



Board of Trustees – Terms of Reference

College of Paramedics

Author	First approved	Last reviewed	Next review
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Board of Trustees – Terms of Reference (ToR)

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 (the Board) of the College of Paramedics (the College).
- 1.2 The Board sets aims, objectives and strategy for the College in the interests of College members and the paramedic profession.
- 1.3 The Board is made up of the Representative Trustees and Trustee Officials (see Section 3). It is supported by committees of the Board. The Executive Team (see Appendix A) and members of College staff provide input to Board meetings as determined by the Chief Executive.
- 1.4 In order to progress College business in a timely manner, Trustee Officials and the Executive Team will meet on a monthly basis through 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. [The TOC ToR is available from head office]

2. Purpose

- 2.1 The purpose of the Board of Trustees is to set the strategic direction for the College, oversee College business, and provide governance structures and safeguards. It achieves this through its own actions and through delegation of appropriate actions to established committees of the Board.
- 2.2 The Chief Executive, supported by the Executive team, College staff and appointed consultants, is responsible for the delivery of the strategic plan and the operational management of the College.
- 2.3 The Board of Trustees will:
 - agree a strategy for the College, including 6-12 month objectives and a five-year plan
 - set key commitments, objectives and milestones for the Chief Executive and Executive team, ensuring that they appropriately address the needs of the members and the profession
 - demonstrate an awareness that Trustees are representatives of the membership of the College
 - ensure that the necessary financial and human resources are in place to achieve the College's aims and objectives
 - contribute to the selection, monitoring and evaluation of senior employees
 - ensure financial accountability; overseeing, reviewing and approving the College's budget
 - set financial limits within which the College will operate; ensuring that adequate funds are raised to support the College's work

- monitor expenditure against budget; safeguarding the assets of the College
- operate committees to deal with specific professional or business issues
- oversee policy development and review
- evaluate or quality assure the College's activities and services on a regular basis
- demonstrate a commitment to continuous development and improvement
- hold Trustee Board meetings and communicate regularly with College colleagues between meetings
- 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 and give 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.

3. Membership

The Board consists of Representative Trustees and Trustee Officials. All Trustees are registered as directors at Companies House.

3.1 Representative Trustees

3.1.1 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

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

3.1.3 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.

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

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

3.1.6 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]

3.2 Trustee Officials

3.2.1 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.

3.2.2 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]

3.2.3 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

3.2.4 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.

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

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

4. Accountability

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

5. Review

5.1 The Board will produce an Annual Trustee's Report including financial performance information to the membership on a yearly basis. It will hold AGMs in accordance with the requirements set out in the Articles of Association.

5.2 This ToR 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 Board of Trustees either directly or by appropriate delegation.

6. Working Methods

6.1 The purpose of the Board is to set the strategic direction for the College, oversee College business, and provide governance structures and safeguards. In order to do this effectively the Board will:

- hold Board meetings, at least three times per year, communicating between meetings as the need arises

- facilitate a future move to quarterly meetings one meeting per year may be conducted via phone or video link
- input into the TOC meetings
- meet with key stakeholders as representatives of the College and the paramedic profession.

7. Board Meetings

- 7.1 Board meetings will be held at suitable venues situated around the UK in order to share the burden of travel.
- 7.2 A forward 12-month programme of scheduled meetings will be established to facilitate attendance and will be circulated to Board members in the first week of January each year.
- 7.3 The agenda is generated from members of the Board and papers will be circulated via email **not less than** seven days prior to the scheduled meeting.
- 7.4 The agenda and papers for minuting will be available on request to all members.
- 7.5 The quorum for the meetings will be 14 and must include the Chair or Vice-chair, plus two other Trustee Officials.
- 7.6 Board meetings will be attended by the Executive team and appropriate members of staff.
- 7.7 Other College members and College appointed consultants may be invited to Board meetings to aid discussion of a particular topic.
- 7.8 Voting is restricted to members of the Board only (detailed in Section 3).
- 7.9 Meetings will be minuted and approved minutes will be posted on the College website.
- 7.10 The Board will ensure it has administrative support.

Appendix A

Executive Team

Comprised of designated senior employees:

