



2012

Election to the Board of Trustees

Criteria

This document contains information on:

- **the role of the Board of Trustees**
- **skill sets and competencies**
- **stages in the election process**

INTRODUCTION

The Institute has legal and regulatory responsibilities as a consequence of being both a chartered body and a registered charity.

The Board of Trustees is the strategic level group of members who take on these responsibilities and oversee the stewardship of the Institute.

The Board consists of up to twelve members, six of whom are directly elected on a national basis by full members of the Institute. The term of office of these elected members is 3 years, with two elected places falling vacant each year. The Board is chaired by the Institute President.

The Board of Trustees - role and responsibilities

The role of the Board is to determine the overall direction and development of the organisation through good governance and effective strategic planning. The members review and approve the strategic plan, and agree key performance indicators by means of which to monitor and evaluate progress and outcomes.

As with any other organisation, the Board also has a responsibility to safeguard and protect the assets of the Institute, identifying the principal business risks and ensuring that appropriate systems are in place for their management.

An Institute member wishing to stand for election to the Board must:

- be a full CMI member (ie Member, Fellow or Companion)
- currently be actively engaged in a management role
- provide evidence of achievement as a practising manager at a strategic level
- indicate how they match up against the competencies, knowledge and personal characteristics agreed for Board members (see Appendix A)
- indicate any specific experience in the priority areas identified within the Institute's business plan
- demonstrate their commitment to the task of serving as a CMI Trustee.

Terms of reference of Board of Trustees

These are to:

- .1 Carry out all statutory duties as Trustees of the charity.
- .2 Oversee the development, implementation and achievement of the strategic objectives and policies of the Institute.
- .3 Set performance measures for achievement of the strategic objectives and to monitor progress.
- .4 Work closely with the Committees of the Board in their development and application of policies aimed at achieving the Institute's strategic objectives, referring issues to them for consideration and receiving reports and recommendations as appropriate.
- .5 Approve increases in fees and subscriptions for members and organisations, and to specify the period within which a member or organisation is required to pay the due subscription.
- .6 Approve criteria for membership of the Institute.
- .7 Approve the annual budget of income and expenditure for the Institute and to consider regular reports on financial performance against budget.
- .8 Approve the annual report and audited accounts of the Institute.
- .9 Appoint, on the recommendation of Nominations Committee, the President Elect of the Institute.
- .10 Approve the appointment of members to all Committees of the Board.

- .11 Approve the award of the Institute's Gold Medal and other national awards as required.
- .12 Subject to the requirements of the Royal Charter and Bye-laws, consider amendments to the constitution of the Institute, approving amendments to the Regulations and making recommendations to Corporate Members on major constitutional changes requiring a submission to the Privy Council for approval of amendments to the Royal Charter and Bye-laws.
- .13 Approve the resolutions to be put before Corporate Members at the Annual General Meeting and authorise issue of the Notice of the Annual General Meeting and proxy form.
- .14 Agree a recommendation to Corporate Members at the Annual General Meeting on the appointment, and fixing of remuneration, of the Auditors.
- .15 Receive and consider reports as may be submitted by the Committees of the Board, agreeing action as appropriate.

Your commitment as a Board member

Board meetings

Serving on the Board of Trustees involves members in six weekday meetings a year, most of which are held at the Institute's offices at Savoy Court in London. In addition, a full day strategy review meeting is held each year, usually in early September at a conference venue within travelling distance of London. (minimum commitment: 8 days)

Representation and communication

Members also have an important representational and communications role to play, by meeting members at the Institute's National Conference and Regional Conventions. (minimum commitment: 2 days)

Chairmanship or Committee membership

Board members may be required to take on an additional role, as Chair of one of the Advisory Committees of the Board or as a member of the Nominations Committee. This would require an additional commitment of 3 days, not including planning and preparation for meetings.

The tasks required of the Committee Chairs include the facilitation of discussion, the encouragement of participation by all members, and a clear focus on the goals of the meeting and decision making. The Chairman also reports to each Board meeting on Committee discussions, thereby providing a direct communication link through to the Board. An effective partnership is required between the Committee Chairman and the Institute's executive director team.

Competencies, knowledge and personal characteristics of a Board member

The Board is relatively small and highly focused and each of its members is thereby able to influence the strategy and direction of the Institute. The skills, knowledge and personal characteristics of the ideal Board member are set out in **Appendix A** and cover a range of competencies in the areas of leadership, strategy, communicating and influencing, team working, self management and chairmanship.

Against each of these competencies, you are asked to provide on the nomination form examples that best reflect your particular strengths. Candidates who come through the assessment process will be those that show the broadest range of skills and score strongly against the competency statements. You are also asked to outline any specific experience you have as a committee chair, or in a similar role.

By applying these criteria, the Nominations Committee will ensure that the Board has as wide a range of relevant skills and experience as possible within the limitations of the number of places available. Sector focus, diversity and a commitment to the aims and objectives of CMI are further issues which the Nominations Committee will be mindful of.

CMI strategic priorities

Candidates will also be viewed in terms of the key priorities contained in the Institute's overarching strategy and business plans over the next 2 to 3 years. The overarching priorities are:

- Raising standards in management and leadership
- Increasing profile and influence
- Engagement with major employers across the sectors
- Increasing membership through a high quality value proposition
- Attracting younger managers
- Developing our capacity and our financial strengths

THE ELECTION PROCESS

Stage 1 – Nomination form

5 pm on Thursday 31 May 2012 - Closing date for submission of nominations

In addition to standard items of personal background information, the nomination form refers to the desired areas of competency and asks about your management and leadership experience. You are asked to:

- Identify recent initiatives that demonstrate your leadership skills; to list some of the strategic initiatives for which you have responsibility and to identify occasions when your communication and influencing skills have made a significant contribution to the development of your organisation.
- Provide additional information on your involvement in other relevant areas, such as voluntary service, non-executive directorships, membership of other Boards, trusts, committees, local authorities and NGOs.
- Write a statement which will form your election 'manifesto', summarising in not more than 300 words why you wish to stand for election, your relevant experience and the contribution that you can offer to the Board.
- Seek two 'sponsors' who have known you for at least two years.

In addition to completing the nomination form, you are also asked to provide a copy of your current CV and a passport size photograph.

Stage 2 – Verification

We reserve the right to seek independent verification of the details provided on the nomination form and CV, including qualifications and directorships. We may also require sight of your original qualification certificates.

Your sponsors will be asked to verify that they have seen the information contained in the form and to confirm that, to the best of their knowledge, the details are correct.

All applications are subject to an assessment, conducted by the Nominations Committee, assisted by an independent professional search and selection specialist. This assessment will focus in particular on management experience and the evidence provided against the competencies for Board service.

Stage 3 – Assessment and Interview

Monday 11 to Wednesday 13 June 2012 – interviews with all candidates

All candidates will be invited to attend an interview, held at Savoy Court, London, conducted by the search and selection specialist engaged by the Institute to assist the work of the Nominations Committee.

Stage 4 – Evaluation by Nominations Committee

Tuesday 26 June 2012

Feedback from the interviews, together with the written nomination forms and CVs, will be considered by the Nominations Committee and a decision taken as to those candidates to go forward for election.

Personal feedback will be supplied to all candidates.

Stage 5 - Election

Early September – mid October – voting period

Members who successfully complete the assessment process and interview stage will go forward as candidates in an election in which each full Institute member in the United Kingdom has a vote.

Candidates will be contacted personally with the voting results. The names of the successful candidates are then announced at the Institute's AGM.

Further information

For further advice or information, contact Valerie Hamill
valerie.hamill@managers.org.uk; telephone: 020 7421 2707

Skills, knowledge and personal characteristics of a Board member

Leadership

- Demonstrates commitment to the aims, objectives and goals of the organisation
- Remains focused and provides clarity for others in changing or unpredictable circumstances
- Creates an environment which shapes the culture of the organisation
- Demonstrates high ethical standards and integrity
- Takes decisions based on a rational interpretation of the information available

Strategic thinking

- Identifies future consequences of a wide range of issues and the change management necessary to respond
- Able to process information and find a clear way forward

Communicating and influencing

- Anticipates and uses the most effective approach to influence people and situations
- Encourages and listens to the views and opinions of others
- Presents an articulate and persuasive oral argument
- Builds a network of effective relationships

Team working

- Supports the Board's aims and goals
- Supports the formation of an effective partnership with the full-time executive staff
- Challenges freely and constructively
- Accepts consensus decisions

Self management

- Prepares adequately for meetings - reading papers and clarifying points in advance
- Demonstrates enthusiasm for and commitment to the work of the Board
- Respects confidences
- Responds to issues requiring action between meetings

Chairmanship

- Facilitates discussion
- Manages meetings and encourages participation by all committee members
- Focuses on goals of the meeting and associated decision making
- Maintains clear and effective communication and reporting links between the committee and the Board.

Useful background information

Induction

The Guide, a resource pack for honorary officers, is made available to all new members, providing a comprehensive introduction to the Institute, the Board and its Committees. It explains the Institute's corporate governance structure and the roles and responsibilities of Trustees and Committee Chairs. An update on the Institute's strategic objectives is also provided, as well as useful background information, including the practicalities of Board and Committee service.

A face to face induction session is arranged for newly elected Board members immediately prior to attendance at their first meeting. Briefing visits to Management House and Savoy Court are also set up, as required, either on a one-to-one basis or as part of a small group.

National Conference and Regional Conventions

Board members are invited to attend the Institute's National Conference and Awards Dinner, held in London during October.

There is also a responsibility for Board members to attend at least one Regional Convention each year, to network with delegates and communicate to them the strategic priorities of both the Institute and the Board.

Support to the Board

The Institute's Secretariat supports the Board and Committees, both in terms of provision of all committee documentation and additional information.

Ongoing training is provided as required, and feedback from Board members is sought on a regular basis.

Expenses

Board service is not remunerated. Members will be reimbursed for all reasonable travel costs and related expenses incurred as a result of attending Board and Committee meetings, as well as when representing the Institute at the National Conference and Regional Conventions.

Conflict of interest

Service on the Board and Committees provides access to information about the Institute and its operations which members must treat with discretion. The possibility of information being used for purposes which conflict with, or prejudice, the aims, objects and interests of the Institute must be recognised and declared.

Members serving on the Board and Committees may not normally undertake paid assignments for the Institute.