

# Guidance notes

## Management Committee – the officers and what they do

### Roles of executive committee members (officers)

The members of the management committee (m.c.) with special roles are referred to as the officers or the executive committee. These are the chair, the treasurer, and the secretary.

#### 1. Chairperson

The role of the chairperson is much more than chairing meetings. S/he is the person who provides leadership to the management committee, and ensures it functions effectively. The chairperson is also the figurehead for the organisation.

Some of the responsibilities of the chairperson are:

- Ensuring that the management committee operates effectively, i.e. it is made of suitable, active members with the right mixture of skills and experience.
- Ensure that management committee members' succession is well planned and managed, i.e. ensure that people with the right experience and skills are put forward for election and that new members are well inducted and prepared for their functions.
- Ensure appropriate staff supervision and line-management of the organisation's co-coordinator/manager (or chief executive).
- Ensure effective meetings and decision making.
- Assisting with the management of the organisation.



*The relationship between the chairperson and the organisation's co-ordinator is critical to the effective functioning of the organisation - these two persons need to develop a constructive relationship, as they provide the link between the day-to-day management by the staff and the governance by the board.*

The role of chairperson is time consuming, therefore it is important that the person who takes up that role has the time available as well as the relevant skills and experience.

It is also helpful to have a specific job description for the chair. This will give the candidates a good idea of what is expected from the job and will help people to make the decision to accept it or not.

### Electing the chair:

The procedures for electing the chair should be set out in the governing document (e.g. constitution). In general the chair is elected by the management committee, or by the membership of the organisation at the AGM.

It is also helpful to have in the governing document clauses relating to:

- A fixed-term of office
- A maximum period continuously in office
- A fixed period before an ex-chair, who has served her/his maximum time, can be re-elected.

### Rotating the Chair

Some organisations rotate the chair so that different members can take the chair for each meeting or a series of meetings. This can be a good practice to ensure that different people have a chance to chair meetings. However this procedure might not be very practical in relation to chairing the organisation.

## **2. Vice-chair**

Some organisations choose to also elect a vice-chair person. The vice-chair stands in for the chair and helps with work in-between meetings. The chair and vice-chair need to have a close working relationship so that one can stand for the other at short notice.

## **3. Secretary**

The key task of the secretary is minute taking. Other key tasks are:

- Keeping check of the progress of the work agreed by the management committee.
- Ensuring that the organisation meets its legal obligations (e.g. reporting to the Charity Commission, meeting legal requirements).
- Ensuring that the organisation follows its constitution and that decision-making procedures are complied with (e.g. arrangements for meetings, preparing and circulating agendas, checking if there is a quorum at meetings).
- Maintaining records and other administrative tasks.

This is a time consuming job. In organisations with paid staff some of the secretarial duties can be delegated to a staff member. Some organisations ask a

non-management committee member to be a minutes secretary as a way to free all the committee members to take full part in the work of the committee.



### **The minutes:**

The minutes are a legal record of the decisions made by the management committee.

The decisions recorded in the minutes should be checked by all the committee members and if approved at the following meeting, they are signed by the Chair. These decisions then become legally binding.

### The Company Secretary

If the organisation is constituted as a Company Limited by Guarantee, it needs to appoint a Company Secretary. Company secretary is a legal position required under current company law. The Company Secretary must ensure that the requirements of company law are met. Some of his/her duties are:

- Maintaining and updating the register of members and the register of company directors and secretaries and others.
- Ensuring meetings are called and recorded according to Company Law
- Administration of annual returns and accounts
- Supervising legal arrangements
- Meeting other requirements

### 4. Treasurer

The treasurer acts on behalf of the management committee (m.c.) to safeguard the organisation's assets (i.e. money and property). The role of the treasurer is to monitor the organisation's finances and assets on behalf of the entire committee, to report to the management committee regularly on the state of its finances and to make sure that money and property are properly managed. The main duties of the treasurer are:

- General financial oversight.
- Financial planning and budgeting - presenting the annual budget to the m.c. for approval.
- Financial reporting to the m.c. and funders when necessary.
- Banking, bookkeeping and record keeping in line with statutory requirements of the organisation.
- Control of fixed assets and stock - ensuring that a fixed asset register is kept, monitored and updated and that a physical check is made against the register.

- Investments - drafting of investment policy for approval by m.c. and monitoring of investments where necessary.
- Insurances - ensuring that appropriate and adequate insurance is maintained.
- Premises - security, safety, legal and financial implications of leases.
- Financial controls and procedures for the organisation.

**The treasurer does not need to do all the book-keeping, budgeting, etc., but needs to ensure that these are done and done properly.**

## **5. Other special roles:**

### Patrons

Patrons are people chosen to give credibility and support to the organisation. They are normally well-known and well-connected people. They do not take part in the governance of the organisation, which is left to the management committee.



Organisations should resist the temptation to recruit important or well-connected people into their management committees, unless they have the time and are committed to the job. Important and well-connected people may be best placed to act as patrons.

### Representative management committee members

Some management committees include amongst their members people who represent other organisations to ensure their involvement and bring in new skills and perspectives (i.e. members appointed by other organisations, which can be voluntary organisations, statutory bodies, or others). These representative members have a liaison role between the two organisations and are accountable to the organisation they represent and to the organisation to which they are serving as management committee members.

There can be two types of representative members:

- *Observers* - they are not voting members of the management committee; their role is normally to give advice and inform the discussions.
- *Full members* - this means that the members have a voting right; in such cases these representative members should always act in the best interest of the organisation to whom they are serving as management committee members, serve in an individual capacity, carry out their services on a volunteer basis.



Often representative management committee members do not understand their role and act as 'watchdog' for the interests of the organisation they are representing, instead of contributing to the governance and management of the organisation to whom they are serving so that it can meet the needs of its beneficiaries in the best possible way.

*If a conflict of interests arises between the interests of the role as a management committee member and that of the representative organisation, the interests of the organisation must prevail.*

**If you would like further information or advice on any of the issues in this Guidance Notes, contact the Wandsworth Voluntary Sector Development Agency (WVSDA) on 020 8875 2844/5/6 or Email: [smallgroups@wvsda.org.uk](mailto:smallgroups@wvsda.org.uk), [outreach@wvsda.org.uk](mailto:outreach@wvsda.org.uk)**

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