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Date	Wednesday, January 20th 2021

RTPI
Royal Town Planning Institute

General Assembly

Proposed Changes to the RTPI Constitution

Report from the Chair of the Board of Trustees

For Discussion and Consideration

The General Assembly is asked to consider the report and note that a further report on the proposed constitutional changes will be brought to the GA at its meeting in June:

1. That the BOT should consult on the proposed changes to the By-Laws as set out in section 3
2. To receive consequential changes to the By-Laws as set out in section 3
3. To receive consequential changes to the Regulations as a result of the changes to the by-laws as set out in section 4 and receive a further report in June
4. To note the timetable for consultation on changes to the by-laws as set out in section 7
5. To note the recommendations of the NCVO in respect of the GA and that the GA should be reconstituted as set out in para 5.3 and 5.6
6. To note the recommendations of the NCVO in respect of the Standing Committee term of office and composition as set out in para 5.7
7. To consider and comment on the recommendations set out in this paper for the BOT to consider at its meeting in February.

Summary and Purpose

A Board Effectiveness Review was commissioned from the NCVO in 2019 in line with the Charity Commission's Code for Charities to review the working and governance arrangements of the RTPI Board of Trustees (BOT). During the course of the review, it became apparent that there were matters of governance which also needed to be reviewed. There were 60 recommendations in all, most of which concerned the internal workings of the BOT. The Board of Trustees has been keeping the GA up to date on its implementation of the board effectiveness review through the BOT Chair's report to GA at each meeting.

The review is now in its closing stages and the purpose of this report is:

(i) to inform GA of the progress in implementing the recommendations
(ii) to consult the GA on recommended changes to the Constitution which are required in order to implement the recommendations
(iii) to advise the GA on those recommendations which the BOT is not intending to implement and the reasons for these decisions

This paper makes recommendation on two governance issues. BOT is recommending a reduction in the size of the Board and some changes in its composition to ensure its size matches good governance practice in and that its membership and roles better reflects both good governance, the skills needed on the board and better represents the RTPI's membership.

BOT is also recommending that GA reaffirms its original role as envisaged in By-Law 37 and takes steps to enable it to better undertake its role and function.

1.0 Introduction and Background

1.1 The RTPI is a charity incorporated by Royal Charter. It is governed by a Board of Trustees. The RTPI's governance rules are set out within the Royal Charter, By-laws and Regulations, the Constitution. There are different procedures for making changes to these documents as outlined in the sections below.

1.2 The **Charter** is the main governing document. It is an enabling document that sets out the purpose of the RTPI and defines in broad terms the scope of its activities. Since the original Charter granted to the 'Town Planning Institute' sixty years ago there have been eleven amended or 'supplementary' charters granted. These have included changes like the consent to use the title 'Royal' in 1971 and the replacement of 'the Council' with the Board of Trustees and General Assembly in 2003.

1.3 The Charter is supplemented by the **By-laws** which add detail to some aspects of how the RTPI has to be run. There are currently 104 By-laws and these have also been revised over the years most recently in February 2018.

1.4 By-law 79 gives the Board of Trustees the power to make **Regulations**. These are more detailed rules on the management of the institute and its affairs. These Regulations cannot be inconsistent with the Charter or By-laws and have also been revised most recently incorporating a maximum 'six-year rule' for the term of holders of elected office.

1.5 The governance documents can be found on the RTPI website here: RTPI Governing Documents. The governance documents are reviewed from time to time with a view to updating the governance arrangements and to improve our democratic processes.

1.6 As a charity the RTPI is answerable to the Charity Commission. The Commission adopted 'The Charity Governance Code' in July 2017, which although not a legal or regulatory requirement for charities to follow, sets out the principles and recommended practice for good governance and as a tool to support continuous improvement. The BOT commissioned a Board Effectiveness Review in 2019 from the National Council of Voluntary Organisations as a way of testing the effectiveness of the Board. The NCVO reported to the Trustees in July 2019. The report was not commissioned as a governance review, but during the course of the review it became apparent that there were wider matters of governance that have an impact on the effectiveness of the Board. The full report can be found here: Board Effectiveness Review Report. The report made 60 recommendations, most of which relate to the internal operations and working of the Trustees, but some relate to the wider governance and structures of the RTPI. The Trustees agreed in September 2019 to set up a governance working group to examine the recommendations in the report and make recommendations to the BOT. The BOT Chair has reported progress to the General Assembly at each of its meetings during 2020.

1.7 The purpose of this report is to set out the conclusions and recommendations of the BOT to this meeting of the General Assembly, to outline the proposed changes to the constitution and the rationale behind the recommendation, either to accept or reject the NCVO recommendations and the necessary steps required to make the proposed changes.

1.8 Appendix 1 to this report sets out the 60 recommendations, the actions taken to date, which in the main relate to the internal workings of the BOT. The recommendations which require changes to the constitution are highlighted and are considered in detail below.

2.0 Changes to the Charter

2.1 According to clause 16 of the Charter it can only be altered, amended or added to through a resolution approved by 75% of chartered members. Changes are then subject to approval by

the reigning monarch 'in Council'. On approval a Supplementary Charter is issued. The most recent Supplementary Charter was issued on August 13th 2003. In 2012 minor amendments were made and these were approved by the Privy Council in a 'sealed order' rather than the issue of a new charter.

2.2 None of the recommendations or proposals being considered under the 2019 review involve changes to the Charter.

3.0 The Bye-Laws – Recommendations re changes to the Board of Trustees

3.1 Changes to the By-laws can be made independently of the changes to the Charter. By-laws can be 'revoked, amended, or added to' by a resolution approved by at least 75% of chartered members as long as the changes do not conflict with the Charter or current laws. Members can vote in a ballot or "at or in advance of a duly convened General Meeting". Changes are then subject to approval by the Privy Council through a sealed order. The last amendments, involving changes to membership classes, were made in February 2018.

3.2 The 2019 Constitutional Review does make proposals which will require changes to By-Laws. The BOT is recommending the following changes to the By-laws.

3.3 **Recommendation 1: Develop and agree a road map to reducing the size of the board and as part of this to review the specific roles and seats**. Requires Changes to Bye-laws 46-52; 58 and any other relevant provisions in the Bye-Laws. The Charity Governance Code considers that a board of at least 5 but no more than 12 trustees is good practice. The RTPI BOT is currently operating with 16 Trustees, but has more typically had 17 Trustees, including the 2 co-opted Trustees. The composition of the BOT is currently the 3 members of the Presidential Team, the Honorary Secretary and Treasurer, the Chair, the Nations and Regions Trustee, the Young Planner Trustee, the Trustee for Scotland, up to 6 Chartered members and up to 2 co-opted Trustees. The BOT is recommending that the number of Trustees be reduced to 13 as follows:

3.3.1 The Vice President and Immediate Past President are no longer Trustees but would be invited to attend BOT meetings as an observers. The 2020 Presidential team considered that it is over-represented on the BOT and this is an equitable solution. The IPP and Vice President would remain as members of GA.

3.3.2 The position of Honorary Treasurer be abolished. This position has effectively been replaced by the Chair of the BOT Finance Committee, appointed by the Trustees from amongst their number.

3.3.3 That the Trustee for Scotland be replaced by a Trustee for the Nations who would be a Trustee elected to represent Ireland, Scotland, Wales and Northern Ireland.

3.3.4 That the Trustee for the Nations and Regions be replaced by a Trustee for the English Regions.

3.3.5 That the number of Chartered Members be reduced from 'up to 6' by 'up to 5' Chartered members. Note that BOT has been operating on 5 Chartered members since June 2019 and that all elected Trustees except for the Young Planner are Chartered members. The 2 co-opted Trustees can be chartered or can be independent. The current co-optees are independent

3.4 All other positions would remain, the maximum size of the board would be 13 Trustees which is more than the Charity Governance Code suggests, but the Board retains the discretion to appoint the 2 'independent' members. Without these the BOT would comprise 11 trustees.

3.5 **Recommendation 2: Review the requirements in the constitution for nominations to elections**: The BOT is recommending the following changes to the election process which are intended to reflect the importance of the BOT in the governance of the Institute's affairs and to ensure that they have wide support within their electorate, the GA representatives.

The Chair. The importance of and demands on this role have increased over time as has the need to have a more detailed understanding of some of the issues associated with charity governance. As the Chair of the Board of Trustees is the most important volunteer role in the Institute's governance it would be appropriate for prospective candidates to be able to demonstrate an appropriate level of experience

Table 1

Role	Membership Status	Current Experience or Other Criteria	Current Supporters	*Proposal for Change*
President	Chartered	Two continuous years in any governance capacity in the last five years	6x Chartered	***Must be able to demonstrate active participation in the affairs of the institute for at least one in last five years either at national or regional level. The President be the Trustee of the RTPI in their Presidential Year.***
Chair	Chartered	None	4x Chartered	***Add need for governance role in three out of the last five years and increase supporters to 6x Chartered GA Representatives***
Hon Treasurer	Chartered or Legal Associate	BOT recommend a candidate or other candidates with supporters	4xGA Representatives	***Remove the need for BOT to recommend a candidate and increase number of supporters to 6x Chartered GA Representatives should this position remain***
Hon Secretary	Legal Member or Associate	BOT recommend a suitable person or other candidates with supporters	4x GA Representatives	***Remove the need for BOT to recommend a candidate and change the number of supporters to at least 1x Legal Member or Legal Associate and 5 x Chartered GA Representatives***
Chartered	Chartered		4x Chartered	***No change***
[Nations and] Regions	Chartered	Must be a GA representative for English regions, [Wales, NI or Ireland]	2x Regional Representatives	***Change the supporters making the number 4 as follows: 1x [Nations] and Regions GA Representative, 3x Chartered Members. Position to be open to any Member of the Nations and Regions Panel as well as GA rep.***
[Scotland] Nations	Chartered	Lives or works in Scotland [Wales, Ireland or Norther Ireland]	4x Chartered live or works in Scotland	*There are proposals to change this role until then the status quo applies* ***Suggested Change for the new Role: 6 Chartered Members of which there must be two Chartered Members from two different Nations in***

				support..
Young Planner	Young Planner		4x Chartered, Licentiate or Student	***Change to at least 3 x Chartered or Licentiate and 1xstudent member***
Independent	Member or non-member	BL just call for 'two individuals'	Appointed by BOT	***Change title to 'Co-opted trustee'.***
Other Proposed Changes				***Ensure 'Chartered' is clearly defined as meaning Chartered, Fellows and Retired Chartered members.***

3.6 **Recommendation 6: That the terms for trustees (except the presidential roles and co-optees) is 3 years, renewable once and Recommendation 11 That the terms for the Honorary Officers (excluding the Presidential roles) is 3 years, renewable once**: The BOT recommends that these suggestions be adopted. This would not change the current 6 year rule and that at the end of the 6th year in office the trustee would have to stand down for at least one year unless they are elected to a new role. In this case, the BOT is recommending that the maximum period any individual can spend on the BOT is 9 years. The proposed exception to this is that the Chair would be elected for a term of 3 years only. As the Institute's affairs become more complex, a 2 year term is insufficient for a trustee to become a truly effective member of the board. A three year term renewable once is in line with current best practice. The Chair's role is increasingly demanding and in the interests of good governance it is appropriate to limit the time any one individual can spend as chair of a board. This would not preclude the Chair standing for another office.

3.7 The proposed changes to the Bye-Laws would be implemented in stages as and when consent is granted by the Privy Council, anticipated by the end of 2022. The changes would come into effect as each post comes up for election from 2023. The changes would not therefore impact on the current members of the presidential team or trustees, unless they choose to or are eligible to stand for re-election. In 2023 the posts of Chair and the Trustee for Scotland are up for re-election. There would be no election for the Honorary Treasurer.

3.8 The NCVO made further recommendations affecting the Bye-laws which the BOT has agreed not to adopt. The rationale for this is set out against each recommendation in Appendix 1

4.0 The Regulations – Recommendations re consequential changes to the Regulations

4.1 Changes in Regulations can be made by the Board of Trustees as long as they are not inconsistent with the Charter and By-laws and the General Assembly is consulted and their views taken into account before "any change of substance to any Regulation". There is no need for further member wide consultation or a ballot for changes to the Regulations. Outputs from the consultation with the General Assembly do not need to be adopted as long as they are considered ('taken into account').

4.2 There are consequential changes to the Regulations as a result of the proposed changes to the By-Laws which are as follows:

4.2.1 Regulation 8 and any other ancillary and relevant provisions in the Regulations will need to be changed to reflect that the size and composition of the Board would change, the eligibility criteria for positions would be changed as set out in Table 1 and that trustees would be in office for three years renewable once.

4.2.2 Regulation 9.2 and any other ancillary and relevant provisions in the Regulations would have to change to reflect that there would not be an Honorary Treasurer

These changes would not come into effect until the substantive By-Law is changed.

4.3 Other changes to the Regulations are considered in section 5 below, The General Assembly.

5.0 The General Assembly

5.1 The NCVO report identified some confusion about the role of the General Assembly – is it to decide matters of policy or to hold the Board to account or both? The report made 7 recommendations in respect of the GA as set out in Appendix 1 (Theme 1.7).

5.2 The BOT considered the role, purpose and function of the GA at its meeting in September and again in December. The BOT concluded that the GA seems to currently operate as a mix of a networking body, a CPD seminar, an electoral college, a body to offer challenge and support to the Trustees and a body that does not systematically debate and develop RTPI policy and practice. As a result of this unfocussed activity the GA is not operating as it should. Furthermore, the gap between meetings mean that there is little consistency and continuity between meetings, the agendas do not necessarily reflect the main activities of the Institute and there is little or no feedback on actions.

5.3 The Trustees agreed that the Effectiveness Review provided the ideal opportunity to consider the role of the GA as recommended by the NCVO report. The key issue is the NVCO recommendation 1 - that the GA is reconstituted to reflect current practice, or it moves back to its constitutional role as set out in By-law 37 and Regulation 7. The BOT concluded that the GA should be reconstituted to enable it to perform its constitutional role as envisaged when it was established in 2003 (By-law 37.1). The GA should be empowered so that it becomes the 'Think Tank' of the RTPI with its policy and practice debates filtering into the work of the PPPRC/EPP/Executive Committees and the Research Team. The roles and relationships between them do need careful thought and further consideration.

5.4 In addition to the debating function the agenda of the GA should be more aligned to the RTPI as a campaigning body and enabling it to be more effective at holding the Board to account. The GA should be a conduit between the BOT and the wider membership and vice versa. Restoring these roles to the GA would result in it being more effective as an electoral college and can be a seedbed for the Trustees.

5.5 If the GA reverts to its original purpose no changes would be required to the By-laws, although some changes to the regulation are proposed. The BOT agreed not to recommend changes to the size and composition of the GA which would require changes to the By-laws.

5.6 The BOT is recommending the following:

- That the GA reverts to 4 meetings a year from 2022, at least one to be a virtual meeting.
- That there should be training, and other resources made available to enable the GA to perform its function.
- That Trustees remain members of the GA.
- That the agendas be better managed and the meetings organised so that all members of the GA have an opportunity to share their views.
- That Regulation 7.1 be amended to bring it into line with By-Law 37.1, i.e. that the GA acts as a forum for debate on planning policy and practice.
- That Regional representatives be encouraged to attend on a regular basis by not allowing substitutes.
- That further consideration be given to the role of the GA vis a vis the PPRC.
- That further consideration be given to strengthening communications between the BOT/GA and the wider membership, including, but not limited to reporting GA activity and debates in The Planner.

5.7 Regulations 11.8 and 11.9 govern the composition of and appointments to the standing committees. Reg 11.9.6 requires that the standing committees have a majority of GA members

i.e. that GA representatives have 51% of the membership of each standing committee. This provision causes issues every year as this provision can conflict with Regulation 11.9.1 to 11.9.5 which seek to ensure that the composition of the committees reflect under-represented groups, reflect diversity, provide for at least one third of the members to be women, etc. and also to maintain reasonable continuity. In some years not enough GA representatives apply to sit on the committees. The Chairs of the Standing Committees strongly recommend that provision is reviewed with a view to reducing the 51% requirement. The GA is being consulted on this matters.

5.8 Subject to consultation with the GA the proposed changes to the regulations would be effective from January 2022.

6.0 Other Matters

6.1 In addition to the proposed changes to the Regulations set out above, the BOT considers that this should also be an opportunity to review the regulations as a whole to make sure that the constitution is robust and aligns with the Charity Commission's Code for proper governance. Any other proposed changes will be brought to the GA at its meeting in June for consideration. It is not anticipated that there be any further changes required to the By-laws as a result of this review.

7.0 The Next Steps – Modernising the Constitution

7.1 The timetable for implementing the proposed changes to the by-laws, subject to the views of the GA and approval of the Privy Council is as follows:

- BOT to consider views of the GA and any other matters arising at its meeting on 2nd February.
- Regional committees to be consulted on the proposed changes during their spring meetings.
- All standing committees, national executive committees, panels, networks and other relevant committees to be consulted during the first round of meetings in 2021.
- Publicity in The Planner/blogs and other material to be prepared to inform wider membership from February.
- GA to consider further report and results of consultation in June.
- Changes to the By-Laws to be put to the wider membership in the August elections.
- Board to consider results in September.
- Report results back to GA in October for information.
- Lodge proposed changes with Privy Council for approval by end of 2021 or early 2022.

Implement from elections in 2023 (or sooner if Privy Council approval obtained in time for elections in 2022)

Note: Abbreviations used in the paper:

BOT – Board of Trustees
GA – General Assembly
PPRC – Policy Practice and Research Committee
EPP – England Policy Panel
NCVO – National Council for Voluntary Organisations

Appendix 1: Board Effectiveness Review – Status and Progress on NCVO Recommendations

The 2019 NCVO Report on the Board Effectiveness Review made 60 recommendations across six themes. A full list of all the recommendations below shows the current status of actions / activity. There were no recommendations for theme five 'The Executive'. Shaded boxes indicate completed actions.

1.1 Theme One: The Board – Skills experience and knowledge, size, term and term limits, roles and Chair

1	Develop and agree a road map to reducing the size of the board and as part of this to review the specific roles and seats	See para 3.3 of the report
2	Review the requirements in the constitution for nominations to elections	See para 3.5 in the report
3	Look to re-balancing the board by reducing the number of trustees who have similar skills and increasing where there are weaknesses and gaps in knowledge and skills	Recommendation 4 implemented. Skills audit in place. Identified skills shortages bridged through co-opting external Trustees.
4	Carry out a skills audit each year and make known the skills that are particularly needed when encouraging candidates to stand for election	Skills auditing in progress and new election information informing candidates of the role and competences of Trustees
5	Introduce a cap on being a trustee for more than nine years in any capacity before taking a break of three	See Para 3.6 of the report. Gap to be only 1 year as at present
6	That the terms for trustees (except the presidential roles and co-optees) is 3 years, renewable once	See para 3.6 of the report.
7	Trustees to take an active role in championing proposed changes and agree a structured plan to support this (see also 59/60)	Full communications plan to be prepared see section 7 of the report
8	Reflect on the short-term innovations which can be made to support effectiveness of the current board	New Governance Portal in place and other changes reflecting 45 and 46
9	Additional trustees no longer to be referred to as 'independent' (as this could create the impression that other trustees are not 'independent' and that somehow the responsibilities of the 'independent' trustees are different)	Title change after agreement on size of the board recommendations to co-opted trustee see Table 1 of the report
10	That the chair is selected by the trustees from amongst their number	BOT recommends no change to the current Bye-laws. RTPI is a member organisation and given the status of the Chair in the organisation right that they should continue to be elected by GA as representatives of the wider electorate. Changes to the eligibility criteria to ensure that Chair has wide support within the GA see Table 1
11	That the terms for the Honorary Officers (excluding the Presidential roles) is 3 years, renewable once	See para 3.6 of the report
12	That in addition to deputising for the chair, the vice chair has additional, specific responsibilities such as leading the trustees' appraisal.	Reviewed by the BOT and agreement not to add further responsibility to the role

1.2 Theme One: The Board – Induction, development, appraisal and review

13	Strengthen the induction and refresher training for trustees and committee chairs as regards governance responsibilities and expectations	New induction process and resources introduced in 2019 and further improvements planned together with resources available through the Board Portal
14	Induction to be overseen and contributed to by the chair or vice-chair as regards the role and work of the board	Chair attended and participated in 2019 and 2020 inductions. This to continue.
15	Introduce a buddy system for new trustees	Buddy system introduced
16	The chair or vice-chair to have one to one conversations with trustees at induction, after 1-2 board meetings and each year (as part of an appraisal process)	Adopted and implemented by the Chair on an informal arrangement
17	Introduce a formal process for the formal handover of roles (Honorary Officers, committee chairs)	Governance to implement processes for handovers
18	Introduce a board handbook (already planned to be included in a new board portal)	Work started on a library on the Board Portal
19	Establish a training budget to support the recognition of the importance of investment in and support for continuous development	Training budget established in Governance budget
20	Introduce appraisals, developing a culture of continuous development.	Discussed by GWG and agreement to adopt soft appraisal process through Chair

1.3 Theme One: The Board – Diversity

21	Consider ways to increase diversity by: a. Reducing time demands b. Improving the accessibility of board meetings c. Improving the visibility of the board's role and work d. Developing a pipeline from the General Assembly and wider membership	Picked up in 45, 46 regarding adoption of more virtual meetings. Board minutes now available on the internet and greater engagement with the GA.
22	Being conscious of the background and experiences which are not present in the room and establishing ways for the board to understand a range of perspectives	Addressed through Trustee skills audit and appointment of Independent Trustees
23	Consider a more active role for the Nominations Sub-committee	Noms-Sub has a specific role but Terms of Reference reviewed on annual basis

1.4 Theme Two: Committees

24	That a review is carried out of the committees to identify gaps	Finance and Remuneration and Appointments Committees established
25	That the terms of reference are reviewed to standardise as appropriate (eg as regards quorum, terms)	All TOR being updated and standardised
26	That there is consistent reporting to the board (by committees and the Nations and Regions Panel) by way of a written report submitted with the board pack rather than verbally. This should state the use of delegations (by exception) and cross-cutting matters which the board should be aware of. It should be short, ideally 1/2 A4 pages with the minutes available	Formal Board reporting introduced
27	That the requirement to have 51% membership from the General Assembly on the standing committees is reviewed and adjusted to enable more external members to be appointed	See para 5.7 of the report
28	That the chairs of the committees are trustees to	Current practice

	ensure a clearer line of accountability and information flow and the benefit of their expertise in all board discussion	
29	Increase responsibilities/delegations and the board to respect these	Delegations in place to Finance Committee and Remuneration and Appointments Committee in addition to other committees.
30	That a chairs of committees' liaison group is established to enable cross-cutting matters to be addressed	Committee Chairs Meetings are in place.
31	Board to set priorities for committees	Done through work programmes aligning to Corporate Strategy 2020-2030
32	Make use of working groups e.g. governance	Governance Working group established as a model of a task and finish group

1.5 Theme Three: Meetings, working as a team

33	Chair to invite trustees to ask that information questions are raised ahead of meeting either to the chair, committee chair or CEO	Trustees now asked to submit questions before meetings
34	Those unable to attend a meeting should submit comments on the papers sufficiently ahead so that other trustees have an opportunity to consider before the meeting.	Trustees asked to submit comments
35	Re-order the agenda to ensure the most important matters which are essential for board time are dealt with early and given enough time	Order of the agenda has been changed
36	Ensure papers and information are focused on the trustees' role and clear as to what decision is sought, together with the options, risks and benefits and financial implications	Greater clarity and focus for papers
37	Introduce cover sheets for board papers	Introduced as part of Board Portal
38	Reporting to be as much as possible by written reports submitted with the board pack e.g. from Committee and the Nation and Regions Panel chairs	Reporting in place
39	Papers to be taken as read	Approach introduced
40	Minutes and action log to be circulated (as now) shortly after the meeting and any changes to be notified within seven days	This approach is being adopted where resources allow
41	Contributions are to be focussed on trustee role. Comments on operational matters, duplications and irrelevancies are to be avoided and trustees agree to challenge each other to justify such comments.	Instigated through the Chair and induction training
42	Increase use of committees before bringing papers to the board (unless an initial steer is needed) and/or tasking committees or subgroups to work on a paper eg reserves policy	In place with the Finance Committee and GWG
43	Ensure clarity as to the reason for and extent of confidentiality	Chair now decides which papers are confidential when the agenda is approved
44	Increase communications between meetings to share information rather than take up board time	More Written Resolutions for simple matters and Board Portal to improve the sharing of information
45	Consider holding some virtual business meetings	Will be considered post-Covid
46	Consider how to make best use of time around the meeting due to travel commitments	Will be considered post-Covid and in line with adoption of more virtual meetings
47	Consider how to satisfy the need for to be involved in planning issues and exchange information, which is outside board business, but which is of wider interest to trustees	Realignment of GA to its original purpose and Trustees to continue being members of GA
48	Introduce:	

	a. Board-only sessions to enable the board to discuss and develop as a team without the executive present b. Reflections discussion at the end of meetings c. Chair's report d. Board etiquette policy and Code of Conduct e. An annual cycle of board business	Board only sessions at the end of meetings introduced Chairs reporting in place New Trustee responsibilities agreed Governance implementing annual cycle

1.6 Theme Four: Delegation, risk and controls

49	Introduce a delegations framework or list of matters reserved to the board	On work program for 2021
50	Board to receive reports as to the use of delegations and implementation of policies (by exception)	Reporting in place from the CEX
51	Introduce an internal audit function	On work program for 2021
52	Clarify the relationship and if necessary, implement formal arrangements with the RTPI Trust	On work program for 2021
53	Introduce a social media use policy for trustees	Policy in place

1.7 Theme Six: The General Assembly

54	Review the role and purpose	See Section 5 of the report
55	Change the Bye-laws to reflect current practice or move back to its constitutional role	See Section 5 of the report
56	Address issues regarding quick turnovers, leading to lack of continuity	See Section 5 of the report
57	Review whether board members should continue as members of the GA	See Section 5 of the report
58	Improve reporting by GA to their 'constituents' and the membership	See Section 5 of the report
59	Improve accountability/visibility to wider membership by the board eg using the Bulletin	See Section 5 of the report
60	Invest in building governance understanding and support throughout the membership to support the case for governance reform	Through consultation with GA on the proposed changes to the Bye-Laws and regulations and induction program for new GA members and trustees.