

Trustees at Off Centre

Thank you for your interest in becoming a trustee at Off Centre.

Off Centre is seeking to recruit trustees with one or more of the following desirable skills, abilities or experiences:

- Major donor development
- Psychology, psychotherapy, or psychiatry
- Health technology and innovation - preferably in mental health care
- Company Secretary with subject matter expertise in law – a solicitor or barrister.
- Experience of using mental health services
- Vice Chair - the post holder will be responsible for chairing the board in the absence of the Chair. They will also have a specific portfolio to oversee and lead based on their experience and skill set.

Young people are currently under-represented on our Board and we would particularly welcome applications from them.

The role of Trustee is complex. This document sets out how Off Centre recruits and ensures a robust and effective board of trustees and acts as guidance for all new and existing trustees. In addition, this document contains all documents relating to the role of trustee at Off Centre.

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1. Recruitment process

All prospective trustees are asked to submit:

- 1. CV**
- 2. Name and contact details of two referees** together with how they are known to you
- 3. Supporting statement** (1000-1500 words) covering the following areas:
 - Your understanding of Off Centre and the work we do
 - Your understanding of the role of a trustee and how you have developed this understanding
 - Details of any employment or other work experience that you feel is particularly relevant
 - Details of any training, qualifications, professional memberships or similar that you feel are particularly relevant
 - The time you are able to commit to the role of trustee (during the year, trustees attend board meetings, a strategy day, an AGM and have the options of serving on a sub-committee)
 - How you envisage being able to contribute to the work of the board of trustees and sub-committees
 - Any particular skills or attributes you would bring to the role of trustee
 - Your motivation for becoming a trustee
 - Your understanding of the strategic challenges facing Off Centre in the next five years
 - Any further information in support of your application

Please send CVs and supporting statements to:

Sarah Keeton, CEO

sarah.keeton@offcentre.org.uk

Stages of recruitment and co-option

Stage		Comments and description
1	Application	CV and supporting statement submitted
2	Interview	Interviews will be undertaken, separately or together, by the Chair, CEO and a member of Off Centre staff. Wherever possible and appropriate a service user will also interview. Voting rights are equal and a majority vote is required to appoint.
3	Observe a board meeting	Once the applicant has successfully completed the interview stage they will be invited to attend a board meeting as an observer. If they are happy to proceed after this meeting the trustee will be co-opted on to the board.
4	DBS	Trustees will need a satisfactory check (enhanced disclosure) from the Disclosure and Barring Service. This is renewable every two years. We do not accept third party disclosures.
5	Satisfactory references received	
6	Companies House – directors registration	
7	Conflict of interest declaration	
8	Emergency contact details provided	

2. Trustees code of conduct

Within the constraints of the resources available to it Off Centre undertakes to train and support trustees to the extent that they are able to fulfil their duties as custodians of the charity. In return the responsibilities of Trustees include, but are not limited to:

- Act within the governing document and the law – being aware of the contents of Off Centre’s governing document and the law as it applies to the organisation
- Act in the best interest of Off Centre as a whole – considering what is best for the organisation and its beneficiaries and avoiding bringing Off Centre into disrepute
- Manage conflicts of interest effectively – registering, declaring and resolving conflicts of interest. Not gaining materially or financially unless specifically authorised to do so
- Respect confidentiality – understanding what confidentiality means in practice for Off Centre, its board and the individuals involved with it
- Have a sound and up-to-date knowledge of Off Centre and its environment – understanding how Off Centre works and the environment within which it operates
- Attend meetings and other appointments or give apologies – considering other ways of engaging with the organisation if regularly unable to attend trustee meetings
- Prepare fully for meetings and all work for Off Centre – reading papers, querying anything you don’t understand, information gaps and thinking through issues in good time before meetings
- Actively engage in discussion, debate and voting in meetings – contributing positively, listening carefully, challenging sensitively and avoiding conflict
- Act jointly and accept a majority decision – making decisions collectively, standing by them and not acting individually unless specifically authorised to do so
- Work considerately and respectfully with all – respecting diversity, different roles and boundaries, and avoiding giving offence
- To be familiar with Off Centre’s Safeguarding Vulnerable Adults and Child Protection policies and, if in contact with clients and visitors to Off Centre, not to behave in ways that would constitute a breach of either policy

Capability and Performance

- Capability and Performance will be decided by the chair or vice-chair.
- Should there be any issues with regards to performance or capability the chair will invite the Trustee to a formal meeting to discuss the concerns and set improvement targets. Should there fail to be improvements in a specific time period the chair has the right to ask the Trustee to step down. To do this the chair will invite the trustee to a meeting or on the phone to share the decision. This decision is final and has no right of appeal.

Stepping down

Trustees are expected to serve for a three years. The exceptions to this rule are for the roles of Chairperson and Treasurer who will be expected to serve for five years. Whilst this can be extended on an annual basis, Trustees are expected not to go much beyond this or leave much before. Trustees should formally announce that they intend to step down with as much notice as possible (ideally 6 months with a minimum of 3 months).

3. Board Roles and Responsibilities

- [This information](#) from the Charity Commission tells you more about what being a trustee involves.
- [This information](#) from Companies House tells you about the role of director for a limited company.

Trustee at Off Centre	
Purpose	• The Board of Trustees is the governing body of Off Centre and are, collectively and personally, ultimately responsible for all of Off Centres activities
Main Duties	• To ensure that Off Centre complies with its Constitution, charity law and any other relevant legislation or regulations. • To ensure clear strategic direction and contribute to setting overall policy. • To approve Off Centre's strategic plan and annual budget. • To safeguard Off Centre's reputation and promote its vision and mission • To ensure financial stability, protecting Off Centre's assets, ensuring the proper investment of its funds and effective and efficient administration. • To approve Off Centre's annual report and accounts. • To receive the Auditor's report. • To ensure that an Annual General Meeting is held every calendar year and to attend the AGM. • To attend Committee meetings and participate fully by preparing thoroughly, considering carefully the views of others and acting corporately in the best interests of Off Centre. • To undertake Board of Trustees or work group responsibilities as appropriate. • To attend induction, training and ongoing development programmes as appropriate. • To stay up to date with Charity Law and other relevant legislation. • To use any specific skills, knowledge or experience to help the Board of Trustees reach sound decisions • To uphold all decisions properly made by the Management Committee. • To maintain appropriate confidentiality, disclose any conflicts of interest and abide by Off Centre's Code of Conduct, policies and procedures. • To take part in the Board of Trustees appraisal process, in line with recommendations proposed and agreed by the Board, and to be appraised at least once every two years. • To participate in the appointment process of the Directors of Off Centre and ensure that his/her supervision and annual appraisal are properly carried out.
<u>Person Specification</u>	Essential • Strategic vision and the ability to think creatively • Ability to work as part of a team • Ability to listen to, read and assimilate information quickly and effectively • Able to act corporately and not in the interests of one particular group and to reach objective and independent decisions • An understanding of the issues effecting Off Centre's client group • Understanding and appreciation of the role of a Trustee and the desire and ability to take part in committee work

	• Ability to act as an ambassador for Off Centre • Commitment to access and inclusion and equal opportunities
	Desirable • In addition to the above, Off Centre is actively seeking to recruit trustees with one or more of the following desirable skills, abilities or experiences: - Major donor development - Psychology, psychotherapy, or psychiatry - Health technology and innovation - preferably in mental health care - Company Secretary with subject matter expertise in law – a solicitor or barrister. - Experience of using mental health services - Vice Chair - The post holder will be responsible for chairing the board in the absence of the Chair. They will also have a specific portfolio to oversee and lead based on their experience and skill set. - Young people are currently under-represented on our Board and we would particularly welcome applications from them.

Supplementary Roles and Responsibilities

Treasurer	Purpose	• To oversee, and present budgets, management accounts and financial statements to the board of trustees after discussion with the CEO. • To ensure that proper accounts and records are kept, ensuring financial resources are spent and invested in line with the charity's policies, good governance, legal and regulatory requirements. • To be instrumental in the development and implementation of financial, reserves and investment policies.
	Main Duties	• Liaising, where applicable, with the CEO or other appropriate member of staff responsible for the financial activities of the organisation. • Chairing any finance sub-committee in line with standing orders and terms of reference, and reporting back to the board of trustees. • Liaising with the charity's auditors or independent examiner, where appropriate. • Monitoring and advising on the financial viability of the charity after liaising with the charity's auditors. • Creating, in liaison with the CEO, sound financial instruments for the control of charity assets. • Implementing and monitoring specific financial controls and systems are in place accordingly and adhered to. • Advising on the financial implications of the charity's strategic plan. • Liaising with the CEO to ensure that the charity's annual accounts are compliant with the current Charities SORP.

		• Acting as a counter-signatory on charity cheques (including any electronic transactions) and any applications for funds. • Maintaining sound financial management of the charity's resources, ensuring expenditure is in line with the charity's objects. • Contributing to the fundraising strategy of the organisation.
Company Secretary	Purpose	• Any voluntary or community group that is a company limited by guarantee must have a company secretary. The company secretary should ensure that the relevant rules and regulations of the Companies Act are complied with.
	Main Duties (working with the Treasurer)	• To ensure that meetings such as the Annual General Meeting comply with the organisation's governing document and its procedures • To ensure that publications such as annual reports and accounts, and their dissemination, comply with the organisation's governing documents and statutory requirements • To keep under review all legislative, regulatory and governance developments that might affect decision making or the organisation's operations
	Duties of the Chief Executive in relation to the Company Secretary Role	• Maintaining the statutory registers including the register of members • Ensuring that statutory forms are filled promptly • Providing members and auditors with notice of meetings • Sending the Registrar copies of resolutions and agreements • Sending copy of the accounts to every member of the directors' meetings and general meetings • Ensuring that people entitled to do so can inspect the company records • Custody and use of the company seal
Vice-Chair	Purpose	• The Vice Chair acts on behalf of the organisation in the absence of the Chair and would therefore have the same responsibilities as the Chair.
	Key Responsibilities	• To undertake responsibilities of the Chair. • Other responsibilities commensurate with the role and stated within the governing document.
Chair	Purpose	• To provide leadership to ensure the organisation's aims are achieved within the rules of the governing document (constitution, memorandum and articles etc.) • Act as a figurehead and represent the organisation publicly.
	Key Responsibilities	• Maintain an overview of the organisation's aims and activities including liaising with committee members • Provide leadership and control the flow and information at committee meetings/ Annual General Meeting (AGM) • Ensure the governing document is complied with at all times and only activities that plan to achieve the charitable purposes (aims) are allowed • Plan and chair meetings, agendas, review and authorise minutes (along with

		secretary) • Sign cheques and legal documents • Represent the organisation at events, functions, partner bodies and subgroups • Support staff including the supervision of Chief Officer/ Manager and act as a channel of communication between staff and trustees
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4. Trustee Declaration

I _____ [name] hereby certify that I am not disqualified from becoming or continuing to be a trustee at Off Centre. Specifically that (i) I am over 16 years of age; (ii) have not been convicted at any time of any offence involving deception or dishonesty, unless the conviction is legally regarded as spent; or (iii) am not an undischarged bankrupt; or (iv) have not made compositions or arrangements with creditors from which I have not been discharged; or (v) that I have not at any time been removed by the Commissioners or by the court in England, Wales (or by the Court of Sessions in Scotland) from being a trustee because of misconduct; or (vi) that I have not been disqualified from being company directors; or (vii) I am not subject to an order made under s. 429(2) (b) of the Insolvency Act 1986.

Signed

Name

Date

5. Example Reference Request

Dear **TBC NAME**

RE: Reference for Trustee of Offcentre – TBC NAME

You have been named as a referee for **TBC NAME** for a Trustee of Off Centre.

By way of introduction, please find below a description of the charity and the obligations and requirements of a Trustee of the Charity. Off Centre is a counselling, advocacy, advice and psychosocial service for young people aged between 11 and 25 who live, work or study in Hackney. Our services are free, confidential and aimed at helping Hackney's young people to have greater control over their lives. We help people with all kinds of emotional and practical issues.

Trustee is a position of significant responsibility. The key obligations and responsibilities of a Trustee are set out below:

- To lead by example and be a champion of the Off Centre's values and mission.
- To be honest and truthful.
- To be objective, act with Off Centre's interests at the centre of all decision making, and speak up when things they disagree.
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Please complete the following table and return to Sarah Keeton, CEO, Off Centre. Please return via email to sarah.keeton@offcentre.org.uk

Reference for:	NAME TBC
Reference from:	
In what capacity do you know NAME TBC	
How long have you know NAME TBC	
How well do you believe that NAME TBC is able to fulfil the obligations of a trustee as detailed above?	
Are there any reasons why NAME TBC should not be allowed to be a Trustee or work with younger people?	
Sign and date	

6. Annual Conflict of Interest Declaration

Name:

Position:

I declare as a Trustee of Off Centre that I hold the following personal and/or pecuniary interest(s):

Pecuniary interests	Please provide details of the interest
Current employment	
Businesses (of which I am a partner or sole proprietor)	
Company directorships – details of all companies of which I am a director	
Charity trusteeships – details of all companies of which I am a trustee	
Membership of professional bodies, membership organisations, public bodies or special interest groups of which I am a member and have a position of general control or management	
Gifts or hospitality offered to you by external bodies while acting in your position as a trustee and whether this was declined or accepted in the last 12 months	
Contracts offered by you for the supply of goods and/or services to the charity	
Any other conflict	

(continued)

Personal interests	Name	Relationship to me	Organisation	Nature of the interest
Immediate family/close connections to trustee				
Company directorships or trusteeships of family/close connections to trustee				

If you are a governor or trustee of any other organisations, please provide details below:

Name of organisation:
Position held:
Date appointed/elected to post:
Date of termination to post:

To the best of my knowledge the information supplied above is correct and complete. I understand that it is my responsibility to declare any conflict of interest/loyalty, business or personal that relates directly or indirectly, to myself or any relation in any contract, proposed contract or other matter when present at a meeting at the charity where such contract or matter comes under consideration. I understand that I must withdraw from any meeting during the discussion of such contract or matter and must not vote in respect of it.

I agree to review and update this declaration annually and give consent for the information provided to be used in accordance with the charity's conflicts of interest policy.

Signed:

Date: