

Architects Registration Board

Board Members' Handbook

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1. Preface

The Board Members' Handbook is an outline of the work of the Board, and the role of its members and executive staff. It covers in broad terms the tasks that the Board performs, and how those tasks should be executed following principles for public life. It is intended as a useful guide to members as to what may be expected from them and the standards they should follow. It is particularly important that members take care to understand and follow the spirit of the guidance set out. The handbook also contains some relevant reference material.

The other main sources of further help and guidance in working through this material will be the body you have joined, and in particular, the Chair, Vice Chair and Registrar. They will be able to provide you with most of the advice and information that you are likely to need during your time as a member of ARB's Board.

2. Introduction to the Board

2.1 The Board's responsibilities

The Architects Registration Board (ARB) was established by an Act of Parliament, the Architects Act 1997 (the Act). ARB is the independent statutory regulator of all UK registered architects. Its key activities are to:

- keep an up to date register of architects
- prescribe the qualifications and practical experience that lead to registration
- set other requirements for those who wish to register or remain on the register
- issue a Code of Conduct which architects are expected to follow
- promote good standards in professional practice
- provide consumers with an accessible service in cases of complaint about the conduct or competence of an architect
- consider disciplinary action against architects where there is an allegation of unacceptable professional conduct or serious professional incompetence
- investigate and prosecute unregistered individuals in business or practice who unlawfully call themselves an architect.

In order to undertake the tasks assigned to it by the Act, the Board has various powers including the right to make rules, to establish committees and to appoint staff. It also has the duty to appoint a Registrar. The Act (and this Handbook) distinguishes between the roles of the Board and of the Registrar. Although "ARB" and "the Board" refer to the same body, for ease of reference, the term "ARB" is used to refer to the organisation as a whole, comprising the Board, the Registrar, and the staff.

The structure of the Board, along with its powers and duties, is founded in the Act. The Board must provide leadership to ARB and agree its strategy in order to fulfil its statutory obligations. The Board must also set cost-effective plans to implement the strategy and ensure that good governance standards are complied with. In delivering the statutory functions of ARB, the Board should hold the Registrar to account for the management of ARB and for the delivery of agreed plans within budget.

A copy of the Act is at Appendix A.

2.2 The role of Board members

The role of Board members is to support ARB in fulfilling its statutory duties. To ensure that it is well-informed, members are expected to contribute their views on issues the Board has to consider, and to participate fully in ARB's strategic development and decision making. This will necessitate attendance at Board and committee meetings, as well as dealing with interim correspondence. Board members should satisfy themselves that the Board takes the decisions it needs to in order to fulfil its statutory responsibilities, and that it properly delegates other decisions. Board members are therefore expected to have an understanding of the environment and legal framework in which ARB operates.

2.3 The role of the Chair

The Chair's main role is to provide leadership and direction to the Board in carrying out the tasks assigned to it under the Act. The Chair will ensure that all members of the Board are fully informed about their roles. The Chair will also ensure that meetings are conducted fairly, with all Board members being given a reasonable opportunity to put forward their views, and that an accurate minute is made of all decisions reached. The Chair will endeavour to develop and maintain a positive relationship with the sponsoring Government Minister and relevant stakeholders, and will represent the Board to other bodies and to the public as appropriate. The Chair will also establish a relationship of trust with the Registrar, providing support and advice whilst respecting the Registrar's responsibilities.

2.4 Constitution

The Board is constituted in accordance with the First Schedule of the Act. It consists of seven elected members and eight appointed members. The seven elected members are registered architects, elected in accordance with an electoral scheme made by the Board with the approval of the Privy Council, after consultation with bodies that represent architects. The Board may amend the electoral scheme with the approval of the Privy Council and after consultation with other bodies. Those qualified to elect and be elected must be architects (i.e. persons registered on the Register of Architects).

The eight appointed (lay) members are appointed by the Privy Council, after consultation with the Secretary of State and such other persons or bodies as the Privy Council thinks fit, to represent the interests of users of architectural services and the general public. No registered person is eligible for appointment as an appointed member.

The Board elects a Chair and Vice-Chair from the members of the Board. The elections are held in accordance with the General Rules.

Details of current Board members are shown in Appendix B.

2.5 The Board's General Rules

The Board makes and publishes General Rules (the Rules), which are amended from time to time. The current edition was published 2008, and covers the following matters:

- Meetings and Proceedings of the Board
- Election to the Board
- Election of Chair and Vice-Chair
- Removal from the Board
- Committees
- Application for Registration
- Fees for registration and retention in the Register
- Removal from and re-entry to the Register
- Bodies Corporate, Firms and Partnerships

The Rules also contain two Schedules. Schedule 1 covers the Board's Rules of Debate, with Schedule 2 listing the qualifications and examinations recognised by the Board. The Rules and Schedules are published on ARB's website, and can be found at Appendix C of this Handbook.

2.6 Board meetings

Board decisions are generally taken at Board meetings, although occasionally they may be taken by write-round. In some cases, decisions are taken on the basis of advice or on a recommendation from one of the Board's committees.

Board meetings are normally held five times a year, with the dates scheduled one year in advance. Members are expected to attend all Board meetings. The conduct of Board meetings is covered by the Rules.

The meetings are an opportunity for an individual Board member to put forward a motion for debate, at the discretion of the Chair. The agenda for Board meetings is agreed between the Chair and Vice Chair. To allow proper circulation of motions for debate, Board members should notify the Chair of their motion (with a copy to the Registrar) as early as possible, preferably four weeks before the meeting. The Chair may consider late motions/proposals up to two days before the meeting. Further details on Board procedures are contained in the General Rules (see Appendix C).

2.7 Committees

Much of the work relating to these duties will be delegated to committees, with the Board overseeing their work and making the final decision on any matters put forward. Where appropriate, the Board will also set up working groups, which may have members other than Board members, to inform the Board about the matters it has to decide. The provisions for ARB's committees and advisory groups are in Schedule 1, Parts II and III of the Act.

Members are expected to attend all meetings of committees of which they are a member. Members may attend other meetings as observers provided that this is in the interests of furthering the Board's work, and the Chair of that committee is notified in advance. If attending as observers, members will not be entitled to contribute to the meeting, nor claim expenses/attendance allowance. Section 3 of the Handbook gives details of ARB's committees and working groups.

2.8 Time expectations

In terms of time commitment, Board members can expect to devote a minimum of 20 days during the year for Board business, depending on which committees they are on. In addition to scheduled Board meetings and an annual away day, members will be asked to attend for ad hoc events, such as training days. Also, if a member sits on several committees or groups, the time commitment will be correspondingly greater.

2.9 The Registrar and ARB's Executive Team

Under the Act, the Board is required to appoint a Registrar who is responsible for maintaining the Register of Architects. The Board may also appoint staff but has delegated the appointment of staff and their duties to the Registrar. The Registrar also holds the office of Chief Executive and manages the staff on the Board's behalf.

The Registrar is assisted by the Executive, which in addition to the Registrar, comprises the Deputy Registrar (who is also Head of Registration) the Head of Qualifications, the Policy Adviser and the Finance Manager. The Registrar and staff are responsible for the operational aspects of the Board's work and for implementing Board policy. The key activities of the staff are summarised in Section 4.

2.10 Corporate and Business Plans

The Board sets a three year strategic corporate plan and operates according to an annual business plan. The initial scoping for the content of the business plan will normally take place at the Board's annual away day. This is then developed by the Executive and staff, for consideration by the Finance and Establishment Committee, which also oversees progress. The Finance and Establishment Committee then puts the Business Plan to the Board for approval. The plan is revised annually and informs the budget for the year in question.

2.11 Equality and Diversity

Members must promote equality and diversity and avoid discrimination on grounds of gender, race, disability, age, sexual orientation or religious beliefs. See Appendix D for ARB's policy on equality and diversity.

2.12 Administration

ARB's staff can assist members with travel arrangements, hotel accommodation, access to ARB's intranet, expenses, etc. Details of how to claim expenses are shown at Appendix E.

3. Committees and Groups

Brief details of the various committees established by the Board, along with their remit, are set out below. Each committee's terms of reference are set out in Appendix F. The Board establishes ad hoc advisory groups and working parties from time to time. Details of the current working groups are in Appendix G. The Appendix will be updated when changes to membership/groups occur.

3.1 The Professional Conduct Committee (PCC) Investigations Committee (IC)

These committees are established under the Act to deal with complaints made against Architects. There are no separate Terms of Reference for these two Committees over and above what is contained in the Architects Act 1997 and the Investigations Rules and Professional Conduct Committee Rules. The constitution and structure of the PCC is laid down in the Act which is supplemented by the PCC Rules.

3.2 Finance and Establishment Committee

The Board appoints a Finance and Establishment Committee (FEC) to deal with the finances of ARB. The terms of reference outline the Committee's responsibilities.

3.3 Prescription Committee

This Committee's main role is to oversee the procedures for prescribing qualifications. The Committee reviews applications for prescription, and ensures that the Board receives sufficiently clear material to enable it to make decisions in relation to the prescription of qualifications. This Committee also oversees matters relating to the Prescribed Examination, the Part 3 Oral Examination, the work of the Competency Standards Group and the maintenance of competence.

3.4 Board Complaints Committee

This Committee considers complaints or disputes arising between Board members, or between a Board member and a member of staff, which cannot be resolved in the ordinary course of business. The complaints procedure is set out in Appendix J.

4. The Executive Team & Staff

ARB's work is conducted by a small team of 19 staff led by the Registrar and the Executive team. The work is broadly divided into the following areas.

4.1 Qualifications Department

Developing and implementing policies relating to the Board's prescription of architectural qualifications and monitoring competence; European legislative process; liaison with government departments/RIBA/other external bodies in relation to educational issues/Architects Council of Europe; writing reports for the Board to consider; liaison with the UK schools of architecture; presentations to students; managing the department's budget; dealing with correspondence.

4.2 Registration Department

Production and maintenance of the Register; maintaining and updating ARB's database; Data Protection; dealing with applications from newly-qualified architects; issuing certificates of registration; overseeing the prescribed examination process; implementing the Architects Act and European Directives; retention and other fee collection; managing the issuing of registration cards; readmissions and reinstatements to the Register; removals from the Register due to death, resignation and non-payment of the retention fee; managing the process of competency standards where an individual has been off the register for more than two years; managing the department's budget; dealing with correspondence.

4.3 Professional Standards Department

Complaints handling and managing complaints processes; running the business of the Investigations and Professional Conduct Committees; monitoring development of regulation in society generally; liaison with stakeholders in the regulation process; keeping the Code of Conduct under review; monitoring and evaluating costs of investigation process and PCC hearings; investigating and where necessary, prosecuting cases of misuse of title in the courts; monitoring progress of disciplinary cases sent to the Board's solicitors for reports; dealing with post-PCC hearing correspondence and queries; managing and maintaining the regulation database; managing the department's budget; dealing with issues relating to Professional Indemnity Insurance; dealing with correspondence.

4.4 Corporate Activities

Management of ARB's IT system; development and maintenance of website; general office management; maintaining building services; health and safety; budget management; annual budgets and cash flows; monitoring investment portfolio; banking administration; managing the direct debit system; production of ARB's literature including the Annual Report; communications and public relations; human resources; recruitment and selection; secretarial, front of house, and administrative support services.

The details of ARB's staff are shown in Appendix H.

5. Board Members' Code of Practice

5.1 Introduction

ARB has a responsibility to ensure the effective discharge of its duties.

Guidance on the role of ARB, the role of its members and good practice in undertaking this role can be found in three main sources: the Act; other legislation relevant to the Board; and in the publications of the Committee on Standards in Public Life and related organisations. This Code of Practice has been developed from the information contained in these documents, and is addressed to members of the Board. It is particularly important that members take care to understand and follow the spirit of the Code.

5.2 Corporate responsibilities

The Board must ensure that high standards of corporate management and governance are maintained in the conduct of all its business. As a public corporation, ARB recognises that it must comply with all relevant legislation and good practice guidance. The Board fully accepts and adopts the underlying principles set out below.

5.3 Individual responsibilities

Members share in the corporate responsibility of ARB, and therefore should conduct themselves in a manner so as to support its role. All members must follow the underlying principles set out below, and comply with the Code. In exercising the powers of the Board, members accept certain responsibilities and must recognise that the general principles of law and good practice applying to ARB will be directly relevant to their conduct as Board members. Board members share responsibility for the decisions of the Board or any Committee of the Board, and should cooperate in their implementation. Decisions should be allowed to operate, and if a member thinks that a policy or decision should later be reconsidered, they should seek to achieve this from within the Board. Any alleged breach of this Code by a member will be dealt with using the complaints procedure set out in Appendix J.

5.4 Principles underlying the Code

Public service	Board members have a duty to act in the public interest in accordance with ARB's statutory responsibilities.
Selflessness	Board members have a duty to take decisions solely in terms of the public interest. They must not act in order to gain financial or other material benefits for themselves, their families or friends.
Integrity	Board members must not place themselves under any financial or other obligation to individuals or organisations that might reasonably be thought to influence them in the performance of their duties.
Objectivity	Board members must make decisions solely on merit when carrying out ARB's business.
Accountability and Stewardship	Board members are accountable for their decisions and actions to the public. They have a duty to consider issues on their merits, taking account of the views of others, and must ensure that ARB uses its resources prudently and in accordance with the law.

- Honesty** Board members have a duty to act honestly. Members must declare any private interests relating to their public duties and take steps to resolve any conflicts arising, in a way that protects the public interest.
- Leadership** Board members have a duty to promote and support these principles by leadership and example, to maintain and strengthen the public's trust and confidence in the integrity of ARB and its members.
- Respect** Board members must respect fellow members of the Board and ARB's employees and the role they play, treating them with courtesy at all times.

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5.5 Conduct of Board members

5.5.1 General

Members are elected or appointed to the Board in order to contribute their views on the questions the Board has to consider, to ensure that it is well informed and to participate fully in its decision-making. A Board member has a duty to act in good faith and in the public interest. It is important to note that architects who are members of the Board are not elected to represent professional bodies or any particular sector, but to support the general functions of ARB in accordance with statute and this Code. [See also section 2.2].

5.5.2 Confidentiality

During the conduct of ARB's affairs, Board members might obtain privileged or confidential information pertaining to the Board, or to individuals, companies, universities etc. It should be assumed that Board members are under an obligation to maintain confidentiality in relation to such information. Clearly, this obligation will not apply where the Act authorises or compels publication, as in the case of disciplinary matters. Even in relation to matters which are not confidential, members should proceed with caution, as prematurely revealing information to those outside the Board (for example by email circulation) may cause harm to others, or interfere with the prudent and efficient discharge of the Board's business.

It is particularly important that members should not use information gained in the course of their public service for personal gain or to advance the interests of any particular group or sector, nor seek to use the opportunity of public service to promote their private interests. (selflessness principle - conflicts of interest are discussed further below). Members should also be aware of the Board's policy on matters to be discussed during the open and confidential sessions of Board meetings (see Appendix I).

5.5.3 Negligent statements

Although any legal proceedings initiated by a third party are likely to be brought against the Board as a body, a Board member may be personally liable if they make a fraudulent or negligent statement which results in loss to a third party. A Board member who misuses information gained by virtue of their position may be liable for breach of confidence under the law applicable within the UK.

5.5.4 Dealing with the press

The Board wishes to encourage openness in its proceedings. However, before communicating with the media about the Board's work, members should weigh up the risks involved. Any proposed communication should be discussed with the Chair or Registrar before any comment is made, and a member should be prepared to listen to and take any advice offered.

In briefing the press, the member should take care that any statements made are factually accurate, well considered and well informed, and should not seek to undermine the work of the Board. Members should ensure that there is a clear distinction between their personal opinions and formal statements about Board policy. Board members should not provide information to the media, or do anything which could lead to the disclosure of anything said or discussed at any confidential session of the Board or any of its committees and groups.

5.5.5 Dealing with the wider domain

Board members may also need to articulate developments within the Board on matters of general principle to other audiences and may also wish, on occasion, to take soundings from others on matters which are being or may be discussed. In conducting such discussions, Board members must ensure that matters relating to discussions held in the confidential session of the Board meeting or any of its committees and groups are not disclosed.

5.5.6 Behaviour to other Board members

Board members should treat each other with courtesy, and endeavour to work together in a cooperative and collaborative manner, in good faith and in a spirit of mutual trust and respect.

It is hoped that disputes will not arise, but if they do, the Board has a complaints process, a copy of which is at Appendix J.

5.5.7 Working with staff

Board members are responsible for the staff that the Board engages, and should treat them with respect and courtesy. Not only is this an important requirement of any employer, it also helps to ensure that staff carry out their work smoothly and efficiently. Once the Board agrees that the staff should carry out a particular task, they should be entrusted to do so without interference, subject to appropriate oversight.

5.6 Conflict of Interest

5.6.1 Public duty and private interest

Board members must avoid being in a position where there is, or might reasonably be supposed to be, a conflict between their personal interests and their duty as a Board member. It is not possible to list comprehensively the situations that can arise, but where a member has a connection with an individual or organisation with whom the Board is dealing, or whose interests differ from those of the Board, then it should be declared and any potential conflict considered. Such connections may be direct, or they may be through a family member or business associate. They may also include connections with the Board itself (e.g. where there is a connection with a business supplying goods or services to the Board). As a general guide, if a member is in any doubt as to whether an interest should be declared, that in itself is an indication that it should.

Following the declaration of an interest, the Board or committee concerned must consider whether there is a potential conflict and ensure that the member does not take part in any discussion, decision or vote where the interest might be held to give rise to a conflict.

It is not enough to avoid actual impropriety. Board members must at all times avoid any occasion for suspicion and any appearance of improper conduct.

5.6.2 Disclosure of pecuniary and other interests

A Board member may, on occasion, be at a meeting where a decision is to be taken on a matter where they have an interest, for example, a contract with a company where they are an officer or shareholder, or where they have a business, professional or personal relationship. Board members must disclose both direct and indirect pecuniary interests (including those of family members and business partners) which they may have in any matter coming before the Board or any of its committees or working parties.

Non-pecuniary interests are as important. Board members should not allow the impression to be created or exist that they are, or might be, using their position to promote a private or personal interest, rather than promoting the general public interest. Particular care must be taken with an interest arising from holding office with, or membership of, a society, or of a common interest group such as a professional body or trade association.

Board members will usually leave the meeting for agenda items where they have such an interest.

5.6.3 Gifts and hospitality

Board members should treat with caution any offer of a gift, favour or hospitality in excess of £50 that is made to them in their capacity as a Board member or which may have arisen as a consequence of their position as a Board member, and should register all such gifts and hospitality received (regardless of value) with the Registrar, for inclusion in the Register of gifts and hospitality. The person or organisation making the offer might be doing, or seeking to do, business with the Board or to influence the Board's activities.

5.6.4 Other actions to be taken

A Board member, who is in any doubt as to whether they have an interest that should be declared, or is the recipient of gifts or hospitality, should err on the side of caution. If in doubt, the Registrar should be consulted.

5.7 Register of Interest

Board members are obliged to provide details of any financial or professional interests that may be relevant to the work of ARB, by completing an annual Register of Interest form. A copy of this form, along with guidance on how to complete it, can be found at Appendix K to this Handbook. Not all interests listed in the Register may give rise to a conflict.

5.8 Insurance declaration

Board members are obliged to complete an annual declaration as is required under the Board's insurance policy.

5.9 Acting *ultra vires*

It is a general principle of law that a body corporate can only act in accordance with the terms of its founding statute, charter or constitution. It follows from this that Board members can exercise powers only insofar as these are expressed or reasonably implied by the Act itself. If the Board's acts are outwith its powers, these are deemed to be *ultra vires* (literally, "beyond the power" of the Board).

5.10 Delegation

A duty imposed on the Board by the Act cannot lawfully be delegated. If the Board is considering delegating any of its functions, it should ensure that it has the power to do so by seeking legal advice on the question and giving that advice proper consideration.

5.11 General legal provisions

In addition to the *ius cogens* rule, there are a number of areas in which the Board's actions are affected by principles of law applicable to all bodies in the UK, whether or not created by statute.

5.12 Freedom of Information Act

The Freedom of Information Act 2000 gives a general right of access to all types of recorded information held by public authorities, sets out exemptions from that right, and places a number of obligations on those authorities. Subject to any exemptions, anyone who makes a request to a public authority for information must be informed whether the public authority holds that information. If it does, that information must be supplied, subject to certain conditions.

Every public body is required to adopt and maintain a publication scheme, setting out how it will publish the different classes of information it holds. ARB's publication scheme is posted on the website.

Board members creating documents or communicating by email or letter amongst themselves or with third parties on matters relating to Board business for which they have been given responsibility by the Board must ensure:

- (a) that the document or communication does not contain information which is not held on the Board's behalf; and
- (b) that it is marked as created on the Board's behalf; and
- (c) that a copy of that communication is lodged with the relevant staff member so that it can be produced, if necessary, in response to a FOI request.

5.13 Human Rights

The Human Rights Act 1998 came into force in the UK on 2 October 2002. Under the Act, it is unlawful for any organisation to act in a way that is incompatible with a Convention right. The "human rights" issue, along with any requirements under the diversity legislation, will have to be borne in mind by the Board when considering legislation, policies and procedures.

Further guidance and information on the Human Rights Act can be obtained from the Human Rights Unit (www.dca.gov.uk/peoples-rights/human-rights/).