**Trustee Role Description**

1. **Summary**

Kent Community Foundation 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 Kent Community Foundation in the pursuit of its strategies to fulfil its charitable purposes.

Along with complying with charity law, company law and other relevant regulation and legislation, trustees must exercise their powers in accordance with Kent Community Foundation’s governing document. Trustees are responsible for delegating day to day operational matters to the Chief Executive and staff team and monitoring performance.

1. **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, strategy, or training day, all take place in-person
* Kent Community Foundation trustees are expected to join one or more of Kent Community Foundation’s sub-committees which meet between two and four times a year, depending on the committee. Most of the sub-committee meetings can be attended remotely or in person.
* Being available for discussions and out-of-meeting decision making via phone and email
* Attendance at Kent Community Foundation events; trustees are usually expected to attend at least two per year
* Commitment to Kent Community Foundation’s charitable purposes and business plan
* Commitment to Kent Community Foundation’s mission and values, including those 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 Kent Community Foundation’s Conflicts of Interest Policy
* To undertake a DBS check if Kent Community Foundation deems it necessary for appointment

1. **Statutory responsibilities**

Under the Charities Act 2011 and the Companies Act 2006, Trustees (who are also Directors) have the following statutory duties and responsibilities:

* **Ensure the charity is carrying out its purposes for the public benefit**
* Act in line with the charity’s governing document and powers stated therein (e.g., constitution, trust deed, articles of association).
* Make sure activities advance the charity’s stated purposes.
* Consider how the charity’s work benefits the public and avoid activities that don’t serve that aim.
* **Comply with the charity’s governing document and the law**
* Follow the rules set out in the charity’s constitution.
* Comply with relevant laws (e.g., charity law, company law if incorporated, data protection, employment law).
* File annual returns, reports, and accounts with the Charity Commission on time.
* Oversee safeguarding
* Ensure the charity’s fundraising is legal and ethical
* Ensure the charity employs staff responsibly
* Oversee health and safety compliance
* **Act in the charity’s best interests**
* Make balanced, informed decisions.
* Put the interests of the charity above personal or outside interests.
* Promote the success of the charity
* Manage conflicts of interest appropriately
* Not accept benefits from third parties where an obligation or influence would be created
* **Manage the charity’s resources responsibly**
* Protect and safeguard the charity’s assets (money, property, reputation).
* Avoid undue risk while being prudent with funds.
* Make sure the charity is and remains solvent.
* Use charitable funds and assets only to further the charity’s purposes.
* **Act with reasonable care, skill and diligence**
* Apply any specialist knowledge where relevant
* Exercise independent judgement
* Take advice when needed.
* Be actively involved in the charity’s decision-making
* **Ensure the charity is accountable**
* Be accountable to members, the Charity Commission, donors, beneficiaries, and the public.
* Be transparent and honest about the charity’s work and finances.
* Provide clear, accurate reports and information.

1. **Main duties and responsibilities of Kent Community Foundation Trustees**

The Board of Trustees delegates certain duties and responsibilities to its sub-committees, who then report to the full board. Responsibility for the day to day operation of the charity is delegated to the Chief Executive.

**Strategy**

* overseeing the development of the strategy by which the charity aims to fulfil its charitable purpose
* establishing clear objectives to deliver 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 a 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, 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 Head of Finance and Governance, 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 as well as its strategic aims.

1. **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.

1. **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 periodic skills audit is carried out, 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 Kent Community Foundation’s strategic plan.

1. **Remuneration**

The role of trustee is not accompanied by any financial remuneration although expenses can be claimed for costs associated with serving on the Board of Kent Community Foundation, such as travel to meetings and relevant training.

1. **Recruitment**

The Board of Trustees regularly review the trustee retirement schedule and plan for succession in advance. Best practice for a charity of the size of Kent Community Foundation is to have between eight and 12 trustees; so we aim to maintain a board of at least 10. Regular board audits inform recruitment requirements and skill gaps the board is looking to fill. Wherever possible, we commit to recruit by open advertisement, adhering to the Foundation’s equality, diversity and inclusion policies.

For more information on the trustee recruitment process, see Kent Community Foundation’s Recruitment Policy.

1. **Review**

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