

24/10/2019



# BMC ODG

## Terms of Reference

Status	Issued for review
Version	1.3
Date	10/11/2019
Author	Fiona Sanders

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## Version History

Version	Date	Author(s)	Reason For Change	Sections Changed
1.0	5.10.2018	John Roberts	Initial version	N/A.
1.1	22.09.2019	Fiona Sanders	Update post 2019 AGM and new Chair appointment	Section 4.1- 4.3 added Section 5.1 adapted Section 6 adapted
1.2	24.10.2019	Fiona Sanders	Updated from ODG meeting 23.10.19	Clarity of work stream and sub group throughout and Sect 6 reworded for clarity
1.3	10/11/2019	Fiona Sanders	Updated for consistency of terms	Throughout consistency of terms

## Distribution

Name
BMC Board
BMC National Council
ODG Group members

# BMC Organisational Development Group (ODG)

## Terms of Reference (TOR)

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### 1. Background

- 1.1. In January 2018, an initial Implementation Group (IG) was formed to “gain agreement to those items relating to the key governance requirements”. This was achieved by the new Articles of Association agreed at the AGM in June 2018 (AoA 2018).
- 1.2. At the AGM 2018, the BMC committed to implement organisational change in line with the spirit of the Organisation Review Group (ORG) recommendations, and the discussions subsequent in the lead up to the AGM 2018.
- 1.3. There remains a significant number of recommendations by the ORG, plus issues identified in the lead up to the AGM 2018, which were not addressed due to time considerations.
- 1.4. A follow-on Organisational Development Group (ODG) has been set-up to support further review and consultation, in order for the BMC to implement these outstanding actions.
- 1.5. In order to reflect the true aim and scope of the group, it was felt that the IG be reformed, and renamed ODG.
- 1.6. The ODG is designated as a sub-committee of the Board of Directors (BoD).

### 2. Aim and Scope

- 2.1. The aim of the ODG is to make recommendations to the BoD in order to allow the BoD to implement organisational change in line with the spirit of the recommendations of the ORG. This will also include those issues identified and discussed, but not addressed, in the lead up to the AGM 2018, during Stage 1 of the implementation.
- 2.2. It should be noted that ODG will review the issues and make recommendations to the BoD. It will also, where appropriate, with the support of staff, provide project management support to assist with delivery of the approved recommendations. However, ODG will not be responsible for the final delivery, and implementation of the recommendations, this lies with the BoD.

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- 2.3. The ODG does not have delegated authority to specify implementation, rather must seek consensus from the Board. The ODG does have delegated authority to undertake consultation, considerations and thinking on behalf of the Board.

## 3. Objectives

- 3.1. Based on the recommendations and outstanding actions detailed in the ODG Recommendations Matrix, the ODG are tasked to review the possible options and provide recommendations to the appropriate decision making body on the most appropriate way to deliver an outcome in the spirit of the ORG Report.
- 3.2. An important function of the ODG (and any work streams it establishes) will be to assess the feasibility of implementation options, including cost-benefit analysis, to allow informed decisions to be made on the recommended changes and their delivery timelines and to communicate these to, and gain agreement from, the BoD.
- 3.3. The ODG will work under the general principles of:
- Transparency of operations
  - Ongoing consultation and communications
  - Roles to ODG and its workstreams recruited openly and transparently, on a skills basis
  - Being broadly representative of the BMC membership
  - Making recommendations in line with the spirit of the ORG recommendations, as approved by the members at the AGM 2018

## 4. Roles and Responsibilities

### 4.1. ODG

- 4.1.1. The role of the ODG is fundamentally to consult and work with the relevant parties in order to make recommendations to the BoD to ensure organisational change for the BMC occurs in line with the spirit of the ORG recommendations.
- 4.1.2. The BMC Board of Directors (BoD) remains primarily responsible for the implementation of overall organisational change.
- 4.1.3. The ODG will consult and duly consider the view of the National Council, and where required by AoA, will ensure that approval of the National Council is sought.
- 4.1.4. ODG are responsible for making recommendations to the Board, National Council and Members on the delivery of the ORG recommendations and other issues. The recommendations must be timely and include sufficient information to allow informed decisions to be made by the Board, NC or Members.

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## 4.2. Chair of the ODG

- 4.2.1. Focus on motivating and challenging work stream leads and any sub group that those work streams set up to meet the deadlines and ToR with the support of staff as available on project management.
- 4.2.2. Provide monthly updates to the membership on progress of activities undertaken to implement the ORG recommendations.
- 4.2.3. Request feedback from members required on proposed changes that will action the ORG recommendations.
- 4.2.4. Provide the Board with updates, progress of papers, actions taken to implement papers against plan once accepted by the Board and agreed methods of evaluation.
- 4.2.5. Work with staff supporting the ODG on project management to co-ordinate with the Chair of the Board of Directors, President and CEO to ensure that progress reports are shared with all three at the same time to utilise staff time more effectively.
- 4.2.6. Work with work streams and any of their sub groups to ensure that papers coming via the ODG are in appropriate format and where implications to other work is flagged.
- 4.2.7. Track that ORG recommendations that fit under policy and SLT that fit more closely with staff actions are being delivered appropriately and Board, National Council and membership informed on progress.
- 4.2.8. Work with staff supporting and with the Chair of the Board of Directors to schedule papers and updates to the Board up until AGM 2020.
- 4.2.9. Provide support in developing papers that can be understood by the members at area and direct link sites with the support of staff
- 4.2.10. Lead on the development of an ODG Communications Plan, including articulating a clear direction of travel of the implementation of the ODG recommendations
- 4.2.11. Facilitate the required change management programme
- 4.2.12. Consultation – identify which recommendations from work stream papers require consultation with the wider BMC membership.

## 4.3. President

- 4.3.1. To ensure National Council contributes to key organizational decisions in relation to the ODG recommendations.
- 4.3.2. To have an overview of the four membership work streams five to eight.

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- 4.3.3. Provide input into work streams and sub groups on ensuring that membership are at the heart of the recommendations
- 4.3.4. Provide feedback to ODG Chair (from the four membership work steams) on issues raised that can be supported by the chair
- 4.3.5. Work with the ODG Chair to ensure all work streams and their sub groups provide information in a timely way
- 4.3.6. Where appropriate help recruit members to the work streams or their sub groups

## 4.4. Chief Executive Officer

- 4.4.1. To have an overview of the four work streams one – four
- 4.4.2. Deliver the ORG recommendations and provide appropriate updates to Chair in relationship to actions taken in order that they are communicated to the membership, NC and Board
- 4.4.3. Provide support to the Chair in managing expectations of particular work streams and sub groups in terms of likely outcomes and timescales for implementation
- 4.4.4. Provide Staff support to the ODG Chair as required
- 4.4.5. Where appropriate help recruit members to the work streams or sub groups
- 4.4.6. Encourage work streams and sub groups to provide information to chair

## 4.5. Workstreams and Workstream Groups

- 4.5.1. It is recognised that there will be some overlap between Workstreams, and sub groups, and this will need to be reflected in the transparent and joined up approach from the ODG, National Council and Board of Directors.
- 4.5.2. Each Workstream will be allocated a Workstream lead.
- 4.5.3. The role of the Workstream lead is to coordinate the various actions within the Work stream. They are also responsible for ensuring actions from their Work streams inform, and are informed by, the other Workstreams to ensure cohesion within the wider ODG work.
- 4.5.4. Where sub-groups or individuals participate in a Workstream, the scope and role of their participation will be defined by ToRs drafted by the Workstream Lead in line with the overall ToRs for the ODG, or drafted directly by the ODG as appropriate.

## 4.6. Sub-Groups

- 4.6.1. Sub-Groups are set up to address specific actions, usually where there are additional resource requirements, or where wider engagement is required.
- 4.6.2. Sub-Groups are required to work within their specific ToRs, drafted by the Workstream Lead, in liaison with the ODG. They will be expected to support, and take direction from, the ODG and Workstream Lead in order to ensure their work is cohesive with work in their, or other Workstreams. Ultimately, ODG are solely responsible for the recommendations it makes to the BoD.

## 5. Ways of Working

### 5.1. Decision Making

- 5.1.1. ODG decisions will be based on a simple majority vote of members at the fortnightly meeting. In the case of a split vote the Chair will hold the deciding vote.
- 5.1.2. ODG meeting will be the basis of discussion and decision making and leads of work streams and their sub groups will be encouraged to attend and will have equal votes.
- 5.1.3. Where appropriate the ODG may invite others to participate in the discussions at these meetings but would not be entitled to vote.

### 5.2. Meeting formats

- 5.2.1. Meetings will normally be held via teleconference and, where available, 'webex'. Meetings frequency will be decided by the Chair depending on the circumstances, but would normally be not less than fortnightly.

### 5.3. Confidentiality and Respect for Coworkers

- 5.3.1. In order to ensure full and frank debate all proceedings of the ODG and its sub-groups will be confidential until such time as is agreed.
- 5.3.2. The confidentiality of discussion in the ODG is in no way intended to restrict:
  - the transparency of the work that the ODG does,
  - the requirement for the ODG to widely consult, nor
  - communicating the rationale for any decisions it makes,but solely to ensure this is undertaken at the appropriate time, and in a way that is supportive for all participants.
- 5.3.3. All communications on the proceedings will be formally issued on the authority of the ODG Chair.



## 6. Timescale Constraints

- 6.1. The first key timescale constraint was the 2019 AGM in March 2019 where a significant proportion of the Governance Work Stream recommendations had to be voted on by the Membership.
- 6.2. The next most significant timescale constraint is the 2020 AGM currently planned for June 2020. At this meeting, the ODG aims to have delivered a significant majority (i.e. >80% by volume) of the recommendations to the Board, National Council and Members as appropriate. The approach to the outstanding ORG recommendations after that date will be decided by the Board of Directors.