

## Board of Trustees

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# Committee protocols

**Purpose:** These protocols<sup>1</sup> are intended to support the effective and consistent operation of the committees of the British Council's Board of Trustees.

**Terms of reference:** The Board of Trustees delegates some responsibilities to its committees, as laid out in their [terms of reference](#). Each committee reports to the Board.

### Roles and responsibilities:

- The Chair<sup>2</sup> of each committee ensures that the committee functions effectively, that the committee's discussions are open and inclusive of all members, that all relevant matters are discussed, and that the committee's decisions and recommendations are communicated or acted on as appropriate.
- The committee secretary supports the work of the committee and supports the Chair in carrying out their function. S/he has a direct reporting line to the Chair.
- The members, i.e. the trustees and independent members, scrutinise submissions and presentations made to the committee and contribute their views and expertise to the committee's discussions and decisions.
- Each Committee is supported by a 'committee lead', a member of the Senior Leadership Team (SLT) who is responsible for advising on the development of the agenda and reviewing submissions to each committee to ensure they are of an appropriate quality.
- As set out in the terms of reference or otherwise agreed with the Chair, other senior managers may be invited to attend and present at committee meetings.

### Committee meetings, time commitment and apologies:

- The frequency of meetings varies from one committee to another as set out in their [terms of reference](#).
- Committee meeting dates for the following calendar year will normally be agreed at the same time as Board of Trustees meeting dates are agreed. At the committee Chair's discretion, additional committee meetings may be convened at shorter notice.
- Members and senior managers invited to attend are expected to make efforts to participate in all meetings. Senior managers invited should prioritise these meetings over internal meetings.

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<sup>1</sup> These protocols were updated in January 2020.

<sup>2</sup> 'The Chair' refers to the chairperson of each committee of the Board of Trustees.

- If unable to attend in person or by teleconference, members and other attendees should send apologies to the committee secretary a week before the meeting.
- If the Chair is unable to attend but wishes the meeting to go ahead, s/he should ask another trustee member of the committee to act as Chair for that meeting.
- Members who are unable to participate are asked to provide any comments they have on the papers to the Chair, copied to the committee secretary, in advance of the meeting.

**Agenda:** Agendas should be manageable, set a clear business purpose, clarify whether items are for approval or comment, and include timings.

- The agenda is drafted by the committee’s secretary in consultation with the committee lead.
- The agendas for the risk committee must also be agreed with the Chief Executive.
- Finally the agenda should be submitted to the relevant committee Chair for approval.

**Meeting papers:** Each agenda item should be supported by a concise paper summarising the context, target outcome, and the issues relevant to the committee’s deliberations. Papers should be presented in Word .

- Papers for the Risk<sup>3</sup>, Commercial and Audit and Finance Committees should be circulated to SLT via Teams. The committee lead is responsible for distributing the draft papers to other SLT members. SLT members should address any comments on the papers to the committee lead.
- Some topics may require discussion at an SLT meeting. The committee lead should liaise with the Secretary to the Board to arrange this.
- There is guidance for those preparing papers or presenting to the committees.

A typical timeline for the commissioning, drafting, review and issue of papers (assuming the SLT has already considered the topics addressed in the papers where necessary) is outlined below:

Week	1	2	3	4	5	6	7
Committee secretary drafts agenda, consults committee lead and submits draft agenda to the Chief Executive, if applicable, and then sends the draft agenda to the committee Chair for approval							
Secretary commissions papers and circulates approved agenda and template for papers							
Contributors draft papers and send them to the committee lead for review							
Committee lead reviews the papers, liaises with contributors regarding any changes required, and sends approved papers to the committee secretary							
Committee secretary checks the papers are clear and consistent and circulates them to the members							
Committee meeting is held							

<sup>3</sup> Excluding serious incident reports

**Minutes:**

- Draft minutes will be submitted to the Chair within one week of the meeting and circulated to the Board of Trustees within two weeks of each meeting.
- The committee members formally review and authorise the signature of approved minutes at the next committee meeting.