strategy
- g) reports: keeping the Board regularly informed
- h) audits: preparing accounts for auditing and supporting the audit process

Role of AC Forum Education Officer

The Education Officer shall be appointed for a period of two years; the appointment may be renewed once for a further period of two years.

The Education Officer leads on developing the education offerings for AC Forum members.

To fulfil this role the Education Officer:

- a) identifies, with others, topics for workshops to respond to members' needs
- b) supports organisations developing and hosting workshops
- c) approves workshop budgets
- d) reviews workshop evaluations
- e) explore opportunities with suitable collaborative partners
- f) takes a key role in developing the programme for the annual meeting