

# **Terms of reference for the National Board of Trustees**

The current Board of Trustees was established by amendments to the Articles of Association at the 1997 AGM of the National Association. The first Board to be elected under these provisions took office in November 1998.

## **The Purpose of the Board of Trustees**

The Board of Trustees is responsible for the governance of the National Association of Victim Support Schemes [“Victim Support”] in accordance with its Memorandum and Articles of Association and its charitable objectives. It must ensure that Victim Support makes the most effective use of its resources and sets the forward direction of the Organisation.

The Trustees are legally responsible for the money and the property held in trust by Victim Support on behalf of the charity’s beneficiaries.

Members of the Board are both the Trustees of the Charity and the Directors of the Company Ltd. by Guarantee. Their activities are therefore governed by both the Charities Act and the Companies Act.

## **The Duties of the Board of Trustees**

The Board of Trustees is responsible for controlling the management and administration of the National Association. In particular, it will:

- Ensure that all work undertaken by the Association is consistent with the objects of the Charity, as set out in the Memorandum and Articles of Association;

- Ensure that Victim Support functions within the legal and financial requirements of a Charitable Company;

- Determine the overall policy and direction of the Association;

- Agree strategic plans and annual work plans;

- Fix the annual budgets;

- Ensure that appropriate financial accounts are kept;

- Approve the accounts;

- Ensure that the Association strives to achieve best practice in all aspects of its work;

Ensure that the Association maintains and complies with a policy of equal opportunities in respect of staff, members and users of the service;

Appoint the Chief Executive and employ all national staff;

Establish terms of reference for all national committees and receive reports;

Hear membership appeals against decisions of the National Council;

Delegate work to the Chief Executive or to committees as appropriate;

Enter into contracts, leases, partnerships etc;

Account for the work of the Association to the Home Office, other funders, Companies House, The Charity Commissioners etc.

### **Membership of the Board of Trustees**

The membership of the Board is set out in the Articles of Association. [Articles 27-37]

The Board will consist of between 5 and 13 members. [Article 31]:

A majority of Trustees are **elected** by the members of the Association. [5 raised to 6, Feb 1999];

Two members are **appointed** by the National Council each year.[Article 29];

Additional members may be **co-opted** [Currently 4. Article 35].

### **Rotation of members**

One third of the **elected** Trustees [or the nearest number to one third] must retire at each AGM. Those longest in office must retire first, the choice between those of equal service being determined by drawing lots. [Article 33. Interpretation that Article 33 relates only to "**elected**" Trustees adopted by the Board, February 1999]

A **co-opted** member holds office only until the next AGM. [Article 35]

The Trustees have the power to appoint a Chairman, Treasurer and other honorary officers either from among their existing membership or **co-opted** to act as such. [Article 48(b)]

The Chair shall be appointed for a term of three years. [Article 41]

*The Trustees meeting on 23<sup>rd</sup> February 1999 passed a Standing Order providing for the Chair of the Funding Panel and the Treasurer to be co-opted, ex officio, to the Board and that these appointments would be for a term of three years, with the option of further terms thereafter. These co-options must be confirmed each year.*

*The Trustees meeting on the 14<sup>th</sup> January 2000 suggested that three year co-options should be considered when the Memorandum and Articles are next amended.*

*The Standing Orders sought to maintain continuity by ensuring that no more than one officer should normally retire in any one year.*

### **Powers of delegation**

The Board of Trustees may delegate any of their functions to committees or to the Chief Executive.

### **Delegation to the National Council**

See the section on the National Council.

In all cases of appeals from members against decisions of the National Council, the Chair and Chief Executive have delegated authority either to convene a panel to hear the appeal or to refer the case to the full Board.

***At the meeting in October 2003, the Board of Trustees endorsed a paper approved by the National Council in September 2003 proposing to re-structure the Race Forum, widening its remit to address not just issues of race, but diversity generally. It would be known as the National Diversity Forum, and would be a sub-committee of the Board of Trustees, accountable to and appointed by Regional meetings.***

### **Role in relation to the Funding Panel**

See the section on the Funding Panel.

### **Delegation to the Chief Executive**

See agreed job description of the Chief Executive.