

Governance Practice and Policies

The Canterbury Society

May 2020

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1 INTRODUCTION

The Canterbury Society (hereafter 'The Society') recognises the fundamental importance of good governance in fulfilling its charitable purposes, namely:

- *To encourage high standards of architecture and town planning in Canterbury.*
- *To stimulate public interest in and care for the beauty, history and character of the town and its surroundings.*
- *To encourage the preservation, development and improvement of features of general public amenity or historic interest.*
- *To pursue these ends by means of meetings, exhibitions, lectures, publications, other forms of instruction and publicity, and promotion of schemes of a charitable nature.*
- *To improve the quality of life for all citizens of the city in all its social, economic, cultural and heritage aspects.*

This document has been prepared to enshrine good governance practice and to establish essential policies guiding the Executive Committee and The Society in its work in Canterbury. It will need to be reviewed annually to ensure it remains relevant and in line with new legislation, regulations and best practice. Copies of the guidance will be made available to all members – existing and new – and available for download on The Society's website.

In this document, as in the Society's Constitution, 'members' and 'membership' is defined as those who are fully- paid subscribers to the Society.

The guidance needs to be read in conjunction with The Society's Constitution which provides the legal framework for the Executive Committee which is annexed.

2 ROLE AND RESPONSIBILITIES OF EXECUTIVE COMMITTEE

The Executive Committee has the role of leading, representing and overseeing the work of The Society in the community of Canterbury. Legally it has responsibility for all decisions of The Society and for the management and control of its finances.

The Committee is accountable to its members and to the Charity Commission. Both expect the Committee to act always in the best interest of The Society and to provide clear leadership and strong support for The Society's charitable objectives. Members are those that have made fully paid-up subscriptions.

THE COMMITTEE'S KEY RESPONSIBILITIES ARE TO:

- *Represent* the Society in its dealings with Canterbury City Council and other statutory authorities, as well as with local groups and societies; and to make sure the views of the Society on matters affecting the heritage, the built and natural environment of Canterbury are timely and clearly expressed.
- *Commission* projects and initiatives aimed at enhancing the understanding and knowledge of Canterbury's heritage and at improving the quality of its environment; carried out alone or in conjunction with others; ensuring effective resourcing, monitoring and delivery of planned outcomes.
- *Fund Raise* in support of The Society's running costs and in respect of agreed projects and initiatives.
- *Manage and control* the finances of The Society ensuring that it remains solvent and utilises its funds in line with its charitable status.
- *Risk manage* the activities and projects undertaken by the Committee, ensuring that there is adequate assessment of risks - both financial and reputational - before committing to new projects.
- *Appoint* the Officers of the Society namely the Chair, two Deputy Chairs, Treasurer and Secretary.

INDIVIDUAL EXECUTIVE COMMITTEE MEMBERS' RESPONSIBILITIES ARE TO:

- *Uphold* and support The Society's charitable objective, acting always in the best interest of The Society
- *Maintain* an interest in and knowledge of the heritage of Canterbury and its built and natural environment.
- *Attend* regularly and contribute positively at meetings of the Committee and any sub-committee or project groups established to which they are appointed.

- *Utilise* their skills and experience to advance the work of the Committee and Society, ensuring they have the capacity and commitment to engage fully.

THE CHAIR'S RESPONSIBILITIES ARE TO:

- *Provide* effective leadership of The Society and the Executive Committee.
- *Manage* the business of the Committee, ensuring clear plans and objectives are set to promote the work of the Society in meeting its charitable aims.
- *Maintain* an effective Committee with appropriate skills and experience to meet the Society's objectives, co-opting members where necessary.
- *Review* the performance of members and take action to address any issues of non-performance.
- *Ensure* that views of Society members are sought and listened to before decisions are taken having a material impact on The Society.
- *Represent* the Society at outside events and at meetings with statutory bodies and other local groups.
- *Monitor* the performance of the Executive Committee and oversee the recruitment of new members with appropriate skills and experience.
- *Strive* for gender and diversity balance in the Executive Committee membership and transparency in the business of the Committee.
- *Ensure* clear and effective delegation of business to achieve the smooth running of The Society.

THE DEPUTY CHAIRS' RESPONSIBILITIES ARE TO:

- *Deputise* for the Chair as required and necessary.
- *Support* the Chair by offering advice and opinion on matters of interest or concern to the Society and/or the Committee.
- *Undertake* periodic appraisals of the Chair's performance in liaison with the President and/or Vice Presidents and support the Chair in addressing any issues of non-performance by individual members.

THE TREASURER'S RESPONSIBILITIES ARE TO:

- *Manage* the finances of the Society, ensuring adequate accounting records are maintained to comply with best practice and Charity Commission guidance, and maintain budgetary control.
- *Prepare* the Society's annual accounts ensuring compliance with all relevant requirements and submit copies to the Charity Commission.
- *Report* to the Executive Committee at each meeting on the finances of the Society drawing attention to any major changes in income or expenditure.
- *Advise* the Executive Committee of the financial implications of major new activities or projects.

THE SECRETARY'S RESPONSIBILITIES ARE TO:

- *Make* all necessary returns required by the Charity Commission (with the exception of the annual accounts) and other bodies as requested.
- *Ensure* the Society's constitution is kept up to date in line with best practice.
- *Manage* the business of the Annual General Meeting ensuring nominations are properly sought and seconded for the appointment of Executive Committee Members.
- *Seek* legal advice where there is a need to clarify the powers of the Executive Committee or Society.

THE PRESIDENTS AND VICE PRESIDENT'S ROLES ARE TO:

- *Promote* the aims and objectives of the Society to external bodies and individuals.
- *Lend support* to major new initiatives of the Society attending events as requested by the Chair.

3 APPOINTMENT OF EXECUTIVE MEMBERS

The Society's constitution provides for a maximum of 12 Executive Committee members which includes the formal positions of Chair, two Deputy Chairs, Treasurer and Secretary. Appointments are made by nomination which are voted on at the Annual General meeting of The Society. The Executive Committee also has the power to co-opt committee members, including holders of honorary appointments, who shall be full members of the committee. Co-opted members may attend in an advisory and non-voting capacity. The Executive Committee shall have the power to appoint sub-committees as deemed necessary. All sub-committees as holders of additional honorary appointments shall be responsible to the Executive Committee.

The Committee recognises the importance of ensuring members have the skills and experience required to support the work of the Society.

THE ESSENTIAL SKILLS ARE:

- *Planning* - knowledge of the planning system including strategic planning and experience in examining planning and listed building applications.
- *Heritage and conservation* - appreciation and knowledge of Canterbury's heritage and conservation work and of the various charitable and statutory grant making bodies.
- *Future planning and development of the City and its environment.*
- *Marketing and Promotion* - expertise in promoting and marketing the Society's work, attracting new members and in recruitment of volunteers for particular projects.
- *Communications* - knowledge and experience in keeping members and the public informed of The Society's work including use of social media and compliance with the new regulations on data privacy.
- *Finance and budgeting* - knowledge and experience of accounting in the charitable sector and of financial management and budgetary control.
- *Social and membership support* - interest and experience in maintaining membership support and in promoting a varied social programme.

RECRUITMENT PROCESS

At least annually the Chair and Deputy Chairs, with the support of the Secretary, shall undertake a recruitment review taking into account the following factors:

- *Members retiring* - either voluntary or after long service (maximum period suggested is seven years)
- *Gender, ethnic and age balance* - the aim is to try and ensure a reasonable balance given the profile of the community and membership in particular.
- *Gaps in expertise and knowledge* - looking always to the future and in particular to forthcoming major events, a focus on where new or improved expertise is required.

Once a case for new recruitment is established a short description of the skills needed shall be prepared for publication to the membership, external bodies and local community. Advertising new appointments needs to be consistently carried out to ensure openness and transparency.

Those applying in response to notified positions should do so by submission of a simple yet clear CV. After review by the Chair and Deputy Chairs selected applicants should be asked to attend an informal interview and if considered suitable invited to attend a meeting of the Executive Committee provided sufficient time exists before the AGM. Thereafter the existing procedures of Nomination and AGM agreement prevail or, in the case of co-optees, of Executive Committee endorsement.

PERFORMANCE REVIEW

While Executive Committee members are unpaid and act in an entirely voluntary capacity The Society expects members to play an active role in the Committee's work. Regular attendance and contribution at Committee and any sub group meetings is important as well as support on particular projects and initiatives.

Performance review is therefore needed to ensure that high standards are maintained and where not that non-performance is addressed. Persistent non-attendance at meetings without adequate reasons as well as long term failure to contribute to projects and initiatives are the main indicators of non-performance.

It is the job of the Chair with support from the Deputy Chairs to maintain a regular oversight of individual member's performance and to action any review where standards are not being met. Where there appear to be grounds for terminating membership the matter must first be raised at a meeting of the Executive Committee which shall take steps to ensure the member in question is given the right to reply to the alleged failings. The Executive Committee's decision shall be recorded in the minutes of the meeting and written notification given to the member.

4 PROBITY

The Society recognises the importance of impartiality and transparency in the conduct of its business. Executive Committee members should always act in the best interests of the Society. They should ensure that their private and personal interests never influence their views or decisions and do not use their position for personal gain.

Executive Committee Members are required to disclose interests of themselves and their close relatives. Any Member who is personally interested in any way in a project, contract or other transaction, which is to be discussed by the Committee or a Sub Committee, must immediately disclose such an interest and desist from any discussion of the issue. Unless permitted to do so by the Chair, the member should withdraw from the meeting before a decision is made. This applies in the same manner to a Committee Member who has a close relative so interested. All such declarations shall be recorded in the Minutes of the meeting.

Other interests in any matter relating to the Society's business which are not pecuniary but which could influence judgement such as kinship, friendship, membership of an organisation, must also be disclosed.

Committee members should ensure that any personal or political interests which they have are kept separate from their involvement and work for The Society. It is important that The Society maintains a non-party political position in its dealings with local agencies and authorities. In making any personal political representations, Committee members should make quite clear that these are made in a personal capacity and in no way represent the views of the Society.

Committee Members are expected to adhere to high standards of personal behaviour in all their dealings for the Society. Offers of gifts or hospitality made to them personally should be treated with caution, as the person, persons or organisation making the offer may be seeking to gain influence or otherwise take advantage of such offer, gift or favour of hospitality. If it could reasonably be considered that this is the case the offer should be refused.

The Executive Committee may enter into agreements with individuals or commercial organisations to provide financial support for the Society's activities but in doing so must ensure that the terms of any such arrangements do not compromise the Society's independence, fetter its ability to pursue its stated objectives or perceived probity.

5 EQUALITY AND SAFEGUARDING POLICY

The Society aims to treat everyone equally and with same attention, courtesy and respect regardless of their age, disability, gender, marital status, race, racial group, colour, ethnic or national origin, nationality, religion or belief or sexual orientation. It is committed to promoting equality and diversity in its own policies, practices and procedures and in those areas in which it has influence and to eliminating discrimination.

THE FOLLOWING ARE THE KINDS OF DISCRIMINATION, WHICH ARE AGAINST THE SOCIETY'S POLICY:

- *Direct discrimination* - where someone or a group is treated less favourably on the grounds of age, race, racial group, colour, ethnic or national origins, sex, pregnancy, marital status, disability or sexual orientation or religion or belief.
- *Indirect discrimination* - where action or practice would put a substantially higher proportion of the members of one sex, or persons having a racial or ethnic origin, or a particular religion or belief, or a particular disability or a particular sexual orientation at a particular disadvantage.
- *Victimisation* - where someone is treated less favourably than others because he or she has taken action against The Society under one of the relevant Acts.
- *Harassment* - when unwanted conduct related to any of the above grounds takes place with the purpose or effect of violating the dignity of a person and of creating an intimidating, hostile, degrading, humiliating or offensive environment. Harassment may involve physical acts or verbal and non-verbal communications and gestures.

The Society is committed to promoting equality and diversity in its work with local agencies, authorities and communities. Committee members and all volunteers and those who act on The Society's behalf will be expected to avoid any form of discrimination in their dealings with one another and with outside persons and organisations.

SAFEGUARDING

The Society recognises it has a duty of care in relation to its dealings with young people and vulnerable adults, ensuring they are safeguarded from any poor practice, abuse or bullying.

Committee Members and volunteers undertaking projects or activities on the Society's behalf which involve contact with children or vulnerable adults will need to obtain a

Disclosure and Barring Service (DBS) Certificate and be prepared to undergo relevant training and advice as necessary.

COMPLAINTS

Any complaints of discriminatory behaviour or of a failure to provide adequate safeguards for young people and vulnerable adults will be taken seriously and investigated impartially and any subsequent enforcement action taken swiftly. It will be for the Chair and Vice Chairs to decide what form any investigation shall take and the persons to carry out the inquiries provided they are not the subject of the complaint. Where that is the case the task shall fall to the President and/or Vice President to initiate the appropriate action.

6 PRIVACY POLICY

The Society recognises the importance of ensuring that personal data collected and held about its members is treated confidentially and is stored securely.

This policy reflects the principles and requirements of the *General Data Protection Regulation 2018(GDPR)* and advice issued by the Information Commissioner's Office.

PERSONAL DATA

Personal data is any information which identifies an individual. The Society keeps the following personal data about members:

- Name and title.
- Address.
- Phone number and/or mobile phone number where provided.
- Email address where provided.
- Membership subscriptions paid.
- Details of any Gift Aid authorities provided.

Personal data is stored on computers operated by members of the Society on a need to know basis: that means information is usually only held by the Secretary and the treasurer. Membership records are stored securely and are password protected.

Some records, such as membership forms and Gift Aid authorities, may be retained in paper format and are held under lock and key by the Membership Secretary and Treasurer.

Personal data is held for as long as deemed necessary within the remit of the legislation. Membership details and Gift Aid authorities will be retained for as long as membership lasts. It may also be necessary to keep financial information for a period of six financial years after the end of the financial year in which the transaction occurred so that there can be response to any enquiries from HMRC about our income or applications for Gift Aid.

INDIVIDUALS' RIGHTS

Individuals have a right to ask about the information which is held concerning them. The Society will deal with requests promptly and these should be made either by writing or emailing the Secretary.

Members also have the right at any time to correct any information held about them which is incorrect or out of date. Members cancelling their membership may ask for their details to be removed from our mailing lists. As explained earlier it may be necessary to retain details of payments made for HMRC enquiries.

MAKING CONTACT

The address information held about members is used to circulate the Society's Canterbury News. For those members who have provided email addresses the information is used to circulate periodic newsletters and information updates about the Society and important matters concerning the heritage of Canterbury.

Occasionally information about events organised by others that may be of interest to members may be circulated but no personal data will be passed to third parties without express permission of members.

NEW MEMBERS

All new members will be asked to give their express consent to The Society storing their personal data and for its use as outlined above. Preference is to contact members by email as this helps to keep costs down and means we can send information out more regularly.

7 MANAGEMENT OF RISKS

The Society recognises that it faces a range of risks in carrying out its role in promoting and safeguarding the heritage of Canterbury and engaged in debates shaping its future. While financial loss, whether the result of internal or external factors, is the most obvious risk faced, reputational and operational risks also need to be accounted for and managed.

The management of risk is a responsibility of the Executive Committee and should be thoroughly assessed when:

- Setting the annual budget.
- Considering new projects in particular where external funding and/or contracts are involved.
- Undertaking activities which involve children and or vulnerable adults.
- Running events and/or marketing Society material.
- Venturing into new areas of business.
- Appointing new members of the Executive Committee and Officers' of the Committee in particular Chair and Treasurer.
- Taking a public stance on sensitive and/or controversial projects affecting the city of Canterbury.

Where it is feasible the Society will always consider taking out insurance to mitigate against claims or losses. Public Liability Insurance is currently provided covering both legal liability and personal accident protection. But in many cases, this will not be an option and therefore places a duty on the Executive Committee to be vigilant and ensure active monitoring of operations where there is an identified risk.

8 HEALTH AND SAFETY

The Society recognises its responsibility to comply with the requirement of the legislation on Health and Safety. Set out below is the Society's Statement on Health and Safety.

THIS STATEMENT OF GENERAL POLICY IS TO:

- Prevent accidents and cases of member/volunteer work-related ill health by managing health and safety risks.
- Provide clear instructions and information, and adequate training, to ensure members/volunteers are competent to carry out any agreed tasks.
- Engage and consult with members/volunteers on health and safety conditions.
- Provide training as necessary to members/volunteers on health and safety - evacuation in case of fire or other significant incident.
- Maintain safe and healthy working conditions, provide and maintain plant, equipment and machinery and ensure safe storage/use of substances.
- Review and revise this policy as necessary at regular intervals.

RESPONSIBILITIES

Overall and final responsibility for health and safety is that of the Executive Committee of the Society. Day-to-day responsibility for ensuring this policy is put into practice is delegated to the named Committee Member appointed by the Executive Committee annually.

All members/volunteers must:

- Co-operate with the Society's named Executive Member on health and safety matters.
- Not interfere with anything provided to safeguard their health and safety.
- Take reasonable care of their own health and safety.
- Report all health and safety concerns to the named Executive Member.

HEALTH AND SAFETY RISKS ARISING FROM OUR WORK ACTIVITIES

Risk assessments will be undertaken by the person designated by The Society to be supervising particular volunteer projects. The findings will be reported to the named Committee Member who will sanction any action required to remove/control risks.

Health & safety risks and significant incidents will be reported to the named Committee Member who will be expected to keep the Executive Committee informed as necessary.

CONSULTATION WITH VOLUNTEERS

The Society will consult with members/volunteers on any changes in policy or practice and undertakes to ensure there is appropriate training in the event of changes in the nature of the Society's projects or activities. Opportunities for feedback on health and safety issues from members/volunteers will be provide from time to time.

SAFE EQUIPMENT

A named Committee Member will be responsible for identifying all equipment needing maintenance and ensuring all identified maintenance is implemented. Any problems found with equipment should be reported to the named Committee Member. He/she will have responsibility for ensuring that new equipment meets health and safety standards before it is purchased.

SAFE HANDLING AND USE OF SUBSTANCES

A named Committee Member will have overall responsibility for checking that new substances can be used safely before they are purchased. The Society does not currently use or store any substances which need a COSHH assessment.

MANUAL HANDLING

A named Committee Member has responsibility for ensuring that hazardous manual handling operations are avoided so far as is reasonably practicable. Where necessary tasks will be redesigned to avoid moving the load or by automating or mechanising the process.

INFORMATION, INSTRUCTION AND SUPERVISION

Arrangements for supervision of young volunteers will be agreed with and monitored by a named Committee Member who is responsible for ensuring that members/ volunteers working at locations under the control of other organisations are given relevant health and safety information.

ACCIDENTS, FIRST AID AND WORK-RELATED ILL HEALTH

All accidents and cases of work-related ill health are to be recorded in an accident book held by a named Committee Member. He/she shall ensure first aid kit is available for use in the event of any injury sustained by a member/volunteer undertaking project and activities on behalf of the Society.

EMERGENCY PROCEDURES – FIRE AND EVACUATION

A named Committee Member is responsible for ensuring a fire risk assessment is undertaken, implemented and regularly reviewed. Where fire extinguishers are maintained by the Society these shall be checked every year.

ANNEX – THE CANTERBURY SOCIETY CONSTITUTION

1. Name

The name of The Society shall be The Canterbury Society.

[Registered Charity No. 1160588](#)

2. Objects

The purpose of The Society shall be to promote and encourage the following objects by charitable means but not otherwise:

- To encourage high standards of architecture and town planning in Canterbury.
- To stimulate public interest in and care for the beauty, history and character of the city and its surroundings.
- To encourage the preservation, development and improvement of features of general public amenity or historic interest.
- To pursue these ends by means of meetings, exhibitions, lectures, publications, other forms of instruction and publicity, and promotion of schemes of a charitable nature.
- To engage in debates with other relevant bodies that are involved with policies and strategies shaping the future of the city.

3. Membership

Membership shall be open to all who are interested in the aims of The Society.

Membership shall lapse if the subscription shall remain unpaid six months after it is due.

4. Subscriptions

Annual Renewals - The annual subscription amount shall be determined annually by the Executive Committee. Any proposed changes are to be approved by the membership (to whom due prior notice of the change has been given) at an Annual General Meeting.

Renewal subscriptions become due yearly according to the date of the first membership payment.

- New Members - The subscriptions of new members commence at the date of joining the Society
- Joint Membership - An amount as approved by members at the Annual General Meeting.
- Corporate bodies, including partnerships, societies, companies, education and other similar institutions and organisations may become members; each such

body may appoint one nominee that shall have full membership rights.

5. Meetings

The financial year of The Society shall end on 31st May and an Annual General Meeting shall be held within six months following the end of the financial year.

6. Honorary Officers

The Honorary Officers of the Executive Committee shall consist of:

CHAIR

DEPUTY-CHAIRS (2)

HONORARY SECRETARY

HONORARY TREASURER

Additional honorary appointments may be made by the Committee according to need.

7. Executive Committee

The Executive Committee members are trustees and shall be responsible for administering the affairs of The Society and make any decisions on its behalf. A quorum for meetings of the Executive Committee shall consist of half its members.

The Executive Committee shall consist of the Officers and not more than seven elected members, all of whom shall relinquish office annually and shall be eligible for re-election at the Annual General Meeting.

The Executive Committee shall have the power to co-opt members, including holders of additional honorary appointments, who shall be full members of the Executive Committee. Other co-opted members may attend in an advisory and non-voting capacity. The Executive Committee shall have the power to appoint sub-committees as shall be deemed necessary. All sub-committees and holders of additional honorary appointments shall be responsible to the Executive Committee.

The Executive Committee, or any sub-committee which may be appointed, shall have the power to invite persons who may have specialised knowledge to attend any meeting of the Executive Committee or sub-committee in an advisory capacity.

8. Elections

All elections shall normally be by ballot. Members unable to attend the Annual General Meeting may make arrangements to vote by post on a form provided by the Honorary Secretary. A President or Vice-President may also be elected at a General Meeting of The Society for periods to be decided at such a meeting.

9. Nominations

Nominations shall be sent to the Honorary Secretary twenty-one days before the Annual General Meeting on a form signed by the proposer and seconder, and signifying that the consent of the nominee has been obtained. Each member shall be entitled to send in nominations for the Honorary Officers and for the Executive Committee up to the number of places to be filled.

10. Register

An attendance register shall be kept at all Executive Committee meetings.

11. Appeals

The Executive Committee shall have the power to make appeals, solicit donations and canvass for monies for carrying out the objects of The Society.

12. Expenses of Administration

The Executive Committee shall, out of monies received by The Society, pay all proper expenses of administration and management of The Society and shall use the residue of such monies as it thinks fit for, or towards, the objects of The Society.

13. Investment

All monies at any time belonging to The Society and not required for immediate application for its objects shall be invested by the Executive Committee upon such investments, securities or property as it may think fit, but so that monies subject or representing property subject to the jurisdiction of the Charity Commissioners or of the Secretary of State for Education and Science shall be in-vested in such securities as may for the time being be prescribed in law.

14. Borrowing

The Executive Committee may borrow for the objects of The Society such monies at such a rate of interest and in such a manner as it may think fit.

15. Declaration of Interest

It shall be the duty of every member who is in any way directly or indirectly interested financially or professionally in any item discussed at any meeting of The Society (including any meeting of any committee or sub-committee) at which he or she may be present to declare such interest and he or she shall not discuss any item (except by invitation of the Chairman) or vote thereon.

16. Amendments

The Constitution may be amended by a two-thirds majority of members present at an Annual or Special General Meeting, provided that ten-days' notice of the proposed amendment has been sent to all members, and providing that nothing contained therein shall authorise any amendment permitting the expenditure of the funds of The Society on any object which is not of a charitable nature.

17. Winding Up

In the event of the winding up of The Society the available funds of The Society shall be transferred to such one or more charitable bodies having objects similar to those herein declared as may be chosen by the Executive Committee and approved by the Charity Commissioners for England and Wales.