

AGM 2022

Member Question

Dear Council

Many thanks for the notes that you have prepared and supplied to help highlight the issues raised by changing the Memoranda and Articles of Association to allow payment to Directors by making them employees of the Institute, with all that entails.

I fully understand that Council do not support these changes and I already have some insights about the reasons for this from my own time on Council. In the notes it states that Council is opposing this change because "it would not be in the best interests of the Institute".

It would be helpful if you could update me about any further information or guidance which has informed Council's decision here.

You also mention that "Council believes that there are other ways to attract a more diverse range of members to the Council...". This has always been a challenging issue and I am wondering what ideas you may have considered.

Many thanks for all your hard work on our behalf and for giving us so much to appreciate.

Council Response

This whole suite of motions follows earlier mandates to look into the possibility of remuneration of Directors. As required by those mandates, it sets out the steps necessary if this were to be achieved. But we have discovered that remuneration of Directors brings disadvantages that we consider to outweigh the advantages. We have taken substantial legal advice, looking for all possible loopholes and are now convinced that there is no way around these two facts:

1. As soon as you pay a Director (also known as a Council member, they are one and the same), they become an employee. The Institute then has all the responsibilities of their employer.
2. Employee waivers to sign away their rights do not stand up in law.

Employment law is complex, ever-changing and burdensome. So this would be a significant extra burden of bureaucracy on the Institute. And once we have made that move, this becomes an ongoing commitment. Somebody has to keep on top of it, all of the time. Employment law is often unclear, and so we may also end up having to assess likelihoods of different interpretations should a problem ever end up at an employment tribunal. This could happen if a future Director has a grievance, feels they are unfairly removed from their role, or even if they have an accident whilst working as a Director, amongst other possibilities.

The motion also comes from an earlier era. The changes to our governance put in place during the last few years have made a huge difference to the workload of Council members. The role of the Director now is more consultative - in general we set agendas, aims and objectives and advise on the work being done rather than actually having to do it all ourselves. Of course, most Directors do get involved with some of the projects they

encounter along the way, but that's not strictly necessary now. Directors choose to work in the areas that fit their interests and experience, where they will find opportunities for their own personal development and where they can fulfil their ambitions for herbal medicine.

So as Council we feel that these motions would not reflect the way we now work, they would tie-up our resources in bureaucracy, and they would fundamentally change what it means to become a Director.

You also ask about other ways to incentivise members to join Council. There is a small financial perk already in that we get expenses paid for events where we will play a role, such as at the Power of Plants festival. Often such events are ones we would have liked to join anyway. But the main incentive lies in getting to be at the centre of our community of shared purpose. We are all herbalists because we feel passionate about the power of herbal medicine and are ambitious to see what we can achieve with it. As holistic practitioners, we know that the whole is greater than the sum of its parts. So getting a role in directing the Institute gives us a head start in fulfilling our own ambitions. We meet inspiring people, hear about new exciting ideas and then help to move them forward. It opens doors that you previously didn't even know existed, let alone how to find the key.