RSTA Guidance on Governance

This note illustrates the roles and responsibilities of the senior officers and the executive committee within the RSTA.

The Senior Officers

- The **chairman** is the chief elected officer.
- The **Senior VC** and **Junior VC** are also elected senior officers of the Association to provide succession planning and visibility moving forward.
- The **chief executive** is the head of the full time secretariat.
- The **executive committee** is an elected group of members effectively charged with governing the association.

Governance principals

The Executive Committee should be representative of the membership and be accountable to the members. The governance arrangements should be transparent. The selection process for executive members must be transparent e.g. elected by vote at the AGM.

Accountability to the membership

An annual report to members is a basic accountability requirement. It should explain the association’s aims, objectives and priorities and how these have been pursued. Good practice is to publish and disseminate the results of executive committee meetings, to the members as soon as possible after meetings.

Role of the Executive Committee

The Executive should agree the following:

- **A mission statement** e.g. “By working with members, highway authorities and other industry stakeholders we aim to raise the profile of Road Surface Treatments and to improve industry standards by training the workforce, contributing to the development of product standards, specifications and guidance and by sharing industry best practice”.

- **A strategic plan** and a set of key objectives, e.g. to raise the profile of the industry
- **A statement of how the association operates** e.g. scope of activities, executive setting priorities, the secretariat representing the association, working with other associations, working with highway authorities.

**Formal responsibilities**

The executive committee has some formal responsibilities;
- To ensure due process is followed at all times
- Appoint the chairman and other senior officers
- To ensure the association has adequate resources in place to deliver the strategic plan
- To ensure all members current and future comply fully with the criteria for membership.
- Approve the annual budget and monitor progress against this.
- Sign off the annual report and year end accounts.
- Monitor the performance of the chief executive.
- Identify opportunities for mergers or alliances with other trade associations.
- Deal with one-off events e.g. major budgetary problems (members resigning), governance issues etc.

**Standard information pack**

Executive committee members should receive on appointment an information pack.

The pack should include:
- A full list of executive members including contact details.
- Details of the senior officers – position, responsibilities and contact information.
- The articles of the association.
- The most recent annual report, list of members and standard promotional information about the association.
- A list of dates and times of executive committee meetings and other functions which the executive committee members are expected to attend.
- Access to previous executive committee minutes
- A description of how the executive committee operates.
- The mission statement and objectives of the association and the current strategic and operational plans.
- The annual budget.
- The Association committee(s) structures.
Annual review of Executive Committee performance

The executive committee should review its own performance. One part of this should cover the committee meetings including:

- Adequacy of agendas and minutes.
- Handling of meetings.
- The matters the executive is asked to consider.
- Communication with executive committee members outside of meetings.
- Quality of executive committee papers.
- Quality of discussion at executive meetings.

Role of Chairman

- The Chairman's role is non-executive. The Chairman needs to have a good working relationship with the Chief Executive who is responsible for the management of the association.
- To be responsible for leading and managing the Executive Committee efficiently and impartially; to be the guardian of members' interests.
- The time commitment during the period of office should be limited to chairing executive committee meetings and leading the executive generally, presiding over a few major issues and attending a few key industry meetings.
- Preside over the AGM.
- The Chairman is elected by the Executive Committee and serves for a one-year term. The Chairman may also be elected for a second one year term if necessary.
- The Chairman must never promote his/her company when representing the Association.

Role of Chief Executive

- Responsible to the Executive Committee with the Chairman being the main representative of the Executive committee.
- To lead the Association and advise on regulatory matters relevant to the industry.
- Work to deliver the strategic plan reviewed annually with the Executive Committee.
- To be the Association's principal spokesman ensuring that the Association's views are adequately communicated to appropriate target audiences
- Responsible for the management and operation of the association.
- Set the agenda for executive committee meetings through liaison with the chairman.
- Ensure the Association provides a high quality and cost effective service to its members; to attract new members and retain the support of existing members; to ensure the timely and efficient provision of relevant information to members; to keep members informed of the Association's activities; to maintain direct regular
contact with individual members; and to ensure that the various interests of members are adequately taken into account in the Association’s work.

- To be responsible for the finances of the Association, including the preparation of the annual budget, the management accounts and to make recommendations on subscription levels.
- Subject to any guidelines agreed by the executive to be responsible for all matters relating to the employment of staff.
- To be responsible for the internal administration of the Association; for ensuring that the Association’s articles are adhered to and that the Association complies with all relevant laws and regulations.

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