



Registered Charity 1125679
Registered Company: 6599429

Trustee Role Descriptor 2023

Trustees are acknowledged as senior volunteers but do not come under the remit of the volunteer manager and, in larger charities like SWAN, they are not generally engaged in operational volunteering i.e. working directly on the front line or with clients. It is quite easy to acknowledge the value of front-line volunteers who support many aspects of service delivery in most charities, but the far less glamorous work put in by the members of Boards, committees, and governing bodies is more easily overlooked, and yet it is these people who voluntarily accept all responsibility and liability especially when things go wrong. Trustees are vital to charities and good governance can be the difference between a mediocre charity and an amazing one. (statement from the NCVO)

Trustee Role Description:

The Board of Trustees are jointly and severally responsible for the overall governance and strategic direction of South West Advocacy Network (SWAN), its financial health, the probity of its activities and developing the organisation's aims, objectives and goals in accordance with their agreed strategy, legal and regulatory guidelines.

In the **Charities Act 2011** the general legal duties of a Trustee arise from common law and there is no specific list of general duties in the Act. However the Charity Commission describe the duties as follows:

- Ensuring the organisation complies with its articles of association.
- Ensuring the organisation applies its resources exclusively in pursuance of its objectives.
- Contributing 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.
- Safeguarding the good name and values of the organisation.
- Ensuring the effective and efficient administration of the organisation.
- Ensuring the financial stability of the organisation
- Making full use of any specific skills, knowledge or experience to help the Board make good decisions

SWAN is also a Company and therefore the Trustees are also Directors of the Company and have duties under **Companies Act 2006**. The underlying statutory duty of a Director is to obey the law and ensure the company does also. The most significant part of the Act is Section 171 - 177 which specify the Duties of a Director, these are:

- A duty to act within powers
- A duty to promote the success of the company
- A duty to exercise independent judgement
- Ensure you understand the charity's purposes as set out in its governing document
- Help to plan what your charity will do, and what you want it to achieve
- Be able to explain how all of the charity's activities are intended to further or support its purposes
- Understand how the charity benefits the public by carrying out its purposes

The Board of Trustees must act responsibly, reasonably and honestly. This is sometimes called the 'duty of prudence'. Prudence is about exercising sound judgement.

The Board of Trustees must:

- Act responsibly, reasonably and honestly. This is sometimes called the 'duty of prudence'. Prudence is about exercising sound judgement
- Make sure that the charity complies with its governing document
- Comply with charity law and any legal requirements that apply to your charity
- Take reasonable steps to find out about legal requirements, for example by reading relevant guidance or taking appropriate advice when needed
- Act in your charity's best interests
- Manage the charity's resources responsibly
- Make sure the charity's assets are only used to support or carry out its purposes
- Avoid exposing the charity's assets, beneficiaries or reputation to undue risk
- Not over-commit the charity financially
- Take special care when investing or borrowing
- Comply with any restrictions on spending funds or selling land

The Board should ensure appropriate procedures and safeguards in place and take reasonable steps to ensure that these are followed, ensuring the charity is not vulnerable to fraud or theft, or other kinds of abuse, which could result in Trustees being in breach of their duty. Spending charity funds on the wrong purposes is a very serious matter; in some cases Trustees may have to reimburse the charity personally.

Individual Trustees must:

- Do what you and your co-trustees (and no one else) decide will best enable the charity to carry out its purposes
- With your co-trustees, make balanced and adequately informed decisions, thinking about the long term as well as the short term
- Avoid putting yourself in a position where your duty to the charity conflicts with your personal interests or loyalty to any other person or body
- Not receive any benefit from the charity unless it is properly authorised and is clearly in the charity's interests; this also includes anyone who is financially connected to you, such as a partner, dependent child or business partner
- Hold a current and clear Disclosure and Barring Service (DBS) Check certificate. This will be requested by SWAN as part of the induction process and every 3 years thereafter.
- Sign a Declaration of Eligibility
- Sign a Confidentiality Declaration
- Sign a Conflict of Interest Declaration
- Sign a SWAN Trustee Code of Conduct

Act with reasonable care and skill, as someone responsible for governing a charity:

- Must use reasonable care and skill, making use of your skills and experience and taking appropriate advice when necessary
- Devote enough time, thought and energy to your role, for example by preparing for, attending and actively participating in all trustees' meetings
- Scrutinise Board papers, read reports and take questions to the Chair

Ensure your charity is accountable:

- You and your co-trustees must comply with statutory accounting and reporting requirements.
- You should also be able to demonstrate that your charity is complying with the law, well run and effective
- Ensure accountability within the charity, particularly where you delegate responsibility for particular tasks or decisions to employees or volunteers

Other duties:

In addition to the above statutory duties, Trustees should use any specific skills, knowledge or experience they have to help the Board reach sound decisions. This may involve:

- Leading discussions and focusing on key issues
- Providing guidance on new initiatives
- Other issues in which you, as a Trustee have special expertise

Trustees also have a key role in ensuring an appropriate culture for the Board by:

- Celebrating success
- Encouraging constructive challenge, studying, and learning from failure
- Promoting openness and trust
- Encouraging an emphasis on learning and improvement
- Getting the balance right between an entrepreneurial, can-do attitude and the need to accept more formal processes as the organisation matures

Time Commitment:

- SWAN Trustees serve a 3 year term and are eligible for re-appointment for two additional terms.
- Board meetings are quarterly, usually in February, May, August and November. Meeting times and venues can be varied to suit the requirements of the majority. Virtual meetings or individual attendance at meetings via Microsoft Teams can be arranged.
- Board Evaluation meetings are held 3 times a year – as an opportunity to explore topics in greater detail.
- Additional Sub-Committee meetings are also hold quarterly
- All meetings dates are agreed and circulated at least 12 months in advance via the Board Schedule.

Trustee Documents, including records of Board meetings, are held in a OneDrive (cloud) account and shared where necessary via Company emails (i.e. trustee@swanadvocacy.org.uk) for security purposes.