



What am I supposed to be doing? (Committee member roles) (November 2016)

Trustee/committee member role

Trustee/committee members have an individual and collective responsibility for the running and management of the organisation. This means that each person must play an active part as the decisions and actions of one or a few will be judged to have been taken by everyone. It is useful to set out roles and responsibilities in writing. Below is a general role description for trustees but it can be easily adapted to voluntary and community groups that are not charities. As well as a role description, agreeing a code of conduct can be useful tool to clearly set out expectations on behaviour and values (see separate factsheet on Trustee Codes of Conduct)

Trustee/committee members have the role of strategic management (i.e. where the organisation is going and what it should be doing) and not necessarily operational management (i.e. what needs to happen day to day). For many small organisations the trustees/committee members may also be doing the day to day work as very active volunteers, however this is wearing a different 'hat' from when they meet together to make strategic decisions. Once you employ staff then it's even more important to be clear about who makes decisions about operational, day to day things.

Delegation

To make decision making easier and more practical committees very often delegate decision making and roles to specific people. For instance when you employ staff you should clearly define what decisions they can make, balancing the need for them to get on with their job and your need to know as the ultimate managers. Within committees very commonly there is delegation to officers to carry out particular roles, very often as **Chair**, **Treasurer** and **Secretary** (see below).

Remember though that these are still delegations and all the committee are responsible for decisions and actions taken in their name, and that ultimately that delegation can be changed or even removed! Therefore developing trust that someone is doing the best they can in your name and so letting them get on with it is vital. Therefore it is very useful to set out these delegations in writing. Samples of committee roles are given below.

Sometime committees may delegate responsibilities to sub-committees. Be clear about what decisions and action any sub-committee can do independent of the full committee, and be clear how they will report back. As with any delegation, including to the Chair or Treasurer, expect and even insist on reports on what they have done. The ultimate test is that each trustee/committee member should feel informed enough about what is happening in their name, balanced with trusting individuals to get on with their jobs and roles.

Chair

The role of the chair is to take a leadership role by making sure that the management committee properly oversees the direction of the voluntary group or charity. They convene and run meetings with the group's active support ensuring that everyone has their say and that majority decisions are taken and recorded. Typically they:

- Agree agendas (usually with a secretary, including deciding how long each item should take and whether committee members need information in advance)
- Prepare for meetings (think about each item, what questions members may have and what decisions, if any, need to be taken)
- Conduct meetings (ensure everyone gets their say, summarise any discussion and issues, ensure that clear decisions are made and minuted)
- Ensure actions are carried out
- Delegate and manage
- Take emergency decisions between meetings

Perhaps the most important skill of a chair is to facilitate group discussion and decision making. It is vital to remember that the Chair can only operate with the assistance of the group and everybody has responsibility for the conduct of meetings. Chairs often act as spokesperson for the group, by representing the group's views but this could be another trustee/committee member who is more skilled at public engagement. Also they may be the line manager for the lead employee (if you employ staff) but again another trustee/committee member may be more skilled at staff management.

Quite often groups will also appoint a Vice-Chair. Obviously they will step in for the Chair if they are unavailable but also they can provide ongoing support for the Chair and perhaps share some of their tasks, e.g. representing the organisation, chairing particular sub-committees, etc.

Treasurer

The overall role of a Treasurer is to maintain an overview of the organisation's financial affairs, ensure its financial viability and ensure that proper financial records and procedures are maintained, and that they can interpret the finances for all the trustees. In charities without paid staff, the Treasurer may take a greater role in the day-to-day finances of the organisation. Treasurers are perhaps the most difficult officer to find, however as long as someone feels confident dealing with money and has a logical brain it is a skill that can be learnt. However in many organisations trustees and committee members without financial skills leave it to the treasurer. This is unfair on them and will be neglecting a vital duty of being a trustee or committee member. Treasurers need to make sure their reports and explanations make sense to committee members so everyone has an understanding of the current and future health of the organisation.

Secretary

The overall role of a secretary is to support the chair by ensuring the committee functions smoothly. In organisations without staff the secretary will take on many

administrative functions such as sending out agendas to the committee, minute taking, receiving and replying to correspondence, publicity and promotion, updating statutory registers and filing (e.g. to Companies House and Charity Commission), managing membership lists, retaining key documents, etc. It is very easy for Secretaries to get overloaded when groups are busy, so it's worth thinking about dividing the tasks up among a few people. In particular, taking Minutes while also dealing with business is difficult, so some groups have a Minutes Secretary as well.

It is also worth trying to get other members of the committee or group to help with publicity, especially if you are trying to encourage the wider community to get involved as this can often be time-consuming.

Induction

So that individual trustees/committee members have good background knowledge of the organisation and can make informed decisions it is a good idea to give everyone an induction pack. A pack should be set up and given to a trustee/committee member as soon as they are appointed so everyone has a common basic set of information about the organisation. As a minimum this should include, where appropriate:

- Rules/Constitution/M&A
- Any Standing Orders
- Set of recent board/committee papers and minutes
- Budget for current financial year
- Dates of future meetings
- Profiles and contact details of trustees/committee members
- Terms of reference for any sub-committees and working groups
- Copies of role descriptions and Code of Conduct
- Summary document of Good Governance (see below)
- Charity Commission leaflet CC3 'The Essential Trustee' (see below)
- Annual Reports and Accounts for the past 3 years
- Policy documents including equal opportunities and financial controls
- Information about the organisation (covering brief history, Mission/Vision, staff structure, JD of Chief Officer, premises)
- Recent publications and newsletters, etc.
- Current Business Plans/Strategic Plans.

The above should allow each trustee/committee member to be able to list the following:

- Who the trustees/committee members and honorary officers are and what they do
- How long trustees/committee members serve for
- Frequency, dates and length of trustee meetings
- Sub-committees
- Date of next Annual General Meeting (when set)
- A brief background to the organisation (history, funders, staffing, achievements)
- Board/committee current priorities.

Good Governance

It is best practice for a Board/committee to strive to continually improve its governance. Therefore it is recommended that Boards/committees think about how it will plan to review its operation and identify improvements. A good start would be to use the latest version of the Code of Governance, entitled Good Governance (see below). This document can be used as a checklist of what should be in place. Setting aside an extra half day a year to review the Board/committee's performance is also a good way to action this. Boards/committees may also want to consider looking at one of quality systems such as PQASSO (see below) as a framework to identify how to improve governance. BCVS is available to work with Boards/committees to improve their governance and quality standards.

Example Role Descriptions

Trustee

The duties of a trustee

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 (constitution) by designing and agreeing its long term strategy
3. To ensure the organisation uses its resources exclusively in pursuance of its objects: the organisation 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. Follow proper and formal arrangements for the appointment, supervision, support, appraisal and remuneration of the chief executive/Manager (if you employ staff)

Other duties

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 committee papers
- Leading discussions
- Focusing on key issues
- Providing guidance on new initiatives
- Other issues in which the trustee has special expertise e.g. legal, HR, finance.

Time commitment (example of what to include)

To attend at least X of the Y board/committee meetings which are held Z times a year and last at least A hours. As well as attending the meetings you will need to spend B hours preparing for each meeting by reading and considering papers and notified agenda items. Also to attend the AGM held in C month of the year.

Trustees/committee members are also encouraged to spend at least D hours a year visiting services provided by the organisation.

Person specification

- A commitment to the objects of the organisation
- A willingness to devote the necessary time and effort
- Strategic vision
- Good, independent judgement
- An ability to think creatively
- A willingness to speak their mind
- An understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
- An ability to work effectively as a member of a team
- A commitment to Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

Chair/Vice-chair

In addition to the general responsibilities of a trustee, duties of the chair include:

1. Providing leadership to the organisation and the board by ensuring that everyone remains focused on the delivery of the organisation's charitable purposes in order to provide greater public benefit
2. Chairing and facilitating board meetings
3. Giving direction to board policy-making
4. Checking that decisions taken at meetings are implemented
5. Bringing impartiality and objectivity to decision-making
6. Representing the organisation at functions and meetings, and acting as a spokesperson as appropriate (optional)
7. Planning the annual cycle of board meetings and other general meetings where required (with Chief Executive/Secretary), for example annual general meeting
8. Setting agenda, with Chief Executive/Secretary, for board and other general meetings
9. Developing the board of trustees including induction, training, appraisal and succession planning
10. Addressing conflict within the board and within the organisation, and liaising with the chief executive (if staff are employed) to achieve this
11. Liaising with the chief executive to keep an overview of the organisation's affairs and to provide support as appropriate
12. Leading the process of supporting and appraising the performance of the chief executive (optional)
13. The vice-chair acts for the chair when the chair is not available and undertakes assignments at the request of the chair

Person specification

In addition to the person specification for a trustee, the chair should have the following qualities:

- Leadership skills
- Experience of committee work
- Tact and diplomacy
- Good communication and interpersonal skills
- Impartiality, fairness and the ability to respect confidences.

Treasurer

In addition to the general responsibilities of a trustee, duties of the treasurer include:

1. Liaise with relevant staff, committee members and/or volunteers to ensure the financial viability of the organisation.
2. Make fellow committee members aware of their financial obligations and take a lead in interpreting financial data to them.
3. Regularly report (in a format agreed with the full committee) the financial position at committee meetings (balance sheet, cash flow, fundraising performance, etc.).
4. Oversee the production of an annual budget and propose its adoption at the last meeting of the previous financial year.
5. Ensure the charity has an appropriate reserves policy
6. Contributing to the fundraising strategy
7. Ensure proper records are kept up to date (at least monthly) and that effective financial procedures and controls are in place, i.e.:
 - Cheque signatories
 - Purchasing limits
 - Purchasing systems
 - Petty cash/ float
 - Salary payments
 - Pensions
 - PAYE and NI payments
 - Others as appropriate
8. Appraising the financial viability of plans, proposals and feasibility studies.
9. Lead on appointing and liaising with auditors/an independent examiner.
10. Make formal presentation of the annual accounts at the AGM
11. Undertake bookkeeping duties and/or oversee the finance volunteer ensuring posting and bookkeeping is kept up-to-date.
12. Maintain the petty cash system and regularly process petty cash claims.
13. Regularly carry out reconciliations/ oversee regular reconciliations by the finance volunteer.
14. Arrange payments to creditors as appropriate and arrange appropriate signatures on payments.
15. Make the necessary arrangements to collect payments from debtors and bank payments promptly.
16. Be the main contact with HMRC
17. If appropriate chairing any Finance Sub-committee

Person specification

In addition to the person specification for a trustee, the treasurer should have the following qualities:

- Knowledge and experience of current and fundraising finance practice relevant to charities/voluntary and community organisations.
- Knowledge of bookkeeping and financial management (as necessary).
- Good financial analysis skills.
- Ability to communicate clearly

Secretary

In addition to the general responsibilities of a trustee, duties of the secretary include:

1. Deal with incoming and outgoing correspondence
2. Maintain membership lists
3. Keep the organisation's governance document, copies of minutes and other key documents safe
4. Ensure the annual report is produced
5. Ensure any statutory filing to any regulator e.g. Companies House, Charity Commission is carried out
6. Preparing agendas in consultation with the chair and chief executive, and circulating them and any supporting papers in good time
7. Making all the arrangements for meetings (booking the room, arranging for equipment and refreshments, organising facilities for those with special needs, etc.)
8. Receiving agenda items from other trustees/staff
9. Checking that a quorum is present
10. Taking minutes (or being responsible for them being taken) and circulating draft minutes to all trustees
11. Ensuring that the minutes are signed by the chair once they have been approved
12. Checking that trustees and staff have carried out actions agreed at a previous meeting
13. Circulating agendas and minutes of the annual general meeting and any special or extraordinary general meetings (where required)
14. In organisations that are companies, fulfilling the functions of a company secretary if these responsibilities have not been delegated to a member of staff
15. Sitting on appraisal, recruitment and disciplinary panels as required

Person specification

In addition to the person specification for a trustee, the secretary should have the following qualities:

- Organisational ability
- Knowledge or experience of business and committee procedures
- Minute-taking experience, if this is not being delegated to staff

SOURCES/FURTHER INFORMATION

- (a) BCVS can give individual support and advice on roles, responsibilities, running meetings and good governance. Also look on our website for other Fact Sheets, including Trustee Codes of Conduct, at: www.bournemouthcvs.org.uk/advice.asp
- (b) Charity Commission CC3 The Essential Trustee www.gov.uk/government/publications/the-essential-trustee-what-you-need-to-know-cc3
- (c) BCVS Trustee Code of Conduct www.bournemouthcvs.org.uk/bcvs-trustees.asp
- (d) Good Governance Code www.goodgovernancecode.org.uk
- (e) PQASSO www.ncvo.org.uk/practical-support/pqasso/
- (f) Charity Commission Hallmark of an Effective Charity www.gov.uk/government/publications/the-hallmarks-of-an-effective-charity-cc10

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