

Guidance to Areas from the board of trustees for the appointment of Council members

General Council is the body of people who are regarded as company members of the Ramblers for legal purposes and are entitled to speak and vote at the annual general meeting. Council members, who play a crucial role in the governance of the organisation, serve for one year starting with the General Council annual general meeting, normally held in early April. Area-appointed members constitute 72% of General Council.

Each Area is entitled to appoint at least two Council members, and this process is required to take place as part of the formal business of the Area AGM (as set out in each Area constitution).

However, there are no formal rules for Areas to follow for the nomination and appointment of Council members. This is an important point as General Council has the power to amend the articles, appoint and remove trustees, and approve motions.

At General Council in 2019 a motion around diversity was passed which included a request that the board asks Areas to examine their practices and ensure that their appointed Council members are “*diverse and properly representative of the membership of the charity*”.

Rather than propose formal rules which would require amendments to the current standing orders, in the spirit of the motion, the board of trustees would like to encourage Areas to discuss and review their own practices for appointing Council members and consider formalising these practices, in an open and transparent way.

The purpose of these guidelines is twofold:

- a) to start to address the democratic issue where our legal voting members are not themselves all formally nominated and elected; *and*
- b) to encourage improved diversity of General Council, to ensure representation is refreshed and to encourage Areas to increase opportunities for new Council members.

The board proposes four areas of review for Areas:

- Confirm a process: Areas are encouraged to adopt and confirm an annual process for the appointment of Council members. This could be formally added to the constitution or, less formally, published and made available to members. Where it is custom for Council members to be *ex officio* named officer(s) (e.g. the chair) this could be clarified.
- Seeking nominations or interest from members: Ahead of each AGM, Areas are encouraged to publicise the opportunity to serve as a Council member and notify members in good time about how they might put their name forward as a candidate for appointment.
- Terms of office: Areas are encouraged to introduce a maximum three-year continuous term for Council members and/or set a target to appoint at least one new person each year.
- Diversity: In reviewing processes for appointing Council members, Areas are encouraged to be explicit about seeking representation from all parts of the membership, reflecting wider society as a whole, in line with our values of being inclusive to all and welcoming people from diverse backgrounds.