

SOUTH WEST HERITAGE TRUST

Trustee Recruitment: Additional Information

INTRODUCTION

Set out below is summary information relating to issues of governance, trustee duties and eligibility to serve as a trustee. More detailed information can be provided as required.

GOVERNANCE ARRANGEMENTS

The Board of Trustees has overall responsibility for the Trust, acting as its governing body. Trustees are legally responsible for directing the affairs of the Trust, ensuring that it is solvent, well-run, and delivering its charitable objects. Some Trustees are also directors of the Trust's associated charitable company. Trustees are not paid, but reasonable expenses are reimbursed.

The Board meets on a quarterly basis to discuss the progress of the organisation and to provide and agree strategic direction. The Chief Executive Officer is appointed by the Trustees to manage the day to day operation of the Trust and provide leadership and direction for the implementation of the Business Plan. Three Trustee committees take place quarterly to examine and deal with complex issues of the charity, with powers to exercise authority where delegated by the Board:

- The Personnel Committee – deals with all issues relating to human resources, terms and conditions and remuneration of staff
- The Audience Engagement Committee – deals with the strategic direction and targeting of marketing, PR and communications
- The Finance Committee – receives reports on income and expenditure and related activities to monitor financial stability and progress against the business plan

The Board may consist of a maximum of thirteen Trustees. Two of the Trustees are nominated respectively by Somerset and Devon County Councils.

The Trust's Charitable Objects, defined in its Articles of Association, are as follows:

- The advancement of education;
- the promotion of arts, heritage, culture and science including by the preservation and safeguarding of such land, buildings, structures, archaeology, objects, records or books as may be of historic or educational interest or significance; and
- to provide or assist in the provision of facilities in the interests of social welfare for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disability, financial hardship or social circumstances with the object of improving their conditions of life.

PRINCIPAL TASKS AND DUTIES OF TRUSTEES

Accountability; Legal and Financial Duties

- Ensure that the Trust complies with its governing document, charity law, company law and any other relevant legislation or regulation
- Ensure that the organisation pursues its charitable objects as defined in its governing document and uses its resources exclusively in pursuance of its objects
- Regularly monitor performance against the annual budget and support appropriate management action designed to achieve agreed levels of financial performance and ensure financial stability
- Ensure that the charity's governance is of the highest possible standard, and that it is openly and transparently accountable to funders, customers and stakeholders

Policy and Planning

- Ensure that the charity has a clear vision, mission, values and strategic direction
- Contribute actively to the activities of the board of trustees in giving firm strategic direction to the organisation, setting overall policy, defining goals and setting targets, and evaluating performance
- Approve and review the business plan, focusing on key issues and providing guidance on new initiatives
- Ensure that all significant risks associated with the Trust are recognised and that appropriate mitigation measures are put in place

Advocacy

- Safeguard the good name and values of the Trust, acting as an enthusiastic and well-informed ambassador
- Champion excellent customer service
- Promote the Trust, its activities and its needs, to the public, private and voluntary sectors so as to enhance the Trust's profile and assist with its fundraising activities and income generation

Participation

- Support the Trust not only through participation within its formal decision-making structures but through engagement with its events and programmes, e.g. promotional initiatives and exhibition openings.

LEGAL DUTIES OF TRUSTEES

Compliance – Trustees must:

- Ensure that the charity complies with charity legislation and prepares Annual Returns and accounts as required by law
- Ensure that the charity does not breach any of the requirements or rules set out in its governing document and that it remains true to its charitable objects

- Comply with the requirements of other legislation and other regulators which govern the activities of the charity
- 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 reasonably, and only in furtherance of the charity's objects
- Avoid undertaking activities that might place the charity's endowment, funds, assets or reputation at undue risk
- Take special care when investing the funds of the charity, or borrowing funds for the charity to use

Duty of Care – Trustees must:

- Exercise reasonable care and skill in their work as trustees, using their personal skills and experience as needed to ensure that the charity is well-run and efficient
- Consider getting external professional advice on all matters where there may be material risk to the charity, or where the trustees may be in breach of their duties

Duties of Directors

Trustees are also company directors and they have duties and responsibilities set out in company law. Chapter 2 of Part 10 of the Companies Act 2006 (2006 Act) codifies certain common law and equitable duties of directors. In summary, the seven general duties under the 2006 Act are:

- To act within powers
- To promote the success of the company
- 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 a proposed transaction or arrangement

ELIGIBILITY TO BE A TRUSTEE

The law disqualifies some people from acting as trustees. You will not be able to apply if you:

- Have an unspent conviction for an offence involving dishonesty or deception;
- Are currently declared bankrupt, or are subject to bankruptcy restrictions or an interim order;
- Have an individual voluntary arrangement to pay off debts with creditors;
- Are disqualified from being a company director;
- Have previously been removed as a trustee by either the Charity Commission or the High Court due to misconduct or mismanagement.

It is an offence to act as a charity trustee while disqualified unless the Charity Commission has given a waiver under section 72(4) of the Charities Act 1993.

You will also not be able to apply if you are:

- Under the age of 18;
- Not entitled to live and work in the United Kingdom;
- 'Associated' with either Devon or Somerset County Councils.

The term 'associated' means that you are currently a member or an officer of either authority or have been a member within the preceding four years. This restriction is necessary to ensure the Trust's independence in the eyes of the law.