

# NOTES FOR PROSPECTIVE MANAGEMENT COMMITTEE CANDIDATES

March 2019



Thank you for your interest in standing for the Management Committee of the Society of Authors “SoA”.

We are very grateful to members of the Management Committee for the time and energy they devote to the SoA. The notes below set out a brief précis of the duties of MC members and information about the Society of Authors.

If you are elected, we will send you full information with information for reference throughout your term.

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About the Society of Authors

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If at any time you have any questions or need any further information do not hesitate to contact the Chief Executive, Nicola Solomon, or the Chair, David Donachie.

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## ABOUT THE SOCIETY OF AUTHORS

The SoA is a trade union for professional authors. It exists to empower authors and has over 10,600 members from all areas of writing including fiction and nonfiction, poets, illustrators, translators, performers and broadcasters. We also welcome emerging writers and poets. For the eligibility criteria see [here](#).

As a member you will be aware of the very broad range of the SoA's services and we urge you to explore the website for the full scope of our work. A summary is below.

The SoA's current 5-year strategy plan can be found [here](#).

### **1. Contracts and other member advice** including:

- a) Tax
- b) Contracts
- c) E-publishing
- d) Negotiating, marketing and selling
- e) Small claims and chasing debts
- f) Legal - defamation, privacy, copyright
- g) Wills and Estates
- h) Miscellaneous

### **2. Collective negotiation**

Negotiation on rates and collective bargaining, for instance with the BBC.

- a) Monitoring, inform and lobbying:
  - (i) Liaison with other trade bodies
  - (ii) Negotiation and lobbying with publishers and agents on e.g. eBook royalties and
  - (iii) Industry campaigns, e.g. World Book Day and Night
  - (iv) Liaison with Pressure Groups; Libraries Campaign, Pen, Libel Reform etc.
- b. Comment to press on publishing industry matters
- c. Monitoring, informing and influencing the political process
  - (i) Tax
  - (ii) Improved Public Funding and resource support for literary creation e.g. PLR, defamation and copyright, libraries and reading

### **3. Prizes**

### **4 Grants, Pensions and awards**

### **6. Membership Discounts and Benefits**

### **7. Membership Information and Community**

- a) Groups
- b) Author Magazine
- c) Website
- d) Rates and Surveys
- e) Social Media
- f) Social Events
- g) Forum
- h) Professional development - training courses and workshops

### **8. Managing Literary Estates**

## ABOUT THE MANAGEMENT COMMITTEE

### Structure

The SoA is a limited company (with a share capital of £70). The Management Committee works as a team to make decisions and has ultimate responsibility for the SoA. All major policy and strategy decisions are taken by the Management Committee and is accountable to members, while the administration of the SoA and the day-to-day running of the office lie with the Chief Executive, Nicola Solomon, and the staff. A list of current staff members and their duties can be found [here](#).

The Management Committee consists of 12 elected professional writers who serve for three years. Management Committee members are unpaid volunteers who receive just out-of-pocket-expenses. Each member has an equal say and equal vote, although the Chair has a casting vote. The Honorary Treasurer (Barry Kernon), the Chief Executive and the Chairs of the following SoA groups - the Scriptwriters Group, the Children's Writers and Illustrators Group, the Educational Writers' Group, the Society of Authors in Scotland and the Translators Association, also have the right to attend meetings and speak but do not have a vote. A list of current Management Committee members can be found [here](#).

The Management Committee elects a new Chair every two years (which may mean an extension of the term of office of the Chair).

Management Committee members are directors of the company. The SoA also manages around 13 charitable trusts which give out grants and prizes. The SoA is corporate trustee of most of these and, accordingly the Management Committee members are also responsible as a trustee for these. Management Committee members therefore have all the duties of a director and trustee set out below although most of the day-to-day duties are delegated to the staff.

The SoA's President is Philip Pullman. The President is an Ambassador for the SoA and comments on broad policy issues but has no role in the direction or governance of the SoA. The SoA also has a Council of eminent writers. Council Member is an accolade conferred on members of high standing who have been exceptional in their support of the SoA. The list of current Council members can be found [here](#). The Council has two powers: they elect the President and if the SoA ceases to exist for any reason, they will ensure that any assets are passed to a similar organisation.

### Duties of Management Committee

The Management Committee works as a team to make decisions and has ultimate responsibility for the SoA. All major policy and strategy decisions are taken by the Management Committee, while the administration of the SoA and the day-to-day running of the office lie with the Chief Executive, Nicola Solomon, and the staff.

The Management Committees duties include:

- **Internal controls:** The Management Committee should maintain and regularly review the SoA internal controls, performance reporting, policies and procedures.
- **Setting strategy:** working with the staff to set the strategy goals for the SoA.
- **Prudence:** The Management Committee must act prudently to protect the assets and property of the SoA and ensure that they are used to deliver the SoA's objectives.
- **Managing risk:** The Management Committee should understand and regularly review the risks to which the SoA is subject and take action to manage the risks identified.
- **Managing staff and volunteers:** The Management Committee needs to understand the distinction between employees and volunteers and ensure that good practice in the recruitment and management of both staff and volunteers is in place.

As a Management Committee member you are a director of the company and a corporate trustee of the associated trusts and charities.

It is the responsibility of Management Committee members to:

- Act within the governing document and the law – being aware of the contents of the [SoA's governing document](#) and the law as it applies to the SoA.
- Act in the best interests of the SoA as a whole – considering what is best for the organisation and its beneficiaries and avoiding bringing the SoA into disrepute.
- Manage conflicts of interest effectively – registering, declaring and resolving conflicts of interest. Not gaining materially or financially unless specifically authorised to do so.
- Respect confidentiality – understanding what confidentiality means in practice for the SoA, its Management Committee and the individuals involved with it. See the [Meetings Protocol](#) on the Management Committee Guidance page.
- Have a sound and up-to-date knowledge of the SoA and its environment – understanding how the SoA works and the environment within which it operates.
- Attend meetings and other appointments or give apologies – considering other ways of engaging with the organisation if regularly unable to attend meetings.
- Prepare fully for meetings and all work for the SoA – reading papers, querying anything you don't understand and thinking through issues in good time before meetings.
- Actively engage in discussion, debate and voting in meetings – contributing positively, listening carefully, challenging sensitively and avoiding conflict.
- Act jointly and accept a majority decision – making decisions collectively, standing by them and not acting individually unless specifically authorised to do so.
- Work considerately and respectfully with all – respecting diversity, different roles and boundaries, and avoiding giving offence. [View the Dignity and Respect section of the website](#)

You must obey the **law**:

- company law requires you to ensure that the staff produce proper accounts and send various documents to Companies House
- other laws include areas such as health and safety, employment law and tax
- you may be responsible for the actions of SoA employees

Acting improperly can, in extreme circumstances lead to fines, disqualification from being a director, personal liability for the SoA but, in practice most of these functions are carried out routinely by the SoA.

### Meetings

Meetings are usually held on Thursdays at the SoA Offices from 2.30pm to around 5.30pm in January, March, May, July, September and November. If you are elected, you will be invited to attend the meeting fixed for 14 November 2019 as an observer and encouraged to attend the AGM in London on 21 November 2019. The first meeting you will be eligible to attend as a voting member will be in January 2020.

The provisional 2020 Management Committee meeting dates are:

- 23 January 2020
- 26 March 2020
- 21 May 2020
- 16 July 2020
- 17 September 2020
- 19 November 2020

The AGM will be held in London in November 2020 (date to be confirmed).

Committee members are urged to attend as many meetings as possible. They are also encouraged to become active members of the subcommittees. Management Committee members also receive and are asked to consider issues between meetings by email.

The SoA Awards Party is in June-July and Management Committee members will be invited and are encouraged to attend. They will also be invited to attend the Translation Prizes and other outside events.

The SoA provides annual training for Management Committee members.

### **Eligibility**

Candidates must have been full (i.e. not Associate or Student) Members of the SoA for at least three months.

No candidate may:

- be an employee of the SoA;
- have previously served on the Management Committee for two consecutive terms of office unless a period of one year has elapsed.

All nominees must declare their willingness, if elected, to fulfil the role and commitments of a member of the Management Committee and declare that they are not disqualified to act as a director.

## **TIMETABLE AND PROCEDURE FOR MANAGEMENT COMMITTEE ELECTIONS**

### **29 July**

Proofs received from Electoral Reform Services. Candidates sent a statement proof to check and return by 8 August.

### **8 August**

Deadline for candidates to return proofs.

### **16 September**

Ballot opens. Statements and photographs posted on the SoA website.

### **Around 16 September**

Statements and ballot papers sent to all UK members with the autumn issue of *The Author*.

### **23 October**

Ballot closes at noon.

### **By 29 October**

Ballot results announced to candidates and posted on the website.

Successful candidates will be invited as an observer to the Management Committee meeting on **14 November** and the AGM on **21 November**. The first meeting as a full member will be **23 January 2020**.

## **LOBBYING AND CAMPAIGNING: ADVICE FOR CANDIDATES**

You are welcome to campaign and contact members to encourage them to vote. However, the SoA cannot facilitate any campaigning. Electoral Reform Services has advised us that we must be seen to be strictly neutral and we are therefore unable to forward any messages or campaign material to members or to publish such material.

### **Means of Lobbying**

Lobbying is considered “direct marketing” in law. You must therefore comply with the guidance set out in [https://ico.org.uk/media/for-organisations/documents/1589/promotion\\_of\\_a\\_political\\_party.pdf](https://ico.org.uk/media/for-organisations/documents/1589/promotion_of_a_political_party.pdf)

In brief, The Privacy and Electronic Communications Regulations give people privacy rights in relation to electronic communications. There are specific rules on emails, texts and faxes – you can only contact people who have agreed to receive electronic marketing (and canvassing for votes counts as marketing). We advise against keeping email addresses of Society of Authors’ members in order to contact them in relation to elections.

Collecting and keeping such information is controlled under the General Data Protection Regulation. If you decide to stand for Management Committee we will provide you with further guidance Notes for Management Committee Candidates.

### **Content of lobbying**

The Management Committee has agreed that, for SoA elections, all lobbying should comply with the ASA’s rules and be “legal, decent, honest and truthful”.

That means, for example, that you should not denigrate other candidates or imply that there may be concerns without specifying the facts <https://www.cap.org.uk/Advertising-Codes/Non-Broadcast.aspx>