

Trustee Role Description

1. Summary

Kent Community Foundation (KCF) is a Registered Charity and Company Limited by Guarantee, governed by a Board of Trustees. Trustees (who are also the company's directors) are responsible for providing appropriate oversight, governance and leadership to KCF in the pursuit of its strategies to fulfil its charitable purposes. Along with abiding by and complying with charity law, company law (where applicable) and other relevant regulation and legislation, trustees must exercise their powers in strict accordance with KCF's governing document. Trustees are responsible for delegating day to day operational matters to the Chief Executive and staff team and monitoring performance.

2. Commitments

- Trustees serve a minimum term of three years, which can be renewed twice to serve a maximum total of nine years
- Attend a minimum of four board meetings a year, including a planning and strategy day
- KCF trustees are expected to join one or more of KCF's sub-committees which meet between one and four times a year, depending on the committee. There are currently six sub-committees.
- Being available for discussion and out-of-meeting decision making via phone and email
- Attendance at KCF events
- Commitment to KCF's charitable purposes and business plan
- Commitment to KCF's mission and values, including aspirations regarding equality, diversity and inclusion, the environment and ethical values
- Commitment to best practice and good governance, primarily by considering the recommendations of the Charity Governance Code and quality accreditation requirements
- Commitment to transparency and accountability to stakeholders and the public
- Commitment to undergoing individual and board performance appraisals, and considering additional training highlighted as a result of the evaluation process
- Commitment to maintaining absolute confidentiality about all aspects of the trustees' business, bearing in mind the overriding legal obligations placed upon trustees
- To declare interests that may conflict with their position as trustee in accordance with KCF's Conflicts of Interest Policy
- Undertaking a DBS check if KCF deems it necessary for carrying out the appointment

3. Statutory duties

Trustees have the following legal duties in charity law:

- duty of trust;
- duty to comply with the charity's governing document;
- duty to act in the best interests of the charity, and present and future beneficiaries;
- duty to avoid conflicts of interest;
- duty to safeguard assets;
- duty not to benefit from their position;
- duty of care;
- duty to act personally;
- duty to act collectively; and
- duty to keep accounts

Under Part 10 of the Companies Act 2006, there are specific legal duties placed upon company directors. For trustees and directors of charitable companies, therefore, there are additional duties to fulfil including:

- duty to act within powers;
- duty to promote the success of the company;
- duty to exercise independent judgement;
- duty to exercise reasonable care, skill and diligence;
- duty to avoid conflicts of interest;
- duty not to accept benefits from third parties; and
- duty to declare interest in a proposed transaction or agreement.

4. Main duties and responsibilities

Strategy

- developing the strategy by which the charity aims to fulfil its charitable purpose
- establishing clear objectives to deliver the agreed plans and strategy and regularly reviewing performance against those objectives
- holding the Chief Executive to account for the effective management and delivery of the organisation's strategic aims and objectives
- analysing and contributing positively to the strategic development of long-term plans for the charity and its beneficiaries
- safeguarding the good name and reputation of the charity
- representing the charity at functions, meetings and in the wider media, in line with the charity's agreed media strategy
- promoting the charity and its work to fulfil its charitable purpose
- agreeing the charity's values and ensuring that they are reflected in the conduct and activities of the organisation and those who work for it
- setting the tone for the charity through leadership, behaviour and performance.
- recognising the situation when it may be more appropriate to wind the charity up where there is no longer a need for the charity to provide the services it does or because the charitable objects are no longer relevant to contemporary social situations

Compliance

- ensuring that the charity complies with its governing document, charity law and any other applicable legislation and regulations including safeguarding and fundraising, where applicable
- working to achieve the purpose of the charity and to pursue the charitable objects, and provide public benefit
- ensuring the effective and efficient administration of the charity and its resources
- managing and using the charity's resources so as to optimise impact and the delivery of the charity's objects, undertaking such duties in a way that adds to public confidence and trust in the charity
- ensuring that financial controls are robust and that the board is kept fully informed through timely and relevant information
- identifying and assessing risks and opportunities for the charity
- ensuring that those working on behalf of the charity, including third parties, fundraisers, etc. abide by the standards which the charity sets and also by the relevant requirements of legislation (e.g. the relevant provision of the Charities (Protection and Social Investment) Act 2016)
- participating in the appointment of the Chief Executive and other senior staff, as appropriate
- acting as a counter-signatory on charity payments when necessary in accordance with the financial procedures policy and signatory mandates
- with the assistance of the charity secretary, promoting the highest standards of corporate governance in compliance with the Charity Governance Code and other regulatory requirements and good practice, where appropriate
- taking appropriate professional advice in all matters where there may be a material risk to the charity, or where the trustees may be in breach of their duties

- ensuring that the organisation promotes equality, diversity and accessibility for all its stakeholders

Performance monitoring

- ensuring the effective implementation of trustee board decisions by the Chief Executive and the senior management team
- ensuring a fully effective and appropriate system for the recruitment, appointment and monitoring of the work and activities of the chief executive officer and, where applicable, other members of the senior management team
- setting challenging objectives for improving performance and monitoring performance against those targets
- Paying due regard to ensure that any key performance indicators (for performance, fundraising or service delivery etc) are in alignment with the ethos of the charity and culture it promotes

5. Trustee liability

Trustees are individually and jointly liable for any consequences arising out of a breach of trust. Trustees must make decisions collectively, but are both jointly and severally liable. It is therefore important that trustees primarily act in line with their governing document, the legal and regulatory framework, and seek professional guidance on those situations that are beyond the reasonable knowledge and competence of the board. Generally, as long as trustees have acted with an appropriate degree of prudence, intelligence and due diligence and not acted dishonestly or fraudulently, and accessed all reasonable means of support and guidance, the Charity Commission and the Courts are likely to exonerate trustees from any personal liability resulting from their actions or inactions.

6. Skills and Experience

The trustee board aims to have a range of skills and experience available to help the charity develop and grow and overcome difficult situations. There is not a set criterion for board composition, however a regular skills audit is carried out, usually every year, to gain a clear picture of the skills possessed by the board and identify sources of knowledge and experience available and/or missing at a specific point in time. This approach helps to align recruitment with KCF's strategic plan.

7. Remuneration

The role of trustee is not accompanied by any financial remuneration although expenses can be claimed. Reimbursement of expense will be considered for items associated with KCF trusteeship such as:

- travel costs for meetings
- reasonable childcare costs or care of other dependants whilst attending trustee meetings
- communication and accessibility support
- relevant training and training materials
- costs associated with conferences and or training courses

8. Recruitment

The Board of Trustees regularly review the trustee retirement schedule and plan for succession in advance. Best practice for a charity of KCF's size is to have between eight and 12 trustees; KCF aims to maintain around 10 board members. Regular board audits inform recruitment requirements and skill gaps the board is looking to fill. Wherever possible, KCF commits to recruit by open advertisement, adhering to the Foundation's equality, diversity and inclusion policies.

For more information on the trustee recruitment process, see KCF's Recruitment Policy.

9. Review

This role description will be reviewed by the Board of Trustees every two years.