The Hub’s relation to the Board of Trustees, draft proposal re roles and functions

Ed Rogers and Ilka Staeglin

Forward and minor edits: 2022-06-16. Last substantive update to body of the text: 2022-05-12.

# Forward

This document is not a comprehensive statement of the duties of either the Braillists Hub or the Board of Trustees. Both are covered elsewhere, including the [Mission Statement (link)](https://docs.google.com/document/d/1VgTRIiXA48s2SR1eXrT_WfkffLr7lGuvzu-QLj_VmlE/edit?usp=sharing), the Constitution and convention. This document only clarifies the relationship between the Hub and the Board in several regards, specifically relating to appointments. Once approved by both bodies it will be regarded as a guide, which is not binding upon the Board of Trustees if deemed to contradict duties as defined in the Constitution or by the Charity Commission.

# The Hub

1. The Hub: The Hub is the usual forum for administrative matters of the Braillists. It does not have legal standing but is regarded as representative of active members of the Braillists.
2. Hub membership: The Hub is a group of current and past Braillists who have assisted with administration and are prepared to do so again. In the event of long absence a Hub member may be asked to remove themselves by the Board.
3. Hub communication: All Hub members will have their email addresses added to the Hub mailing list (but may remain muted if they want to). All Hub members are invited to the weekly 9AM Tuesday administrative Zoom meetings (https://braillists.org/zoomtuesday) without prior notice given. Any Hub member may attend a Board meeting as an observer with a month’s notice and with the agreement of the Chair.
4. The process for appointing new Hub members: Proactive involvement in Braillists administrative matters or volunteering by any individual should prompt an invite to join the Hub. The invitation to join the Hub should be extended after an informal motion amongst Hub members or by the Board. The invitation can be conveyed by any Trustee. The Board has the right to veto or remove new Hub members but a new appointment to the Hub does not require formal Board approval prior to taking effect.
5. Decisions taken amongst the Hub membership: Motions put to the Hub can be taken in one of the weekly Tuesday morning Zoom meetings, via the email forum, in person, or in a mix of the above.
	1. If the motion has the formal support of the Board, which seeks the advisory opinion of the Hub, then ‘general agreement’ is counted amongst members who have been active in the last six months, with lack of response being taken as acquiescence. In this case members should be given at least a week’s notice or at least a week to respond.
	2. Informal motions should be passed with the unanimous approval of all present or all respondents, including at least one Trustee, and the decision reported back to other Hub members. All informal motions can be reversed or vetoed at a Board meeting, or put to a formal motion to the Hub. Informal motions should not concern matters reserved for the Board, i.e. areas where the Charity as a legal duty, such as safeguarding.

# The Board of Trustees

1. Trustees are nominated and appointed voluntary members of the Board. The Board of Trustees fulfils its legal governance requirements in line with the regulations for registered charities, according to the Charity Commission. In practice this means that the Board has final responsibility for the official actions of the charity.
2. The membership, roles and term length for the Board of Trustees is defined by the Constitution, which any Braillist subscriber (Hub member or otherwise) can request a copy of, and motions passed by the Board.
3. Once a Board vacancy has been identified by the Board nominations will be sought in the following two ways, to be received as expressions of interest addressed to the Chair or Secretary:
	1. Any Hub member can nominate themselves.
	2. Any outside individual can be nominated by a Trustee.
4. If there is a vacancy then nominations will be considered at the next opportune Board meeting, at the Chair’s discretion. If the Board approves a nomination in theory then the appointment will be proposed on the Hub.
5. New Trustees will be appointed after consultation with Hub members. Although the Hub’s role is advisory, it would be untenable for someone to be a Trustee if a majority of volunteers, Trustees and staff oppose them. Therefore the Board will put it to a formal motion on the Hub and undertakes not to appoint a new Trustee against the express wishes of a majority of those Hub members who have been active in the last six months, with lack of response being taken as acquiescence.
6. This being approved the Board will formally appoint the new Trustee, according to the rules of the Constitution and the Charity Commission.