

A guide to assist regions in electing members of the WCPT Board

Introduction

In July 2017, the World Confederation for Physical Therapy (WCPT) Executive Board adopted a Governance Framework, which includes a Board Charter and Board Operating Guidelines.

This Framework is designed to assist the Board to meet relevant best practice governance arrangements, as they apply to for not for profit enterprises, and to comply with relevant statutory requirements, in particular the Charities Act 2011.

WCPT is a registered charity in the UK (Charity registration no: 234307). WCPT Trading Limited, a wholly owned subsidiary of World Confederation for Physical Therapy, is registered in England & Wales (Company registration no: 08322671).

In 2012, WCPT established WCPT Trading to manage the international Congresses and other non-charitable income generating activity. The advice to the Executive Committee of the time was this was a way of managing risk for the organisation. A recent review by our new auditors suggests that WCPT could review the need to have a trading arm and potentially revert to simply being WCPT Charity. Charity registration provides WCPT with certain financial benefits. For example, it is exempt from corporation/income tax, local council taxes are reduced and WCPT is able to reclaim a portion of all tax paid on our income from investments.

In the United Kingdom members of governing bodies are known by variety of names – ‘Trustees’, ‘Management’ or ‘Executive Committee Members’ or ‘Directors’. The name depends on the legal status, governing document and custom and practice of the entity.

- WCPT has a ‘Board of Trustees’ also known as the ‘Executive Board’.
- WCPT Trading has a ‘Board of Directors’.

This paper applies to both WCPT and WCPT Trading activities and uses the term Board Member rather than director, trustee or combinations of both. As a member of the WCPT Board, you are, by right, a trustee of the charity and a may also be a director of WCPT Trading.

Duties of Board Members

The principle responsibilities and duties of charity board members are as follows:

- Accept ultimate responsibility for directing the affairs of a charity/company, and ensure that it is solvent, well run, and delivers the charitable outcomes for the benefit of the public for which it was set up.
- Ensure that the charity complies with charity law, and with the requirements of the Charity Commission as regulator; in particular ensure that the charity prepares reports on what it has achieved and annual returns and accounts as required by law.
- Ensure that the charity does not breach any of the requirements of rules set out in its governing document and that it remains true to the charitable purpose and objects set out there.
- Comply with the requirements of other legislation and regulators, if any, which govern the activities of the charity.

The WCPT Articles of Association state that the WCPT Executive Board member from the region shall be a member

of the regional Executive Committee with full rights but shall not be an officer of the region. In addition, the Articles state that the WCPT Board members from the region act in the best interests of WCPT at WCPT Board meetings and may not be mandated by the region. No WCPT Board members receive a stipend for their participation as Board members. All reasonable expenses including airfare and accommodation to attend meetings are reimbursed.

Competencies of Board Members

Based on the Board Charter, there are clear competencies required for participating in and contributing to the WCPT Board as follows:

- **Board experience** – individuals considering seeking election as a Regional member of the WCPT Board should be able to demonstrate experience as a member of the board of their member organisation. While this experience is essential, additional experience of other boards is desirable.
- **Experience of strategic planning**, implementation and monitoring progress of such plans is essential. It would be helpful to have details of the experience in this domain and what that experience will bring to the WCPT Board.
- **Participation in professional committees** – WCPT Board Members are expected to participate in and/or chair WCPT committees, working groups and occasionally committees of other international organisations. Individuals seeking election to the WCPT Board should have a range of experience of committee membership both within and external to the profession. Experience of chairing committees is desirable.
- **Knowledge of WCPT** – a thorough knowledge of WCPT and the relevant region are essential. Past participation in WCPT regional meetings and at least one WCPT Congress are also essential.
- **Language proficiency** – all meetings are held in English, and all Board papers are written in English. It is not possible to provide full translation at this time. Hence individuals seeking election must have confidence in their English language proficiency in order to meet their legal, financial and fiduciary responsibilities as a member of the WCPT Board.
- **Time commitment** – Board members are expected to attend a variety of meetings and may be asked to represent the Board at specific events or to undertake specific work. The current minimum time commitment is outlined below and is estimated as averaging 3 days per month.
 - ✓ **General Meeting and congress:** attend the General Meeting once in 4 years. Attend WCPT Congress twice in the 4-year cycle.
 - ✓ **Board meetings:** At least two in-person meetings are held each year, one in London or in another location. There are also approximately 6 teleconferences per year lasting 1.5 hours each. Preparation for each meeting requires pre-reading, research and contribution to draft papers and other preparation as required.
 - ✓ **Regional meetings:** each Region varies in the frequency and length of their meetings. Expectations should be discussed with the Chair of the Region.
 - ✓ **Committees:** Committee time will be required. WCPT committees frequently work by teleconference to control expenses and the time away for members.
 - ✓ **Representation:** From time to time, Board Members may be asked to represent WCPT at external events being held in their region.

Handover in the region

A new or prospective Executive Board member from the region, should discuss the points below with the current Board member and the chair of the region. Once selected, a more in-depth orientation should be undertaken again covering these areas:

- Specifics of role played in the region
- Relationship to the chair and regional committee
- Relationship to member organisations
- Getting input of member organisations
- Bringing messages to WCPT – How to best serve as a conduit between WCPT, the region and member organisations

Further resources:

[The essential trustee: what you need to know, what you need to do.](#)

[Corporate governance and directors' duties in the UK \(England and Wales\): overview](#)