

Constitution

- General tidying up of the Constitution to reflect best practice and language.
- Directors will be elected or appointed for a term of **three years**.
- At the AGM, IASW members will elect Board members (max of 7)
- Independent directors (max of 3) will subsequently be appointed by the Board of Directors, on the basis of identified skills/experience that they would add to the Board. There will be a maximum of ten Board members in total.

Rules & Byelaws

The IASW 'Rules & Byelaws' is to be replaced, where necessary, with amendments to the Constitution and a series of byelaws/policy and procedure documents which the Board would adopt and amend from time to time.

Board Committees

- Establish committees of the Board with responsibilities for:
 - 1) International Affairs
 - 2) Journal
 - 3) CPD
 - 4) Elections & Nominations
 - 5) Membership Growth
 - 6) Finance & Audit
 - 7) HR, Governance & Risk
- The number and configuration of Committees can be altered by the Board from time to time to match the resources available to support them and changing priorities.
- The Board would nominate the Committee members with at least one director (not necessarily as chair) up to three other IASW members and up to two independents (non-IASW members) with each committee having a quorum of three.
- A member of staff should support the Board Committees to enable them to undertake their roles in an efficient and effective manner.

Special Interest Groups (SIGs)

- SIGs are confined to **IASW members only**
- Two types of SIG, the traditional 'open' membership, and a new 'restricted' membership type, where required e.g., current HMSW Group
- Eliminate the category of Associated Groups, which would now become SIGs (*see Appendix 1*)
- SIG AGMs and a SIGs Conference would be held to coincide with or around the Company AGM, with the outgoing SIG executive members to represent the SIG at the Company AGM/Conference and any new SIG officers taking up their positions after the Company AGM.
- All SIGs should have appropriate administrative staff support to assist them in their work (how this would work to be decided).

Council – SIGs Network

- The Council in its current format to be replaced by SIGs Network. The Network would meet at least twice annually.
- One of these meetings would consist of an AGM/Conference/Exhibition-day (as above).

AGM/SIG Conference and Exhibition

AGM to be held in person on the same day and location as the SIG Conference where the work of the SIGs would be highlighted, and an exhibition of services and products aimed at the membership.

Other Recommendations

Adoption of other documents:

- Standing Orders to guide the planning for and conduct at Board & Sub Committees of the Board meetings
- A 'Matters Reserved for the Board' document
- Replacing 'Section 1' of the Rules & Byelaws with a series of individual Byelaws ' relating to Membership
- The 'Roles and Responsibilities of Board Officers' has been amended in parts
- Terms of Reference for the Elections and Nominations
- Elections Byelaws

Governance

Governance, Risk and HR committee commit itself to achieving compliance with the standards of the Charities Governance Code even though there is no legal requirement to do so. The recommendation is made in the context of using the Code as a benchmark against which best practice is increasingly being judged by stakeholders as to whether an organisation is 'well-run'.

Developing a stronger Association

Resourcing and recruitment of additional staffing resources incl. Chief Operations Officer and/or other staff positions aimed specifically at supporting the SIGs, the Board Committees and organising the AGM/Conference/Exhibition, to be progressed.

KEY RECOMMENDATIONS OF THE GOVERNANCE REVIEW WORKING GROUP

Appendix 1 – Proposed new structure for Board & Council

CURRENT STRUCTURE		PROPOSED STRUCTURE	
Board & Council		Board & SIG Network	
Board of Directors *10 Directors		Board of Directors *10 Directors	
Sub-Committees of the Board		Sub-Committees of the Board	
1	HR Risk & Governance Committee	1	HR Risk & Governance Committee
2	Finance & Audit Committee	2	Finance & Audit Committee
		3	International Affairs Committee (IAC)
		4	Journal Committee
Special Interest Groups		5	CPD Committee
1	SIGA - Older Persons	6	Elections & Nominations Committee <i>*new</i>
2	C&F - Children & Families	7	Membership Growth Committee <i>*new</i>
3	Retired <i>*social group</i>		
4	CAMHS - Child and Adolescent Mental Health	Special Interest Groups	
5	SWID - Disability	1	SIGA - Older Persons
6	Southern Region	2	C&F - Children & Families
7	SWIFC - Foster Care	3	Retired <i>*social group</i>
8	SWAMH - Adult Mental Health	4	CAMHS - Child and Adolescent Mental Health
9	Primary Care	5	SWID - Disability
		6	Southern Region
Committees		7	SWIFC - Foster Care
1	International Affairs Committee (IAC)	8	SWAMH - Adult Mental Health
2	Journal Committee	9	Primary Care
3	ARAG - Anti-Racism Advisory Group	10	HMSWG - Head Medical Social Workers
4	CPD Committee	11	ASaP - Adult Safeguarding & Protection
5	Mother Baby Home & Adoption	12	ARAG - Anti-Racism Advisory Group
		13	Mother Baby Home & Adoption - TBC
Associate Groups			
1	HMSWG - Head Medical Social Workers		
2	ASaP - Adult Safeguarding & Protection		

Total # of SIGS, Associate Groups & Committees @ 18

Total # of SIGS & Committees @ 20