

## PAVO's Governance Structure

### 1. Structure

With effect from the AGM of Nov 2010 there is:-

- a board of
  - a) no more than 9 elected trustees
  - b) there is the option to co-opt no more than 3 trustees
  - c) there is the option to appoint no more than 3 ex officio trustees

The following groups will be established if required for operational purposes and will report to the board:-

- Task and finish groups
- Grant making committees
- Operational groups                              Health and Safety
- Advisory groups

### 2. PAVO Board of Trustees

The Board of Trustees is the governing body and its main responsibilities are:-

- to maintain a long-term overview of the organisation and all its work;
- to make strategic and major decisions about the organisation's objectives, policies and procedures including adopting an annual budget and approving an annual business plan.
- to ensure the needs and interests of relevant people and bodies are taken into account when making decisions;
- to ensure adequate resources (especially people and money) to carry out activities;
- to monitor the work of the organisation, especially progress towards objectives;
- to ensure appropriate action is taken when work is not being done, or is not being done properly;
- to take legal responsibility for the organisation and all its actions

## TRUSTEE RECRUITMENT (3)

The PAVO Board will meet a minimum of six times a year. A schedule of meetings will be agreed at the first meeting after the AGM.

Task and finish groups will be established for specific purposes and will be led by the trustees with special interest in those areas.

All meetings will consider a minimum of the following agenda items:-

- Chief Executive's report
- delivery of the current business plan against the agreed outcomes
- budget monitoring
- if any delegated grants have been awarded during the period a report will be submitted to the board
- If any new or amended policies have been drafted during the period these will be approved/adopted at the subsequent board

The Annual General Meeting will be held no earlier than October.

Thereafter board meetings will take place in accordance with an agreed schedule.

The following specific agenda items will be additional to the above:-

### **i First Board meeting after the AGM (November/December)**

- elects the officers, establishes the committees and advisory panels for the forthcoming financial year
- receives half yearly monitoring report against the infrastructure delivery plan
- consider (triennial) draft strategic plan
- reviews annual budget

### **ii January Board Meeting**

- receives a draft budget and business plan for the forthcoming financial year
- PAVO trustee governance
- approve and adopt the (triennial) strategic plan
- receives health and safety report
- annual returns to Companies House and Charities Commission

## TRUSTEE RECRUITMENT (3)

### **iii March Board meeting**

- adopts the final budget and business plan for the forthcoming financial year

### **iv May Board Meeting**

- receives monitoring report on the completed business plan at the year end and considers items for inclusion in the annual report
- Internal audit

### **v July Board meeting**

- agrees annual report and accounts for the previous year, presented by external auditors, prior to the AGM
- PAVO trustee governance
- receives health and safety report

### **vi September Board meeting**

- receives quality assurance report

The PAVO Board is assisted in fulfilling its role by task and finish groups together with grant making and other committees and advisory groups. The PAVO Board establishes the terms of reference and membership of committees and groups at its first meeting after the AGM.

Committees and groups elect their own chair, as long as the chair is a voting member of the PAVO Board, and determine the frequency and location of meetings.

## **3. Advisory Groups**

If it is felt at any time that an Advisory Group should be set up to oversee the delivery of a PAVO project, terms of reference of the group will be approved by the Board. There will be a minimum of two board members on each advisory group (meetings will require one PAVO Board member as a minimum at each meeting to allow the meeting to be quorate).

Membership of advisory groups will be determined in an open and transparent way appropriate to the function of the group. The method of appointing members will be approved and monitored by the PAVO Board.

## TRUSTEE RECRUITMENT (3)

Advisory groups will make recommendations to the lead officer for action and may raise concerns with the Chief Executive. Any concerns of the Chief Executive will then be discussed with the Chair of the advisory group and, if necessary, the Chair of the PAVO Board.

### 4. Frequency of Meetings

Board of Directors	- as above
Advisory Groups	- dependent on need
H&S Operational group	- six monthly
Grant making committees	- as required