



Croydon's Mental Health Service Users Group

HEAR US

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QUALITY MANUAL



Section C: Running the Organisation B: Part 4.2 Trustee Role Description

Agreed Date: 24/11/18

Review Date: 24/11/21

Version #: HU-V1

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To promote, educate, communicate and empower, for the benefit and interest of people affected by mental health issues

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A. The duties of a trustee are:

1. to ensure that the organisation complies with its governing document, organisation law, and any other relevant legislation or regulations
2. to ensure that the organisation pursues its objectives as defined in its governing document
3. to ensure the organisation applies its resources exclusively in pursuance of its objectives, i.e. the organisation must not spend money on activities which are not included in its own objectives, no matter how worthwhile or charitable those activities are
4. to contribute actively to the board of trustees' role in giving firm strategic direction to the organisation, setting overall policy, defining goals, setting targets and evaluating performance against agreed targets
5. to safeguard the good name and values of the organisation
6. to represent the company at functions and meetings as appropriate
7. to declare any conflict of interest while carrying out the duties of a trustee
8. to be collectively responsible for the actions of the organisation and other trustees
9. to ensure the effective and efficient administration of the organisation
10. to abide by the equal opportunities policy
11. to ensure the financial stability of the organisation
12. to protect and manage the property of the organisation and to ensure the proper investment of the organisation's funds
13. to make sure the organisation is properly insured against all reasonable liabilities
14. to appoint and support the employees and monitor their performance

15. in addition to the above statutory duties of all trustees, each trustee should use any specific knowledge or experience they have to help the board of trustees reach sound decisions. This will involve scrutinising board papers, leading discussions, focusing on key issues, and providing advice and guidance requested by the board on new initiatives, or other issues relevant to the area of, the organisation's work in which the trustee has special expertise
16. to attend meetings, and to read papers in advance of meetings
17. to attend sub-committee meetings as appropriate
18. to participate in other tasks as arise from time to time, such as interviewing new staff, helping with fundraising
19. to keep informed about the activities of the organisation and wider issues which affect its work

B. Trustee person specification

Each trustee must have:

1. integrity
2. a commitment to the organisation and its objectives
3. an understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
4. a willingness to devote the necessary time and effort to their duties as a trustee
5. strategic vision
6. good, independent judgement
7. an ability to think creatively
8. willingness to speak their mind
9. an ability to work effectively as a member of a team

The board of trustees will need skills and experience in the following areas:

1. setting targets, monitoring and evaluating performance and programmes in commercial and non-profit organisations
2. financial management
3. the type of work being done by the organisation
4. legal matters
5. fundraising
6. recruitment and personnel management, including a knowledge of employment legislation



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7. public relations
8. marketing
9. computers and information technology
10. campaigning
11. education and learning

C. THE CHAIR

The role of the Chair extends well beyond drawing up the agenda and chairing the meetings of the board of trustees.

The Chair has to take a leadership role in ensuring that the board of trustees fulfils its responsibilities for the governance of the organisation.

S/he must also work closely with the employees to support them in achieving the aims of the organisation, and act as the channel of communication between trustees and staff through the chief officer.

The Chair may act as a figurehead of the organisation and represent it at functions, meetings and in the press and broadcasting media.

Other tasks include authorising action to be taken between meetings of the full board, Financial oversight with the Treasurer and Chief Officer; Signing cheques and legal documents.

Job description for a Chair

The role of the Chair is to lead the board of trustees, ensuring that it fulfils its responsibilities for the governance of the organisation. The Chair's role is also to work in partnership with the employees, helping her or him achieve the aims of the organisation; and to optimise the relationship between the board of Trustees and the staff.

The responsibilities of the Chair will include:

1. to ensure that the organisation complies with its governing document, charity law, company law and any other relevant legislation or regulations
2. to ensure that the organisation pursues its objects as defined in its governing document
3. to ensure the organisation 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 the organisation, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets
5. to safeguard the good name and values of the organisation

6. to ensure the effective and efficient administration of the organisation
7. to ensure the financial stability of the organisation
8. to protect and manage the property of the charity and to ensure the proper investment of the charity's funds
9. If the charity employs staff, to appoint the chief executive officer and monitor his / her performance.

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

1. scrutinising board papers
2. leading discussions
3. focusing on key issues
4. providing guidance on new initiatives
5. other issues in which the trustee has special expertise.

Additional duties of the chair

1. planning the annual cycle of board meetings
2. setting agendas for board meetings
3. chairing and facilitating board meetings
4. giving direction to board policy-making
5. monitoring that decisions taken at meetings are implemented
6. representing the organisation at functions, meetings
7. acting as a spokesperson as appropriate
8. bringing impartiality and objectivity to decision-making
9. 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
 - liaising with the Chief Executive Officer to develop the board of trustees
 - Facilitating change and addressing conflict within the board and within the organisation, liaising with the Chief Executive Officer (if staff are employed) 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.

Chair person specification

1. commitment to the organisation
2. willingness to devote the necessary time and effort
3. strategic vision
4. good, independent judgement
5. ability to think creatively
6. willingness to speak their mind
7. understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
8. ability to work effectively as a member of a team
9. Nolan's seven principles of public life: *selflessness, integrity, objectivity, accountability, openness, honesty and leadership.*
10. leadership skills
11. experience of committee work
12. tact and diplomacy
13. good communication and interpersonal skills
14. impartiality, fairness and the ability to respect confidences



D. THE VICE CHAIR

In absence of the Chair the Vice Chair acts for the chair when the chair is not available and undertakes assignments at the request of the chair and or Trustees

In absence of the Chair, the role of the Vice Chair extends well beyond drawing up the agenda and chairing the meetings of the board of trustees.

In absence of the Chair, the Vice Chair has to take a leadership role in ensuring that the Board of Trustees fulfils its responsibilities for the governance of the organisation.

In absence of the Chair, S/he must also work closely with the employees to support them in achieving the aims of the organisation, and act as the channel of communication between trustees and staff through the chief officer.

The Vice Chair may act as a figurehead of the organisation and represent it at functions, meetings and in the press and broadcasting media.

Other tasks include authorising action on behalf of the Chair between meetings, financial oversight with the Chair, Treasurer and Chief Officer; Signing cheques and legal documents.

E. THE COMPANY SECRETARY

Job description for a Charity Secretary

The role of the Charity Secretary: Charity Secretaries (the company secretary within a charity) are responsible for ensuring that charities are run within the law and the terms of the governing document. The status and exact role of the Charity Secretary will vary from one organisation to another, but common functions will be to support the board to find their way through the maze of law, governance and good practice and to facilitate effective meetings.

The *Companies Act* requires all limited companies (and therefore charitable companies) to have a company secretary, but all structures of charity can benefit from a secretary.

Supporting the Board

Charity boards often represent a range of skills and experience, but few will be fully conversant in all the legislation affecting the charity and the provisions of the governing document.

A key element of the Charity Secretary's role is to support the board in this respect. The Secretary is custodian of the governing document and as such is responsible for ensuring that

board meetings, annual general meetings and extraordinary general meetings are run effectively and in accordance with the provisions of the governing document.

The Charity Secretary is also responsible for legal compliance. This aspect of the role includes ensuring that trustees have the right information to enable them to make informed decisions and fulfil their responsibilities.

Functioning of the board

Charity Secretaries' duties in this area include:

1. ensuring the correct appointment of trustees, that they are:
 - not disqualified in law
 - eligible to be trustees under the provisions of the governing document
 - appointed according to the procedure laid down in the governing document
2. organising the induction of new trustees
3. arranging and administering meetings of the board and any subcommittees. This duty includes:
 - practical arrangements for the meeting
 - developing the agenda with the chair
 - ensuring that the agenda and other papers are circulated to all members in good time for the meeting
 - ensuring meetings are properly convened, constituted and quorate
 - providing trustees with any additional information necessary to facilitate decision making, including informing them of their powers and duties under the governing document
 - confirming decisions
 - drafting minutes
 - monitoring the implementation of trustees' decisions
 - writing letters arising from committee meetings
4. receiving correspondence and acting promptly on information received
5. keeping stock of informative literature (policy statements, back copies of magazines to be given or sold to prospective members or other interested parties)
6. keeping records of membership

Charity Secretaries will fulfil a similar role in relation to meetings of the members, such as Annual and Emergency General Meetings.

Compliance

As well as a thorough knowledge of the governing document, Charity Secretaries will have a good understanding of charity law and company law.

Whilst they may not know the detail of other relevant legislation, such as employment law, health and safety etc., they understand the basic principles and are able to identify potential areas of contention and seek further advice when necessary.

In terms of supporting the board, duties may include:

- providing legal guidance and advice - the Charity Secretary should be able to answer trustees' queries relating to company and charity law and access further information in relation to more complex questions in these and other areas of the law
- explaining property issues, including charity law requirements regarding the disposal of land
- fulfilling insurance requirements, such as public and employer's liability insurance, as well as the more obvious property insurances
- developing and implementing a process of legal health check and review, for example, auditing the governing document, reviewing property leases, monitoring employment and personnel procedures
- ensuring compliance under contractual arrangements, and under company and charity law, including the provision of information to regulators
-

In charitable companies limited by guarantee, the Charity Secretary is legally responsible for submitting information to Companies House. The Charity Secretary can incur personal liability if s/he breaches certain requirements under the *Companies Acts*. The penalties for such breaches include fines and imprisonment. The Charity Secretary may also be liable for claims from the charity for damages and compensation for losses incurred as a result of his/her negligence.

An important characteristic of the Charity Secretary's role is to serve as the conscience of the charity, acting with integrity in following the law and the governing document. On occasion, this may bring the Charity Secretary into conflict with the wishes of the trustees. In such cases the Secretary must exercise a degree of independence and act according to the law and his/her professional judgement. This is particularly important given the potential consequences to the Charity Secretary of failure to comply with the law.

The role of the Charity secretary is to support the chair by ensuring the smooth functioning of the board. This document is a sample job description and person specification. Elsewhere, you can read a general introduction to [the role of the Charity Secretary](http://www.ncvo-vol.org.uk) (www.ncvo-vol.org.uk)

General responsibilities

1. to ensure that the organisation complies with its governing document, charity law, company law and any other relevant legislation or regulations.
2. to ensure that the organisation pursues its objects as defined in its governing document.
3. to ensure the organisation applies its resources exclusively in pursuance of its objects (the charity must not spend money on activities which are not included in its own objects, no matter how worthwhile or charitable those activities are).
4. to contribute actively to the board of trustees' role in giving firm strategic direction to the organisation, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets.
5. to safeguard the good name and values of the organisation.
6. to ensure the effective and efficient administration of the organisation.
7. to ensure the financial stability of the organisation.
8. to protect and manage the property of the charity and to ensure the proper investment of the charity's funds.
9. if the charity employs staff, to appoint the chief executive officer and monitor his/her performance.

In addition to the above statutory duties, each trustee should use any specific skills, knowledge or experience 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.

Additional duties

Either personally or by delegation, the secretary should:

1. receive agenda items from other trustees/staff
2. prepare agendas in consultation with the chair and chief executive

3. circulate agendas and supporting papers in good time
4. make arrangements for meetings:
 - booking the room
 - equipment
 - refreshments
 - facilities for those with special needs
5. check that a quorum is present
6. minute the meetings and circulate the draft minutes to all trustees
7. ensure that the minutes are signed by the chair once they have been approved
8. check that trustees and staff have carried out action agreed at a previous meeting
9. circulate agendas and minutes of the annual general meeting and any special or extraordinary general meetings
10. in organisations which are companies, act as company secretary where this role is not delegated to a member of staff
11. sit on appraisal, recruitment and disciplinary panels as required

Secretary person specification

1. commitment to the organisation
2. willingness to devote the necessary time and effort
3. strategic vision
4. good, independent judgement
5. ability to think creatively
6. willingness to speak their mind
7. understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
8. ability to work effectively as a member of a team
9. Nolan's seven principles of public life: *selflessness, integrity, objectivity, accountability, openness, honesty and leadership*
10. organisational ability
11. knowledge or experience of business and committee procedures
12. minute-taking experience, if this is not being delegated to staff

F. TREASURER

Job description for a Treasurer

The overall role of a treasurer is to:

- maintain an overview of the organisation's affairs
- ensure its financial viability
- ensure that proper financial records and procedures are maintained

In small charities without paid staff the treasurer may take a greater role in the day-to-day finances of the organisation.

General Responsibilities of a Treasurer

1. to ensure that the organisation complies with its governing document, charity law, company law and any other relevant legislation or regulations.
2. to ensure that the organisation pursues its objects as defined in its governing document.
3. to ensure the organisation applies its resources exclusively in pursuance of its objects (the charity must not spend money on activities which are not included in its own objects, no matter how worthwhile or charitable those activities are).
4. to contribute actively to the board of trustees' role in giving firm strategic direction to the organisation, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets.
5. to safeguard the good name and values of the organisation.
6. to ensure the effective and efficient administration of the organisation.
7. to ensure the financial stability of the organisation.
8. to protect and manage the property of the charity and to ensure the proper investment of the charity's funds.
9. if the charity employs staff, to appoint the chief executive officer and monitor his/her performance.

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

1. scrutinising board papers
2. leading discussions
3. focusing on key issues
4. providing guidance on new initiatives
5. other issues in which the trustee has special expertise

Additional duties of the Treasurer

1. overseeing, approving and presenting budgets, accounts and financial statements
2. being assured that the financial resources of the organisation meet its present and future needs
3. ensuring that the charity has an appropriate reserves policy
4. the preparation and presentation of financial reports to the board
5. ensuring that appropriate accounting procedures and controls are in place
6. liaising with any paid staff and volunteers about financial matters
7. advising on the financial implications of the organisation's strategic plans
8. ensuring that the charity has an appropriate investment policy
9. ensuring that there is no conflict between any investment held and the aims and objects of the charity
10. monitoring the organisation's investment activity and ensuring its consistency with the organisation's policies and legal responsibilities
11. ensuring the organisation's compliance with legislation
12. ensuring equipment and assets are adequately maintained and insured
13. 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/or the registrar of companies
14. if external scrutiny of accounts is required, ensuring that the accounts are scrutinised in the manner required (independent examination or audit) and any recommendations are implemented
15. keeping the board informed about its financial duties and responsibilities
16. contributing to the fundraising strategy of the organisation
17. making a formal presentation of the accounts at the annual general meeting and drawing attention to important points in a coherent and easily understandable way
18. sitting on appraisal, recruitment and disciplinary panels as required

Treasurer person specification

1. commitment to the organisation

2. willingness to devote the necessary time and effort
3. strategic vision
4. good, independent judgement
5. ability to think creatively
6. willingness to speak their mind
7. understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
8. ability to work effectively as a member of a team
9. Nolan's seven principles of public life: *selflessness, integrity, objectivity, accountability, openness, honesty and leadership*
10. financial qualifications and experience
11. some experience of charity finance, fundraising and pension schemes
12. the skills to analyse proposals and examine their financial consequences
13. preparedness to make unpopular recommendations to the board
14. willingness to be available to staff for advice and enquiries on an ad hoc basis

Version #	Author	Date	Version Notes