

Hackspace Manchester
Sub-committees of the Board of Directors
COMMON TERMS OF REFERENCE

1. The Board of Directors (“the Board”) has established the following Sub-committees to which it has delegated authority to exercise powers on behalf of the Board for certain functions, and in addition delegated responsibility to make recommendations to the Board for decision. The relevant functions are listed under the appropriate Sub-committee heading in Appendix A.

The Finance Sub-Committee (FSC);
The Procurement Sub-Committee (PSC);
The Membership Sub-Committee (MSC);
The Health & Safety Sub-Committee (HSSC);
The Infrastructure Sub-Committee (ISC);
The Outreach Sub-Committee (OSC).

2. In accordance with the Articles of Association, the Board may add to, remove or amend any or all of those functions at any time.
3. Meetings of all Sub-committees are open to all Members to attend and raise their views, whether or not they may sit as members of that Sub-committee though only members of the subcommittee may vote on decisions.
4. Membership of each sub-committee will include by default 2 board members and at least 3 other members. Members can be nominated to subcommittees via election following the same rules as Board of Directors elections (if determined by the Board as the most appropriate way), self-nomination and approval from the board or by being co-opted by a sub-committee (see section 5)
5. Each Sub-committee shall have the power to co-opt Members to serve as members of the Sub-Committee, provided that:-
 - 5.1 such co-optees would not otherwise be excluded from serving as the Director of a Company under the terms of the Companies Acts; and
 - 5.2 such co-optees are members of Hackspace Manchester; and
 - 5.3 the names of all such co-optees are submitted to and approved by the Board of Directors following the meeting of the Committee at which the co-option took place. Such approval may be granted by email, telegram, telephone call or other means of communication.
6. The Chair of each Sub-committee shall be decided upon annually by a simple majority vote of the membership of the subcommittee and formally approved by the Board.
7. Membership of Sub-Committees is for a period of two years, Members may be reappointed to the subcommittee after this time.

8. The quorum necessary for the transaction of business shall be either 3 or 50% plus 1 of the current membership of the subcommittee whichever is greater.
9. A duly convened meeting of the Sub-committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in, or exercisable by, the Sub-committee.
10. Dates for all Sub-committee meetings (“the Meetings Calendar”) shall be agreed between the Board and the chair of each sub-committee each year following the Directors Election cycle and approved at the first board meeting of the governance year (normally October) and published by the Company Secretary (or their delegate).
11. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed and supporting papers, shall be forwarded to each member of the Sub-committee and posted onto the Hackspace Forum at <https://list.hacman.org.uk> usually no later than 4 (four) working days before the date of the meeting. The agenda shall be copied to the board via email to board@hacman.org.uk.
12. Meetings of each Sub-committee shall be conducted in accordance with the provisions of the Manchester Makers Ltd (Hackspace Manchester) Articles of Association governing the proceedings of directors.
13. Each subcommittee shall ensure accurate minutes are recorded and made available within 7 days following the meeting to the Board via email and uploaded to the SubCommittee Minutes Repository on GitHub
14. The Chair of each Sub-committee shall submit a report to the Board in advance of a Board Meeting on any other matters to which it is felt that the Board’s attention should be drawn. The Chair of each Sub-committee may also be required to respond to questions from the Board on the business conducted at meetings of their Sub-committee. The agenda for every meeting of the Board shall contain a standing item to this effect.
15. Each Sub-committee will have the power to setup working groups made up of members of the Sub-Committee and other Members of the Space to work on a specific project or activity (Tiger Teams)
16. Formal recommendations made by each Sub-committee shall be included in the Sub-committee Chair’s report to the Board of Directors and will be voted upon in the manner of any resolution laid before the Board of Directors.
17. The Board may at any time review its Sub-committees and may either establish new Sub-committees, or vary the functions of, or wind up any Sub-committees, to assist it in fulfilling its responsibilities.
18. All Subcommittees should prepare a report for the members meeting following their meeting

19. **Appendix A** to this document contains individual terms of reference for sub-committees of the Board.

Manchester Makers Ltd
Sub-committees of the Board of Directors
INDIVIDUAL TERMS OF REFERENCE

THE FINANCE SUB-COMMITTEE

1. Purpose

The Committee shall act on behalf of the Board of Directors to carry out, although not exclusively, the following functions:-

- 1.1 to oversee financial planning and make recommendations to the Board of Directors accordingly;
- 1.2 to safeguard organisational assets;
- 1.3 to monitor that funds are adequate and available for the strategic plan;
- 1.4 to anticipate in resolving financial problems;
- 1.5 to ensure that accurate and complete financial records are kept;
- 1.6 to ensure that the Board of Directors receives accurate and timely financial reports;
- 1.7 to facilitate all Board members to understand financial statements as well as the general financial situation of the organisation;
- 1.8 to work with the Space Accountant to ensure that the statutory financial reporting and compliance regulations are duly satisfied;
- 1.9 to act as signatories for the Manchester Makers bank account
- 1.10 to carry out cash ups and bank runs for depositing of cash
- 1.11 To have the delegated power to approve any expenditure up to £300 without board approval.

2. Membership

The Committee shall be made up of: 2 Members of the Board of Directors and no fewer than three long term members of the Space (this is defined as members who have held membership in the space for at least 2 years). In attendance shall be the accountant to the space

the Chair of the Board of Directors *ex officio*, the Treasurer *ex officio*, and no fewer than 3 (three) additional Trustees nominated by the Board; and co-opted members. In attendance shall be the Chief Executive; the Director of Finance and Resources; and the Head of Finance.

3. Frequency of meetings

The Committee shall meet every 2 months, generally in months where a meeting of the Board of Directors or Members Meeting is not scheduled to take place.

4. Additional meetings

Additional meetings of the Committee may be called by the Chair of the sub-committee at the request of the Board of Directors.

5. Authority

This committee is authorised to:

- Appoint an accountant and where appropriate an auditor for the Space
- To approve any expenditure up to £300

To act as signatories to any Bank accounts held by Hackspace Manchester

THE MEMBERSHIP SUB-COMMITTEE

1. Purpose

The Committee shall act on behalf of the Board of Directors to carry out, although not exclusively, the following functions:-

- 1.1 to manage the day to day administration of Membership Management;
- 1.2 to review membership procedures, policies and processes;
- 1.3 to carry out regular membership engagement activities;
- 1.4 to maintain relationships with existing members
- 1.5 to consider and approve a programme of non equipment specific inductions;
- 1.6 to assist the Board of Directors in conjunction with the Finance Sub-Committee to formulate any changes to the membership structure or fees;
- 1.7 to deal with in a timely all correspondence from members or potential members;
- 1.8 to ensure that there is compliance with all General Data Protection Regulations.
- 1.9 to administer the Members Meetings.
- 1.10 to administer Members Storage

2. Membership

The Committee shall be made up of: a Chair, who shall not be a Board Member, 2 Board Members and no fewer than 2 (two) additional Members.

3. Frequency of meetings

The Committee shall meet not less quarterly unless requested by the Board of Directors

4. Authority

This committee is authorised to:

- Access the Membership and Help-desk systems
- Engage with Members directly

THE INFRASTRUCTURE COMMITTEE

1. Purpose

The Committee shall act on behalf of the Board of Directors to carry out, although not exclusively, the following functions:-

- 1.1 to manage the physical and digital infrastructure of the space including but not limited to electrical and plumbing, access control, servers, networking and space;
- 1.2 to engage professional advice where required and, if necessary, make recommendations to the Board;
- 1.3 to create action plans for space improvement works;
- 1.4 to lead on the organising and management of Hack the Space Days;
- 1.5 to ensure proper compliance with current and new regulations
- 1.6 to establish tiger teams for short or long term projects

2. Membership

The Committee shall consist of no fewer than 3 Board Members and at least 3 other space members

3. Frequency of meetings

The Committee shall meet 2 (two) times each year

THE HEALTH & SAFETY SUB-COMMITTEE

1. Purpose

The Committee shall act on behalf of the Board of Directors to carry out, although not exclusively, the following functions:-

- 1.1 to manage the health and safety processes for the space;
- 1.2 to make recommendations to the Board on health and safety related issues
- 1.3 to ensure an effective induction process for equipment and areas of the space
- 1.4 to review and recommend for approval by the Board all equipment and general risk assessments;
- 1.5 to ensure compliance with all Health and Safety legislation;
- 1.6 to ensure the adequate record keeping of all tool maintenance and training logs

2. Membership

The Committee shall be made up of at least 2(two) board members; and no fewer than 3 (three) Members nominated by the Board; and co-opted members

3. Frequency of meetings

The Committee shall meet not less than quarterly.

THE OUTREACH SUB-COMMITTEE

1. Purpose

The Committee shall act on behalf of the Board of Directors to carry out, although not exclusively, the following functions:-

- 1.1 to support the marketing and advertising of the space through outreach;
- 1.2 to organise and attend appropriate events both internally and externally;
- 1.3 to manage, create content and engage with members, potential members and the public on social media;
- 1.4 to be the first point of contact for enquiries, answering help-desk and email enquiries;
- 1.5 to explore and apply for funding and sponsorship opportunities for the space;

2. Membership

The Committee shall consist of: no fewer than 3 (three) Board Members and at least 3 Members nominated by the Board; and co-opted members.

3. Frequency of meetings

The Committee shall meet quarterly.

THE PROCUREMENT SUB-COMMITTEE

6. Purpose

The Committee shall act on behalf of the Board of Directors to carry out, although not exclusively, the following functions:-

- 1.1 to carry out purchasing requirements for the space based on snackspace and the consumables list(s);
- 1.2 to carry out reviews of purchasing, amending the consumables list(s) as required;
- 1.3 to monitor consumables;
- 1.4 to report purchasing and provide of receipts to the Finance Sub-Committee;
- 1.5 to act as point of contact for teams requiring purchasing of consumables;
- 1.6 to ensure that the Board of Directors receives accurate and timely purchase reports;
- 1.7 to have the delegated power to approve expenditure from items on the consumables list(s) up to £100/£300 for snackspace without board approval.

7. Membership

The Committee shall be made up of: 2 Members of the Board of Directors alongside any interested member with the commitment to the space.

8. Frequency of meetings

The Committee shall meet every 2 months, generally in months where a meeting of the Board of Directors or Members Meeting is not scheduled to take place.

9. Additional meetings

Additional meetings of the Committee may be called by the Chair of the sub-committee at the request of the Board of Directors.

10. Authority

This committee is authorised to:

Purchase approved consumables (up to the value of £100) and snackspace up to the value of £300

To have a Hackspace Pre-Paid Card for purchasing consumables

To authorise consumables requests from teams.