

Scoping report of Sub-Group 1 – ‘AIUK Governance Structure including AGM’ to the Governance Task Force plenary meeting 16th November 2013

1. Introduction

1.1 This paper outlines the work currently envisaged by the members of the Governance Task Force (GTF) Sub-Group 1 – AIUK Governance Structure including AGM. It outlines distinct pieces of work, a draft timetable, where membership consultation will be required, and where external professional expertise will need to be ‘bought in’. The work is structured under the six headings previously reported to the GTF plenary (12th October 2013). It also makes a number of recommendations that the GTF plenary are asked to consider.

2. Timetable

2.1 The timetable is set out in Appendix 1. The work will begin in late 2013 and continue until late 2014, to allow the sub-group to make all recommendations to feed back to the GTF plenary and then on to AIUK’s Board to meet relevant deadlines for final reporting and (special and ordinary) resolutions at the AIUK AGM 2015.

2.2 The sub-group is not making any recommendations that would require special resolutions to be proposed for the AGM 2014. At this stage it seems unlikely that the sub-group will be in a position to make recommendations to the GTF meeting on 11th January, which could result in ordinary resolutions being submitted to the AGM 2014.

2.3 A number of elements of the sub-groups work will require membership consultation. These will need to be included in the overall GTF consultation. Some areas will require specialised expertise and the sub-group is likely to make a request that GTF budget is allocated to these areas. Both of these elements are included in appendix 1.

2.4 Much of the work of this sub-group will require significant contribution and therefore time of key staff and Board members. As a result, there is a risk to the timetable that some of this will be dependent on the capacity of these key people to contribute. The sub-group will monitor this on an on-going basis, endeavour to liaise and plan in partnership with these key people as far in advance as possible, and report any changes to the timetable to GTF plenary as required with the firm intention of meeting the end date set out in 2.1 above.

3. Principles of Governance

3.1 The report of the sub-group to the GTF plenary 12th October 2013 under the heading ‘Governance Standards’ highlighted the need to ensure AIUK is meeting the highest standards of governance. To do so the sub-group committed to identifying suitable external governance standards against which AIUK could be benchmarked. The sub-group is recommending that GTF adopts two primary external governance standards.

3.2 The first standard is the Six Principles of Good Governance as outlined in *Good Governance: A Code for the Voluntary and Community Sector*¹. These principles were developed by a consortium including NCVO and supported by the Charity Commission. They have been widely used throughout the not for profit sector in the UK. This will potentially allow AIUK to benchmark its practice against other not for profit organisations within the UK.

3.3 The second standard is the Amnesty International Core Standards adopted at our International Council Meeting 2013.² Whilst these standards are internal to Amnesty International, they are external to AIUK and will potentially allow AIUK to benchmark its practice against other Amnesty sections.

4. Decisions required of GTF

4.1 Approve the timetable of work of sub-group 1 as outlined in Appendix 1.

4.2 Adopt the Six Principles of Good Governance (referenced in 3.2) and the Amnesty International Core Standards as the primary external governance standard to be used by the GTF.

¹ <http://www.governancecode.org/>

² See the ICM 2013 decision 6.

Appendix 1: Timetable of work to be undertaken by GTF Sub-Group 1

Area	Task	Timeframe	Membership Consultation	Outside Expertise
Governance Standards	Governance audit: Self-assessment audit using NCVO principles, AI Core Standards and other relevant governance tools.	Nov '13 – Jan '14	No	No
	Report on outcomes of self-assessment audit to GTF Plenary identifying areas of strength and weakness	Feb '14	No	No
	Benchmarking: For areas of potential weakness, benchmark against comparator organisations and identify potential improvements	Feb – Apr '14	No	Possible – either staff time or external charity governance expertise may be required
Constitution	Full constitutional review	Nov '13 – Oct '14	Yes	Yes – Legal expertise to ensure compliance with companies law.
General Meetings	Review of general meeting processes	Jan – July '14	Yes	No
Board Ways of Working	Board review	May – Sept '14	No	No
	Sub-committee review	May – Oct '14	No	No
International Issues	Codifying relationship between AIUK and international movement	Sept – Oct '14	No	As for constitution
Charitable Trust	Identify process for AIUK Charitable Trust financial supporters to become members of AIUK	TBC – Dependent on staff capacity	No	Yes – legal advice.