



## Role of Trustee

**Updated October 2018**

# Chailey Heritage Foundation: Trustee Role Description

## What is the role of a Board of Trustees?

The Board of Trustees is ultimately responsible for everything the Charity does. The Trustees must act together as a group, rather than individuals, and act in the best interests of the Charity's beneficiaries. Trustees must act reasonably and prudently in all matters relating to the Charity and must always bear in mind that their prime concern is the Charity's interests. The Charity's income and property must be applied only for the purposes set out in the governing document i.e. Articles of Association.

## Specific Responsibilities

Trustees must accept ultimate responsibility for directing the affairs of the Charity and ensuring it is solvent, well run and delivering the charitable outcomes for the benefit of the public for which it is set up. Areas of responsibility fall under three main headings: Compliance, Duty of Prudence and Duty of Care.

### Compliance

Ensuring compliance, Trustees must ensure that the Charity complies with:

- Charity law and the requirements of the Charity Commission as a regulator (see CC3);
- its charitable purpose and objects set out in its governing document;
- the requirement for Trustees to act with integrity and avoid any personal conflicts of interest or misuse of charity funds or assets.

### Duty of Prudence

Trustees must:

- ensure that the Charity is and will remain solvent;
- use charitable funds and assets wisely and only to further the purposes and interests of the Charity;
- avoid undertaking activities that might place the Charity's property, funds, assets or reputation at undue risk;
- take special care when investing funds or borrowing funds for the Charity.

### Duty of Care

Trustees must:

- exercise reasonable care and skill as Trustees, using personal knowledge and experience to ensure that the Charity is well run and efficient;
- consider seeking external professional advice on all matters where they may be material risk to the Charity or where the Trustees may be in breach of their duties.

Trustees have delegated the operation of the Charity's services to the Governing Board and to the Chief Executive and specified executive officers, as set out in its Scheme of Delegation. There is also a schematic which summarises the responsibilities of both the board of Trustees and the Governing Board.

The Chief Executive is responsible to the Trustees.

## **Trustees' role as Company Directors**

Chailey Heritage Foundation is a Company limited by Guarantee and therefore Trustees are also company directors. Trustees must comply with the legal requirements in relation to company directors. The Companies Act 2006 introduced a set of statutory duties of company directors:

- to act within the company's powers;
- to promote the success of the company for the benefit of its members as a whole;
- to exercise independent judgment;
- to exercise reasonable care, skill and diligence;
- to avoid conflicts of interest;
- not to accept benefits from third parties;
- to declare an interest in proposed transactions and arrangements.

## **Practicalities**

The Trustee Board meets four times a year for approximately two hours. In addition, there is an annual strategic planning meeting.

There are five active sub Committees: Finance, Fundraising, Property, Appointments and Strategy. Each meets up to three times a year.

Trustees are expected to sit on at least one of the sub committees.

A full day of induction is provided for new Trustees with on-going briefings and training.

The role of a Trustee is voluntary, unremunerated and, historically, our Trustees have not claimed expenses. However, we will pay reasonable expenses should it be necessary to enable a Trustee to fulfil his/her role.

This role generally takes one day per month, a little more for Trustees who chair committees.

## Role Specification for a Trustee

Chailey Heritage Foundation has an active and committed Trustee Board. Trustees play an active role and are expected to become familiar with the Charity and so should be able to devote sufficient time to carry out their duties and attend meetings.

### ESSENTIAL QUALITIES /KNOWLEDGE / EXPERTISE

- Integrity
- A commitment to the organisation and its objectives
- An understanding and acceptance of the duties and responsibilities of being a Trustee
- A willingness to devote the necessary time and effort to their duties as a Trustee
- Strategic vision
- Good, independent judgment
- An ability to think creatively
- Willingness to speak their mind
- An ability to work effectively as a member of a team and participate actively in group decision making.

### DESIRABLE QUALITIES /KNOWLEDGE / EXPERTISE

- Knowledge and understanding of the charitable sector.
- Interest in and empathy for issues affecting children and young adults with disabilities and their families.
- Experience of working in a governance position, either as an executive or board member in the charity, public or private sector.
- Ability to represent the Charity internally and externally.
- Specialist knowledge of a relevant area, for example:
  - ❖ Business
  - ❖ Education and/or special educational needs or disability (policy & practice)
  - ❖ Social care services for children and adults (policy & law)
  - ❖ Fundraising
  - ❖ Finance and Accountancy
  - ❖ Local Government
  - ❖ Safeguarding
  - ❖ Data Protection
  - ❖ Medicine and/or Health
  - ❖ Human Resource Management
  - ❖ Property and Buildings
  - ❖ The law – particularly in relation to property/liability
  - ❖ Marketing and PR
  - ❖ Commissioning
  - ❖ The charitable sector
  - ❖ Information management/technology