

HOW?

Managing management meetings (for groups with paid staff)

Managing the terminology

Different voluntary organisations often use different terms for their management committee – board, executive, management committee, trustees – it's all the same thing – the elected committee, led by the Chair, which runs the organisation. It doesn't particularly matter what you call it, as long as people are clear about what it does. This leaflet is about meetings of the elected management committee, especially for organisations which employ paid staff.

Who has a right to be there?

Only the elected board or committee members of an organisation have an absolute right to be at management meetings. In the voluntary sector there is often a culture of user or staff involvement under which members of staff or volunteers sometimes attend meetings and over time believe they have established a right to do so. They must however remember that if they are not an elected committee member, they are only there by invitation. Their status is merely that of an observer, they should only contribute if invited to do so and should most certainly **not** participate in votes. It is the chair's responsibility to ensure everyone is clear about their status at a meeting and, if necessary, tell someone they should not be there!

Voluntary organisations are not workers' co-operatives

They have a democratic top-down management structure which must be respected or the board and management will lose all their authority. Board members must respect chains of command and not form relationships with staff which bypass the organisation's management structure. Failure to control this risks creating a situation where everyone feels they have an absolute right to be heard at management meetings and lobbies their "pet" board member. Chaos then results, with factions developing around different board members and junior members of staff deciding policy issues by circumventing the senior managers.

Don't get carried away with confidentiality

The chief officer of the organisation (and in some cases their deputy as well) usually attends management meetings, in order to provide the board with information, discuss the possible impact of

policy and advise on any matter where their day-to-day involvement with the issues gives them particular insight. They are not voting members of the management committee, merely advisers. Their presence should help the board make decisions and they should be rewarded with a degree of trust. Some boards even ask their staff to step out of the room while they make decisions. Why? There are obviously occasions where a genuinely confidential matter needs to be discussed (for example the chief officer's salary, or a disciplinary matter involving senior staff) but making too many things confidential for no good reason creates an atmosphere of mistrust. Nothing fuels conspiracy theories among staff faster than a whole series of items marked "confidential" in the board minutes.

It is the duty of any board to ensure that its dealings are as transparent as possible. The secretary should agree with the chair what goes in the minutes for public consumption and what gets recorded confidentially. Some record should always be made of confidential discussions, if only the topic and the decision that was reached. This must be kept by the secretary in a suitably secure place, for the benefit of future chairs and secretaries in case a similar situation arises.

Listen very carefully, I shall say this only once

Employees must **not** be on the management committee of a voluntary organisation. To be on the management committee of the organisation that employs you constitutes a clear conflict of interest, contrary to charity law, which states that trustees of voluntary organisations must avoid conflicts of interest at all costs. If a board member wishes to apply for a salaried post within the organisation, they must resign from the board before applying. If they are successful in obtaining the post, they lose all the rights and privileges they enjoyed as a board member and their influence on the board should be no more than would be the case with any other person employed in that position. We have even heard of cases where an ex board member of a group obtained a subsidiary post within the organisation and still expected to wield the same power they enjoyed as a board member, including attending board meetings, severely undermining the role of the chief officer.



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Which hat am I wearing?

Committee members who have been placed on the board by a partner organisation or funder, such as a local authority, must remember their first duty, in both charity and company law, is to act in the best interests of the organisation on whose board they sit, **not** their employer organisation. They should also not use their position to influence policy where they are otherwise in a minority (e.g. "You may be able to outvote me but I can cut off your funding!")

What meeting are we in?

Some organisations fail to separate management meetings from open meetings, with the result that committee business is discussed in open forums and everyone who happens to be there contributes their ten-pennyworth. This is also a recipe for discontent, as well as ensuring long, rambling meetings! Matters which are for the committee to decide should be discussed in separate committee meetings. Make sure everyone is aware of the distinction between open meetings which can be attended by anyone and committee meetings which are only open to board members and those they choose to invite.

Obviously this does not prevent the committee from gathering people's reactions to a proposal at an open meeting but make it clear the final decision on policy lies with the committee. Only if a fundamental change affecting the whole organisation is proposed should it be taken to an extraordinary general meeting, at which all the members of the organisation are entitled to have their say and vote on the proposal.

You can't please all of the people all of the time

After all, the whole purpose of having a committee is so that every single minor decision doesn't have to be voted on by the entire membership! The membership has to trust the board members to take decisions in the interests of the organisation, based on the best information available. That's why committee members of voluntary organisations are often called trustees – they are entrusted with running the organisation in line with the wishes of the **majority** of the membership. You'll never get 100% agreement on anything and people who know they are in a minority will often try to get round the democratic process by other means in order to get their way. If you stick firmly to the procedures laid down in your constitution for making decisions, you can defend them confidently against the inevitable

critic, who believes their way is the only way and never mind what everybody else thinks!

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Who are we?

High Peak CVS works to ensure that local voluntary and community groups can access as much support, advice and information as possible. We help groups in many different areas, such as funding, charity registration, practical services including printing, training and links to training and with legal issues. We have resources, including a meeting room, computers and OHP for use by groups.

To find out how we can help you, please contact us on 01663 735 350 or email hello@highpeakcvs.org.uk