

## ICR BOARD: FUNCTION AND SIZE

The Board Meeting in Salzburg approved the setting up of a Nomination Committee, or Working Group, to review the nomination process for Board membership and to evaluate the size and function of the Board and its members. The Board further decided that ICR Chair Rune Holbek would lead the Group and ask two others, one present and one former Board Member, to be members. The two chosen are ICR Vice-Chair Blanca González and former ICR Board Member and Officer Jane Legget. The following is an overview of the Group's proposals. These will be presented for formal approval at the Israel plenary.

Areas seen as being of concern / interest:

- Optimal board size for efficient operation
- Reflection of geographic spread of ICR membership
- Definition of Board Officers' tasks
- Continuity of Board membership vs recruitment of new members
- Increased understanding of Board Members' tasks among membership
- Physical presence at both annual board meeting and Annual General Meeting
- Officers' and Members' capacity for ICR work in their regular employment situations

Current ICR Board structure and operations:

- Chair, two Vice-Chairs, Treasurer, Secretary, two officers (membership and archives), six members-at-large = 13 members
- All of the above have full voting rights
- One-third of the Board Members (5) constitutes a quorum
- Management and accountability for ICR funds is a major but not complex task
- With no employees or property assets, ICR has no need for a complex structure of governance
- Communication between Board Members is now quicker and easier via ICT
- Communication between the Board and the Membership is now quicker and easier via ICT
- Official ICR use of social media requires monitoring and management

Structure of other IC Boards:

- Sizes range from 6 (ICLM; Security) and 7 (Costume) to 15 (CECA) and 16 (ICOFOM)
  - ICR with 13 members is in the upper range
- Officer numbers range from 2 (ICMCO; Security) to 7 (ICOFOM)
- Officers are usually Chair, Vice-Chair, Secretary, Treasurer; some have Membership Secretary, Editor; some have combined Secretary/Treasurer
- Officers usually not from same country
  - ICR is the sole exception
- Several ICs have co-opted members for fixed period of time and specific tasks
- Some ICs have regional representatives, as full board members or as non-voting co-opted members
- A limited number have "senior advisors" (past members who are called upon for advice)

Future ICR Board composition as suggested by the above:

- Nine members is a better size for Board providing that quorum remains at one-third
- New Board Members can be recruited with the understanding of their being asked to stand for office after one 3-year term
- New Board Members should be able to be co-opted in cases of early resignations

The working group suggests the following:

- Reduction of Board size to a maximum of 9 members having full voting rights:
  - Chair
  - Vice-chair
  - Secretary or *combined secretary/treasurer*
  - Treasurer or *combined treasurer/secretary*
  - (5-6) Members-at-large who must expect to take on tasks: membership, website, social media, conference liaison, publications

- A global spread of Board Members should be sought after
  - Board members must not be seen as formal representatives of any particular region
  - An international mix of members and perspectives will make valuable contributions to discussions
- The quorum should remain at one-third (a minimum of three members with full voting rights)
  - Should no officers be present, recommendations produced in quorate discussions can be circulated to the entire Board
  - Formal decisions can be reached later and endorsed electronically by individual Board Members
- Additional members can be co-opted for fixed terms on special projects, such co-option to cease on completion of task and submission of report to Board
- Co-opted members can be invited to Board meetings with speaking, but not voting rights
- A combined secretary/treasurer justifies the selection of a second Vice-Chair as a clear succession planning route
- Use of ICT may mean that virtual board meetings via Skype and conference calls can replace meetings at which Board Members are physically present

Recommended conclusion:

- ICR's Statutes should be changed according to the proposal shown above concerning the size of the Board (nine members).
- In order for this change to be in effect for Milano 2016, it must be approved this year at the Israel Plenary.
- The Israel Plenary should also authorize the Nomination Committee/Working Group to carry out the 2016 election according to the proposal shown above.

Blanca González

Rune Holbek

Jane Legget