



Best Practice Document No. BP02

Being A Trustee of Communication Matters (ISAAC UK): Job Description, Induction Programme, Responsibilities and Code of Conduct

Version 3.0 March 2020

Job Description for a Trustee of Communication Matters

1. Background

- 1.1 Charity Trustees are “the persons having the general control and management of the administration of a charity” (Section 97 of the Charities Act 1993). By becoming a Trustee, individuals become part of the team that runs and administers Communication Matters.
- 1.2 All Trustees are also Directors of ISAAC (UK), a private company limited by guarantee. Trustees of any charity need to be aware of their duties and responsibilities under Trust and Charity law.
- 1.3 The Charity Commission recommends that every Trustee reads the document [*CC3: Responsibilities of Charity Trustees*](#)
- 1.4 The document [*CC3\(a\): Responsibilities of Charity Trustees*](#), which is a summary of CC3, is in the *Trustees' Handbook*:
- 1.5 The Board of Trustees operate collectively, and decisions are taken as a body. The board's decisions do not have to be unanimous. Therefore, the majority bind the minority, and all Trustees are bound by the decision, even if you were absent from a meeting.

2. Main Objectives

All Trustees have a responsibility to:

- 2.1 Ensure Communication Matters meets its legal obligations in regard to the Charities Commission, grant giving organisations and other bodies.
- 2.2 Ensure Communication Matters is a robust organisation that continues to develop and operate within the remit of the Memorandum and Articles of Association.
- 2.3 Agree Communication Matters' vision, mission, values, strategic plan, policies and action plans.
- 2.4 Ensure Communication Matters delivers on its plans and achieves its intended impact for AAC users and those who support them.
- 2.5 Develop relationships with Communication Matters' Associate membership groups.
- 2.6 Provide support to the Officials and Employees (paid and voluntary) of Communication Matters.
- 2.7 Ensure that the Board of Trustees remain up-to-date and skilled to perform their role.

3. The Specifics: The Trustees' Handbook gives a fuller explanation

Trustees are obliged to:

- 3.1 Act in the best interests of the charity at all times.
- 3.2 Take an active role in the running of Communication Matters.
- 3.3 Act together as a group rather than as individuals.
- 3.4 Set aside their personal, commercial or professional interests.
- 3.5 Understand the charity's financial affairs.

4. Legal Responsibilities of Trustees

- 4.1 To hold and maintain an individual membership of Communication Matters for the duration of Trusteeship.
- 4.2 Trustees of all types of charities can be held personally liable for breach of trust under charity law, acting as charity Trustees when disqualified, failure to comply with relevant statutory requirements in areas such as health and safety, trade descriptions and financial services and failure to

deduct employee's PAYE. Trustees remain liable for their actions in breach of trust even after resignation or retirement.

- 4.3 According to the Memorandum & Articles, all Communication Matters' Trustees are the Members (as well as the Directors) of the limited company and so are liable for £1 should the charity be dissolved during Trusteeship or for up to 12 months afterwards. There is no financial limit on breach of trust claims, however, there is trustee indemnity insurance but not if Trustees knowingly breach trust. (*The Associate members of CM are not Members of the company in a legal sense and have no voting rights, responsibilities or liabilities*).

5. Person Specification for Individual Trustees

- 5.1 Knowledge
- 5.1.1 Some understanding of the legal status of a charity and what it means to be a voluntary organisation (though training will be given on this).
- 5.2 Skills
- 5.2.1 Effective interpersonal communication skills.
- 5.2.2 Ability to work as part of a team. Recognition that Trustees come from a variety of backgrounds with a wide range of skills and personal and professional experience and respecting that.
- 5.2.3 Some basic understanding of financial systems and management (training can be provided on this).
- 5.2.4 Ability to focus on key issues and to work within CM's charitable objectives.
- 5.2.5 Willingness to learn the role.
- 5.2.6 Understanding of the importance of confidentiality where necessary.
- 5.3 Personal Qualities
- 5.3.1 Integrity and honesty.
- 5.3.2 Ability to reflect and consider the views of others.
- 5.3.3 Ability to gain respect of peer and membership groups.
- 5.3.4 Ability to exercise judgement and objectivity.

- 5.3.5 Sense of responsibility.
- 5.3.6 Tactful and diplomatic.
- 5.3.7 Preparedness to work collectively.
- 5.3.8 Able to devote the necessary time and effort both to attending Board Meetings, and Trustee and working group business between meetings.
- 5.4 Other
 - 5.4.1 To have access to personal email; ; not shared due to confidential nature of some Trustee responsibilities.

6. Commitment required

- 6.1 Attend meetings of the Board of Trustees and be involved in at least one sub-group/working party. There are 4 Board meetings a year and are generally 2-day meetings with accommodation and travel expenses provided.
- 6.2 Attend the Annual Conference.
- 6.3 Facilitate the smooth running of the conference and other events.
- 6.4 To be involved in discussions between meetings.
- 6.5 The ability to travel to Board meetings.

7. Documents to be read in conjunction with the job description

- 7.1 *Trustees' Handbook.*
- 7.2 Best Practice Documentation.
- 7.3 *Memorandum and Articles of Association.*
- 7.4 *Annual Report.*

If anything within these documents is not understood, then this should be raised with the Buddy/Mentor or the Chair.

8. The following websites provide useful information on many aspects of being a Trustee

- 8.1 The National Council for Voluntary Organisations: www.ncvo.org.uk
- 8.2 The Charity Commission: www.charity-commission.gov.uk

Induction of New Trustees including Co-opted Trustees

Under normal circumstances new trustees are appointed after the meeting of Associate Members at Conference in September. They would be invited to attend the mini-board meeting that occurs immediately after the meeting to ratify all decisions taken by the Associate membership.

All Associate members of Communication Matters are free to attend Board Meetings to observe proceedings by arrangement. If a potential new Trustee wishes to observe a meeting prior to election to help inform their application, this would be welcomed.

9. Initial Induction

The first full Board meeting after the Conference is normally in November, prior to this the Chair, or designated Trustee, will have a one to one meeting with each new Trustee. This may be face-to-face or using electronic methods, whatever is most resource and time effective.

This meeting will cover:

- 9.1 Expectations of Trustees.
- 9.2 Any concerns that new Trustees have about joining the Board.
- 9.3 An introduction to the Board papers and *Communication Matters Trustees' Handbook*.
- 9.4 An introduction to the buddy/mentoring system.
- 9.5 Expenses Policy.

10. Review Meeting

The Chair or designated Trustee and the new Trustee will have a Review meeting within three months of their appointment, utilising the most resource and time effective method appropriate. This will include a debrief of the first Board meeting attended.

11. Trustees' Handbook

- 11.1 New trustees will receive their *Handbooks* at their first meeting with the Chair. The Trustees handbook and all policies and Best Practice documents are also available in the Trustee's Lounge section of the website.
- 11.2 The Trustee's handbook will be updated as and when necessary. .

12. Buddy/Mentor System

- 12.1 Each new Trustee will be paired with an existing Trustee as their ‘buddy’, who will help them to learn the role of Trustee at Communication Matters.
- 12.2 The buddy will meet or speak with the new Trustee before each Board meeting for the first year to discuss:
 - The agenda and the Board papers.
 - Any other issues concerning the new Trustee.
- 12.3 The buddy will also meet or speak with the new Trustee shortly after each Board meeting for the first year to de-brief from the meeting.

13. Oversight of the Induction Process

The Chair or a nominated Trustee or the Charity Manager will check by May that all new Trustees have been able to participate in all the induction procedures and get feedback on the induction process from the new Trustees and buddy/mentors. He/she will share that feedback with the Chair and make recommendations for improvements and changes to the process where necessary.

Trustees’ Responsibilities and the Way Communication Matters Works

Communication Matters’ vision is “a world where all individuals have a right to a voice through the provision of communication solutions and ongoing support services”.

Our overall responsibilities are outlined above in the Trustees Job Description. To support this process the Trustees:

14. Develop a Strategic Plan

- 14.1 Develop a strategic plan at an annual planning meeting.
- 14.2 Review the plan at each Board meeting using agreed performance measurements.
- 14.3 Feature on each Board agenda specific strategic issues that require discussion and debate in relation to the plan.
- 14.4 Encourage and enable the engagement of key membership groups in the organisation’s planning and decision-making process by asking them to contribute suggestions for the future of Communication Matters.

15. Managing Risks

Trustees manage risks by:

- 15.1 Putting in place appropriate policies, procedures and reporting mechanisms to ensure compliance with applicable legislation e.g. charity law, health and safety, employment law, data protection, company law, finance.
- 15.2 Reviewing the above policies and procedures in accordance with an agreed schedule.
- 15.3 Setting and maintaining systems of financial control, internal control, performance reporting and policies and procedures.
- 15.4 Acting prudently to protect the assets and property of Communication Matters.
- 15.5 Ensuring that Communication Matters has enough resources to carry out its planned activities.
- 15.6 Regularly review risks and take action to mitigate them.
- 15.7 Keeping abreast of developments within the charity sector.
- 15.8 Conduct a biennial good governance Board appraisal.

16. Ensure Good and Effective Relationships Between Associate Members and the Board of Trustees

Trustees:

- 16.1 Ensure that all the Associate membership are clear on the Board's role and have an opportunity to meet Board members e.g. at the Communication Matters Conference.
- 16.2 Take responsibility for strategic decisions that ultimately affect the future of the organisation.
- 16.3 Adhere to the CM Trustees *Code of Conduct*.
- 16.4 Undergo training as required.
- 16.5 To be mindful of the opinions, views and wishes of the Associate membership, whilst understanding that ultimate responsibility for the running of the charity rests with the Trustees.

17. Maintain Communication Matters' Good Reputation

Trustees:

- 17.1 Act as ambassadors for Communication Matters and promote the work of the organisation.
- 17.2 Attend events and activities to support education and research, public awareness of AAC, fundraising and PR.

All Trustees should read and be familiar with all Best Practice documents and policies, which includes Conflict of Interest, CM Trustees Code of Conduct and the Operation of the Board.

Completed: 05/03/2020

Review Date: 05/03/2021