

# Memorandum of Operations

## This document outlines the structure and operations of The Young Explorers' Trust

With effect from October 2013

### 1. Roles and Responsibilities

YET is a membership organisation united through a common interest in expeditions for young people delivered in a safe and responsible manner.

The Trust operates a Board of Trustees to give strategic direction, Officers who lead small teams undertaking the work of the Trust, and a Council that represents key organisations in the youth expedition sector and the membership. Additionally specific projects may require small working groups to be formed from time to time to address a current issue.

Co-ordination for the Trust's work is the role of the Chairman who reports to Trustees. The Chairman, with the Officers form the Executive. Council acts as the filter for the development of the sector, learning of work the Trust is undertaking on its behalf for dissemination to those represented, and proffering ideas and information of emergent matters that could require the attention of YET as the overarching body.

#### 1.1. The Trustees

The Trustees are the Company Directors, and thus are responsible for the Trust's activities. A nominated Trustee will have oversight and responsibility for a key area of the Trust's work. Trustees focus on ensuring the Trust's activities are inline with the constitution and raison-d'être. They are the guardians of the Trust bringing wisdom, experience and influence.

The Trustees meet to consider long-term strategy, the conduct of activities by Officers and Working Groups, and to prioritise proposals from Council. Trustees may have an active role as an Officer or of a Working Group, but must ring fence their Trustee role from these other roles.

The Trustees are ex-officio members of Council and the Executive and have automatic full membership of the Trust.

The constitution currently allows for a minimum of 3 Trustees and up to a maximum of 7 Trustees, 1/7<sup>th</sup> of who must stand down annually. There is no cap on how often a Trustee can be re-elected. The aim is to have a group of Trustees whose knowledge of youth expeditions and skills relevant to their area of supervision will bring guidance and continuity to the work of the Trust.

Table 1: Trustees as at October 2013

<b>The role of the YET Trustee</b>		<p>A YET Trustee is responsible for overseeing that the Trust is administered and run in line with its constitution and in keeping with the articles of the Charity Commission. The Board of Trustees will be responsible for long term planning of the work of the Trust and decisions on policy as well as ratifying the appointment of Officers of the Trust.</p> <p>The qualities required of a YET Trustee are a combination of wisdom, influence and experience in the world of outdoor education and expedition work with young people (up to 25 years).</p>
<b>Name</b>		<b>Area of oversight</b>
Chris	Blessington	Forum and Events
Mike	Cross	Awards & Grants
Bob	Schroter	Evaluations and Financial Affairs,
Graham	Derrick	Networking & Lobbying, Documentation, and Officer & Council management
Roger	Miller	Constitution and Charity/ Company status

**1.2. Officers:**

The YET constitution states that there shall be four persons to hold the offices of Chairman, Vice Chairman, Secretary and Treasurer. The Chairman shall hold office for three years, and may be re-elected for a further three years before having to stand down. All other Officers shall be elected annually.

In addition the Trustees may appoint other officer roles as required.

The Officers of the Trust shall form the Executive.

Table 2: Officers as at October 2013

<b>Name</b>	<b>Role</b>	<b>Primary Responsibilities</b>
Graham Derrick	Chairman	<p>Maintain an active Council and Trustee body.</p> <p>Act as the Trust's official Spokesperson.</p> <p>Network and lobby for the Trust.</p> <p>Oversee actions of Officers</p> <p>Chair meetings of Trustees and Council.</p> <p>Present summary report at the</p>

		AGM.
Vacancy	Vice Chairman	Deputise for Chairman. Coordinate Council meetings and AGM. Ensure Council representative bodies actively engage with the Trust. Oversee actions of Officers (with Chairman)
Dick Griffiths	Treasurer	Manage financial transactions. Maintain insurance for the Trust. Produce status report to Trustees. Liaise with accountants and with Company Secretary to file annual return.
Roger Miller	Company Secretary	File Returns to Charity Commission and Companies House (with Treasurer). Maintain register of Directors and Officers of the Trust. Distribute calling notices prior to the AGM (with Membership Secretary)

See also additional Officers appointed by the Trustees who are in charge of Working Groups.

### 1.3. The Council :

The Council of YET is intended to embed member representation in the formal structure of YET. Membership is by invitation of the Trustees, subject to confirmation by AGM. and for three years, renewable for another three but not longer.

In issuing invitations the Trustees will attempt always to secure representation from each significant group of members with identifiably different interests, and, if found desirable, one or two other members whose capacities suggest their prospective contribution would be valuable.

Each member group may be asked to nominate a member when a vacancy arises. Should more than one nomination be received Trustees will decide between candidates. The body/ organisation a Councillor represents must be a paid up member of the Trust to maintain voting rights.

Table 3: Representative organisations as members of Council, as at October 2013 are

<b>Organisation</b>
National Exploring Societies
Regional Exploration Societies
International Schools
Uniform Cadet Organisations
Commercial Providers
Field work (FSC representative)
The Scout Association
The Year Out Group
LOtC Council
Young members

#### **1.4. Advisors:**

There are no limits to the number of Advisors to the Trust. Post holders shall be called upon to provide advice on their technical area of expertise as well as highlight views of their specific sector / organisation to Trustees and Council, and as such they have the right to attend Council, but some Council business may call for their exclusion. They do not have voting rights. Advisors shall be appointed by Trustees.

Table 4: Advisors at October 2013

<b>Name</b>		<b>Status</b>	<b>Specialism</b>
David	Williams	Advisor	Legal Affairs
Shaun	Mockett	Advisor	Insurance

## 2. Management Structure

**2.1 Annual General Meeting.** An Annual General Meeting (AGM) shall be held once in every year (not later than 18 months after the previous meeting), at a time and place determined by the Trustees. The purpose of the AGM is to:

- a) read and consider the balance sheet, the ordinary reports of the Trustees and the Auditors (or their equivalent), and other accounts and documents required to be annexed to the balance sheet;
- b) appoint Auditors (or their equivalent) and fix the remuneration of the Auditors, if required;
- c) appoint Trustees in the place of those retiring by rotation or otherwise;
- d) appoint nominated members of Council, and verify those persons appointed by Trustees since the previous AGM.
- e) learn of appointments by Trustees of Officers
- f) consider and vote on any Extraordinary or Special Resolution.

**2.2 The Trustees shall meet at least four times a year** but may meet additionally on an ad hoc basis to maintain strategic direction and consider specific issues around legal exposure, high level lobbying and advice to Officers and Working Groups.

**2.3 The Officers of the Trust shall form the Executive.** Executive Officers are ex-officio members of Council and attend meetings of Council. Between meetings of Trustees and Council the Officers may collectively deal with matters outside the discretion of any one of them, not requiring Board resolution.

**2.4 There shall be at least two Council meetings a year** at which Officers report back on their area of operations and Council Members may express the view of the body they represent and raise issues impacting on the sector for consideration by YET to address.

**2.5 Working Groups** shall meet outside of the formal structure but as required to facilitate tasks and reporting to Council.

**2.6 The YET Forum** is the bi-annual informal gathering of YET members to debate topics of current interest and developments impacting on the sector.

**3. The annual pattern of meetings shall be:**

<b>Board of Trustees</b>	<b>February, June, September, November</b>
<b>Council of Trust</b>	<b>April, October (with AGM)</b>

**Forums shall be held twice a year** as directed by the Forum Co-ordinator.