



# *Appendices 3.1, 3.2 and 3.3*



# *Moving of amendments*

## Appendix 3.1

1. Members should normally speak once only on an item.
2. Chairs (or members introducing reports) should deal with points raised by members before moving recommendations in their reports.
3. Members should read out any amendment to a recommendation before speaking on it and should not move more than one amendment on an item.
4. Amendments must be seconded.
5. Chairs (or members introducing reports) have the right of reply to any amendment to a recommendation.
6. Members should not move a further amendment until the amendment under discussion has been voted upon.
7. Members may give notice of their intention to propose a further amendment.
8. Members may move a further amendment if either the first amendment is not carried or if the amendment is carried and becomes the (or part of the) substantive recommendation.

### Example

Chair:	introduces report
Member A:	proposes amendment 1 to recommendation
Member B:	seconds amendment 1
Member C:	gives notice of intention to move further amendment 2
Chair:	replies to amendment
President:	puts amendment 1 to Council [if carried, becomes part of recommendation]
Member C:	proposes amendment 2
Member D:	seconds amendment 2
Member A:	replies to amendment 2 [if amendment 1 is carried]
Chair:	replies to amendment 2
President:	puts amendment 2 to Council
Chair:	moves recommendation to Council as amended by amendments 1 and 2 (if either are carried)
President:	puts recommendation as amended to Council



# *Procedure for obtaining decisions out of meeting*

## **Appendix 3.2**

### **Introduction**

This procedure is to be used only in exceptional circumstances. Even when used in most cases we would expect papers to be submitted to all the members of the Committee for decision out of meeting.

1. Subject to paragraph 3 below, the chair of Council shall have all the powers of the Council and the chair of every committee shall have all the powers of the committee of which they are chair, to deal with matters that they certify in writing, in their opinion, either:
  - are urgent and cannot wait until the next meeting of the committee or
  - do not require consideration at a meeting of the committee.
2. If the chair is unavailable to act for any reason, the vice-chair (if any) shall have the same powers and this procedure shall be read accordingly.
3. This procedure may not be used where to do so would be in conflict with the express provisions of bye-laws/regulations, for example, in relation to certain decisions of the professional conduct and regulatory committees.
4. Every decision on a matter within the terms of reference of a committee which is taken by the chair of the committee in question other than at a meeting shall be in accordance with the terms of this procedure.
5. In seeking chair's action, the staff member responsible shall in all cases prepare a written report. The report shall be in accordance with the same procedures and shall require the same clearances from other parties with an interest in the issue as if the report was to be submitted to a meeting of the committee. The staff member shall, as appropriate, specify in the report either, the reason(s) for urgency and the reason(s) why the matter cannot wait until the next meeting of the committee, or, why the matter does not require consideration at a meeting.
6. In the case of an urgent matter, the Secretary to the Committee shall submit the report to the chair. They shall, if practicable, also seek the views of the members of the committee orally or in writing.
7. In the case of a matter which is not urgent, the Secretary to the Committee shall ensure that the written report is circulated to all committee members seeking their views. In such a case, the chair shall take no decision on the subject matter sooner than five working days after the circulating by email or the posting by first class post of the report to the members of the committee.

8. In respect of any decision taken by them between meetings, the chair shall record his/her decision in writing and shall also certify in writing either that in his/her opinion the issue is urgent or that it is not necessary for the subject matter of the report to be considered at a meeting
9. The Secretary to the Committee shall report every decision taken under this procedure in writing to the next meeting of the Committee for information.
10. The term 'Committee' embraces all meetings regardless of name.



# *Coordination between boards and committees*

## Appendix 3.3

### PRINCIPLES AND GUIDANCE TO ENSURE EFFECTIVE CONSULTATION

#### 1. 'The Agile Institute': Boards and committees will be agile

- Boards and committees are not bound by a fixed meeting timetable. Where agreed by the chair, they can discuss and agree matters between the scheduled meetings using email, telephone conferencing and other means. These additional meetings/ discussions/ agreements will comply with the requirements set out in the Governance Handbook.

#### 2. The coordination of boards and committees is more successful if supported by transparent and open sharing of information

- Each parent board is responsible for keeping itself informed of the activities of its sub-committees.
- The meeting dates of all departmental boards and their direct sub-committees will be shared with the other committee secretaries (via Executive Office who will publish the dates on the intranet).
- Each departmental board will share, on a confidential basis with the other departmental board secretaries, a forward agenda for the next meetings as soon as these are available. It is acknowledged that the agendas will be in draft.
- The board and departmental board secretaries will meet regularly to exchange information and good practices.

#### 3. A consolidated response from the appropriate board or committee is more useful and productive than a series of individual comments.

- The **author of the consultation response or proposal is responsible for identifying committees that need to be consulted.** The author will also inform the relevant departmental board via the secretary of any consultation with one of its sub-committees.
- Where a committee is consulted, a consolidated response is expected from that committee rather than a series of individual comments.

#### Notes:

**Consultation** refers to seeking views to shape an ICAEW project or policy or to shape a response to a policy being developed by an external body. A consultation with a board or committee can be on paper or through discussion at a meeting of that board or committee.

†External consultations are typically proposals, draft standards or draft legislation from an external body to which ICAEW provides a response. There may be more than one response from ICAEW, for example, a response from the regulation & disciplinary arm and a separate response from the member representative arm. The list of ongoing external consultations is published on the website: <http://www.icaew.com/en/about-icaew/act-in-the-public-interest/policy/consultations-and-representations/consultations-we-are-responding-to>

- Unless specifically requested to do so by the author, the department board will decide whether it wishes to review and consolidate the responses from its sub-committees.
- A consolidated response may include a range of differing views.
- The response can be the minute of the discussion in the meeting.
- For proposals, all consultations undertaken should be noted in the paper.

#### 4. **Allowing time for a proper consultation between the relevant parts of ICAEW is in the long run more efficient as it ensures a higher quality output, reduces the risk of a decision being deferred and promotes trust and cooperation between committees and boards.**

- Any request for input/consultation will be agreed to allow sufficient time for a considered response.
- If the consulted board or committee is not meeting within the required response time, an out of meeting consultation will take place. In this situation, individual committee members will have at least 7 days to respond.
- There may be exceptions to the above where insufficient time is allowed by the external consulting body. In these situations, consultation will be on a best endeavours basis and all parties accept that this means the response may be both less detailed and less considered.

#### 5. **All comments will be properly considered.**

- Committees and boards responding to a consultation **should not necessarily expect their views to be reflected in the final document**. The author and approver of the response will take account of all views received as well as the public interest when formulating the response or proposal.
- The consulting committee or author is not required to alter its approach for all comments received, but it is expected to be able to respond to the relevant departmental boards on the comments received with an explanation of the action taken, if requested.

#### **Alternative approaches**

- The **Learning & Professional Development Board (LPDB)** delegates the coordination of consultation to the LPD Policy & Strategy department. This department is responsible for consulting with the relevant staff and committees. LPD add their external consultations to the published list<sup>†</sup>.
- Each week, the secretary to the **ICAEW Members and Commercial Board (IMCB)** will review the published list<sup>†</sup> of external consultations being responded to by ICAEW and share this with the chair of the departmental board.
  - The IMCB chair will share relevant consultations with the chair and secretary of their sub-committees and agree a timetable for response from those committees that allows the parent board time to consolidate the response and submit it within the agreed timeline.

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<sup>†</sup>External consultations are typically proposals, draft standards or draft legislation from an external body to which ICAEW provides a response. There may be more than one response from ICAEW, for example, a response from the regulation & disciplinary arm and a separate response from the member representative arm. The list of ongoing external consultations is published on the website: <http://www.icaew.com/en/about-icaew/act-in-the-public-interest/policy/consultations-and-representations/consultations-we-are-responding-to>

- The **Technical Strategy Board (TSB)** delegates responsibility for consultations on technical matters to its committees. In these cases, TSB is not required to coordinate the consultation responses. Other departmental boards may also delegate the responsibility for consultation to one of its sub-committees if they wish. TSD includes its external consultations in the published list<sup>†</sup>.
- The **ICAEW Regulatory Board (IRB)** exists to demonstrate a greater degree of independence, both in substance and appearance, between the regulatory and disciplinary functions of ICAEW and the representation of members. The IRB's terms of reference provide for discussion and consultation when appropriate. While the IRB will seek the views and insight from other committees in line with their terms of reference, they are obliged to uphold the public interest and any external regulatory requirements.

### Departmental boards and their committees

Departmental board	Secretary	Sub-committees
LPD Board	Heather Whalley	Assessment Committee
ICAEW Members & Commercial Board	Anna Badham	ICAEW Practice Committee ICAEW Business Committee Ethics Advisory Committee Support Members Group Committee SIG Chairs Committee SIG Committees
Technical Strategy Board	John Boulton	Faculty Committees & Boards Technical Advisory Committee Business Law Committee & its sub-committees Ethics Standards Committee Corporate Governance Committee Insolvency Committee Research Advisory Board Sustainability Committee
ICAEW Regulatory Board	Tracy Stanhope	Regulatory Committees (registration and licensing) Quasi-judicial Committees (Investigation, Disciplinary & Appeal Committees)

#### Notes:

**Consultation** refers to seeking views to shape an ICAEW project or policy or to shape a response to a policy being developed by an external body. A consultation with a board or committee can be on paper or through discussion at a meeting of that board or committee.

<sup>†</sup>External consultations are typically proposals, draft standards or draft legislation from an external body to which ICAEW provides a response. There may be more than one response from ICAEW, for example, a response from the regulation & disciplinary arm and a separate response from the member representative arm. The list of ongoing external consultations is published on the website: <http://www.icaew.com/en/about-icaew/act-in-the-public-interest/policy/consultations-and-representations/consultations-we-are-responding-to>