



# Trustee Officials Committee – Terms of Reference

College of Paramedics

Author	First approved	Last reviewed	Next review
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# Trustee Officials Committee – Terms of Reference (ToR)

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## 1. Introduction

- 1.1 The College of Paramedics' core aims are to enhance healthcare and save lives through the advancement of education, training and continuing professional development within the paramedic profession. These strategic aims are overseen by the Board of Trustees of the College of Paramedics (the College).
- 1.2 The Board of Trustees is made up of the Representative Trustees (See Appendix A) and Trustee Officials (See Section 3 and Appendix B).
- 1.3 The Board of Trustees is supported by the Executive Team (see Section 3 and Appendix C).
- 1.4 The Trustees, Executive Team and staff members all contribute to achieving the aims, objectives and strategy set by the Board in a timely and responsive manner, in the interests of College members and the paramedic profession.
- 1.5 This document sets out the terms of reference for the Trustee Officials Committee (TOC) which is comprised of all Trustee Officials and tiers 1 and 2 of the Executive Team. Members of the Executive Team are non-voting contributors to this committee.

## 2. Purpose

- 2.1 The purpose of the TOC is to focus on the overall strategy set by the Board of Trustees. The TOC also makes recommendations as to how the strategy may be achieved and what the respective course of actions may be.
- 2.2 The TOC will, on behalf of the Board of Trustees:
  - work to the agreed College strategy including the 6-12 month objectives and the five year plan
  - monitor delivery of key commitments, objectives and milestones, set by the Board for action by the Chief Executive
  - ensure the College operates within the financial limits set by the Board
  - receive information from and/or make recommendations to the Board committees as and when appropriate
  - drive forward the Board's commitment to continuous development and improvement
  - in order to ensure continuity of business between Board meetings, make recommendations to the Board either via email or special conference calls
  - be transparent in its undertakings notwithstanding the need to deal with sensitive developments in the College's work as a professional body

- represent the College with key external stakeholders, giving consideration to issues that may impact on the reputation of the College, its members and the profession, responding in a way consistent with the ethos of the College
- contribute active leadership within the College and the paramedic profession, within an effective policy and governance framework
- safeguard the College's resources.

### 3. Membership

- 3.1 The TOC consists of all Trustee Officials; the College Chair, three Vice-Chairs (including the Deputy Chair), Treasurer and the Trustee Officials with remits involving Communications, Education and the Professional Practice (Appendix B). Tiers 1 and 2 of the Executive team; the Chief Executive, the Head of Professional Development, the National Education Lead and the Head of Research are non-voting members of the Committee (Appendix C).
- 3.2 Executive Consultants, Representative Trustees, College members, College employees and others may be invited to attend for relevant agenda items.

### 4. Accountability

- 4.1 The College of Paramedics is a democratic membership organisation. The TOC is accountable to the Board of Trustees which represents the interests of the membership. All strategic, business and financial conduct is undertaken in the interests of the membership and the paramedic profession.

### 5. Review

- 5.1 The Annual Trustees Report and the Chief Executive's 'year in review' report delivered at the Annual General Meeting (AGM), and the distribution of the TOC minutes to the Board of Trustees will form the basis of the review process.
- 5.2 These terms of reference should be updated in accordance with the general policy review process. However, changes can be made at such time as the Board of Trustees deems appropriate.
- 5.3 It is the role of a Vice-chair to oversee effective self-assessment by the TOC either directly or by appropriate delegation.

### 6. Working Methods

The TOC will work, under delegated responsibility from the Board of Trustees, to organise, manage and execute the business of the College. In order to do this effectively the TOC will:

- hold regular monthly meetings
- communicate between meetings as the need arises
- communicate with the Board by email and at Board meetings

- meet with key stakeholders as representatives of the College and the paramedic profession.

## 7. TOC Meetings

- 7.1 TOC monthly meetings will ideally be conducted via video link. Teleconference can be used if video is impractical at any given meeting, although every effort should be made to meet via video-link, as a priority. There should be at least one face-to-face meeting in each 12-month period.
- 7.2 A forward 12-month programme of scheduled meetings will be established to facilitate attendance and will be circulated to TOC members in the first week of January each year. The Board of Trustees will be informed of the schedule.
- 7.3 Items for the agenda will be provided by members of the TOC, and the Board of Trustees. Papers will be circulated via email in the week preceding the scheduled meeting.
- 7.4 The agenda and papers will be available on request to all members of the Board of Trustees.
- 7.5 The Quorum for the meetings will be 51% of voting members and must include the Chair or a Vice-chair and attendance by the Chief Executive or his/her delegate.
- 7.5.1 In the event of a meeting not being quorate the TOC will make a draft decision which will be minuted as a draft decision and the minutes, and an email, will request ratification by the absent voting members. Two weeks will be given for ratification and no reply will be taken as agreement. Absent members can call for further discussion at the next TOC meeting before ratifying.
- 7.5.2 When voting members are aware that they will be absent from a meeting they may appoint a proxy and fill out a TOC Proxy Vote Form (available on the website).
- A proxy must be another voting member.
  - A proxy must be appointed prior to the meeting in question using the TOC Proxy Vote Form which must be sent to the College Chair, Deputy Chair or Chief Executive, depending on their intended attendance at the relevant meeting.
- 7.6 Wherever possible the TOC will either make recommendations to the Board for decision or refer the matter for full discussion. The TOC may need to make some independent decisions, for example due to time pressures, these decisions should then go to the Board for ratification.
- 7.7 When making decisions only the Trustee Officials will have a vote.
- 7.8 Meetings will be chaired by the Chair or a Vice-Chair.
- 7.9 Meetings will be minuted and approved minutes forwarded to the Board of Trustees.
- 7.10 Additional persons may be invited to TOC meetings on an ad-hoc basis to aid discussion of a particular topic.
- 7.11 The TOC will ensure it has administrative support.

## Appendix A

### Representative Trustees

The Representative Trustees are full members of the College elected by the membership within each relevant region and sector.

They consist of:

- 1 Trustee and 1 Alternate Trustee from:
  - English regional areas:
    - East Midland
    - East of England
    - Great Western
    - London
    - North East
    - North West
    - South Central
    - South East Coast
    - South West
    - West Midlands
    - Yorkshire
  - Northern Ireland
  - Independent Sector
  - Student Membership
- 1 Trustee and 2 Alternate Trustees from:
  - Scotland
  - Wales
  - Military Sector

Representative Trustees are elected by the College members residing or working within the region or sector represented.

The election process for Representative Trustees will be followed as laid out in the College's Articles of Association and bylaws. Elections will be administered by the Head of Administrative Services and overseen by an independent scrutineer.

Representative Trustees are elected for a two-year period of tenure and are eligible for re-election for two further terms of two years.

Elections for Representative Trustees are staggered in order to maintain continuity of corporate knowledge and expertise within the Board.

Representative Trustees cannot also be employees of the College. Trustees may, however, enter into a contract for the supply of good and services to the College, that are supplied in connection with the provision of College services. Payments for goods and services are subject to the conditions in the Payment of Trustees Policy and must be declared within the Trustee's conflict of interest statement. [The Payment of Trustees Policy is in development]

## Appendix B

### Trustee Officials

The succession of Trustee Officials is governed by Bylaws associated with Article 52 of the College Articles of Association. Each Trustee Official's position will have a designated responsibility some of which will also be represented by operational titles. The Trustee positions are set out below with the corresponding operational titles shown in brackets for each position where applicable:

- Chair
- Three (3) Vice-chairs (including one Deputy Chair)
- Treasurer
- Trustee Official for Communications (Director of Communications)
- Trustee Official for Education (Director of Education)
- Trustee Official for Professional Practice (Director of Professional Practice).

These Trustee Official roles are subject to change and development at the discretion of the Board and recommendation of the Chief Executive, should the need arise.

Trustee Officials cannot also be employees of the College. Trustees may, however, enter into a contract for the supply of good and services to the College, that are supplied in connection with the provision of College services. Payments for goods and services are subject to the conditions in the Payment of Trustees Policy and must be declared within the Trustee's conflict of interest statement.

[The Payment of Trustees Policy is in development]

Trustees Officials should be appointed on the basis of their relevant experience and skills; through auto-succession for Chair and Vice-chairs and through recruitment for other Trustee Officials

The succession process for Trustee Officials will be followed as laid out in the College's Articles of Association and bylaws. Elections will be administered by the Head of Administrative Services and overseen by an independent scrutineer.

Trustee Officials are appointed for a two-year period of tenure and are eligible for two further terms of two years.

Succession for Trustee Officials is staggered in order to maintain continuity of expertise and corporate knowledge within the Board and Trustee Officials Committee.

## Appendix C

### Executive Team

Comprised of designated senior employees:

