

## HUMAN GIVENS INSTITUTE

### Board Structure and Governance, Recruitment and Training of Directors

#### I. HGI Board Structure and Governance

1. The Human Givens Institute is governed by a Board of non salaried Directors who are registered as Directors of the company Human Givens Institute Ltd with Companies House. The Memorandum and Articles of Association for the company indicate that Board members should also be members of the Institute.

2. The Board holds meetings every two months via Skype and an AGM once a year. Directors are expected to pro-actively engage in specific tasks and take specific responsibility for the following activities:

**Chairperson** – who is responsible for convening meetings and for overseeing the performance and behaviour of the Board. The Chairperson is elected from within the Board by the Directors.

**Secretary** – who is responsible for co-ordinating and publishing Meeting Agendas, Board papers and minutes and who deputises for the chairperson as required

**Deputy Secretary** – who is responsible for taking minutes at Board Meetings and deputising for the Secretary as required.

**Treasurer** – who is responsible for leading the Finance and Audit Sub Committee, which reports to the Board at least twice a year and presents the Annual Directors Report and Accounts to the Board for approval.

3. The Directors with the above responsibilities are drawn from:

**Registered Member Representatives (up to 2)** – who are nominated by the Peer Supervision Groups and are responsible for providing two way communication between the Peer Supervision Groups and the Board.

**Members (up to 8)** – who are responsible for leading and participating in sub committees that address special issues and activities requiring additional time and input. Sub committee leaders are responsible for presenting information and recommendations to the Board on various matters including communications & marketing, conferences & seminars, recruitment, branding and licensing and business planning.

**Lay members (up to 2)** – who are responsible for providing objective advice and guidance to the Board on non therapeutic matters and who will view the Institute through the eyes of the general public.

4. The HGI's **Registration and Professional Standards Committee** and **Human Givens Foundation** are invited to send a member and Trustee respectively to attend meetings but not to formally join the Board or vote.

5. The **Registration and Professional Standards Committee** operates independently of the HGI Board and reports to the Board on all matters relating to member registration, therapeutic standards, professional development, complaints and appeals procedures.

All RPSC committee members are appointed on a renewable five year term. The committee comprises a **Chairperson, Deputy Chairperson, Peer Group Representative, Members (up to 5) and Lay Member.**

6. The RPSC in turn oversees appointed sub-groups for **Managing Complaints and Appeals.** For further information relating to these please see the HGI website: <http://www.hgi.org.uk/therapist-register/raising-concerns/complaints-procedure> and the Registered Members section

7. HGI Directors are appointed for three years with an opportunity for re-appointment for a further three years. With effect from the 4<sup>th</sup> January 2017 tenure for a maximum of one additional three year term (9 years in total) will only be allowed by special dispensation of the entire board.

8. Details of proposed appointments / re-appointments will be circulated to HGI members prior to each AGM. If no objections are raised via email prior to the AGM the appointments/re-appointments will be confirmed at the AGM.

### **III. Recruitment of HGI Directors**

1. A formal and transparent procedure for the appointment of new directors to the board will be employed at all times. A Recruitment Sub Committee of at least two Board members will manage any necessary recruitment of board members including screening of CVs, initial interviews and will present the HGI Board with a short list of suitable candidates. The decision to appoint a new Director will be made by the existing members of the Board and confirmed at the following HGI AGM (see section I, item 8 above).

2. Individuals wishing to become actively involved in the Leadership and Governance of the Institute should refer to the HGI newsletters and website for details of vacancies. All Board vacancies are advertised and interested parties may be nominated by peers or by direct application to the Recruitment Sub Committee. Candidates will be selected and appointments made, on merit, against objective criteria and with due regard for the benefits of diversity within the board.

3. Applications for Lay Board members will be invited from members of the Institute and the general public via the HGI website and other sources as deemed appropriate by the Board.

4. A wide range of skills and experience are required to effectively govern the Institute therefore a broad mix of knowledge and expertise among the Board Members is essential. The Institute's desired target Board membership is as follows:

- At least two Registered and experienced Human Givens psychotherapists whose principal profession is treating clients;
- At least one doctor, preferably either a psychiatrist or a GP with significant experience preferably one who has completed the Human Givens diploma;
- At least four other qualified Human Givens psychotherapists, who may also have additional skills and experience including: Training and education / Business management / Regulation and legal /Finance and audit /Human resources /Marketing and communications
- One member from the HGI office;
- At least one and preferably two lay members who will also have some of the non therapeutic skills and experience listed above.

5. The Board of Directors will maintain an annual succession plan highlighting current and future vacancies/ re-appointments to ensure that an adequate number of Board Directors is maintained at

all times. All appointments and re-appointments undertaken during any given year will be published in the HGI Annual Report.

6. All appointments to the HGI Board are on a pro-bono basis, no financial reward or benefit in kind may be gained from such an appointment.

7. Each potential member of the Board must also be able to fulfil all legal and statutory requirements required by Companies House in the UK. Failure to comply with these requirements will result in immediate dismissal from the Board.

#### **IV. Training and Development of Directors**

1. On appointment to the HGI Board all new directors will be given the support of a 'buddy'; an existing member of the board who will take responsibility for inducting the new appointee into the team. The buddy will ensure that the appointee is fully acquainted with all Codes of Conduct, Terms of Reference, Organisation Charts and information about the Institute to enable the appointee to assimilate quickly into the processes and activities of the Board.

2. The buddy system will remain in operation for the first year of each appointee's tenure. NB: This is especially important for the appointment of lay board members who may have no prior knowledge of the Institute and its work.

3. Under the guidance of the Chairman, the HGI Board continuously seeks to assess and evaluate its own performance, that of its committees and individual directors. While the process is informal, it is constructive and ongoing and intended to ensure that each member of the Board is able to fulfil their role both as a main Board member and as member of sub-committees.

4. HGI Board members are expected to take personal responsibility for their own continuing development. Individuals are encouraged to evaluate their own performance; including participation and contribution at Board meetings and involvement within sub committees and any other duties.

5. Where appropriate the Board will invite members of the HGI's operational team to join Board meetings in order to generate cross functional knowledge, collaboration and improved ways of working.

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