

Autumn 2021

Dear Member,

It is now two years since our board of trustees and SIA staff came together over a weekend under the banner of “*unleashing our potential*” to explore how we can impact on the lives of our members in the most effective ways; how we can raise more funds to do this in a more sustainable way; and how we can achieve the best leverage to build our user voice, extend our influence and ultimately effect change for the spinal cord injury community.

One thing that everyone agreed on throughout our discussions was how proud we were to be members of a user-led association. We hope you will all have noticed in the past two years how much these ambitions are already being taken up by the amazing staff and volunteers and how much positive change has already taken place – all in the face of a global pandemic.

That time away also gave the board the opportunity to think about whether, and how our membership structure helps us to achieve our aims. If we are going to unleash our full potential, we agreed we needed to ensure that we had a governance structure to match our ambitions in the context of the world around us.

We therefore formed a Governance Review Working Group (GRWG) made up of a group of trustees with legal and governance expertise and chaired by a former Chair of trustees and current trustee with 30 years of experience of our charity’s governance, which took the lead over the last two years to look at how we achieve the outcomes and recommendations from the weekend together.

Exploring models from other similar associations and charities particularly led by disabled people, the GRWG recommended many changes to bring more relevance and agility to our daily work. With their steer we’ve implemented a completely new structure of our board committees, so they prioritise what matters – a programme committee, a business development committee, and a finance & operations committee – that mirrors executive structures for improved scrutiny and support.

There are now much stronger links between SIA’s governance and its day-to-day operations; that means a governance structure that ‘serves, nurtures, and represents’, as we had set out two years ago.

We’ve developed new methods of identifying and recruiting co-opted members to our board of trustees to ensure that the board has the right people with the necessary skills to progress SIA’s mission. We continue to improve these processes with the specific goal of equality, diversity, and inclusion, so vital if our board is to be truly representative of the SCI community. We have a team working on that as we write this.

We've made far greater use of our virtual meeting environment for all meetings including our most recent EGM and AGM, both of which had the largest attendance of members at a general meeting in recent years. And in our last election we pioneered video entries from board candidates.

Two years later the one outstanding recommendation from our time together relates to updating SIA's articles. Our Articles of Association, which are our governing documents, need to enable us to drive strategic planning, to connect with and deliver the right services to our stakeholders, to allow us to make rapid responses to internal and external changes, and to help us form a board of trustees that is representative of the diverse population of the SCI community. Last but certainly not least our governing documents need to be clear, in plain English and easy to understand for all of us.

The present articles and byelaws, with multiple tweaks and edits over the decades have become outdated, opaque, and restrictive. Following thorough consideration and regular specialist legal advice, the board of trustees has agreed unanimously to propose to you our members a fully **revised set of articles** .

I hope reading them, it will be apparent that the changes that the board are proposing to you will allow for clearer up-to-date articles that can be understood by all and focused more clearly on the vision and mission of the charity. In amongst the clear improvements, that we hope you will recognise too, there are two important changes that Baroness Masham set out **in an email to you** that we want to re-highlight:

1. A commitment to open modern recruitment processes for more Board positions from across the country with just five posts open to nomination and election from our members
2. That board members become 'company members' – entrusted with the oversight of the constitutional elements of the charity

The first proposed change means that the recruitment process will give the board the agility to choose how we engage members and to explore new ways of doing so (currently under 6% of our membership participate in elections, which has been the case for many years). Please be re-assured, the articles commit to retaining elections for at least five of the board members at any one time, and of course remain committed to a minimum of 75% of board members being spinal cord injured. Indeed, as Baroness Masham noted, all but one – who is a spinal consultant at Sheffield – are spinal cord injured on the board right now, and we aspire to keep it that way. There are also more clearly defined terms of service for trustees to encourage new ideas and contemporary experience.

The second proposal – that board members become 'company members' entrusted with the oversight of the constitutional elements of the charity – was based on an extensive review of constitutional models of charities similar to ours, as well as legal advice from an expert in the field of charities law. What became clear was that our very outdated governance documents were not suitable for a charity to grow and flourish in the 21st-century. At the moment our constitutional powers are vested in all 8000+ full (i.e., spinal cord injured) SIA members, and we have to call an AGM or EGM for that body to decide for example how to fill casual vacancies, or the deadline for submission and circulation of board papers, in fact *any* changes to the Articles of Association. As we mentioned above, in practice less than 6% of you ever vote in elections and fewer than 1% attend an AGM or EGM.

The Charity Commission (our regulator) in particular, has been pushing all charities to become much more professional in their approach to their governance structure and documents. As company members, the board

will be entrusted to work on our (the members) behalf to oversee and uphold constitutional governance (i.e., reviewing aspects of the articles such as how board business is conducted). All of you, who are at the very heart of who we are and all that we do, will remain as members of the charity.

In summary: the proposed new articles are guided more explicitly by vision, mission and values and we share our founder and Life President, Baroness Masham's view that in order to best achieve our goals we need to move to a structure which will help us to spend more time working with you, our members, on programmatic and campaigning issues not just nationally but region-by-region, than through constitutional meetings that take weeks to manage and attract tiny numbers of members who engage.

In other words, we are aiming for the charity to be more accountable to its members on what it delivers, but for the board (five of whom will be elected from amongst our members and over 75% of whom will be spinal cord injured members) to be entrusted to work on our behalf on the constitutional, legal and Charity Commission requirements.

We would ask for your support in taking this crucial step in progressing the work of our association and look forward to seeing those who can attend the EGM, where we will also be presenting our annual report and accounts, on 29th October as set out in the accompanying invitation.



Dr Rupert Earl, Chair of the Board of Trustees



Michelle Howard, Chair of GRWG and Board member