

Dorset VCSA

Terms of Reference

The Assembly for the Voluntary and Community Sector in Dorset

This work is supported by



#HelpAndKindness
www.helpandkindness.co.uk

and



Community Action Network
www.can100.org

Introduction

The voluntary sector in Dorset has shown itself to be a powerful, agile and effective composite. Recently, through the pandemic, the response capability and capacity provided by established and newly formed groups was unprecedented. However, although the speed and professional nature of the response was surprising to many larger organisations, those within the sector considered the closer partnership focus to afford a window into the great work being delivered in more normal times. That work, which makes a real difference to people in Dorset, will continue long after the pandemic has subsided.

In the preparatory work which leads us to this document it became apparent that there was a strong view that: whether we run charities and social enterprises or support the community within our work or our private lives, whether we contribute as volunteers, networkers, fundraisers or advocates, we all play a part in building the VCS in Dorset. It was also clearly articulated that there was commitment and enthusiasm to build upon the lessons of working through COVID and to strengthen partnerships. In doing so it is believed that the impact we can have on lives of real people across Dorset will be enhanced substantially.

The evidence base captured clearly highlights how important and useful it is for the VCS to work together across Dorset, or speak collectively about their experiences, ideas and needs.

The **Dorset Voluntary and Community Sector Assembly** (Dorset VCSA) will provide a forum to facilitate, enable, support and promote the VCS for the benefit of the people we support.

The Dorset VCSA will need to be resourced appropriately to carry out its work within the ICS. Governance Board members and other representatives that are selected for roles as part of the work of the Dorset VCSA, including the Engagement Group, should receive appropriate financial support and other assistance to carry out their work. The Engagement Group will also provide practical support to the Governance Board and other VCS representatives as needed.

Aims

The strategic aims of the assembly set out in the broadest terms what those involved seeks to do in the future. They have been developed through a lengthy consultation process with VCS organisations and groups as well as statutory partners. The aims are enhanced through the sectors detailed understanding of needs and risks.

- Dorset VCSA provides a respected and valued mechanism for the VCS to connect, work together and broaden the Dorset network.
- The Dorset VCSA provides opportunity for high quality and equitable representation and promotion within the VCS and with public and private sector partners across the county.

Values

The Dorset VCSA is built on trust. The values of the Dorset VCSA seek to assure and build that trust. Trust creates the context for collaboration, communication and confidence in working together.

- **Open and Transparent**
- **Inclusive, Fair, Equitable and Accountable**
- **Accessible, Representative and Engaged**
- **Respect and Humility**
- **Honest**

Structure

The Dorset VCSA has two layers which reflect the needs to work at both operational and strategic levels and be fully accountable to the VCS.

1. The Engagement Group facilitates, connects and serves the VCS in these aims through its practical actions.
2. The Governance Group oversees the accountability of the Engagement Group in meeting and shaping the Assembly's aims and activities.

Governance Board – Dorset VCSA

Introduction

The Governance Board is responsible for building and maintaining a relationship of Trust between the Dorset VCSA, the Engagement Group, and the VCS, and in turn with wider Sector partners.

The Governance Board will oversee the work of the Engagement Group, and provide management of the Terms of Reference for the Dorset VCSA, management of the composition of the Engagement Group, and hold the Engagement Group accountable to the Values and Objectives of the Dorset VCSA.

The Governance Board will be responsible to the wider VCS who will be able to stand for election to the Board as well as communicate with the Board about their ideas and concerns.

Board Members will be expected to act in an independent, impartial and inclusive manner, and declare any interests that may be construed as influencing their independence and impartiality.

Composition

The Governance Board will comprise 9 Members, plus a Chair and Vice Chair.

Membership will be invited from across the spectrum of Dorset's VCS with a maximum of eleven members who are committed to attending meetings.

Members will be democratically elected to the Dorset VCSA Governance Board ensuring that the spectrum of community organisations, groups, individuals and networks are adequately represented. The intention is to have a workable and focused group who are committed to their role and are able to provide a range of perspectives from their experiences, knowledge and linkages.

Reasonable travel expenses will be reimbursed for all Trustees/Volunteers and if any other members are unable to meet the travel costs through their own organisations these will also be considered.

The Chair will be appointed for two years, but may be eligible to stand for a maximum of three consecutive years if required by the Board.

On completion of the period as Chair, the Vice Chair will take over from the Chair and a new Vice Chair will be nominated.

Membership of the Board will be limited to a maximum of three years.

A Board Member's period of tenure will automatically end in the event that she or he fails to attend three consecutive meetings of the Board, unless the Board determines otherwise. Notices will be served and the VCS will be asked to nominate an alternative representative.

Deputies: To ensure representation from each Forum at Board meetings, the forum must nominate a fully briefed deputy (second representative) to attend the meeting in question. Second representatives (to attend in the absence of the first representative) may be from an organisation already represented on the Board.

Declaring an Interest: Board members must declare a specific interest in any agenda item. A register of interests will be kept and completed at each meeting. The Board reserves the right to exclude holders of other public offices from becoming a Board Member if there is deemed to be an overriding conflict of interest. Board Members will be expected to withdraw from any voting that may directly benefit them or their organisations.

Roles and Operation

The Governance Board will meet at least 6 times a year to move forward the objectives of the Dorset VCSA.

Each Board Member will have one vote. Where necessary, questions arising will be decided by a simple majority of those present and entitled to vote. In the case of an equality of votes, the Chair will have a casting vote.

At least one half plus one of the total number of Board Members, or their deputies, must be present at a meeting to form a quorum.

The first part of Board Meetings will be open to observers from the voluntary and community sector and partner organisations. They will be welcome to attend and will be able to speak at the invitation of the Chair.

The second part of Board Meetings will also be attended by representatives of the Engagement Group (unless otherwise agreed) to review reports on work done, and to agree actions and objectives. The Chair and Vice Chair and one other nominated Member will also be expected to provide direct support the Engagement Group in the time between Board Meetings.

The Board will ensure that there is at least one full Assembly event per year to which all Assembly members will be invited.

The Board will have the right of censure for any Board Member not complying with the Role Description/Code of Conduct for Board Members.

The Board will have the right to remove Members from the Engagement Team, subject to fair process, and a simple majority of Members in a quorate vote will be required to exercise this right. The Board will be expected to ensure the transition is managed effectively and any subsequent appointment process is conducted fairly.

The Board will approve any agreements made on behalf of the Dorset VCSA, and mandate the Engagement Group to sign off any agreements on behalf of the Dorset VCSA.

The Board will own and manage this Terms of Reference document and keep it live and fit for purpose. Any change in the Terms of Reference will be subject to a quorate vote and a simple majority will be sufficient to approve any changes.

The Board will oversee financial governance for the Dorset VCSA and the Engagement Group will be expected to report back to the Board on any financial matters. The Board will seek to make the Engagement Group and Governance Board self-sustaining and financially viable.

The Board will oversee and ratify the appointment of Dorset VCSA Representatives from the Board and the wider VCS. This includes attendance at ICB or other partnership work opportunities at which the voice of the VCS is invited. This is particularly relevant to recruitment and appointment of Subject Matter Experts from the VCS.

The Board will oversee the remuneration and recognition of non-Board Member VCS representatives for any work they do on behalf of the Dorset VCSA.

Reporting and Accountability

The Board will provide ongoing public reports on the work of the Dorset VCSA, publishing minutes of meetings, performance reports, strategic and operational proposals, and decisions. This will also include publishing any declarations of interest and consequent recusing from voting by Board Members.

The mechanisms for engaging with the Dorset VCSA; including standing for election, raising concerns, and asking for help, will be clearly described and published publically.

Information about current and planned Dorset VCSA projects will be published publically.

Requests for view-seeking and debate and contributions from the VCS to inform the work of the Dorset VCSA will be published publically.

Wherever possible, public information about the work of the Dorset VCSA should be made available in formats and media that are capable of wide access.

Engagement Group – Dorset VCSA

Introduction

The Engagement Group carries out the administration, running and operation of the Assembly. It will seek to meet the Assembly's aims and objectives through activities that are identified by and with the Assembly through the Governance Board.

Composition

The initial composition of the Engagement Group will be a partnership between #HelpAndKindness and Community Action Network. The composition of the Group will be subject to oversight of the Governance Board, and reviews will be put in place to ensure it is working properly, effectively, efficiently and delivering the expected outcomes.

Roles

The roles of the Engagement Group will evolve over time, and be reviewed and adapted with the Governance Board, but will initially include:

- **Being a Focal Point.** To be a beacon or focal point for contact and connection in the VCS and with the VCS in Dorset. Creating awareness of the Dorset VCSA as a service across the county across all sectors, but especially to the VCS.
- **Communicating, Networking and Engaging with the VCS across Dorset.** Building on existing networks and systems that do this already, and augmenting these with new services that fill the gaps and address any inequalities and discrimination that come to light.
- **Facilitating Joint Working within the VCS and between the VCS and other Sectors.** Championing a community-first approach to service design and delivery, including facilitating methods of engagement that allow this to happen. Seeking out opportunities to include the VCS in planning, decision-making and delivery. This includes sourcing appropriate resources to support the VCS to make the fullest use of these opportunities.
- **Representing the VCS.** Providing a voice for the VCS within public and private sector systems, and enabling VCS experts to be included effectively and appropriately when opportunities arise. Continuing to drive for parity of esteem and influence with the public and private sectors and making the VCS more visible.

- **Integrated Care Partnership (ICP) Forum** The Engagement Group will provide 2 representatives to join the ICP Forum (one from each organisation) as permanent members of the Forum, and facilitate the appropriate selection of a further 2 representatives based on their expertise and appropriateness for the discussions / work that is happening. Further representation to the Integrated Care Board (ICB) will also be provided through the Engagement Group.
- **Championing VCS Expertise** Finding and promoting experts in the VCS when consultations and questions are being raised about planning and delivery of services across Dorset, to ensure their expertise is recognised and can be included in these opportunities.
- **Signatory** The Engagement Group will be mandated to sign agreements between the Dorset VCSA and other partners, subject to the approval of the Governance Board.
- **Promotion, Signposting, Informing.** Advertising and promoting the work of the VCS to improve people’s awareness of the services and organisations in Dorset. Sharing information about opportunities and programmes that are underway across Dorset to allow greater participation and engagement from the grass roots VCS. Encouraging the free flow of ideas and feedback between VCS members and other Sectors.

Reporting and Accountability

The Engagement Group will report to the Governance Board and, with them, to the wider VCS.

As far as possible the work of the Engagement Group will be published publically.

The composition of the Engagement Group will be overseen by the Governance Board, who will be able to amend and change the Group’s composition, subject to due process.

The Engagement Group will meet six times a year with the Governance Board to report against the agreed Values and Objectives of the Dorset VCSA, and to discuss and confirm the Objectives for the Engagement Group. The Minutes of the meetings will be published publicly. Further meetings with some or all of the Governance Board may be arranged as needed to facilitate the operation of the Dorset VCSA through the Engagement Group.

Criticism, comments and complaints about the work of the Engagement Group will be welcomed by the Engagement Group directly, and by the Governance Board. A Complaints procedure will be confirmed.

Members of the Engagement Group will be expected to raise with the Governance Board any concerns about the operation of the Dorset VCSA that they become aware of.

Dorset VCSA Formation Proposal

The “normal” mechanisms for election to the Governance Board will not be in place for the formation of the initial Governance Board membership.

It is proposed that the following mechanism could be adopted to initiate the formation of the Board.

- 1. Nominations Submitted**

People will be given the opportunity to submit nominations for their membership of the VCSA Governance Board. This will be supported by a clear and simple initial Role Description and Person Specification.

- 2. Independent Assessment Panel Review**

A panel of three experienced, independent experts will form an Assessment Panel to complete the selection of the initial 11 Board Members. Selection will be made on the basis of the applicants’ submissions alone. Suggestions for the composition of this Panel will be sought at the next Dorset VCSE-ICS Meeting on 20th June 2022.

- 3. Election of the Chair and Vice Chair**

The Chair and Vice Chair will be appointed by simple election by the Members of the Governance Board.

The completion of this process will result in the initial formation of the Governance Board.

Timings and Practicalities

Should this process of setting up the VCSA structure not be fully completed in time for the signing of the Memorandum of Understanding, it will be signed in good faith by the Engagement Group following the approval of members of the VCSE-ICS Meeting on 20th June 2022 by a simple majority of those invited. A show of hands will be recorded from those who attend, along with any preference that is sent in by email in advance if invitees are unable to join the meeting. This decision will be made with the understanding that the engagement with the Memorandum of Understanding will be managed thereafter through the Dorset VCSA (and therefore be subject to the Terms of Reference above) when the VCSA structure is fully in place.

Dorset VCSA Governance Board Member

Introduction

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Role Description

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The Governance Board will be responsible to the wider VCS who will be able to stand for election to the Board as well as communicate with the Board about their ideas and concerns.

Board Members will be expected to act in an independent, impartial and inclusive manner, and declare any interests that may be construed as influencing their independence and impartiality.

[Further details of the Roles and Operation of the Board will be taken from the relevant section of the Terms of Reference.]

Person Specification

Members will be expected to show a commitment to the VCS and the wider objectives to support effective partnership working within the sector and between partners from other sectors.

The Dorset VCSA is built on trust. The values of the Dorset VCSA seek to assure and build that trust. Trust creates the context for collaboration, communication and confidence in working together. Members will be expected to demonstrate and show commitment to these values:

- Open and Transparent
- Inclusive, Fair, Equitable and Accountable
- Accessible, Representative and Engaged
- Respect and Humility
- Honest

Experience and enthusiasm are required of Members, but diversity in experience is welcomed. No one person will be expected to have all these, but the following experiences will create a strong Board:

- Grass roots / community-based service design and delivery in the VCS
- Partnership working within the VCS

- Working with other sectors
- Governance and accountability
- Communications and networking
- Financial control and administration
- Working across the county in both Local Authority areas
- Leadership and management

Personal characteristics that will build a strong team include:

- Collaboration
- Creativity
- Sensitivity
- Agility
- Hard work
- Thoughtfulness
- Commitment
- Vision
- Optimism
- Pragmatism

Applications

Nominations are sought for eleven Governance Board Members for the Dorset VCSA.

Nominees are invited to submit an application which sets out their suitability for the role.

It should provide clear information about their personal qualities, as well as their experience, to allow the Independent Assessment Panel to make a fair assessment of their potential to fit into the Governance Board.

A balance of skills and qualities, as well as experience from different parts of the VCS will be sought in the composition of the Governance Board. A spread of people is being sought, including those who work in small groups, as well as large organisations, with a variety of backgrounds and experiences to draw on.

Where possible the applications should reference the Role Description and Person Specification themes.

Selection will be made by the Independent Assessment Panel on the basis of the Nominees' Applications alone.