



Board of Trustees

The Board of Trustees is the CMI's governing body. It is responsible for the overall strategy of the CMI. It agrees the annual business plan and budget and sets and monitors the key performance indicators. It has responsibility for the financial health of the organisation; it monitors areas of risk. It approves the published accounts for issue to members and to the Charity Commission.

Membership

The Board is made up of:

- President of the Institute (Chairman of the Board)
- President Elect
- Immediate Past President
- Chief Executive of the Institute
- 6 members elected nationally, to serve for a 3 year term
- Up to 2 co-opted members, appointed by the Board
- Chairman of Institute of Consulting Council (ex-officio)

Term of office

Elected members of the Board serve for a 3 year term, and may stand for re-election for a further term, ie up to a maximum of 6 consecutive years. Co-opted members serve for one year, with the possibility of further co-option up to a maximum of 6 consecutive years.

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

The remit of the Board is 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 the 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.

Election to the Board of Trustees

A total of six seats are available on the Board for nationally elected members. Two of these seats become vacant each year.

Candidates are required to:

- Be a 'full' member of the Institute (ie Member, Fellow or Companion)

- Provide evidence of achievement as a practising manager at a strategic level
- Be actively engaged in a management role
- Indicate their background and experience against the following set of competences:

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