

## THE TRUST

### CHARITY TRUSTEE

#### Terms of Reference

##### Functions and Duties:

- to fulfil their statutory responsibilities as Charity Trustees of the CIO;
- to be responsible for controlling the governance of The Trust. Trustees have and must accept ultimate responsibility for directing the affairs of The Trust, and ensuring that it is solvent, well-run, and delivering the charitable outcomes for which it has been set up;
- to ensure that The Trust complies with charity law, and with the requirements of the Charity Commission as regulator; in particular ensure that the Trust prepares reports on what it has achieved and annual returns and accounts as required by law;
- to ensure that The Trust does not breach any of the requirements or rules set out in its Constitution (CIO)\* and that it remains true to the charitable purpose and objects set out there;
- to comply with the requirements of other legislation and other regulators (if any) which govern the activities of The Trust;
- to act with integrity, and avoid any personal conflicts of interest or misuse of The Trust funds or assets;
- to ensure that The Trust is and will remain solvent;
- to use charitable funds and assets reasonably, and only in furtherance of The Trust's objects;
- to avoid undertaking activities that might place The Trust's endowment, funds, assets or reputation at undue risk;
- to take special care when investing the funds of The Trust, or borrowing funds for The Trust to use;
- to use reasonable care and skill in their work as Trustees, using their personal skills and experience as needed to ensure that The Trust is well-run and efficient;
- to consider getting external professional advice on all matters where there may be material risk to The Trust, or where the Trustees may be in breach of their duties;
- to not act on behalf of any other organisation or person, but confine their actions to the furtherance of the purposes of The Trust as set out in the CIO, while discharging his or her role as charity Trustee;
- to declare any interest (whether personal, commercial, or as a member of another organisation) in matters being dealt with, and absent themselves from the committee room while such matters are under consideration;
- at all times conduct their dealings with The Trust with the sole object of furthering the declared aims of The Trust, and avoid any action leading to personal gain or aggrandisement;
- to not divulge any matter discussed in committee that has been declared confidential by the Chairman;

- to abide by the majority vote of the committee. This does not mean that a member must never again raise the matter, but the matter should in any case not be put to a vote again for at least twelve months unless approved by the Chairman;
- to play an active role of some kind or be willing to stand down at the next occasion for their re-election;
- to attend at least three out of four of the pre-arranged meetings of the Executive Committee each year or offer their resignation to the Chairman who, after consulting the other Trustees, will consider whether the resignation should be accepted.

### **Eligibility**

- A person must be 18 years or over, must act reasonably and prudently in all matters relating to The Trust and need always to bear in mind that their prime concern is its interests. They must not let any personal views or prejudices affect their conduct as Trustees. They must exercise an appropriate degree of care in administering their charity.
- Certain people are legally disqualified from continuing to be, or from becoming a trustee.
- People who are disqualified are those who have been convicted at any time of any offence involving deception or dishonesty, unless the conviction is legally regarded as spent;
  - or are undischarged bankrupts; or have made compositions or arrangements with their creditors from which they have not been discharged;
  - or have at any time been removed by the Commissioners or by the court in England, Wales (or by the Court of Sessions in Scotland) from being a trustee because of misconduct; or are disqualified from being company directors;
  - or are subject to an order made under s. 429(2) (b) of the Insolvency Act 1986.

### **Appointment, reappointment, retirement & removal**

- Trustees are elected by the membership of The Trust, at the AGM. Nominees may be co-opted by the Committee between AGMs and may be invited to stand for election at the next AGM.
- The term of office is three years, but Trustees who are willing to stand again may be re-elected for a further term. A Trustee who has served for two consecutive terms may not be reappointed for a third term but may be requested to continue to advise.
- A Trustee ceases to hold office according to the conditions set out in Clause 16 of the CIO.

\* CIO stands for **Charitable Incorporated Organisation** the Trust's form of Constitution.