



Board of Trustees' Terms of Reference

1. Committee name

IFM Board of Trustees

2. Purpose and objectives

Purpose

The Board of Trustees shall be responsible to the Membership for the running of the Institute, in line with the requirements of the Charities Act and the IFM's constitution.

Objectives

1. To ensure the Institute pursues and achieves its charitable objects
2. To provide direction and stewardship for the IFM by setting the vision, mission, values, and strategic direction of the Institute.
3. To monitor and communicate performance against the strategy.
4. To guard the Institute's assets, both tangible and intangible.
5. To ensure that the Institute complies with all constitutional, legal and regulatory requirements.
6. To ensure that the Institute's governance is of the highest possible standard.

Activities

1. Ensure that all activities are in pursuance of the Institute's charitable objects
2. Establish, consider, and approve policies and regularly review progress against the Strategic Plan.
3. Approve or set:
 - the annual budget
 - movements of investments, trust funds and other sources of funding
 - the rate of subscription and other fees
 - the Annual Statement of Accounts to be presented to the Annual General Meeting (AGM).
4. Receive and review reports of the Executive Committee.
5. Establish or discontinue any committees or working groups that may be deemed necessary for the smooth running and attainments of the objectives of the Institute and receive periodic reports on their progress.
6. Oversee, promote, and protect the interests of the members of the Institute.
7. Ensure other functions as are necessary to the attainment of the objectives of the Institute.

3. Authority

Decision making

The Board is the most senior level of decision making in running the IFM's business though the ultimate decision making body is the membership. Decisions that the Board must take to the Membership (at either a General Meeting or a vote by correspondence) are:

- Changes to the Rules

- Expenditure of more than 20% (currently £100,000) of the Institute’s capital assets
- Any other matters that are expected to have a significant impact on IFM members.

Reporting

The Board shall present an annual report of the IFM’s activities to the Charities Commission and to its membership at the AGM. This shall be done by the Chairman of the Board or delegated to a Trustee.

4. Membership

Appointments

Members of the Board shall be elected by the membership at a General Meeting. They shall be appointed for terms of 1 – 3 years, with the aim that one third of the Board is replaced each year.

Experience

Experience and skills that the Board should have across its membership shall be:

- Chairing of meetings
- Financial accounting and reporting (Treasurer role)
- Legal knowledge (informal Legal Adviser role)
- Marketing experience
- Communications experience
- Running a Charitable Trust
- Running a membership organisation
- Diversity of background – to reflect that of its membership and, if possible, wider society
- Fisheries science / management and Regional/ branch variations of the Institute

Roles

Roles on the Board shall include as a minimum:

- Chairman – elected by the Board of Trustees
- Treasurer
- The Institute’s President shall normally be expected to serve on the Board of Trustees.

Number of members

The Board shall have a minimum of 6 members, a maximum of 12 and a quorum of 4.

5. Meeting arrangements

Frequency and location

There will usually be 6 meetings per year. There can be more or fewer dependent on agreement by the Board. Meetings will usually be held in-person or by videoconference.

Protocol for papers to be presented.

Papers for meetings shall be circulated at latest 1 week before the meeting to be held, using the Institute’s preferred format. Minutes shall be finalised and approved within 2 weeks of the meeting and published on the IFM website within 4 weeks.

6. Review

These Terms of Reference shall be reviewed every two years. The next review due in July 2023.