

## Policy & Procedure for Trustees

<b>Approved by:</b>	<b>Board of Trustees</b>
<b>Date of approval:</b>	<b>April 2017</b>
<b>Ownership Group:</b>	<b>Board of Trustees / Chief Executive</b>

### 1. Introduction

This policy and procedure is concerned with the role of hospice trustees and the procedures that are in place to ensure the effective selection, appointment, training, support and development of all trustees to ensure they effect proper governance of the hospice and fulfil their legal duties.

Trustees have independent control over, and legal responsibility for, a charity's management and administration. They have a legal duty to:

- Act in the charity's best interests
- Manage the charity's resources responsibly
- Act with reasonable care and skill

Trustees who act in breach of their legal duties can be held responsible for consequences that flow from such a breach and for any loss the charity incurs as a result.

### 2. Policy Statement

As a registered charity, Wigan & Leigh Hospice recognises its obligations under charity law and regulations to ensure arrangements are in place for the proper governance of the organisation through the appointment and operation of a board of trustees with the necessary skills and aptitudes to carry out this important role.

### 3. Related Hospice policies/procedures:

Volunteer recruitment and management policy and procedure  
 Financial regulations  
 Policy and procedure on the production of policies

### 4. Scope

This policy and procedure covers the recruitment, appointment, induction, training and support of trustees together with procedures for raising concerns and the role of the Chair. This document will also set out a summary of the role and expectations of trustees.

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## 5. Definitions

A trustee is a person appointed by the charity as a member of the board of trustees to ensure that the charity complies with its governing documents by carrying out the purposes for which it was set up and to ensure compliance with the legislation that relate to the charity's activities.

## 6. Responsibility/Accountability

The overall responsibility for ensuring this policy and procedure is followed rests with the board of trustees.

## 7. Procedure

### 7.1. Trustee selection and appointment

The memorandum and articles of association of Wigan & Leigh Hospice sets out that there shall be a board of trustees numbering between 7 and 15 members. There shall also be a wider group of 'members' made up of people from the local community. Trustees are required to be a member before taking up their position on the board. The members pay an annual subscription to the hospice and are entitled to attend the annual general meeting and to vote on decisions to be taken at that meeting. Notice of such meetings is advised to all members at least 21 days in advance of the meeting and all appropriate papers including the latest set of draft audited accounts are sent to members for their consideration. Levels of membership vary but are normally in the range of 50 to 100 people. The hospice does at times publicise the role of members and seeks new recruits through its newsletters and other forms of communication including Social Media. The membership are, in effect, the representatives of the local community that hold the board, and hence the hospice, to account.

The board determines, with advice from the executive team, the appropriate make-up of the board in terms of the range of skills and experiences necessary to ensure proper and thorough governance of the hospice. Trustees are appointed to the board at the annual general meeting. Members vote on new appointments to the board and the re-election of existing trustees.

Where a vacancy exists on the board, either through the retirement of an existing trustee or where it is determined that additional skills are required, the board will begin the process to appoint a new trustee. The vacant post will be advertised via a range of media outlets including, where appropriate, liaison with local health and social care organisations. Prospective applicants are given the opportunity of visiting the hospice and discussing the role and its commitments with the Chair, Chief Executive and executive team members. Assessment and selection will take place via an interview process which will involve the Chair, a trustee with relevant background/experience that accords with the vacancy, Chief Executive and, where appropriate, members of the wider executive team. On satisfactory conclusion of the recruitment process, the applicant will be required to join the

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membership of the hospice by completion of the relevant declaration form and payment of the annual subscription. The proposal to appoint will then be considered by the members at the next annual general meeting and, if approved, the applicant will be appointed to the board. Potential new trustees can, in practice, be co-opted onto the board (with no voting rights) prior to the consideration of their formal appointment as a trustee at the next annual general meeting.

At the annual general meeting, the members vote on the appointment of the hospice auditors and, from the board of trustees, the position of Honorary Treasurer. At the next meeting of the board of trustees following the annual general meeting, trustees will vote on the appointment of the Chair and Vice-Chair from amongst the trustee board.

A comprehensive role profile is provided to anyone expressing an interest in the vacancy, an example of which is attached at Appendix 1. All applicants are required to complete a standard trustee application form with appropriate references supplied and followed up. A standard check with the Disclosure & Barring Service is also carried out prior to appointment with regular checks carried out by the hospice via the DBS update service. New trustees are also required to complete a 'declaration of interest' / 'fit and proper persons' form (Appendix 2). This process is repeated for all trustees annually. All trustees are also required to complete standard volunteer mandatory training, a bi-annual appraisal (review meeting) and specific Safeguarding training. At the start of each board meeting, trustees are required to declare any interests that might arise from any of the agenda items pertaining to that meeting.

Wigan & Leigh Hospice is registered under English law as a company limited by guarantee. On appointment, trustees are required to become directors of the incorporated company.

### 7.2. Trustee retirement and re-election

The memorandum and articles of association set out that at each annual general meeting one-third of the board of trustees shall retire on a rotational basis. In practice this means that trustees are elected to serve for a term of three years. However these trustees are eligible to put themselves forward for re-election at the meeting. Members vote on the re-election of existing trustees. The board has determined that there is no limit to the number of times that a trustee can offer themselves for re-election.

### 7.3. Trustee support and development

On appointment, new trustees are required to attend a formal induction day which includes:

- Meeting with the Chair, Chief Executive and wider executive team
- Tour of the hospice, meeting departmental staff
- Meeting with heads of department across clinical and corporate areas

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- Completion of mandatory training

The induction is intended to assist the new trustee in gaining a broad understanding of the work of the hospice, the role of the board in effective governance, how the board functions and how the hospice is regulated and funded. This will include a broad discussion about the aims, objectives and strategic goals and the political, social and economic context in which the hospice operates.

The new trustee is provided with a number of key documents relating to the hospice together with other guidance and information on the role of a trustee which will include:

- Memorandum & Articles of Association
- Statement of Purpose
- Quality Account
- Latest CQC inspection report
- Latest set of annual accounts and business plan
- Hospice patient / supporter information leaflets
- Hospice policies and procedures relevant to role, i.e. all trustees will be provided with a copy of this policy and a new Treasurer would be provided with the Financial Regulations policy & procedure
- Charity Commission: 'The essential trustee'
- Charity Commission: Charity Governance Code
- Hospice UK: numerous guides on the role of a hospice trustee.

Throughout this process, the applicant is encouraged to discuss any uncertainties regarding the role or questions that arise following the induction process with either the Chair or Chief Executive at any time.

Trustees are also encouraged to attend a variety of training opportunities that arise such as those made available through Hospice UK. Additional training courses are also available for the Chair. As and when new publications are produced on governance issues these are made available by the Chief Executive to trustees and the board is encouraged to discuss the issues raised and to reflect on how this impacts of the functioning of the board. The board is also able to access external board development programmes involving governance experts through Hospice UK.

#### 7.4. Trustee review

A review meeting with the Chair or Deputy Chair will be held with each trustee every two years. The primary purpose of this meeting is to support the trustee in their role, discussing any concerns they may have in the role, identifying any training or information needs and putting in place an action plan to ensure such training or relevant information is provided. The meeting is also an opportunity to review the trustee's performance on the board and to provide guidance and further

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support where necessary. It also provides trustees with the opportunity of a one-to-one meeting with the Chair/Deputy Chair which might facilitate discussions that were not felt appropriate in the full board meeting.

Prior to the meeting the trustee will be asked to complete a self-assessment questionnaire which will be used as a basis for the discussions in the meeting. A summary record of these meetings will be kept and held on file at the hospice. The review of the Chair will be carried out by any two trustees as agreed by the board. Whilst the content of these meetings will remain confidential, the Chair/Deputy Chair will produce an action plan for each trustee to be instigated in conjunction with the executive team and a report for the board on the main themes which emerge from these meetings.

#### 7.5. Trustee meetings

The board of trustees will meet between 4 and 6 times a year to receive reports from members of the executive team, to approve new policies and to agree the broad strategic direction of the hospice. A minimum of 5 trustees are necessary at the meeting to ensure it is quorate, thus having the legal authority to take decisions on behalf of the hospice. The board has the power to establish sub-committees and delegate powers to these committees as it sees fit for the proper scrutiny and governance of the hospice. A number of existing sub-committees have trustee involvement including Risk & Performance, Finance and Health & Safety.

#### 8. Awareness / training

All trustees and executive team members will be made aware of this policy and procedure. The HR department will be updated by the HR Manager on the procedures relating to the recruitment of trustees.

#### 9. Compliance with Statutory Requirements

Charities Act 2011  
Charities (Protection and Social Investment) Act 2016

#### 10. Policy Monitoring and review

This policy and procedure will be reviewed every three years or whenever changes in legislation require.

#### 11. Policy Review Group

Board of Trustees  
Chief Executive

#### 12. References

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*The essential trustee: what you need to know, what you need to do.* Charity Commission 2018.

*Charity Governance Code for larger charities.* Charity Commission 2017.

Hospice UK Governance Guides. Hospice UK 2017.

### 13. Equality Impact Assessment Statement

An Equality Impact Assessment has been carried out on this policy. The equality and equity aspects of this policy have been considered and, where necessary, addressed to ensure that the policy is legal, fair and equitable.

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## APPENDIX 1 – TRUSTEE & CHAIR ROLE PROFILES

### Role Profile

**Job Title: Trustee (volunteer)**

**Reports to: Chair of Trustees**

**Role Purpose:**

- To provide effective governance to the Hospice in association with your colleagues on the Board
- To ensure the Hospice operates within the various legal frameworks and is true to its mission, objects and values
- To regularly attend Board meetings and to take an active interest in the development of the Hospice in support of the Senior Leadership Team
- To delegate day to day management of the Hospice to the Senior Leadership Team
- To act as an ambassador for the Hospice in a variety of settings

**Role**

1. To ensure that the Hospice complies with its Memorandum and Articles of Association ('the Governing Document'), charity law, company law and all other relevant legislation or regulations
2. To ensure that the Hospice pursues the objects set out in its Governing Documents
3. To ensure that the Hospice applies its resources exclusively in pursuance of its objects
4. To serve as a director of the Wigan & Leigh Hospice incorporated company
5. To work in partnership with the Hospice Senior Leadership Team and others in agreeing a clear vision and strategic plan for the Hospice and to monitor the achievement of those aims
6. To offer support and objective guidance to the Hospice Senior Leadership Team
7. To act as an ambassador for the Hospice, representing and promoting the Hospice and its activities

**Responsibilities**

1. To carry out the role of the Trustee by contributing actively to the Board to enable it to fulfil its responsibilities
2. To safeguard the good name and ethos of the Hospice by ensuring that all its activities are conducted with probity and propriety
3. To ensure proper standards of clinical quality and safety are maintained
4. To ensure the effective and efficient administration of the Hospice as well as ensuring its financial stability

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5. To ensure effective management of the assets of the Hospice and to agree annually the Hospice reserves and investment policy
6. To agree as a collective Board, the Hospice's position on risk
7. To receive, digest and discuss reports provided by the Senior Leadership Team in order to effect proper governance in Board meetings
8. To act in the interests of all of those who use, work for, volunteer for, donate to or who otherwise have an interest in the Hospice, rather than in any local or sectional interest
9. To act collectively with the other Trustees, not as an individual, and to honour the collective responsibility for decisions properly taken, channelling concerns or disagreements through the Chair of the Board
10. To disclose any pecuniary or non-pecuniary interest in a timely manner
11. To be involved in regular reviews of the performance of the Board
12. To ensure the establishment of proper procedures for the recruitment, support, appraisal and remuneration of employees and that disciplinary and complaints procedures are in place

### Expectations

In addition to a Trustee's responsibilities as set out above, there is a level of involvement with the Hospice that is expected of a Trustee:

1. To attend Board meetings and to be available to serve on committees of the Board where relevant
2. To visit the Hospice on a regular basis to become familiar with its work
3. To perform an informative, educational, ambassadorial role for the Hospice
4. To take part in induction, training and appraisal processes as appropriate
5. To take part in recruitment, disciplinary or appeals hearings as and when required
6. To become familiar with any particular area of the work or administration of the Hospice that the Board or Senior Leadership Team request and offer advice to the other Trustees and staff drawn from personal experience and specific skills and knowledge
7. To support and attend fundraising or other functions of the Hospice whenever possible

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## Role Profile

**Job Title: Chair of the Board of Trustee (volunteer)**

**Accountable to: the members of Wigan & Leigh Hospice represented by the Board of Trustees ('the Board')**

### Role Purpose:

- To provide leadership to the Board and good governance to the Hospice in association with your colleagues on the Board
- To ensure the Hospice operates within the various legal frameworks and is true to its Mission, objects and values
- To chair regularly attend Board meetings and to take an active interest in developments of the Hospice in support of the Senior Leadership Team
- To delegate day to day management of the Hospice to the Senior Leadership Team
- To act as an ambassador for the Hospice in a variety of settings

### Role

In addition to complying with their general duties as a Trustee of Wigan & Leigh Hospice, he/she will:

1. Provide leadership and direction to the Board of Trustees to enable the Board to fulfill their responsibilities for the overall governance and strategic direction of the Hospice.
2. Ensure that the Hospice pursues its objects as defined in its governing document, charity law, company law and other relevant legislation/regulations.
3. Facilitate the Board of Trustees in stimulating excellent, well-rounded and carefully considered strategic decision-making.
4. Work in partnership with the Chief Executive and support the employees, helping them achieve the aims of the organisation; and optimise the relationship between the Board of Trustees and the staff.
5. In conjunction with the Chief Executive, Trustees and Hospice Senior Leadership Team, raise the profile of Wigan & Leigh Hospice in the wider community.

### Responsibilities

#### In relation to the Board:

1. Promote the formulation of strategy and regular review of long-term strategic aims of the Hospice.
2. Approve the annual cycle of the board meetings and meeting agendas, chair and facilitate meetings, monitor decisions taken at meetings and ensure they are implemented.

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3. Liaise regularly with the Director of Clinical Services to maintain a clear grasp of the Hospice's quality of care and ensure full and timely transparency and information disclosure to the Board.
4. Liaise regularly with the members of the Finance sub-committee to maintain a clear grasp of the charity's financial position and to ensure full and timely financial transparency and information disclosure to the Board.
5. Lead on the review of performance of other Trustees, identifying training and support needs and producing an individualised action plan for implementation by the Chief Executive in order to enhance the overall contribution of the Board.
6. Review the Board structure annually and ensure implementation of agreed changes.
7. Encourage team working among Board members and facilitate change and address conflict within the Board of Trustees.
8. Ensure new Trustees with necessary skills are recruited as required and that they undertake a comprehensive induction.
9. Work closely with the Deputy Chair to ensure good team working and appropriate sharing of responsibilities.
10. Attend and be a member of other committees or working groups when appropriate in role as Chair.

**In relation to the Chief Executive**

1. In participation with the Board, appoint the Chief Executive and lead the process of appraising and constructively improving the performance of the Chief Executive.
2. Ensure that both the Chair and the Chief Executive understand each other's roles in order to ensure a strong working relationship.
3. Act as the main point of contact on the Board for the Chief Executive.
4. Receive regular informal progress reports on the Hospice's work, financial performance and areas of potential risk through the Chief Executive.
5. Maintain careful oversight of any risk to reputation, quality of care and/or financial standing of the Hospice

**In relation to the community and code of conduct**

1. Represent the Hospice as a spokesperson at appropriate events, meetings or functions or when called upon to do so to respond to unplanned events which require a response.
2. Lead the Board in fostering relations with potential funders/donors.

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3. Act as final stage adjudicator for disciplinary and grievance procedures if required.
4. Undertake review of external complaints as defined by the Hospice's complaints procedure.

### Expectations

In addition to the Chair's responsibilities as set out above, there is a level of involvement with Wigan & Leigh Hospice that is expected of all Trustees:

1. To attend Board meetings and to be available to serve on committees of the Board where relevant
2. To visit the Hospice on a regular basis to become familiar with its work
3. To perform an informative, educational, ambassadorial role for the Hospice
4. To take part in induction, training and appraisal processes as appropriate
5. To take part in recruitment, disciplinary or appeals hearings as and when required
6. To become familiar with any particular area of the work or administration of the Hospice that the Board request and offer advice to the other Trustees and staff drawn from personal experience and specific skills and knowledge
7. To support and attend fundraising or other functions of the Hospice whenever possible.

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## APPENDIX 2 – Trustee Declaration of Interests / Fit & Proper Person Declaration

Trustee name \_\_\_\_\_

As a trustee of Wigan & Leigh Hospice I have set out below my interests in accordance with the Hospice Declaration of Interest policy.

Category	Details of the interest (including, where appropriate family members or other close personal connections).
Current or previous employment with the charity in which you continue to have a financial interest.	
Appointments (voluntary or otherwise) e.g. trusteeships, directorships, local authority membership, tribunals etc.	
Gifts or hospitality offered to / accepted by you from external bodies as a result of your role as a trustee of the charity.	
Do you use, or care for a user of the charity's services?	
Do you or any close family member have an interest in the charity which could be perceived as a conflict of interest?	
Any contractual relationship with the charity.	
Any other conflicts that are not covered above.	

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### Fit and Proper Person Declaration

I, the undersigned, declare that:

- I am not disqualified from acting as a charity trustee
- I have not been convicted of an offence involving deception or dishonesty (or any such conviction is legally regarded as spent)
- I have not been involved in tax fraud
- I am not an undischarged bankrupt
- I have not made compositions or arrangements with my creditors from which I have not been discharged
- I have not been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity
- I have not been disqualified from serving as a Company Director
- I will at all times seek to ensure the charity's funds, and charity tax reliefs received by this organisation, are used only for charitable purposes

To the best of my knowledge the information contained with the Declaration of Interests and the Fit & Proper Person Declaration above is complete and correct. I undertake to update as necessary the information provided and to review the accuracy of the information on an annual basis.

Signed \_\_\_\_\_ Date \_\_\_\_\_

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