

## Parent Support Group Action Pack - Wales



### The role of Trustees - Wales

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This guide is for information purposes only and is not intended to be a source of legal advice and must not be relied upon as such. Other organisations are listed for information purposes only and inclusion does not constitute endorsement by Contact.

## **What are trustees?**

Charity trustees are legally responsible for the charity's overall management and decision. They may or may not be called trustees. Some organisations may prefer to call them members of the management or executive committee, a governor or a director. The group they make up may be called the management committee, governing body or the board.

The role of trustee is voluntary. Except in exceptional circumstances, and where allowed by the charity's constitution, trustees should not be paid or receive any personal gain from their role. They should also not be out of pocket for the work they do and should receive payment to cover any expenses, such as travel to meetings.

The role is usually not permanent. Most trustees have a set number of years which they work, at the end of which they will need to stand for re-election or take a break from the role. It is a good idea for trustees to consider re-election carefully to avoid burn-out or the group becoming over reliant on one person. The Charity Commission suggest 3 years and voting on for another three years.

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## **What is the role of a trustee?**

Trustees are responsible for the strategic direction and performance of their charity as set out in its governing document. If a charity has few or no staff they may carry out the tasks necessary for the day-to-day running of the charity. If it is a larger charity which has paid staff, the staff will usually carry out this day-to-day work. The role of the trustees is to provide oversight for the charity and strategic decision making, and always acting in the best interests of the charity.

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## **Responsibilities of trustees**

Trustees:

- have ultimate responsibility for the work of the charity
- ensure the charity is working within the law
- take decisions about the future of the charity
- ensure the organisation remains sustainable
- consider likely future challenges and prepare the charity to face them
- monitor to ensure the charity is meeting objectives
- must act in the best interests of the charity

- be accountable for the organisation – to the Charity Commission and the public
- support the head of staff – usually the chair of trustees will directly line manage this role
- ensure the board is working effectively and efficiently – and has trustees with the appropriate skills to govern the charity.

The role can be very challenging, but it can also be interesting and rewarding. Taking on this responsibility can give you the chance to exercise your existing skills and develop new ones.

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## **Liability of trustees**

If a problem occurs in the charity's work or finances, the ultimate responsibility rests with the trustees. This applies to both legal and financial aspects of a charity's work, for which they can be held liable. However, if a board of trustees has followed the guidelines laid down in the Organisation's governing document, made proper informed decisions and taken advice where necessary, they are unlikely to find themselves being held personally liable. If trustees have acted reasonably, generally the law will protect them from the consequences of their honest mistakes. You can also seek advice directly from the Charity Commission, law firms or other boards of trustees at any time during your time in governance.

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## **What are the qualities needed to be a good trustee?**

Boards of trustees need a wide variety of skills to function effectively. This will include 'hard' skills such as legal, accounting, business management. These skills enable the board to understand issues and meet their legal and financial obligations as trustees.

Equally important are 'soft' skills, such as encouraging team working, problem solving, facilitating decision making, maintaining good working relationships and keeping trustees in touch with the membership of the group.

A board will be stronger if trustees represent a variety of views. For example, even if you are a group primarily for parents of children with a particular disorder, there is likely to be some benefit in having parents, adults with the condition and adult siblings of people with the condition on the board.

Perhaps the most important qualities needed by the trustees are a commitment to the aims of the group and having time to be able to put the work in to achieve these. It is important to understand

Before applying to be a trustee, it is important to understand how much of your time you might be asked to give, and how much time you are willing to commit to the role.

how much time it takes, and how much time you are willing to commit to the role before applying to be a trustee.

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## Who cannot be a trustee?

Trustees come from all walks of life and generally the wider range of people you can have represented on your board, the better. However you cannot be a trustee if you have fit any of the following descriptions:

- you are under 18 years of age
- you have been convicted of an offence involving deception or dishonesty, unless the conviction is spent
- you have an undischarged bankruptcy order
- you have previously been removed from trusteeship of a charity by the court or Charity Commissioners
- you are under a disqualification order under the Company Directors Disqualification Act 1986.

Read the [Fit and proper persons help sheet on appointing trustees](#), along with a model declaration document, by the Her Majesties Revenue and Customs (HMRC):

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## Forming a management committee

A management committee does not have to have lots of people and in many ways it will be easier and cheaper to manage if the numbers are kept down (6-10 trustees is not unusual). You do want to ensure you have a strong and committed number of members. Unless otherwise specified in the organisation's constitution the essential roles you do need to fill are the chair, secretary and treasurer. Make sure that the people asked to take on these roles are going to be able to meet the needs of the organisation. Check the outline of their individual roles below to see the type of skills each will need.

### The role of a chair

- leads the board of trustees ensuring it fulfils its responsibilities for the governance of the charity
- sets the agenda and chairs committee meetings

- acts as a figurehead for the charity at functions, meetings, events and for publicity purposes
- if the organisation has paid staff it will be the chair's role, in conjunction with other trustees, to supervise the staff. Usually this is confined to just managing the head of staff.

### **The role of a secretary**

- carries out the secretarial functions necessary to support the work of the board
- liaises with the chair to put together the agenda for meetings
- takes accurate minutes of the meetings which form the legal record of the decisions taken by the organisation
- sends out copies of the minutes and agenda to other committee members
- deals with any written correspondence as requested by committee members
- passes on relevant written enquiries to the appropriate group member
- prepares papers and carries out the administration of the Annual General Meeting (AGM)
- Is responsible for keeping all the information up to date with the Charity Commission and must submit the Annual accounts in the requirement timeframe.

### **The role of a treasurer**

- prepares and presents regular financial reports to the committee
- maintains the financial records
- prepares financial records to support applications for funding
- ensures payment of expenses and acts as signatory for cheques
- may manage any relationship with accountancy firms or bookkeepers employed by the charity for accounts work.
- long with the secretary ensures that the Annual Accounts are submitted to the Charity Commission

### **The role of medical professionals**

For condition-specific groups, there is a huge value in having one or more medical professionals who are experts in the condition, who will provide the group with information or check, verify and put their name to the information you produce. This will ensure that the medical information is of the highest possible quality. Some groups may feel that this person should be a trustee. However this is not necessary, and sometimes not possible for the medical professional to commit to.

If your medical expert feels they are able to commit to becoming a trustee that will be good, but remember that as with extra committee members, organising and running board meetings will become that much more time consuming and expensive. Consider inviting a medical advisor to sit in on meetings, or address the board only when necessary as this will meet your needs more easily.

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## **Do you need more trustees?**

If you are a registered charity the board of trustees is legally obliged to meet a minimum number of times per year. The more trustees you have, the more time and money these people will spend travelling to and from meetings. Before recruiting more trustees, ask yourself whether it is necessary that these people are part of the board or whether their talents are better used being more proactive in non-governance roles.

If you are considering whether your board needs additional people, carry out a skills audit of your existing board members. What skills do you have between you? What other skills do you need in order to further the aims of the group? If you decide there are gaps that need filling, look specifically for people who can offer these missing skills. Trustees should always be appointed on the basis of what they can offer the board and, therefore, the organisation, rather than their position in the group or society.

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## **Conflicts of interest**

Potential trustees should consider if there would be any conflicts of interest for them which would inhibit them acting effectively as a member of the board. Sometimes it may be that the very reason the person is interested in being a trustee and has useful connections may mean that at some points their loyalties may be compromised preventing them from acting in the best interests of the charity.

An excellent and detailed guide is available from the Charity Commission which explains [potential issues and how to deal with them effectively and legally](#).

## Finding trustees

If you are having problems finding trustees who are able to take on the role and its responsibilities, you may wish to advertise to find people in the wider community who are able to help. There are several places you can go to find volunteers. Umbrella organisations for voluntary organisations may be able to help.

Find contact details for groups in Wales in Useful Contacts below.

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## Induction of new trustees

Having a well thought out induction programme to introduce new trustees to their role and the organisation is very important. This will be particularly relevant where a new trustee has had no previous connection with the organisation and may not be aware of the issues involved.

The form the induction takes will vary depending on the nature of the organisation. It may be that a meeting with current trustees during which all parties can offer information and ask questions is the most appropriate way of doing this. For slightly bigger organisations you may want to consider providing a more formal process. However formal you make the process the new trustee should be provided with copies of key information and documents and an explanation of these. Ensuring that new trustees have a clear understanding of their role and place within the management structure many problems can be avoided later on.

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## COVID-19 – Re-opening safely: A guide for charity trustees in England and Wales

Many charities who have closed over lockdown have thought about how to re-open offices and other sites in a controlled, measured and safe manner following government guidance. You can find such advice on [COVID-19 Re-opening safely: A guide for charity trustees in England and Wales](#). This document aims to provide an overview of the fundamental issues trustees should be considering when deciding whether and how to re-open physical sites. It summarises important documents from the government and signposts readers to sources of guidance to help inform discussions, decisions and actions. It provides a top-level view of the legal duties placed upon the board and suggests topics and questions to discuss further to fully understand the needs of each charity.

## Useful Contacts

### [Charity Commission \(England and Wales\)](#)

Tel: 0845 300 0218

Publishes a detailed [guide to becoming a trustee in England and Wales](#) which is essential reading.

### [Wales Council for Voluntary Action \(WCVA\)](#)

WCVA represents the interests of voluntary organisations, community groups and volunteers in Wales and is in contact with many more through national and regional networks.

The whole series of guides to help local parent support groups – our Group Action Pack, is available on our website.