



## TERMS OF REFERENCE

### Responsibilities

- The board will develop the vision, strategy, and priorities for W12Together, and will have oversight and approval of the plans and budget
- The board will oversee the implementation of the W12Together plan, overseeing the work of the Locally Trusted Organisation, and of our employees, and e
- The board will represent W12Together in their dealings with local stakeholders, liaising with and reporting to local trust, and engaging with the community
- Board members may take agreed roles directly supporting the implementation of the plan, where appropriate

### Membership

- The board will have a maximum of 15 members
- In order to add new members, they must be proposed for discussion and must be approved by the board before they can be brought to the meetings.
- Non-attendance for 3 times in a row, without adequate excuse, is grounds for exclusion. Exclusion must be discussed and agreed by the board

### Decision making

- The quorum is 50% of the current membership (e.g. with 12 members, the quorum is 6)
- The board will work to build consensus, but also will ensure there is at some stage a vote on all major decisions
- All board members can vote. There are no substitute or proxy votes. Members' votes will be recorded.
- Advisors, staff etc may be asked to attend board meetings and can contribute fully to discussions, but they do not have vote

### Working groups

- The board will set up and oversee working groups, with a named working group lead from the board, who will be responsible for arranging the working group and reporting back to the board
- Working groups can bring in non-board members where relevant e.g. partners
- Working groups are advisory in function: except where explicitly delegated by the board, all decisions must be put to the full board for approval

### Transparency and outreach

- The board will hold open meetings periodically, where members of the public can attend, and may also hold the board meetings in other organisations' venues
- The board will publish minutes on the website, with redactions where essential due to sensitive information

### Secretariat

- All papers and documents for consideration shall be circulated to board members at least 4 days before the board meeting
- The secretary will take minutes. If they are unable to attend they will ensure someone else can do so.
- Our employee may be expected to provide other support to the running of the board e.g. location, invites etc