



Hospital Caterers Association

Promoting Catering Excellence

Standing Orders for Board meetings

1 Purpose of Board

- 1.1 This Standing Order supports By-laws D, and needs to be read in conjunction with this document.
- 1.2 The Board of Directors and National Officers are the Governing Body of the Association. The board directors and National Officers are responsible for the management and legalities of the Association.
- 1.3 Board Directors are the decision makers of the Association, after advice received from the Executive Committee members or external advisers
- 1.4 The Board receives financial information and considers actions proposed by the National Finance Director.
- 1.5 The Board will further the aims, objectives and interests of the Association : (Bylaw A)
- 1.6 Propose amendments to the Bylaws to the Annual General Meeting.
- 1.7 The defining and approval of all procedures and standing orders relative to the Association
- 1.8 Board Membership inclusive of Branch Directors. National Officer Directors, and ex-officio National Assistant Secretary and Editor. The President and Vice President(s) are able to attend as Ex-Officio, as per Appendix 1

2 Meetings

- 2.1 Board shall meet no less than 3 times per year.
- 2.2 The quorum for any Board meeting is 12 voting members present.
- 2.3 An agenda will be prepared by the National Secretary and agreed by Board Chair before circulation to all members 14 days before the next scheduled meeting.
- 2.4 Board will be aware of meetings undertaken with other Associations by Officers of the Association or persons acting on behalf of Association. Meetings will be documented and forwarded to the National Secretary, at least 14 days prior to Board meeting, to allow issue, for example



Hospital Caterers Association

Promoting Catering Excellence

- 2.4.1 Where the Association has been represented, the representative will compile a note of the meeting (sample template is available at Appendix 2)
 - 2.4.2 Meetings with external advisors e.g. accountant / VAT
 - 2.4.3 Formal Contract meetings
 - 2.4.4 Forum Management Team Meetings
- 2.5 Items to be raised at Board will be provided in a report (sample template is available at Appendix 3) at least 14 days prior to meeting, to allow issue prior to Board Meeting.
- 2.6 A copy of the draft minutes will be approved by the Chair, prior to circulation, to Board Members no later than 28 days after the date of the meeting.
- 3 Chair of Board**
 - 3.1 The National chair Director will chair the meeting, or the National Vice-chair Director in their absence
 - 3.2 In the Absence of National Chair and National vice Chair - then another National Officer will manage the meeting.
- 4 Finances of the Association**
 - 4.1 The National Finance Director shall present information as to the income and expenditure, assets and liabilities of the Association, and shall satisfy them that proper records of accounts are being maintained.
 - 4.2 The National Finance Director will submit a projected budget for the forthcoming year to the Board for approval.
 - 4.3 The National Finance Director will update the Board performance against the agreed budget setting and allocations.
 - 4.4 The Board will ensure that an audited statement of accounts and balance sheet are presented to the Annual General Meeting in each year.
- 5 Committees set up by Board**
 - 5.1 The Board may approve a committee/working group/Forum Management Team as necessary to support business of the Association. As per Bylaw D the Board can co-opt non Board members or persons who are not members of the Association to a committee(s).

www.hospitalcaterers.org

Hospital Caterers Association is a trading name of The Hospital Caterers Association limited, a company limited by guarantee, registered in England and Wales No. 13539619. VAT No: 390244504
Registered Office: Bishop Fleming, 10 Temple Back, Bristol, BS1 6FL.



Hospital Caterers Association

Promoting Catering Excellence

- 5.2 Executive Committee will be set up as per Standing Order for Executive Committee.

6 Managing a Board meeting

- 6.1 The Board meetings may be held virtually, and in person by exception
- 6.2 Decisions are made by a majority of voting members – and will be confirmed at start of each meeting who can vote.
- 6.3 Each Board Meeting will include
- 6.3.1 The register of conflict of interest
 - 6.3.2 Note of apologies
 - 6.3.3 Adjustment to any agenda from the attendees
 - 6.3.4 Previous meeting minutes, record the Proposer, Seconder
 - 6.3.5 Report for each subject matter will be recorded, and discussed by exceptions
- 6.4 Electronic voting will be taken where appropriate, and recorded For, Against and Abstain
- 6.5 In event of any split decision, the Board Chair will have a casting vote
- 6.6 A recorded minute of each meeting will be taken, circulated and approval requested at the next Board Meeting
- 6.7 All attendees must adhere to Code of Conduct
- 6.8 Branch officers encouraged to shadowing branch director, and cost picked up by the Branch



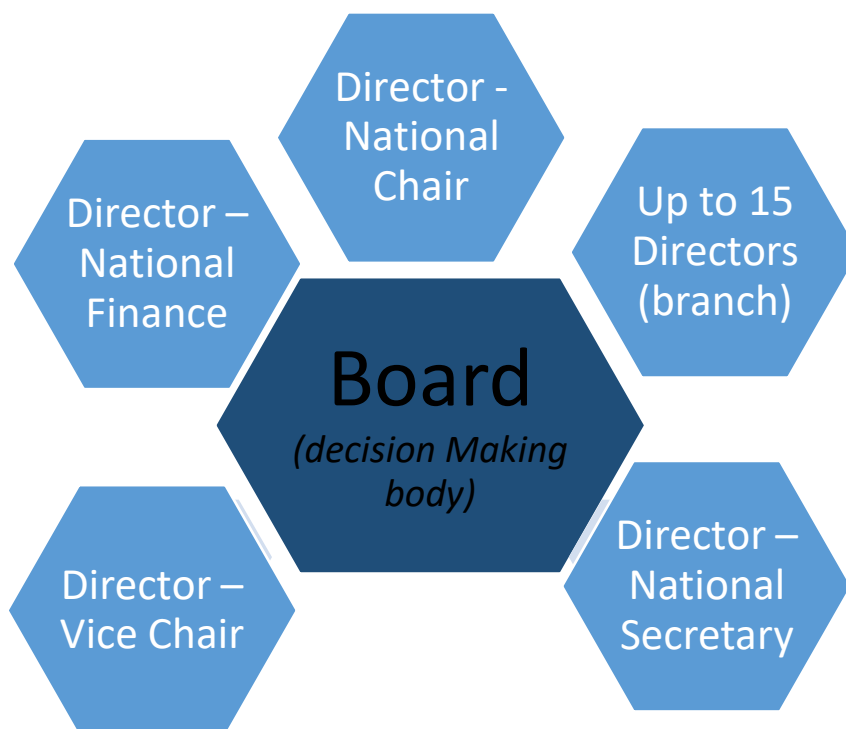
Hospital Caterers Association

Promoting Catering Excellence

Appendix 1

STRUCTURE

(FOR HOSPITAL CATERERS ASSOCIATION LIMITED)



Ex-Officio posts (non-voting)

Assistant National Secretary, Editor, Immediate Past Chairman

LDF lead, PR provider

President, Vice –Presidents x 2

AGM – Held Annually, Quorum 50 Full Members, Presided By President

www.hospitalcaterers.org

Hospital Caterers Association is a trading name of The Hospital Caterers Association limited, a company limited by guarantee, registered in England and Wales No. 13539619. VAT No: 390244504
Registered Office: Bishop Fleming, 10 Temple Back, Bristol, BS1 6FL.



Hospital Caterers Association

Promoting Catering Excellence

Roles & Responsibilities

Role	Voice of the Company	Election time	remuneration
Director – Chair	External communications / Manages the strategy / leads the company	Suggest a 5-year term (include 2 x vice, 2 x chair, 1 x Immediate past chair)	PAYE
Director – Vice Chair	Deputises in absence	Suggest a 5-year term (include 2 x vice, 2 x chair, 1 x Immediate past chair)	PAYE
Director – National Finance	All financial aspects	Approx. 5-year term, 12 months' notice	PAYE
Director – National Secretary	Manages the company operation to given standards	Approx. 5-year term, 12 months' notice	PAYE
Director – Branch (max 15)	Represent company	Elected for 2-year term	
Support / Ex-officials			
Company Secretary	Legal requirement – e.g. submitting details to Company House	Outsourced to Bishop Fleming	Fee as agreed
President /Vice-Presidents	Advisory roles (Non-voting)	Suggest 5 year term of office	
Immediate past chair/officer	Advisory/ complete any outstanding work, where Board approved	e.g. 5-year term (include 2 x vice, 2 x chair, 1 x Immediate past chair)	PAYE
Assistant National Secretary	Deputises in absence of Secretary	Elected for 2-year term	PAYE
Editor	Hospital Caterer /website	Elected for 2-year term	PAYE

www.hospitalcaterers.org

Hospital Caterers Association is a trading name of The Hospital Caterers Association limited, a company limited by guarantee, registered in England and Wales No. 13539619. VAT No: 390244504
Registered Office: Bishop Fleming, 10 Temple Back, Bristol, BS1 6FL.



Hospital Caterers Association

Promoting Catering Excellence

Appendix 2

Meetings where Hospital Caterers Association represented

Name.....

Board are required to be aware of meetings where Association been represented

Meeting	Where	When	Items Discussed	Outcome of meeting

www.hospitalcaterers.org

Hospital Caterers Association is a trading name of The Hospital Caterers Association limited, a company limited by guarantee, registered in England and Wales No. 13539619. VAT No: 390244504
Registered Office: Bishop Fleming, 10 Temple Back, Bristol, BS1 6FL.



Hospital Caterers Association

Promoting Catering Excellence

Appendix 3

Report to:	
Subject:	
Author:	

1. Situation
2. Background
3. Assessment
4. Recommendation