

Role Description – Trustee

Trustees are the people responsible under the governing document of PRIME Cymru for controlling the management and administration of PRIME Cymru. The Board of Trustees set the strategic direction of the charity and to allocate physical and financial resources to achieve the strategy.

The role of a trustee is:

- to ensure that PRIME Cymru complies at all times with its governing document, charity law, company law and any other relevant legislation or regulations
- to ensure that PRIME Cymru pursues its objects as defined in its governing document as *“The relief of unemployment in Wales with particular but not solely restricted to the encouragement of self-employment of members of the general public who are over the age of 50, who are not in paid employment and who would benefit through enhanced income, opportunities for engagement in meaningful activity and the prevention of social exclusion”*
- to work with and provide support and guidance to the Chief Executive of PRIME Cymru to ensure its proper management and development
- to maintain proper financial control and ensure that PRIME Cymru applies its resources exclusively in pursuance of its objects i.e. the charity must not spend money on activities that are not included in its objects, no matter how worthwhile or charitable those activities are
- to set and maintain vision, mission and values
- to develop strategy, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets
- to work with staff to develop fundraising opportunities in order to deliver services
- to actively recruit financial patrons to the charity each year
- to ensure accountability
- to set up employment procedures and respect the roles of staff/volunteers
- to support the operational management of the organisation
- to draw up and monitor the implementation of internal policies, which must include equality and diversity as well as health and safety policies and grievance and disciplinary procedures
- to ensure that risk assessments for all aspects of the business are carried out
- to safeguard the good name and values of PRIME Cymru.
- to maintain effective board performance and ensure the effective and efficient administration of the charity including funding, insurance and premises
- to promote PRIME Cymru
- to act in the best interests of the charity, never in the interests of the trustee personally or another organisation

In addition to the above statutory duties, each trustee should use any specific skills, knowledge or experience s/he has to help the board reach sound decisions. These may involve scrutinising board and focus group papers, leading discussions, focusing on key issues, providing advice and guidance on new initiatives and other issues in which the trustee has special expertise.

A trustee is required to act reasonably and prudently in all matters relating to the charity and must always bear the interests of PRIME Cymru in mind.

PRIME Cymru Trustee Recruitment Policy -

Charity Trustees are the people who share ultimate responsibility for governing a charity and directing how it is managed and run.

1. Statement

PRIME Cymru recognises that an effective board of trustees is essential if the charity is to be effective in achieving its objects.

The board must seek to be knowledgeable of the people with whom the charity works, be aware of potential barriers faced and must have available to it all of the knowledge and skills required to run the charity.

Individual trustees must have sufficient knowledge, both of trusteeship in general and of the Charity's activities, to enable them to carry out their role and to represent the Charity at meetings and other events.

This policy sets out how PRIME Cymru intends to recruit a robust and effective board of trustees.

2. Governing Document

Extracted from Governing Document:

28. The maximum number of Trustees shall be determined by the Board of Trustees in a general meeting, but unless and until so fixed there will be no maximum number and the minimum number of Trustees shall be three and subject to them being:

- *Not under the age of 18.*
- *Not serving a conviction.*
- *Not being an undischarged bankrupt.*

29. Trustees shall be paid all reasonable out of pocket expenses properly incurred by them in attending and returning from meetings of the Board of Trustees or any committee of the Board of Trustees or in connection with business of the charity.

Term of Trustee appointment:

New members to the Board of Trustees will be initially appointed for a term of three years. At the end of this initial term they can stand for re-election for a further period of three years.

The Chair of the Board of Trustees will initially be appointed for a term of 3 years. At the end of this initial term they can stand for re-election for a further period of three years and notwithstanding a preceding period of up to six years served as a Trustee. Concurrent

43. The Board of Trustees may by ordinary resolution, of which special notice has been given in accordance with Section 379 of the Companies Act, remove a

member of the Board before expiration of his period of office notwithstanding anything in these Articles or in any agreement between the Charity and such member of the Board of Trustees.

3. Recruitment/Appointment Panel

When a need has been identified to recruit trustees the Board of Trustees and Chief Executive's Office will manage the recruitment process. An appointment panel, consisting of at least 3 people, will be established as a sub-committee and will normally include the Chair and at least one other Trustee together with the Chief Executive and any other people deemed appropriate by the Trustees. This sub-committee will have responsibility for ensuring that the remainder of the recruitment and induction process is carried out.

4. Skills Audit

Whenever a trustee departs, or when deemed necessary, a skills audit of the Board of Trustees will be conducted. Efforts at recruiting a replacement will take account of the skills audit and of the skills required by the Board at that time. Consideration must also be given to any specific roles or duties that the individual leaving the board was undertaking. This audit will be conducted by the Recruitment and Appointment Panel and where necessary additional advice will be secured from other relevant board members or staff.

5. Recruitment

Once the ideal skill/experience profile has been identified and agreed by the Board a recruitment plan will be formulated. This will identify the most appropriate resources from which applicants might be found. The Board should seek to increase the diversity of the Board by broadening the range of sources of new Trustees and preference should be given to advertisement in the media, volunteer bureaux, and direct approaches to professional bodies and to other voluntary organisations over approaches to personal contacts as the intention is to promote diversity and to avoid conflicts of interest.

PRIME Cymru seeks to ensure diversity in its Board of Trustees as well as in its staff base and consideration will be given to ways in which groups that are under-represented on the board might be reached and encouraged to apply. However, at the point of selection the board will not discriminate unfairly on any of the grounds listed in the Equal Opportunities Policy.

People enquiring to become trustees will be sent appropriate documentation about the charity, introductory material about trusteeship and will be asked to complete an application form. Arrangements will be made to assist any potential applicant with specific needs in relation to completion of the form or access to the supporting materials.

6. Interview, Selection & Appointment

Applicants who appear suitable will receive further information regarding the role of being a trustee. In the event of there being a large number of applicants, those most closely matching the skills required will be approached at this stage in preference to less suitable applicants; however, consideration will be given to appointing more than one suitable applicant. As a minimum, and if not sent

earlier in the process, applicants will be provided with:- a copy of the latest accounts of the charity; Charity Commission Publication CC3- 'Responsibilities of Charity Trustees'; a copy of the charity's governing document; a copy of the minutes of the last three board meetings (edited to conform with the principles of data protection if necessary); a trustee 'job description'; relevant policies including those regarding equal opportunities and conflicts of interest; a copy of this policy.

The applicant will then be interviewed by the recruiting panel and efforts will be made to answer any questions that they may have. The applicant will be asked to declare any conflicts of interest and will be required to provide two references which will be taken up prior to the next board meeting. The applicant will be required to sign a declaration that they are not disqualified from being a trustee as per section 72 (1) of The Charities Act 1993. The requirement to attend trustee induction sessions will be described. It is the responsibility of the members of the recruiting panel to ensure that references are obtained and all other relevant checks are completed.

The applicant/s chosen to be proposed for appointment by the panel will be asked to attend the next Board meeting as an observer only. The observations and recommendations of the panel will be put to the Board following the board meeting and a vote taken in accordance with the procedure for appointing trustees detailed in the governing document. Following this meeting, subject to the agreement of the majority of the Board and having received no qualifying objections, an offer of becoming a Trustee will be made by the panel to the applicant/s.

7. Re-election

On completion of an initial term of three years as a Trustee, or Chair of the Board of Trustees, where the existing members seek re-election the other trustees will vote on whether or not to approve the re-election. If a simple majority approve the re-election then this person will be recommended to the membership for election.

Where an elected trustee is retiring by rotation and does not seek re-election, or the re-election is not supported by a majority of the other trustees, the trustees will consider whether or not to recommend any trustee who has been co-opted during the previous twelve months. If a simple majority approve the election then this person will be recommended to the membership for election. Where more than one trustee has been co-opted during the previous year it will be necessary to vote to determine which should be recommended.

Should the retiring Trustees not wish to stand for re-election, or not be recommended by a majority of rest of the Board then a potential vacancy will occur. Where there is sufficient time before the AGM the procedure detailed in section of this policy will be followed in order to select a suitable candidate to recommend to the members. Where there is insufficient time to enable this procedure to be followed in full the Trustees will decide which steps are achievable and implement those.

8. Induction

An induction programme for any newly appointed Trustee will be implemented as soon as practicable and will include the following:

- Meetings with the Chair and Chief Executive, which may be held separately, to clarify the new Trustees role, responsibilities and policies
- Visit office bases of the Charity
- Opportunity to meet the Charity's operational management team which will outline the Charity's delivery programmes and how they are operated.
- Opportunity to shadow outreach workers
- Be provided with the opportunity to meet all employees within a reasonable and practicable timeframe following appointment

9. Retention and development of Trustees

- PRIME Cymru will work with its Trustees to identify their personal training and/or support needs to ensure their retention
- Opportunities will be offered to Trustees to attend training and seminar events both provided free of charge and at cost
- The Chair and/or Chief Executive will provide counsel where required or requested
- Annual "away day" will be provided for Trustees to discuss and decide on strategic direction

Trustee – Personal Specification

ROLE AND CONTEXT	NEED TO DO	NEED TO DO	NEED TO BE
<p>KEY ACCOUNTABILITIES</p> <ul style="list-style-type: none"> Assure compliance with charity regulations Ensure a sound organisational frame-work is in place to meet the purposes of PRIME Cymru Safeguard good name and values of PRIME Cymru Manage risks faced by PRIME Cymru Achieve and maintain financial stability Ensure delivery of quality services Involvement with appointment of Chief Executive Protect and manage the property of PRIME Cymru Ensure the proper investment of PRIME Cymru 	<p>KEY PERFORMANCE INDICATORS</p> <ul style="list-style-type: none"> Meeting financial targets Meeting service delivery targets <p>RELATIONSHIPS</p> <p><u>Internal</u></p> <ul style="list-style-type: none"> Chair of Trustees Chief Executive Staff members as appropriate <p><u>External</u></p> <ul style="list-style-type: none"> Service users Statutory bodies/Stakeholders Funders Members of the Royal Household as appropriate <p>DECISION MAKING</p> <ul style="list-style-type: none"> Making decisions that affect the strategic direction of PRIME Cymru 	<p>QUALIFICATIONS/EXPERIENCE</p> <ul style="list-style-type: none"> Education and experience to be able to meet skills and competency requirements <p>KNOWLEDGE</p> <ul style="list-style-type: none"> Understanding the needs of, and barriers faced by, those over the age of 50 who are economically inactive Understanding of the charity sector Awareness of the role/function of public sector bodies Understanding of different roles within an organisation Willingness to acquire and maintain up-to-date knowledge through induction and training <p>SKILLS AND COMPETENCIES</p> <ul style="list-style-type: none"> Strategic vision Ability to scrutinise board papers Willingness to share expertise Contribute to implementation of change Willingness to devote time and effort Problem-solving, decision-making and judgment skills Willingness to speak their mind Understanding and acceptance of the legal duties, responsibilities and liabilities of being a Trustee Good communication skills Ability to distinguish between strategic Board role and operational management role Ability to work effectively as a member of a team 	<p>TRUSTEE BEHAVIOURS/CHARACTERISTICS</p> <ul style="list-style-type: none"> Enthusiasm Creative Can-do attitude Innovative Engaging Confidential Respectful <p>INTEGRITY</p> <ul style="list-style-type: none"> Working at all times lawfully and in accordance with the Charity Commission's regulatory, compliance and financial requirements Working at all times in accordance with PRIME Cymru's policies and processes

