

# GOVERNANCE REVIEW GROUP



The Governance Review Group make the following recommendations to the Board of Scouting Ireland Services

The action list is in 3 categories: 1) Legacy issues to deal with; 2) Short Term Actions; 3) Longer term matters for action.

	Action Point	Assign to:
	<b>LEGACY ISSUES / IMMEDIATE ACTIONS</b>	
1.1	Elect Chairperson	
1.2	Contact DYCA & Minister for Children re: Funding	
1.3	Receive briefing from GRG on Company Constitution and Company structures per documentation circulated to the General Meeting; receive update and refresher on the role of Director/ Charity Trustee; receive overview on the role and function of sub-committees of the Board; receive overview of the role and function of the CEO and the Company Departments.	
1.4	Issue directions for transition for the “provisional” NMC	
1.5	Create the new Register of Members	
1.6	Proceed with the wind down association / arrange for the creation of the register of youths and adults i.e. the “transfer” of the members of the Association	
1.7	Establishment of the Governance Oversight Group by the GRG and appointment of members.	
1.8	Contract all existing holders of national roles until at least Aug 2019	

	1.9	With the assistance of the GRG (as things stand) continue with meetings with CRA (South) and CCNI (North)	
1.10	Comprehensive Policy on Membership (admission, terms and conditions, disciplinary matters) for distribution to Scout Groups and to create a register for adults who are not members of Scout Groups – post transformation (it is important that this policy is finalised before the year end and the start of the registration process for 2019)		
1.11	Receive complete briefing of any contingent liabilities or legal proceedings.		
1.12	Review competencies and identify potent Board Members for co-option (if required)		
1.13	Financial & Management Accounts Budget for 2019/2020		
1.14	CEO – Contract		
1.15	Receive briefing on the role of Company Secretary . Consider requirements, create role description and appoint Company Secretary (and Board Secretary)		
1.16	Review and agree Board Code of Conduct / Conflict of Interest Register		
1.17	Management of Crisis & Investigation Outcome		
1.18	With the assistance of the GRG (as things stand) to gain the approval of the constitution with the Revenue Commissioners, the CRA and the WSC.		
1.19	Proceed with the company name change application.		
1.20	Advertise and appoint a Safeguarding manager for the company		

1.21	Circulate to the membership the Safeguarding Policy outlining the steps and procedures for reporting allegations or concerns	
	<b>SHORT TERM ACTONS</b>	
2.1	Review all Board sub-committees and commence work on what sub-committees the Board requires in future, making temporary sub-committees if necessary for the time being. Terms of reference for every sub-committee.	
2.2	Appoint Transition committee (sub-committee of the Board) and delegate the development of a Transition Department to it.	
2.3	Appoint Audit & Risk committee and request it to review the Policy on Audit Risk and Compliance.	
2.4	Implementation of Department Structure & Recruitment of Department Heads. Company Policies and Procedures for Department operations.	
2.5	Establishment of Senior Management Team and terms of reference	
2.6	<b>Current Projects:</b> WSJ 2019, World Scout Moot 2021	
2.7	<b>Review:</b> JamboRí 2018 / Roverway 2018	
2.8	All policies and procedures to be reviewed & Updated	
2.9	National Youth Assembly establishment and procedures and amendments to Scout Group Charter and Constitution	
2.10	Adult Charter – continue with development and so that it covers adults in Scout Groups and volunteers of the Company	
2.11	Companies in Scouting Ireland – and in conjunction with the	

	Boards of those companies review the relationship, necessity, membership and structure	
2.12	Company in the North – continue setup of company and its agreement with its parent company (Scouting Ireland Services)	
2.13	Properties – licences to operate; operations and title	Board
2.14	Review Youth Involvement Policy	Youth Programme Dept.
2.15	Integration of Volunteer and Paid Staff into Department Structure – Partnership Relationship Training and induction with emphasis on the difference in terms of corporate structures.	Board, CEO & Dept. Heads
2.16	Review Campsite Operations and Capital Requirements	Relevant Teams
2.17	Prepare for the Annual General Meeting April 2019.	
2.18	Consider whether there should be a Company Conference (a conference with all staff of the company (full time and voluntary) 2019. (Note – this is the conference where the board and the management team of the company gather all department and unit managers and relevant staff together to brief them and to resolve and plan on issues which might exist or be brought to the company’s attention by Scouters and Scout Groups as a result of the Scouters’ Conference)	
2.19	Consider whether there should be a Scouters’ Conferences at Provincial level (a conference between the company and the Scout Groups) in early 2019 or October/November 2019 and if so how it is organised. (note this is the conference where the Scout Groups and the Company discuss the services provided and the operation of the Scout Group Charter, gain	

	valuable feedback and a list of issues to be resolved)	
2.20	Training – Board member; Directors’ Duties, Charity Trustees duties. Training for the Board Chairman, the Board Secretary (minutes of Board meetings)	
2.21	Review and update the Communications Policy – Scout Groups, registered adults.	
2.22	Review of constitution for action points required of the Board.	
2.23	Deal with legal issues re structures of related companies including SFNI, Trust Companies and Scout Centre companies	
2.24	Attend to any requirements of WOSM or the Revenue Commissioners or the CRA to amend Company Constitution	
2.25	Prepare an Annual report for both Company and Association	
2.26	Liaison with the Governance Oversight Group; information which the Group will require to prepare for its report.	
2.27	Establish Motions Committee	
	<b>FUTURE STRATEGY</b>	
3.1	Continue with audit of Company structures for Declaration of compliance with the Governance Code for Charities	
3.2	Commence process for the introduction of the Governance Code for Scout Groups	
3.3	Continue with Review of Scout Group Structure	
3.4	Prepare for Development of next Scouting Ireland Strategy	

3.5	Have an operational plan developed for the company for the delivery of services to the Scout Groups and associated KPI's	
3.6	Request the Audit and Risk Committee to Update the risk register for the company and present to the Board	