**The Board of Trustees**

**Contents**

|  |  |
| --- | --- |
| **The Role of the Board of Trustees;**Areas of responsibility, required trustee competences, hard and soft skills required | Page 2 |
| **Trustee Role Description and Person Specification;**Expectations, general duties, person specification,  | Page 3 |
| **The Chair and Vice-chair;** Specific duties, specific person specification, general trustee duties and general trustee person specification | Page 4 |
| **The Treasurer;**Specific duties, specific person specification, general trustee duties and general trustee person specification | Page 6 |
| **The Secretary;**Specific duties, specific person specification, general trustee duties and general trustee person specification | Page 8 |
| **The Company Secretary;**Specific duties, specific person specification, general trustee duties and general trustee person specification |  Page 10 |

**The Role of the Board of Trustees**

**There are four key areas of responsibility:**

|  |  |
| --- | --- |
| * To safeguard and promote the values and mission of the charity
 | * To ensure that the charity operates in an effective, responsible and accountable manner
 |
| * To determine the strategy and structure of the charity
 | * To ensure the effective functioning of the Board of Trustees
 |

All trustees should be able to demonstrate the following competences:

|  |  |  |
| --- | --- | --- |
| * Be committed to the purpose, objects and values of the charity
 | * Be able to maintain confidentiality on sensitive and confidential information
 | * Be supportive of the values and ethics of the organisation
 |
| * Be constructive about other trustees’ opinions in discussions, and in response to staff members’ contributions at meetings
 | * Understand the importance and purpose of meetings, and be committed to preparing for them adequately and attending them regularly
 | * Be able to respect boundaries between day to day issues (executive staff) and governance/strategic functions
 |
| * Be able to act reasonably and responsibly when undertaking such duties and performing tasks
 | * Be able to analyse information and when necessary challenge constructively
 | * Be able to make collective decisions and stand by them
 |

It is important for the charity to be able to draw on a wide range of specialist skills and knowledge to ensure its smooth running. Some of these skills are:

**“Hard Skills”**

|  |  |  |  |
| --- | --- | --- | --- |
| General management | Public relations | Information technology | Setting targets |
| Financial management | Marketing | Fundraising | Monitoring and evaluating performance |
| Human Resources management | Legal | Campaigning and advocacy |

**“Soft Skills”**

|  |  |  |  |
| --- | --- | --- | --- |
| Team working | Asking difficult questions | Negotiating skills | ------------Making people laugh |
| Problem solving | Decision making | Listening skills |

**Trustee Role Description**

It is expected that a trustee will play a proactive role in the strategic development and delivery of key operations identified by the board and take lead responsibility for at least one key area of work or major project.

**General Duties**

1. To ensure that L.V.H.C. complies with its Deed of Trust, charity law, company law and any other relevant legislation or regulations.
2. To ensure that L.V.H.C. pursues its Objects as defined in the Deed of Trust.
3. To ensure that L.V.H.C. applies its resources exclusively in pursuance of its objects
4. To contribute actively to the board of trustees’ role in giving firm strategic direction to L.V.H.C., setting overall policy, defining goals and setting targets and evaluating performance against agreed targets.
5. To safeguard the good name, values and ethics of L.V.H.C. and where appropriate to challenge the “status quo”.
6. To ensure the effective and efficient administration of L.V.H.C.
7. To ensure the financial stability of L.V.H.C.
8. To protect and manage the property of L.V.H.C. and to ensure the proper investment of L.V.H.C.’s funds.
9. To appoint support staff and monitor their performance.

In addition, each trustee should use any specific skills, knowledge or experience that they have to help the board of trustees reach sound decisions and deliver L.V.H.C. Objects. This may involve scrutinising board papers, leading discussions, focusing on key issues, providing advice and guidance on new initiatives, or other issues in which the trustee has special expertise.

**Trustee person specification:**

|  |  |  |
| --- | --- | --- |
| A commitment to the organisation | Good, independent judgement | An understanding and acceptance of the legal duties, responsibilities, and liabilities of trusteeship.  |
| A willingness to devote the necessary time and effort | An ability to think creatively | An ability to work effectively as a member of a team |
| Strategic vision | A willingness to speak their mind | A commitment to Nolan’s seven principles of public life; selflessness, integrity, objectivity, accountability, openness, honesty and leadership |

**Trustee Role Description – The Chair and Vice-chair**

In addition to the general trustee duties outlined below, the Chair is expected to take on the following specific duties:

|  |  |  |  |
| --- | --- | --- | --- |
| * Planning the annual cycle of Board meetings
* Giving direction to Board policy making
* Setting agendas for board meetings
* Chairing and facilitating board meetings
* Monitoring that decisions made at board meetings are implemented
 | * Representing L.V.H.C. at functions and meetings, and acting as a spokesperson as appropriate
* Liaising with the chief executive officer to develop the board of trustees
* Bringing impartiality and objectivity to decision-making
 | * Where staff are employed; liaising with the chief executive to keep an overview of the organisation’s affairs and to provide support as appropriate, leading the process of appraising the performance of the chief executive, sitting on appointment and disciplinary panels
 | * Facilitating change and addressing conflict within the board and within L.V.H.C., liaising with the chief executive where staff are involved to achieve this
 |
| * The vice-chair acts for the chair when the chair is not available and undertakes assignments at the request of the chair
 |

**Person Specification for chair and vice-chair:**

|  |  |  |
| --- | --- | --- |
| * Leadership skills
 | * Tact and diplomacy
 | * Impartiality, fairness and the ability to respect confidences
 |
| * Experience of committee work
 | * Good communication and interpersonal skills
 | * Knowledge of the community served and the wider voluntary sector
 |

**General trustee duties:**

1. To ensure that L.V.H.C. complies with its Deed of Trust, charity law, company law and any other relevant legislation or regulations.
2. To ensure that L.V.H.C. pursues its Objects as defined in the Deed of Trust.
3. To ensure that L.V.H.C. applies its resources exclusively in pursuance of its objects.
4. To contribute actively to the board of trustees’ role in giving firm strategic direction to L.V.H.C., setting overall policy, defining goals and setting targets and evaluating performance against agreed targets.
5. To safeguard the good name, values and ethics of L.V.H.C.
6. To ensure the effective and efficient administration of L.V.H.C.
7. To ensure the financial stability of L.V.H.C.
8. To protect and manage the property of L.V.H.C. and to ensure the proper investment of L.V.H.C.’s funds.
9. To oversee the appointment of staff and monitor their performance.

In addition, each trustee should use any specific skills, knowledge or experience that they have to help the board of trustees reach sound decisions. This may involve scrutinising board papers,

leading discussions, focusing on key issues, providing advice and guidance on new initiatives, or other issues in which the trustee has special expertise.

**General trustee person specification:**

|  |  |  |
| --- | --- | --- |
| * A commitment to the organisation
 | * Good, independent judgement
 | * An understanding and acceptance of the legal duties, responsibilities, and liabilities of trusteeship.
 |
| * A willingness to devote the necessary time and effort
 | * An ability to think creatively
 | * An ability to work effectively as a member of a team
 |
| * Strategic vision
 | * A willingness to speak their mind
 | * A commitment to Nolan’s seven principles of public life; selflessness, integrity, objectivity, accountability, openness, honesty and leadership
 |

**Trustee Role Description – The Treasurer**

In addition to the general trustee duties outlined below, the treasurer is expected to take on the following specific duties:

The overall role of the treasurer is to maintain an overview of the organisation’s affairs, ensuring its financial viability and that proper financial records and procedures are maintained. In L.V.H.C. at its current development stage, there are no accounting staff and the treasurer is expected to take a greater role in the day to day finances of the charity.

**Specific duties:**

* Overseeing, approving and presenting budgets , accounts and regular financial statements.
* Being assured that the financial resources of the charity meet its present and future needs.
* Ensuring that the charity has an appropriate reserves policy.
* The preparation and presentation of financial statements to the board.
* Ensuring that appropriate accounting procedures and controls are in place.
* Liaising with any paid staff and volunteers about financial matters.
* Advising on the financial implications of the charity’s strategic plans.
* Ensuring that the charity has an appropriate investment policy.
* Ensuring that there is no conflict between any investment held and the aims and objects of the charity.
* Monitoring the charity’s investment activity and ensuring its consistency with the charity’s policies and legal responsibilities.
* Ensuring the charity complies with all legislation requirements.
* Ensuring that equipment and assets are adequately maintained and insured.
* Ensuring that the accounts are prepared and disclosed in the form required by funders and the relevant statutory bodies, e.g. the Charity Commission and the Registrar of Companies.
* Ensuring that the accounts are scrutinised in the manner required by law (independent examination or audit) and any recommendations are implemented.
* Keeping the board informed of its financial duties and responsibilities.
* Contributing to the fund raising strategy of the charity.
* Making a formal presentation of the accounts at the Annual General meeting and drawing attention to important points in a coherent and understandable way.
* Sitting on appraisal, recruitment and disciplinary panels as required.

**Person specification for treasurer:**

* Financial qualifications and experience.
* Some experience of charity finance, fund raising and pension schemes.
* Ability to analyse proposals and examine their financial consequences.
* A preparedness to make unpopular recommendations to the board.
* A willingness to be available to staff for advice and enquiries on an ad hoc basis.

**General trustee duties:**

1. To ensure that L.V.H.C. complies with its Deed of Trust, charity law, company law and any other relevant legislation or regulations
2. To ensure that L.V.H.C. pursues its Objects as defined in the Deed of Trust.
3. To ensure that L.V.H.C. applies its resources exclusively in pursuance of its objects.
4. To contribute actively to the board of trustees’ role in giving firm strategic direction to L.V.H.C., setting overall policy, defining goals and setting targets and evaluating performance against agreed targets
5. To safeguard the good name, values and ethics of L.V.H.C.
6. To ensure the effective and efficient administration of L.V.H.C.
7. To ensure the financial stability of L.V.H.C.
8. To protect and manage the property of L.V.H.C. and to ensure the proper investment of L.V.H.C.’s funds

In addition, each trustee should use any specific skills, knowledge or experience that they have to help the board of trustees reach sound decisions. This may involve scrutinising board papers, leading discussions, focusing on key issues, providing advice and guidance on new initiatives, or other issues in which the trustee has special expertise.

**General trustee person specification:**

|  |  |  |
| --- | --- | --- |
| A commitment to the organisation | Good, independent judgement | An understanding and acceptance of the legal duties, responsibilities, and liabilities of trusteeship.  |
| A willingness to devote the necessary time and effort | An ability to think creatively | An ability to work effectively as a member of a team |
| Strategic vision | A willingness to speak their mind | A commitment to Nolan’s seven principles of public life; selflessness, integrity, objectivity, accountability, openness, honesty and leadership |

**Trustee Role Description – The Secretary**

If a trustee takes on board the role of secretary in addition to the general trustee duties outlined below, the secretary is expected to take on the following specific duties:

**Specific duties;**

The role of the secretary is to support the chair by ensuring the smooth functioning of the board. Tasks will include the following and some tasks or all may be delegated to a member of staff in which case, the trustee role of the secretary may then be embraced within the role of company secretary (who makes sure that these tasks are carried out).

* Preparing agendas in consultation with the chair and chief executive officer
* Making the arrangements for meetings (booking the rooms, arranging for equipment and refreshments, organising facilities for those with special needs, etc.)
* Circulating agendas and minutes and all papers in good time
* Receiving agenda items from other trustees and staff
* Checking that a quorum is present
* Minuting the meetings and circulating the draft minutes to all trustees
* Ensuring that the minutes are signed by the chair once approved by the board
* Checking that trustees and staff have carried out actions agreed at the previous meeting
* Circulating agendas and minutes of the Annual General Meeting and any special or extraordinary general meetings

**Person specification for secretary:**

* Organisational ability
* Knowledge or experience of business and committee procedures
* Minute taking experience if this is not delegated to a member of staff or volunteer

**General trustee duties:**

1. To ensure that L.V.H.C. complies with its Trust Deed, charity law, company law and any other relevant legislation or regulations
2. To ensure that L.V.H.C. pursues its Objects as defined in the Trust Deed
3. To ensure that L.V.H.C. applies its resources exclusively in pursuance of its objects
4. To contribute actively to the board of trustees’ role in giving firm strategic direction to L.V.H.C., setting overall policy, defining goals and setting targets and evaluating performance against agreed targets
5. To safeguard the good name, values and ethics of L.V.H.C.
6. To ensure the effective and efficient administration of L.V.H.C.
7. To ensure the financial stability of L.V.H.C.
8. To protect and manage the property of L.V.H.C. and to ensure the proper investment of L.V.H.C.’s funds
9. To support the appointment of any administrative staff and monitor their performance

In addition, each trustee should use any specific skills, knowledge or experience that they have to help the board of trustees reach sound decisions. This may involve scrutinising board papers, leading discussions, focusing on key issues, providing advice and guidance on new initiatives, or other issues in which the trustee has special expertise.

**General trustee person specification:**

|  |  |  |
| --- | --- | --- |
| A commitment to the organisation | Good, independent judgement | An understanding and acceptance of the legal duties, responsibilities, and liabilities of trusteeship.  |
| A willingness to devote the necessary time and effort | An ability to think creatively | An ability to work effectively as a member of a team |
| Strategic vision | A willingness to speak their mind | A commitment to Nolan’s seven principles of public life; selflessness, integrity, objectivity, accountability, openness, honesty and leadership |

**Trustee Role Description – The Company Secretary**

The Company Secretary is responsible for the efficient administration of L.V.H.C., particularly with regard to ensuring compliance with relevant legislation and regulation, and keeps board members informed of their legal responsibilities. The company secretary of L.V.H.C. is the named representative on legal documents, and it is his or her responsibility to ensure that L.V.H.C. and its directors operate within the law. The company secretary for L.V.H.C. is expected to take lead responsibility for ensuring that the following tasks are undertaken:

* maintaining the statutory register of active members of L.V.H.C.;
* ensuring that L.V.H.C. files statutory information promptly;
* providing members and directors with notice of meetings;
* providing members with proposed written resolutions and auditors with any resolutions it has passed;
* delivering copies of L.V.H.C. resolutions and agreements; to Companies House as required by law and to the Charity Commission as required by registration and law;
* supplying a copy of the accounts to every member of the company and to every person who is entitled to receive notice of general meetings;
* keeping, or arranging for the keeping of copies of all members’ resolutions (passed other than at general meetings), and minutes of all proceedings and general meetings;
* ensuring that people entitled to do so can inspect company records;
* custody and use of the company seal (if the company chooses to have one);
* be a co-signatory for execution of a document by a company; and
* authenticating forms for submission to Companies House (a company secretary cannot authenticate the company’s annual accounts) and the charity commission as required by law

Please note: This role can be taken by one of the board of trustees or can be a paid role or taken by a paid member of staff. Whoever takes this role it is important to recognise that the company secretary is an officer of the company and may be criminally liable for defaults committed by L.V.H.C.

**Person specification for company secretary:**

* Organisational ability
* Knowledge or experience of business and committee procedures
* previous experience of company secretary roles in appropriate charitable bodies or a member of an appropriate professional body or a person who appears to the directors to be capable of discharging the functions of company secretary;

**General trustee duties:**

1. To ensure that L.V.H.C. complies with its Deed of Trust, charity law, company law and any other relevant legislation or regulations
2. To ensure that L.V.H.C. pursues its Objects as defined in the Deed of Trust
3. To ensure that L.V.H.C. applies its resources exclusively in pursuance of its objects
4. To contribute actively to the board of trustees’ role in giving firm strategic direction to L.V.H.C., setting overall policy, defining goals and setting targets and evaluating performance against agreed targets
5. To safeguard the good name, values and ethics of L.V.H.C.
6. To ensure the effective and efficient administration of L.V.H.C.
7. To ensure the financial stability of L.V.H.C.
8. To protect and manage the property of L.V.H.C. and to ensure the proper investment of L.V.H.C.’s funds
9. To support the appointment of key staff and monitor their performance

**General trustee person specification:**

|  |  |  |
| --- | --- | --- |
| A commitment to the organisation | Good, independent judgement | An understanding and acceptance of the legal duties, responsibilities, and liabilities of trusteeship.  |
| A willingness to devote the necessary time and effort | An ability to think creatively | An ability to work effectively as a member of a team |
| Strategic vision | A willingness to speak their mind | A commitment to Nolan’s seven principles of public life; selflessness, integrity, objectivity, accountability, openness, honesty and leadership |

John Mclaughlin – May 2013