Introduction

The Faculty has been discussing changes to the way it is governed. Members will have had the opportunity to see and comment on the draft proposals and recommendations for the new governance arrangements earlier in the year. Views were then fed into the Faculty Board meeting in February 2013 where Board members discussed and voted on the recommendations in the paper.

These outcomes have now been incorporated into this final consultation document attached, and your further comments are welcomed:

- **Online** - via the link [http://tinyurl.com/bsb8t7v](http://tinyurl.com/bsb8t7v); or
- **Email** – to Judy Dodds, [jdodds@rcseng.ac.uk](mailto:jdodds@rcseng.ac.uk).

Overview

The review has been carried out to create a more effective, focussed governance structure, with clear lines of responsibility. One of the key changes is that the size of the Board will reduce from 29 to 14 seats. *Divisional and national* seats will no longer exist and will be replaced by *regional* seats. Each regional Board member will represent up to two divisions. There is a breakdown of the regional structure in the paper.

There had been some concerns from members that divisions would also merge as a result of these changes. This is not the case and it is intended that divisions continue to exist and operate as they do currently. It is just their representation on Board which will change. These changes and all the others proposed are outlined in the consultation document.

Timeline for consultation and implementation

It is planned that the new governance structure is implemented in 2014. Elections for the regional seats would take place from early 2014 with the existing Board demitting in June 2014, and the new Board constituting thereafter. The process for consultation and implementation is outlined below:

<table>
<thead>
<tr>
<th>Event</th>
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<tbody>
<tr>
<td>Formal consultation with members</td>
<td>April to end May 2013 (AGM on 10th May)</td>
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Final Consultation Paper

1. Roles of the FGDP(UK) Faculty Board and Executive

   (i) Faculty Board
   The Board will act as the governing body and professional forum for the Faculty. It will delegate authority for the delivery of the organisational objectives to the Dean's Committee, which will be selected from the Board, and which will act as the Executive Management Committee of the Faculty.

Specifically, the Board will:

a. provide the strategic input and direction for the Faculty;
b. act as a forum for professional issues;
c. delegate responsibility for the delivery and management of operational objectives of the Faculty to the Executive and the Director of FGDP(UK). The Board will hold them to account for the achievement of the strategic and business plans.

(ii) Faculty Executive
The Executive will:

a. oversee the implementation of the annual business and strategic plans and act as the decision making body on operational issues.

(iii) Schedule of delegated authority
The delegated levels of authority for the Faculty Board, Executive, committees and staff will be developed.

Change to current structure:
There will now be a split in responsibility between the Board and the Executive. This change moves the Board away from being responsible for both strategic and operational decisions and so frees it up to focus more on strategy and professional direction.
It will also enable the Faculty to react more quickly through a smaller, more frequently meeting Executive.

2. Size and composition of the Faculty Board

The Board will comprise 14 members:
- 13 regional members; plus
- the Dean.

The Dean will be elected from within the Board but once elected will resign his/her constituency seat. This will initiate a by-election in that regional constituency. As at present, the Dean will stand for election annually and will hold the post for a maximum of three years.

The 13 elected members will each represent a regional constituency as detailed in table 1. The regional constituencies will comprise one or more of the existing divisions.
Change to current structure:
The Board will reduce from 29 to 14 members.
National and divisional seats will be replaced by regional seats.

Note:
There will be no change to the existing divisional structure of the FGDP (UK). However, Divisions will in future secure their representation to the Board through their regional representative.
The arrangement of the regional constituencies is designed to maintain the national distribution of representatives on the Board.

Table 1: Divisions represented by regional constituencies

<table>
<thead>
<tr>
<th>Regional Constituency and Division(s) therein</th>
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</table>
| 1   | South West
| 2   | Mersey and North West
| 3   | Yorkshire and Northern
| 4   | West Midlands
| 5   | Trent and East Anglia
| 6   | Central London
| 7   | Wessex and Oxford
| 8   | North East and North West Thames
| 9   | South East and South West Thames
| 10  | East Scotland
| 11  | West and North Scotland
| 12  | Northern Ireland
| 13  | South and North Wales

3. Election of Regional Members

Elections will be held within each regional constituency to elect a representative from that region to sit on the Board. All eligible members from the Division(s) within a constituency can both stand for election as a regional representative and vote for a regional representative.

The voting will be carried out on an alternative vote system so that the regional representative is elected on a majority of the votes cast.

Change to current structure:
Elections to the Faculty Board have historically been on a "first past the post system". One of the disadvantages of this system is that a candidate is often elected without receiving a majority of the votes cast.

It is envisaged that there will be strong competition for each of the regional constituencies. This could give rise to votes being spread very widely, and a candidate being elected on a small proportion of the votes cast and possibly a minority of overall votes when employing a "first past the post system". The alternative vote system will ensure a person is elected with a majority of the votes cast. (See appendix 1 for an example of how this could work in practice)
4. Terms of Office

(I) Dean

The Dean's term of office will be a maximum of three years subject to annual re-election by the Board.

The Dean will leave the Board at the time of demitting office. If the Dean were eligible for a further period of office, it would be open for them to stand for election to the Board again.

(ii) Vice Deans

The Vice-Dean's term of office will be a maximum of two years, subject to annual re-election to the Board. The vice-dean's seat will not be protected from re-election during their term of office.

Change to current structure:
This represents no change from the current situation.

(iii) Board Members

Board members will have a maximum term of office of nine years which can be served either continuously or separately. Each term of office can be up to three years, and a maximum of three terms can be served.

There will be an exception to this clause for the transition arrangements from the old to the new Board. All those Board members who have accrued nine years or more service by June 2014 will be allowed a further three year term, subject to re-election in May 2014.

Change to current structure:
In the present Board structure there is no time restriction to length of service. This is out of step with the other structures within the RCS (Eng). FDS and College Council both having a maximum of 10 years in office.
Limiting the length of office of Board members will also encourage new opinions and individuals to come to the fore.

5. Co-option to Committees

The Dean and the Revision Committee will have the power to co-opt divisional officers and other experts, both internal and external to the Board, to serve on Faculty Committees.

Change to current structure:
The Faculty currently co-opts individuals to committees. It is intended in future to formalise this process and co-opt more divisional officers and others, and to include them more closely in the work of central faculty thereby improving the links between divisions and Faculty Board.
6. Service on other Faculty Boards

Members who wish to put themselves forward for election to the FGDP(UK) Board must not already be serving on the Board or Council of another Dental Faculty of a Royal College in the UK or Republic of Ireland.

A member who has served on another Dental Faculties’ Board or Council is only eligible to stand for the FGDP (UK) Board after 12 months have elapsed since standing down from the former Board or Council.

7. Conflicts of interest

Faculty members holding paid consultancies with the faculty will not be eligible to serve on the Board.

This will apply to members who hold paid, on-going contracts with the Faculty. It will, for example, include course directors and course tutors but will exclude those who receive one off payments or honoraria for occasional lecturing.

8. Register of interests

A register of interest will be maintained for all members of the Board in order to promote openness and accountability. The current register of interests will be reviewed to ensure its format and categories meet current good practice.

9. Attendance at the Board

A register of attendance will be maintained for board and other committees. The responsibilities of an elected Board member include:

- Attendance at all Board meetings. Normally three meetings per year;
- Attendance at all appointed committee meetings.

Non-attendance at two or more consecutive Board meetings and / or committee meetings without approval of the Dean will normally trigger a by-election in that member’s seat.

Change to current structure:
This is an amendment to the recommendation previously put forward on attendance at the Board.
10. Implementation of new arrangements

(i) Transition arrangements

The new Board will be elected during the first half of 2014 and become constituted from the end of the June 2014 Board meeting.

It is envisaged that continuity will be maintained at a minimum by the Dean being elected by the existing board and serving in that office at the commencement of the new Board.

Terms of office on the new Board will be staggered to avoid the whole board becoming eligible for re-election at the same time, three years down the line. The following terms of office are proposed:

Of the 13 regional seats:
- 6 members serve a two year term, from June 2014 to June 2016
- 7 members serve a three year term from June 2014 to June 2017

Thereafter, all members will serve a three year term as per 4(iii).

It is proposed that lots are drawn to determine which regional seats serve which length of office.

Note:
This arrangement is to be agreed.

(ii) Timetable

The following timetable is proposed for the next phase of consultation and implementation:

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Appendix 1

Example of an alternative vote system

Assume a regional constituency has six candidates standing. 300 votes are cast

<table>
<thead>
<tr>
<th>Candidate</th>
<th>Votes</th>
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<tbody>
<tr>
<td>A</td>
<td>90</td>
</tr>
<tr>
<td>B</td>
<td>70</td>
</tr>
<tr>
<td>C</td>
<td>50</td>
</tr>
<tr>
<td>D</td>
<td>49</td>
</tr>
<tr>
<td>E</td>
<td>30</td>
</tr>
<tr>
<td>F</td>
<td>11</td>
</tr>
</tbody>
</table>

Under first past the post:  
Candidate A is elected even though he or she has received only 90 of the 300 votes cast (30%).

Under alternative vote system:  
Each voter indicates a first and second preference. In this example, candidate F would drop out and the second preferences of his or her voters reallocated. The candidate with the lowest number of votes after the redistribution would then drop out, and so on, until one candidate is in possession of over 51% of the votes cast.