



Welcome to the IAATI UK Board

Induction Guide



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What is the role of the IAATI UK Board?

The Board¹ is the governing body responsible for ensuring the long term health and success of the UK Branch..

The Board acts on behalf of the members and its branches and chapters to ensure that the organization remains viable and effective both in the present and for the future.

The Board has the ultimate authority for the financial operations and budgeting to ensure the achievement of strategic objectives. It also has the responsibility of ensuring that the various activities of the organization are in compliance with the law and expectations of stakeholders and that all risks are managed.

What are the major responsibilities of the UK Board?

The Board's key governance responsibilities include:

- **Strategic Planning** - set and review the short, medium and long term goals of the organization in consultation with management and key stakeholders
- **Financial Oversight**
 - approve budgets; monitor business performance;
 - approve large investments and any major financial
 - decisions;
 - ensure there is accurate financial reporting
- **Policy Formulation** - establish a Board level policy framework for governing the organization within which all operational plans and actions are developed
- **Legal Compliance** - ensure that the organization complies with all aspects of the law, including legislation covering such areas as employment, trading, occupational health and safety
- **Risk** - ensure major risks are identified and managed, ensure a risk management plan is established and monitored to ensure compliance and effectiveness
- **Organizational Performance** - monitor management and organizational performance
- **Succession Planning** - for the Board and oversight of staff and management
- **Stakeholder Relations** - identify key stakeholders, build relationships, communicate and seek stakeholder views on strategic direction
- **Promotion of the organization** - positive ambassadors externally and role modeling internally
- **Reporting** to members and other stakeholders at the annual general meeting

Rights of Board Members

All Board members have the following rights to:

- receive or access information from organization records
- question fellow committee members on matters relevant to organization management and

¹ Throughout this Induction Guide the term 'Board' will refer to the IAATI UK board that governs the operations of the UK Branch.

- receive truthful responses
- access and utilize professional advice
- have opportunities to have views heard in meetings
- receive reasonable notice of meetings
- receive meeting minutes in a timely manner

Duties of Board Members

Each committee member is responsible for:

- carrying out designated tasks relevant to his/her elected role
- acting with good faith and honesty in the best interests of the organization
- acting with reasonable care and diligence
- remaining committed to the purpose and outcomes of the organization
- attending to the required reading prior to meetings
- contributing to the effectiveness of the organization's activities
- providing advice, criticism and suggestions, thus helping the decision-making process
- questioning any process or information that requires transparency or clarification
- being active in the organization - attending events and functions
- participating in establishing goals with respect to strategy and direction of the organization.
- understanding the organization's financial situation
- ensuring the organization manages risk and complies with its legal obligations
- declaring and dealing with any conflict of interest adhering to the relevant rules and requirements required by law and the rules of the organization

In addition to the general Board member duties, a committee chairperson responsibilities typically include:

- providing overall leadership of the committee and overseeing its effectiveness in fulfilling its purpose of governance
- chairing all (as far as practicable) committee meetings, ensuring that meeting rules are followed
- facilitating discussion and decision making
- managing the (agreed) process of the meeting
- delegating governance tasks to the appropriate committee members
- coordinating the meeting agenda items and the production
- being aware of future directions and plans, specifically the key long-term goals.

What does Board commitment involve?

Term of Office

The term of office for all Board members is approximately one year. The actual length of each term is subject to the dates of the IAATI UK National vehicle crime Conference, as the term commences and terminates generally with that conference.

In the case of Presidents, there is an expectation that they will continue to play an active role with the organization for at least two years following their term of Presidency.

It is important that you are able to commit to the set term of office, as it affects Board performance, succession planning and organizational health.

Board Meetings

The full board holds a minimum of three meetings during the year, although more may be organized if required.

You may not be able to attend all of them - but you are encouraged to make a concerted effort to attend each meeting. If you cannot make these meetings due to other commitments, you should communicate this to the President and Executive Director in advance of the meeting.

If you cannot make it to a Board meeting then we ask that you attempt to dial in.

Board members are compensated for their reasonable travelling expenses.

Board Activities

From time to time, Board members may be asked to participate in activities such as strategic planning days, Board performance evaluations, social events, etc. These will usually take place during the National Vehicle Crime Conference.

Depending on your role on the Board, you may also be required to speak or meet with other related groups, sponsors, members, suppliers or the media on behalf of the Board or the organization.

Board Committees

All Board members will be expected to serve on a number of Board Committees. The specific committees you will be asked to serve on will be dependent on your interests, expertise and in some cases your role on the board.

The incoming President may consult with each board member about which committees they would be keen to be involved with, however, if there are particular committees you would like to be a member of please contact the President as soon as possible. If you have been assigned to a committee that you don't feel comfortable with, please discuss this with the President as soon as possible.

The frequency of Committee meetings varies across the committees however most committees are expected to try and have some form of meeting or communication at least on a monthly basis.

National Vehicle Crime Conference (Including the AGM).

The National Vehicle Crime Conference is a two-day event held annually. Board members are expected to attend the conference and register at their expense.

The Annual General Meeting is held on the afternoon of the first day of the National Vehicle Crime Conference. All Board members at the Conference are expected to attend the AGM. This demonstrates to our members and sponsors your commitment to the Board and increases confidence in the Board.

When attending AGMs, Board members are expected to wear the official dress code and their Board

member name badges (see the section on 'Dress code')

Board and Committee reports

Each Board member is required to provide the President and UK Secretary a written report on their activities conducted on behalf of IAATI UK and any committees that they may be assigned.

Raising Items for Consideration

Any board member may ask for any issue to be considered by the Board or one of its committees. Depending on the nature of the issue it may be advisable to first talk to the UK President, UK secretary or the relevant Committee chair about the item you wish to raise and what the best way of progressing it is.

Sometimes the most effective way is via asking the Chair to include the item on a committee's work plan. Alternatively you may wish to draft a short discussion paper or even a draft business case which you can forward either to the board or to the relevant Committee for consideration.

While all ideas and suggestions are always welcome please bear in mind that many committees' workloads will increase as we approach the National Vehicle Crime Conference, so if possible forward all suggestions as early as possible in the year.

The legal stuff!

Board members' legal responsibilities and protection

IAATI is an incorporated body as such this provides some legal and financial protections to board members. However, that protection is only available to Board members if you are acting in the best interests of IAATI, acting legally and ethically, and following as best as you can within IAATI's standard operating procedures, consistent with the values as set out in our code of conduct and ethics.

All Directors need to be aware:

- To act within their powers;
- Promote the success of IAATI;
- Exercise independent judgment;
- Exercise reasonable care, skill and diligence.

Board members have a duty to act within the legal and regulatory frameworks that apply to them and IAATI.

A full understanding of their role and responsibilities, the purpose and structure of IAATI itself and the external environment will help them to fulfill their legal duties and to lead and govern IAATI effectively.

The board should consider how it will set the culture of IAATI. They should lead by example, ensuring that individuals representing IAATI in any capacity do so in a way that positively reflects its values. The ethos and culture of IAATI should underpin the delivery of its activities or services and the achievement of its objects.

This must include:

- a) accepting ultimate responsibility for the way IAATI is directed and run, in meeting its purposes;
- b) being alert to those matters that cannot be delegated to individual board members or others;
- c) acting at all times in the best interests of IAATI and its members;
- d) ensuring the solvency and financial strength of IAATI;
- e) an effective board will provide good governance and leadership by understanding their role;
- f) members of the board will understand their role and responsibilities collectively and individually in relation to
 - i. safeguarding IAATI's assets and using them only in furtherance of its purposes;
 - ii. taking a considered, proportionate and balanced approach to risk management;
 - iii. acting reasonably in their decision making and leadership of IAATI;
 - iv. recognizing and respecting that all board members are equally responsible in law for the board's decisions;
 - v. complying with all relevant legislation and regulation applicable to IAATI and the activities it undertakes and making appropriate public statements to confirm that this is the case;
 - vi. ensuring that all board members are properly appointed and are not disqualified from so acting.

Legal liability

IAATI is an incorporated organization. Directors, officers, employees, and members usually won't be personally liable for the organizations debts or liabilities. That includes unpaid organizational debts and unsatisfied court judgments against IAATI. This is known as the Limited Liability Rule.

Exceptions to the Limited Liability Rule

In a few situations, people involved with a non-profit organization can be held personally liable for its debts. A director or officer of a non-profit corporation can be held personally liable if he or she:

- a) personally and directly injures someone;
- b) personally guarantees a bank loan or a business debt on which IAATI defaults;
- c) fails to ensure that IAATI files necessary tax returns;
- d) does something intentionally fraudulent, illegal, or clearly wrong-headed that causes harm (Physical) or damages (financial), or
- e) co-mingles IAATI funds and their personal funds.

Liability protection is available for Directors of a voluntary organization who essentially acted in good faith and in the best interests of the organization.

Conflicts of Interest

Board members are assigned a high level of trust and responsibility by the Association. Our

members should be confident that all board members will perform their duties in good faith and always be ethical and act in accordance with the law. In addition it is expected that all board members declare any conflicts of interest.

What is a conflict of interest?

A conflict of interest occurs when an individual has a personal, professional or business interest that is likely to influence his/her decisions or that has the potential to interfere with the proper performance of official duties.

Failure to avoid conflicts of interest or failure to adequately disclose and manage unavoidable conflicts of interest may result in a breach of law and a breach of a committee member's fiduciary duties.

It may also cause resentment among committee members who perceive others to be gaining unfair advantage, and it may damage the reputation of the organization and the member in question.

Conflict of interest occurs where a committee member's interests:

- conflict with the effective performance of duties
- diminish the credibility, integrity or good standing of the organization
- provide an unfair advantage or inequitable treatment to a supplier or potential supplier
- rely on the position held by the member
- use the intellectual property of the organization in outside activities without permission
- provide an unfair advantage to a family member or family company.

Conflict of interest may also occur through:

- receiving a financial incentive
- personal or business relationships or activities
- being a member, official or representative of an outside organization.

How to deal with conflict of interest

Board members should:

- disclose any potential conflict of interest;
- be honest and industrious;
- not take advantage of their position to further their own needs;
- never use official resources or information in the course of performing your board duties to for personal gain or other improper advantage for yourself, your family friends, your business or any organization with which you are associated;
- provide adequate information to authorized persons or members when requested and not mislead them in any way;
- act with care and diligence;
- maintain confidentiality of information that is only made available to the decision makers;
- never knowingly place the organization in a potentially litigious position;
- ensure all decisions made are to the advantage of the organization or group, not the individual or any particular interest group;
- ensure they act according to the constitution and SOPs;
- your actions and conduct do not compromise your ability to use the powers, influence, resources and information available to you in your official capacity in a proper manner;
- Abstain from voting on any decision that involves a conflict of interest.

When a suspected conflict of interest arises:

- notify the President and/or Executive Director immediately. Provide information about the interest and why you believe it represents a conflict.
- ensure that your conflict of interest status is recorded in the meeting minutes
- if in doubt, seek legal advice from the Board's legal advisors

Other information you need to know

Important documents:

All board members need to read and be familiar with the following important documents

- Constitution and By-Laws
- SOPs

Board members should also be aware of the following policies

- Conflict of Interest (see section below)
- Use of IAATI name and logo

Dress Code

To further the objectives of this professional organization it is imperative that we project a professional appearance by the Board of Directors during several of the important functions of the National Vehicle Crime Conference and other events where we represent the UK Branch of the International Association of Auto Theft Investigators.

We adopt either business attire or the Dress Code of the International organization. In the past there has been a loosely adhered to dress code. This code has had several different variations; however one item has remained constant. The one constant item has been the Navy blue blazer or jacket. The slacks or skirts have been blue, tan or grey.

This dress code should be worn, along with your board name badge, at all official occasions, i.e. opening ceremonies, President's reception, Annual dinner, AGM, etc.

The dress code for the classes shall be business casual, with the exception of the Opening Ceremony or any session where you are required to chair a class.

If in doubt, we suggest that as a Board member, you wear business attire at all times whilst attending IAATI functions.

Supporting the Association is more than just attending board meetings

Board members have a responsibility to help grow and develop the Association. This means you are expected to do more than just attend board and committee meetings. As a board member you are expected to help drive the Association rather than just be a passenger. You are encouraged to submit ideas and suggestions for how we can improve and actively work with you board colleagues to develop and implement these ideas.

It also means understanding the needs of the members. One of the most effective ways to achieve

this is to mix and talk with the members, instructors, sponsors, exhibitors, etc. As such all board members are encouraged to, whenever possible, attend training classes, as well as the social events, participate in the web forums, etc. to better connect with the members.

Board members are also encouraged to make a special effort to seek out new members and help integrate them into the Association. For example, talking to them about why they have joined? What they hope to get out of the Association? What are their particular interests or areas of expertise? Ask them if they have any question about the Association of the seminar, and introduce them to fellow IAATI members.

You are not alone - ask for assistance whenever you need it

Remember that we are all volunteers and no-one knows everything. We all have times where we have family or work commitments which mean we can't attend to some of our IAATI tasks or we simply don't know how to proceed with a particular task or issue.

If during your term of the board you find that you are unable to complete a task assigned to you please talk to your committee chair or the President as soon as possible. By communicating with your situation as soon as you recognize you may not be able to complete a task the sooner we can assign someone to either help for you or complete the task for you.

There is no shame in doing this and the board welcomes your willingness to ask for help and ensuring the task or project stays on schedule.

Likewise don't be afraid to ask 'why?' Boards and committees can sometimes suffer from 'GroupThink' and tend to conformity and consensus without critical evaluation of alternative viewpoints.

There is no shame in asking why we do things a certain way. There may be a valid reason for doing it that way - in which case asking 'why' will help you and your other colleagues on the board understand the reason for a certain approach. Alternatively, your simple question of 'why?' may highlight that the reasons for doing something a certain way may have changed and there may be better ways of doing things.

Feedback on this Guide

We welcome your feedback on this Induction Guide. If you have any suggestions for additional content or how it can be improved please forward them to:

- the UK President and/or
- the UK secretary

so we can provide a better guide for future Board members.

(With thanks to IAATI International. This guide is an amended version of the Guide published by IAATI International for the IAATI International Board members.)

Checklist

Ensure you have read and are familiar with the following documents. If you are unable to access any of the items listed below please contact the UK Secretary for assistance.

- Have you provided your head and shoulders photo and short bio to the UK secretary for posting on the website and or publishing in our newsletters.
- Familiarize yourself with your fellow board members by viewing their profile on the website.
- IAATI Constitution and By-laws to be found on our website.
- Previous year's financial statements
- Current Year's Budget
- Conflict of interest policy and declaration (International)
- Use of IAATI name and logo policy (International)
- Corporate Style Guide. (International)
- IAATI UK Supporters program (May be found on our web site)
- Dress code for Seminars. (International)
- Encourage -
 - o new members
 - o retention of existing members
 - o members to nominate for the awards
 - o members to submit content to APB and Auto Theft Today
 - o members to regularly visit the website and participate in the web forums
 - o provide the Sponsorship Director with leads or introductions to potential new sponsors