

## FEDERATION TRUSTEE ELECTION PROCESS

The role of the Board of Trustees is to manage the affairs of the federation. The trustees are the charity trustees of the federation as defined in the Charities Act 2011.

Unless otherwise decided by resolution of the Council, the Board of Trustees should consist of at least 8 and not more than 15 trustees. Additional trustees can be co-opted by the elected trustees (up to one third of their own number).

Any member of a WI within the federation who has paid her subscription for the current year is eligible to be elected or co-opted to the Board of Trustees, provided that she is not a trustee of another federation and not an employee of the federation.

The members of the Federation Board of Trustees are to be elected prior to the Annual Meeting of the federation, to hold office for a period of 2/3\* years. Any members co-opted by the elected members hold office until the next election.

## NOMINATION

Candidates must be nominated for election by a WI in the federation or by a federation trustee, all of whom may submit nominations up to the number of places to be filled.

The Federation Secretary should invite all WIs and trustees of that federation to submit nominations and specify the date by which they must be received by the secretary. All nominations must be in writing, together with the name of the WI or trustee submitting the nomination. Following receipt of the nominations the Secretary should request written consent from the nominees of their willingness to stand for office.

Once a member has been nominated it is good practice to send the nominees a brief outline of the responsibilities of charity trustees. The booklet *'The Essential Trustee'* is very comprehensive and available to download from the Charity Commission website. Note should be taken of relevant points which would disqualify a member from becoming a trustee. A sample letter advising of nomination and requesting written consent can be found in Appendix 1.

It is also good practice for charity trustees to sign the HMRC declaration for 'fit and proper persons'.

The NFWI has written a paper, 'Guidelines for Board of Trustee Candidates' and a copy of this, which can be adapted to suit federations, is attached as Appendix 2.

If you receive more nominations than places available on the Board of Trustees an election **must** take place.

## ELECTION OF TRUSTEES

Once all the nominations and written consent forms have been received by the secretary a ballot paper should be drawn up. This should state the name of the candidate (in alphabetical or reverse alphabetical order, alternating each election year) and the name of her WI, with a space for an 'X' on the right-hand side of the page. All elections must be by secret ballot and may be by postal vote or otherwise as the Board may determine.

WIs have one vote for each vacancy in federation board elections.

It is good practice for the federation to appoint independent Tellers to count the votes. The Tellers can be members of the federation's staff who are not eligible to vote, members from a neighbouring federation or staff or trustees from another local charity or organisation. Alternatively they can be from the federation's accountants or solicitors but this may incur additional costs. The Tellers should preferably not be WI members from the federation holding the election and certainly not the federation's trustees.

Once the votes have been counted the Federation Secretary will announce the names of those who have been elected.

### **ELECTION OF OFFICERS**

The honorary officers of the federation are the Chairman, Treasurer and one or more Vice Chairmen (up to three) and these are elected from the elected Board of Trustees. The officers should be elected as soon as possible **after the close** of the Annual Meeting.

After the close of the Annual Meeting the elected trustees should hold a Special Meeting and elect the officers of the federation. The elected officers will hold office until the close of the next Annual Meeting.

The Board of Trustees must also appoint an honorary Secretary who is a trustee, or a Secretary who is not a trustee and who may be appointed as an employee of the federation.

### **CO-OPTION**

Any member of a WI within the federation who has paid her subscription for the current year is eligible to be co-opted to the Board of Trustees provided she is not a trustee of another federation or a salaried officer of the federation.

The Board of Trustees may co-opt one or more additional trustees to hold office until the next election provided that the co-opted members do not exceed one third of the number of elected trustees.

*\*A federation can chose how often elections should be held.*

**Updated February 2025**

## APPENDIX 1

«Title» «FirstName» «LastName»

«Address1»

«Address2»

«City» «PostalCode»

Insert date

Dear «Title» «LastName»

**Re: Candidate's Details for (*insert federation name*) Federation Board of Trustee Elections (*April 2025 - April 2027*)**

I am writing to inform you that you have been nominated to stand for election to the ..... Federation Board of Trustees for the above period.

I should be grateful if you would complete the slip below indicating whether you accept your nomination and stand for election or whether you do not wish to stand. Please bear in mind when considering your decision that, if elected, you would become a Trustee (and Director\*) of the ..... Federation. Therefore, in addition to the constitutional and legal requirements set out below, nominees should possess leadership qualities, have strategic vision, show commitment to the WI, be willing to devote the necessary time and effort, be able to think creatively and speak their mind, understand the requirements of being a trustee and be able to work as a member of a team.

The election ballot papers will go out to all WIs on (*insert date*). Results will be announced at the Annual Meeting on (*insert date and venue of meeting*).

For your information, the Board of Trustees is (*insert number*) members in total, of whom up to ..... shall be elected by postal vote and up to .... may be co-opted by the elected Trustees.

To assist you with making your decision whether to stand as a Federation Trustee, I have enclosed the following:

- Responsibilities of Charity Trustees '*The Essential Trustee*' (Charity Commission document)
- Guidelines for Federation Board of Trustee Candidates

Please refer to the Declaration of Eligibility form which sets out clearly, those who qualify for trusteeship. All Trustees are required to sign and return this form.

Should you have any queries, please do not hesitate to call the undersigned.

Yours sincerely

(Insert Name)

**Federation Secretary**

***\*In the case of incorporated federations, the Trustees also become Directors***

## **APPENDIX 2**

**N.B. This is the information shared by the NFWI and should be adapted to suit your federation.**

### **NATIONAL FEDERATION OF WOMEN'S INSTITUTES GUIDELINES FOR BOARD OF TRUSTEE CANDIDATES**

By becoming an NFWI board member you will also become a trustee and company director, and your details will be recorded and registered with the Registrar of Companies at Companies House. Each year the Charity Commission requires the NFWI to complete an Annual Return, for updating its database and also to clarify your details as a trustee of the NFWI. Accordingly, if you cease to continue as a trustee, the Company Secretary is required to complete a resignation of director form and return it to Companies House.

The board meets for one day at least five times a year. The meetings usually run from 9.30am to 4pm.

All trustees are appointed to serve on at least one committee/ working group, most of which meet three times a year.

All trustees are required to attend each year: NFWI Annual Meeting, National Council Meetings, other meetings as may be required (e.g. where an unexpected issue has arisen and requires board discussion). The NFWI is respectful of your time and other commitments you may have and therefore additional meeting requests will only be made where absolutely necessary and will be scheduled around the availability of board members.

The role includes a large amount of reading; reports as background information to board discussions, general reading, and more detailed reading of committee/ working group work. You are encouraged to contact senior staff to ask any questions or develop your knowledge in any areas you are interested in or will be covering in board meetings.

The NFWI has a staff team based across its three sites which support the work of the board and deliver the operational activities of the organisation. NFWI trustees work in partnership with staff and can draw on support, information and guidance from them to support them in their roles.

All appropriate travel expenses will be paid, and accommodation expenses are paid when it is impossible (or more expensive) for the trustee to return home for the night. It is usually helpful to discuss these with the Chair or the Legal & Governance Manager when in doubt.

We support trustees to continue to be involved at both federation and WI level where they feel this is the right decision for them. However, due to the scale and nature of the work of the NFWI, the NFWI trustee role must always take precedent when scheduling commitments. In addition, where topics lead to 'divided loyalties', trustees are expected to put NFWI interests first. When operating as an NFWI trustee you are representing yourself and not your federation or WI.

Being an NFWI board member is a challenging yet rewarding job. It requires a level of personal dedication and commitment but also provides opportunities for personal development and growth and offers a chance to play a significant part in the success of our organisation.

It is important to remember that as a board member you are a team player; within the confines of board meetings individuals should feel free to express their own opinions and provide challenge, but once a decision is agreed by the majority, it must be supported by all trustees outside the meeting. Often decisions taken may face challenge or question from members who are not privy to the full context and range of information on which the decision

was based. A level of confidentiality (outside of agreed national messaging) and 'cabinet responsibility' for collective decisions is essential.

Trustees may be asked to spend some weekends on WI commitments though anything outside of the minimum requirements listed above will be by mutual agreement. We are very conscious that trustees will have other work, personal and volunteering commitments and we keep additional commitments to a minimum to ensure our roles are accessible and inclusive. If you are ever worried about the time commitment or have any concerns about managing NFWI responsibilities alongside other commitments then please always feel able to share these with the NFWI Chair, Chief Executive or Legal & Governance Manager. Our role is to make it possible for you to undertake the trustee position effectively and to be able to give your best, therefore do let us know if there are any areas of support you require.

Additionally, you may be asked to represent or be a delegate for the NFWI at meetings, conferences or seminars held by outside bodies/ other organisations or to attend events/ conferences organised by your committees/ working groups. Again, these additional requests will be agreed by mutual consent.