

Roles and responsibilities of the Trustees

Contents

Page	Description
3	Mission Statement, Values, Aims and Objectives; Details of Trustees; Interpretations
4	1. Introduction
4-9	2. The Trustee Board
4-5	2.1 Purpose
5	2.2 Composition
5	2.3 Knowledge and Understanding
6	2.4 Recruitment of Trustees
6-7	2.5 Appointment of Trustees
7-8	2.6 Disqualification and Removal of Trustees
8	2.7 Chair of the Board of Trustees
9	2.8 Removal of Chair
9	2.9 Appointment of Professional Advisors
9	2.10 Trustee Training
9	2.11 Safeguarding
10-12	3. The Trustees Board's Relationship with the Management Team
10-11	3.1 Role in Relation to the CEO and Management Team
11	3.2 Role of the Trustees in the absence of the CEO
12	3.3 Trustees' visits to White Lodge
12	3.4 Policies
12	3.5 Key Performance Indicators (KPI's)
12-14	4. Meetings of the Trustee Board
12	4.1 Meetings
13	4.2 Annual General Meeting
13	4.3 Conflicts of Interest
13	4.4 Trustee Decisions
13	4.5 Working Groups
13-14	4.6 sub-committees
14	4.7 Non-attendance of Trustees
15	5. Charity Governance Code
15	5.1 Trustee responsibilities
15	5.2 Trustee duties
15-16	6. Finance
15-16	6.1 The Treasurer
16	6.2 The Company Secretary
16	6.3 Financial Control
16	6.4 Trustee Expenses
17	7. Inspection and Review of the Trustee Board
18-19	8. Liabilities of the Trustees
18	8.1 Risk Management
19	8.2 Types of Risk
19	8.3 Identifying Risk
19	8.4 Risk Control
19	8.5 Legal Role
20-21	Appendix A – Missions Statement, Values, Aims and Objectives
22	Appendix B – Details of the Trustees as at July 2021
23	Appendix C – List of Essential and desirable Skills and Knowledge
24	Appendix D – Succession Planning Arrangements for the Trustees and Chair of the Trustee Board
25-27	Appendix E – Sub-committees and Terms of Reference

1. **Mission Statement, Vision, Values and Objectives**

The Mission Statement, Vision, Values, and Objectives of the White Lodge Centre are set out in **Appendix A**. The Trustees have a key role in delivering and managing the strategies that will assist the executive management of the White Lodge Centre to meet these objectives.

2. **Details of the Trustees** - can be found in **Appendix B**.

3. **Interpretation**: for ease of reference, the following terms are used in place of the formal definitions in the Articles of Association.

“The Board” or “The Trustees”, means the Board of Trustees.

“The Charity” means the White Lodge Centre.

“The CEO” means the Chief Executive Officer of the White Lodge Centre.

“The governing documents” means the Memorandum and Articles of Association, as amended, most recently on 10th January 2017.

“The objectives” means the Mission Statement, Values, Vision and Objectives of the White Lodge Centre.

1. INTRODUCTION

This document is intended to provide the Trustees with a detailed explanation of their role and responsibilities. It also acts as a manual of best practice. It is supplemented by further information and documents that are accessible from White Lodge offices, either by electronic link or by request to the White Lodge Management Team.

The Trustees must ensure that the Charity is carrying out the purposes for which it was created, as set out in the governing documents. This means that they must understand the Charity's work and how it benefits the public good. Therefore, the Trustees have a duty to manage the Charity's affairs in accordance with the governing documents. If any content in this document conflicts with the governing documents, the latter will prevail.

2. THE TRUSTEE BOARD

2.1 Purpose

The Trustees have and must accept ultimate responsibility for ensuring that the affairs of the Charity are well run and deliver the outcomes for which it has been set up. They must act in the Charity's best interests, manage the resources responsibly and act at all times with reasonable care and skill.

Amongst other matters, the Board will:

- Manage the financial affairs of the Charity appropriately so that funding is used for the benefit of the beneficiaries.
- Monitor compliance with both the objectives of the Charity, and its governing documents.
- Review the objectives from time to time so that they reflect the changing needs of society and remain true to the core purpose of the Charity.
- Set or approve policies, plans and budgets designed to achieve those objectives and measure performance against them.
- Monitor compliance with all relevant laws, regulations and requirements of the regulators.
- Deal with the appointment (and if necessary the dismissal) of the CEO.
- Establish a framework of delegation and internal control.
- Agree or ratify policies and decisions.
- Be bound by an overriding duty individually and collectively as a Board to act reasonably at all times in the interests of the Charity and its beneficiaries.
- Be equally responsible in law for the Board's actions, and have equal status as Trustees.
- Act personally and not as the representative of any group or organisation regardless of how an individual was nominated, elected or selected to become a Trustee.

- Act, individually and collectively, in such a way that the Trustees remain independent, that they do not come under the control of any external organisation or individual, and that they resolve in an appropriate fashion any conflicts of interest.

2.2 Composition

The number of Trustees on the Board shall be not less than four and not more than ten. The size of the Board will be kept under review so that it has the required range of skills and continues to be fit for purpose.

2.3 Knowledge and Understanding

Each Trustee should have the following personal capabilities:

- An understanding and acceptance of the legal duties, responsibilities and liabilities of Trusteeship.
- A commitment to the Charity.
- A willingness to devote the necessary time and effort.
- Integrity.
- Strategic vision.
- Good independent judgement.
- An ability to think creatively.
- A willingness to speak their mind.
- An ability to work effectively as a member of a team.

The Trustees conduct a “Skills Audit” on a regular basis. This has three purposes: (i) it determines (and keeps current) the range of skills needed by the Trustees, individually and collectively, to enable them to act effectively; (ii) it identifies any shortcomings that can be remedied by training; and (iii) it acts as guidance in the recruitment of future Trustees.

The “Skills Audit” includes what is essential (individually, or on a collective basis) and what is desirable. There is a requirement that at least one of the Trustees has detailed knowledge and experience of each of the essential areas. The governing documents require that as far as practicable at least 20% of the trustees should be users of the Charity’s services. This is interpreted as including parents of child service users and those who have been service users in the past. **Appendix C** lists the essential and desirable areas of skill and knowledge.

2.4 Recruitment of Trustees

The Board has a strategy for its own renewal. Recruitment of new Trustees is focused on creating a diverse and effective Board.

1. Succession planning arrangements are in place to ensure the timely replacement of Trustees resigning or reaching the end of their terms of office. Particular attention is given to succession planning for replacement of the Chair and other honorary officers, **Appendix D**.
2. Trustees must be recruited and appointed in accordance with the Charity's governing documents and relevant legislation.
3. During the recruitment process prospective Trustees will be asked and required to declare if they might have conflicts of interest. This is not a one-off declaration. After having been appointed, Trustees are reminded on a regular basis that they must declare all conflicts of interest.
4. Maximum terms of office are set out in the Charity's governing documents to ensure a steady renewal of Trustees. The current limit is five years, although the Board recognises that this limit may need to be flexible in some circumstances and the governing documents make provision for this.
5. During the recruitment process, the Board will determine what attributes, skills and knowledge are needed, drawing on the most recent "Skills Audit".
6. The Board will ensure that the recruitment process is open to all sections of the community, and shall consider open advertising and a range of other recruitment methods to attract a sufficiently wide range of candidates.
7. The Board will ensure that the procedures for joining and leaving the Board are clearly understood by all Trustees and others and conform to the Charity's governing documents.

2.5 Appointment of Trustees

The process for the appointment of Trustees comprises the following steps.

1. The Board decides what personal qualities, skills, knowledge and experience are required for the vacancy.
2. This information is shared with management team.

3. There is a collective responsibility to identify potential candidates. The names and details of the candidates are passed to the CEO and/or Chair of Trustees.
4. An approach is made by the CEO/Chair of Trustees to offer an “introduction” to White Lodge to include a visit to see the services in operation and a discussion with members of the Senior Management Team.
5. The introductory visit concludes with a more ‘formal’ discussion with Chair of Trustees/the CEO who explains the legal accountabilities and roles and expectations of the Trustees.
6. Potential Trustees are invited to attend a Trustee meeting to observe and meet the other Trustees.
7. The final decision is made by the Board and the individual is invited to attend the following Trustee meeting at which they are formally invited to join the Board.
8. Once an offer to join the Trustees has been made, and accepted, the following will be undertaken:
 - two references will be obtained,
 - a DBS check will be performed,
 - an eligibility form completed and
 - a check is conducted to ensure that the potential Trustee is not a disqualified person as defined by the Charity Commission in their Guidance issued in August 2018.
10. After all of these steps have been completed satisfactorily, a formal offer to join the Board will be made and a Trustee's information pack given to the new Trustee.

2.6 Disqualification and Removal of Trustees

A Trustee shall be removed from office if he or she:

- (a) ceases to be a Trustee by virtue of any statutory provision and, in particular, section 72 of the Charities Act 1993 (as may be amended, and specifically the modifications contained in sections 178 and 179 of the Charities Act 2011); or
- (b) becomes incapable of administering his or her affairs by reason of mental disorder, illness or injury; or



(c) resigns office by submitting written notice to the Chair of the Board of Trustees three months in advance; or

(d) is absent, without apology, from all meetings held in any continuous six month period,

or

(e) becomes a disqualified person for reasons outlined in the Charity Commission's Guidance on Automatic Disqualification Rules (August 2018).

In addition, if, in the opinion of the Chair of Trustees, and with the unanimous support of the rest of the Trustee Board, a Trustee is not acting in the general interest of the Board, the Chair of Trustees will have the power to end that Trustee's term of office with immediate effect.

Removal from office shall be given effect by a letter to the Trustee from the Chair of Trustees confirming removal and the effective date.

2.7 Chair of the Board of Trustees

The Chair of the Trustee Board (hereafter, "the Chair") will be elected by the members of the Board.

The role of the Chair extends beyond chairing the meetings of the Board of Trustees. The Chair takes a leadership role in ensuring that the Board of Trustees fulfils its responsibilities for the governance and management of the Charity, works closely with the CEO to support him or her in achieving the objectives of the Charity and acts as the channel of communication between Trustees and staff.

The Chair, together with the CEO, draws up agendas for the Board meetings. The Chair, with the other officers, supervises and appraises the work of the CEO and will be responsible for any appropriate action as a result of such an appraisal.

The Chair may also be called upon to act as a figurehead of the Charity and represent it at functions, meetings and in the press and broadcasting media.

Other tasks include authorising action to be taken between meetings of the full Board, signing cheques for amounts above those for which authority has been delegated to staff and signing legal documents.

The Chair has a key role in the development of long term strategy for White Lodge.

2.8 Removal of Chair

The Chair will cease to act as Chair if disqualified as a Trustee by virtue of paragraph 2.6 above. The Chair will also cease to act as Chair if a majority of the Trustees call for his/her resignation. A vote by the Trustees on this issue may only take place at a properly constituted meeting where the subject is listed on the formal agenda.

In any event, the Chair will serve for no more than five years in the post, unless exceptional circumstances apply.

2.9 Appointment of Professional Advisers

From time to time, if the Trustees do not have sufficient specialist knowledge or skill in a particular aspect, or require a further opinion, they will appoint professional advisers. In so doing, the Trustees will exercise due diligence in deciding who to appoint. The Trustees will ensure that any costs resulting from such an appointment will be competitive in the respective market and commensurate with the level of advice needed. The Trustees acknowledge that such an appointment does not absolve them from their legal responsibilities.

2.10 Trustee training

It is mandatory that all new Trustees attend, at the earliest possible time, an induction training course on the role of a trustee. This will be arranged by the CEO.

Based on information collected as a result of the “Skills Audit”, a training register is maintained and held by the CEO. This is a comprehensive guide to the relevant training available. It records what training individual Trustees need and what training has been completed and when.

The Trustees are responsible both individually and collectively, for identifying on-going training needs.

All Trustees will be required to attend refresher training courses and any additional training that has been identified that will help them to fulfil their duties as a Trustee.

2.11 Safeguarding

The care and enablement of vulnerable members of society is central to the Charity’s purpose. The Trustees understand the importance of safeguarding. Although operational aspects are left largely to the Senior Management Team and professional staff, the Trustees undergo compulsory training as part of their induction and have regular refresher courses. In addition, the Trustee Board have established a Safeguarding sub group led by a trustee (if possible) with an in-depth knowledge of safeguarding to ensure due diligence.

3. THE TRUSTEE BOARD'S RELATIONSHIP WITH THE MANAGEMENT TEAM

3.1 Role in relation to Chief Executive Officer and Management Team

The Board's focus lies in keeping an overview, ensuring clear direction and overall plans, and making sure resources are properly and well used. The Trustees' duties do not encroach on the day to day operation of the Charity.

The staff and volunteers (including those Board members who contribute beyond their supervisory role) do the day to day work. They make decisions where they are delegated the power to do so, provide reports and importantly provide reasoned information, advice and recommendations on matters which the Board must decide.

In summary, the work of each party is set out below:

The Board	The CEO & Team
<ul style="list-style-type: none"> • Safeguards the objectives of the Charity. • Checks activities and contributes to achieving the objectives. • Approves the overall objectives, priorities and strategy. • Monitors use of resources and progress towards the objectives. • Provides recognition and feedback to staff and volunteers. 	<ul style="list-style-type: none"> • Carries out the work of the Charity. • Reports regularly on achievements and progress. • Employs the staff. • Makes decisions, where the power to do this has been delegated. • Provides information on issues, problems and policy matters, and makes recommendations for the Board to consider. • Draws up plans for the future development of the Charity's work for the Board to decide upon. • Advises and informs the Board so that it is able to carry out its governing role.

To make the relationship between the Management Team and the Board effective, the Trustees must have good information to support decisions that have to be made. Furthermore, they must have the following characteristics.

- A vision for the Charity, shared with the Senior Management Team.
- A commitment to achieving the objectives of the Charity.

- Well understood Trustee roles, so that they do not interfere inappropriately in the day to day running of the Charity.
- Confidence in the abilities of the staff, and willingness to back the judgment of their staff in the event of problems provided they have been kept informed.

3.2 Role of the Trustees in the absence of the CEO

In the event of the enforced, but temporary, absence of the CEO for a period longer than three weeks, the Trustees have a role to play to ensure the continuation of the effective management of the Charity.

As soon as it is known that the CEO will be absent, the Chair is to be immediately informed by CEO or one of the Senior Management Team. There is a clear procedure in the Risk Register that the Senior Management Team has access to. The “Procedure in Absence of the CEO”, set out in a separate document will be triggered immediately absence has been formally communicated. This procedure ensures the smooth devolvement of the CEO’s responsibilities amongst the Senior Management Team and other staff and, where appropriate, the Trustees. Responsibility for the correct operation of this procedure rests with the Governance sub-group, calling on the other Trustees where necessary. The procedure falls into two parts:

(i) If absence is likely to be less than 65 days, the Trustees will make arrangements for some (or all) of the following actions:

- To appoint a suitable interim CEO from within or outside White Lodge.
- To agree with the Senior Management Team a way forward.
- To distribute the powers and responsibilities of the CEO among other members of the Senior Management Team.
- To call on whatever insurance cover is in force.

(ii) If absence is likely to be longer than 65 days, the Governance sub-group and the Trustees will consider longer term solutions, such as a full time locum or recruitment of a new CEO, depending on circumstances.



3.3 Trustee's visits to White Lodge

Trustees are welcome to visit White Lodge at any time. As a courtesy the CEO should always be informed in advance.

The Board will visit annually as a group, the CEO will draft an agenda that allows all Trustees to visit each service area and meet with managers and frontline staff.

3.4 Policies

Whilst the Trustees are aware of their overall legal duty to the Charity, it is not feasible for them to design day to day operating policies, nor to monitor compliance with them.

Core policies required for control and development of the Charity are the responsibility of the Trustees. Day to day operating policies are for the CEO and Senior Management Team and its staff to manage. The Trustees do conduct an annual audit of such policies. This is achieved by each sub-group reviewing the policies of the various service areas under their remit. The sub-groups will bring to the Trustees any matter that requires their attention.

3.5 Key Performance Indicators

The Trustees have a duty to ensure that the Charity is effective in pursuance of its objectives. In order to monitor that effectiveness, Key Performance Indicators (KPIs) are set by the Trustees each year, in discussion with the CEO. These take into account past experience and the targets outlined in the regular three year business plans. The CEO reports to the Trustees on the KPIs each quarter.

4. MEETINGS OF THE TRUSTEE BOARD

4.1 Meetings

The Board endeavours to meet every six weeks. Papers for Trustee meetings will be issued four days in advance. At least one third of the Trustees, including the Chair, must be in attendance for a meeting to have effect. If at any time there are less than six Trustees the quorum shall be a minimum of two Trustees.

The Board's meeting in March will take the form of an Away Day in order to give Trustees and the Management Team protected time to work together on the future strategic direction of White Lodge. The Trustee Board's meeting in October will take the form of a half day meeting to give time to undertake a six month review followed by the AGM and six weekly Trustee Board meeting.

4.2 Annual General Meeting

The conduct of the Annual General Meeting (AGM), and any Extraordinary General Meeting, is explained in the governing documents. The Trustees have established a process that complies with these documents.

The date of the October meeting will also be the date for the AGM at which meeting the Chair, Vice Chair and Treasurer must be elected/re-elected to the office.

In addition, all Trustees must in turn stand down at the AGM. Those willing may offer themselves for re-election. Re-election will be subject to a vote by the other Trustees.

Trustees and others will be advised of the AGM no less than 14 days before the date of the AGM. The Chair will draft the agenda for the AGM with the Treasurer and CEO. The agenda for the AGM will include the formal "signing off" of the Annual Report and Financial Statements for the previous financial year.

4.3 Conflicts of Interest

The Trustees are under an obligation not to let conflicts of interest interfere with their duties to the Charity. At the start of each meeting all Trustees are asked to declare any conflicts in the matters for discussion. If any conflicts do arise, the other Trustees shall agree how to manage the conflicts, depending on the precise circumstances.

4.4 Trustee Decisions

All actions must be approved by a majority decision of the Board. In the event that there is no majority, the Chair will have the casting vote. A Trustee who is unable to attend a meeting for any reasonable reason, and who has submitted apologies to the Chair, may appoint a proxy in accordance with Articles 23 to 26 of the Articles of Association. Any such proxy must be delivered under the provisions of Articles 27 to 30.

4.5 Working Groups

Board members may, on occasions, form together with the CEO or individual members of the Management Team to develop or assist with a strategic task that may arise in the course of development of White Lodge services.

4.6 Sub-groups

Collectively, the Trustees are responsible for all aspects of the running of the Charity. However, it is understood that effective management of all Trustee responsibilities is aided by the use of sub-groups. By having an in-depth understanding of the different areas, Trustees are not only

demonstrating due diligence but also, working with the CEO, are seeking to improve services, to mitigate any risk and, thereby, optimise results for the Charity's beneficiaries. Such committees will operate in the following manner.

A Trustee will be appointed to chair each sub-group dedicated to one aspect of the services. A second Trustee will serve on each sub-group along with the CEO or other relevant member of the Senior Management Team. White Lodge staff may be co-opted as necessary. The guidelines for the sub-groups are outlined below.

1. To have a clear and in-depth knowledge and understanding of the specific area of responsibility. This should include the management structure, day to day activities, funding streams and financial sustainability and issues impacting on the service.
2. To play a key part in reviewing with the CEO and/or Heads of Service the Annual Business Plan.
3. To define terms of reference on which the sub-group will operate. This should be done in collaboration with the CEO and Head of Service and the other Trustees.
4. To provide insight and knowledge to the Board in order to improve decision making capability.
5. To report to the Board on a regular basis. No policy decisions will be taken without the formal approval of the Board.

Appendix E contains a list of the sub-groups and the general terms of reference.

4.7 Non-attendance of Trustees

Trustees are expected to attend all Trustee meetings. Nevertheless, it is acknowledged that, at times, there will be good reason why a Trustee does not attend. In all such cases, apologies for absence will include the reason.

If a Trustee fails to attend all of the properly advised meetings in any consecutive six month period, the Trustee will be deemed to have resigned and the Chair shall write to the Trustee to confirm the effective date of such resignation (paragraph 2.6 above refers).

5. CHARITY GOVERNANCE CODE

All Trustees should be familiar with the Charity Governance Code for larger charities. This is available using the following link:

<https://www.charitygovernancecode.org>

This outlines seven Principles of good governance for larger charities.

5.1 Trustee responsibilities

All Trustees should also know and understand the Charity Commission's publication: "The Essential Trustee: What you need to know, what you need to do (CC3)" – last updated in May 2018.

5.2 Trustee duties

The Charity Commission paper "Charity trustee: what's involved (CC3a)" sets out the 6 main duties of Trustees:

- Ensure your charity is carrying out its purposes for the public benefit
- Comply with your charity's governing document and the law
- Act in your charity's best interests
- Manage your charity's resources responsibly
- Act with reasonable care and skill
- Ensure your charity is accountable

6. FINANCE

The Trustees must manage the assets of the Charity in a reasonable fashion. This means not exposing the assets to undue risk, operating within clearly defined budgets and ensuring assets are only used for the purposes of the Charity. The Trustees have overall responsibility for the financial affairs of the Charity, but they acknowledge the need for professional support at an operational level.

6.1 The Treasurer

The Treasurer is appointed by the Trustees. He or she will hold a relevant Financial Qualification. The Treasurer takes the lead in overseeing the financial affairs of the Charity, ensuring its financial viability and that proper financial records and procedures are maintained.



The Treasurer assists the other Trustees to perform their financial duties by giving advice and support on the following top level issues:

1. Interpreting and explaining accounting requirements.
2. Ensuring that the Board receives reports containing the information Trustees need.
3. Helping the Trustees guide any professional advisers they have appointed.

The Treasurer will also help the Trustees on regular, on-going, financial issues by (amongst others) :-

- presenting financial reports to the Board;
- keeping the Board aware of its financial responsibilities;
- ensuring that the Charity's accounts are prepared in a suitable format;
- liaising with the auditors; and
- working with the CEO and Chair to develop long term business plans and supporting budgets for submission to the Board for consideration.

6.2 The Company Secretary

The Treasurer has the role of Company Secretary.

6.3 Financial Control

Trustees have a duty to act as guardian of White Lodge's assets, which will include land, buildings, equipment, investments and cash.

The Trustees have established protocols for the proper authorisation of expenditure and other financial transactions. These are monitored daily by the Head of Finance and reviewed strategically by the Trustees on a regular basis.

6.4 Trustee Expenses

Trustees are paid no remuneration. Where appropriate, travel, hotel and other relevant expenses incurred in connection with the attendance of Trustee meetings shall be reimbursed upon the submission of supporting receipts.

7. INSPECTION AND REVIEW OF THE TRUSTEE BOARD

To remain effective, the Board will periodically conduct strategic reviews of all aspects of the Charity's work and functioning, to determine the following.

- (a) The needs for which the Charity was set up still exist, and its objectives remain relevant to those needs.
- (b) The Charity is continuing to meet those needs, and remains fit for purpose.
- (c) The needs are being met in the most effective way.

Any such reviews will include, but not exclusively, the following areas.

- (a) Governing documents and objectives.
- (b) Board and Trustees – their functioning and effectiveness.
- (c) Staffing and volunteer structures, working methods and operational policies and procedures.
- (d) Mechanisms for internal control and performance reporting;
- (e) Mechanisms for planning and budgeting.
- (f) Sub-committees, working groups and advisory bodies.
- (g) Relations with stakeholders and arrangements for communication and consultation with them.

The Board will use the results of such reviews to:

- (a) Generate a creative and innovative approach to the Charity's development.
- (b) Inform its strategic planning.
- (c) Make changes and improvements to its operational activities.
- (d) Initiate collaborative work with other organisations to deliver the best possible outcomes for users, beneficiaries and members.
- (e) Create a positive impact on the overall effectiveness and governance of the Charity.

Where possible, the Trustees will be open with stakeholders about the results of such reviews, indicate clearly what steps they intend to take in response, and give explanations concerning actions they have decided not to take.

8. LIABILITIES OF TRUSTEES

8.1 Risk Management

The Statement of Recommended Practice (SORP) requires the Trustees to include a statement confirming that the major risks to which the Charity is exposed, as identified by the Trustees, have been reviewed and systems established to mitigate those risks.

'Risk' is used to describe the uncertainty surrounding events and their outcomes that may have an effect of either enhancing or inhibiting:

- Operational performance;
- Achievement of aims and objectives; or
- Meeting expectation of stakeholders.

'Major risks' are those risks that have a high likelihood of occurring and would if they occurred have a significant impact on operational performance, or damage the reputation of the Charity.

Each trustee is covered by indemnity insurance against specific risks providing due diligence has been demonstrated.

8.2 Types of risk

As a complex organisation no single list or classification of risk would be complete. However the following is a way of organising the types of risk to which the Charity might be exposed.

Governance risks:-

- organisational structures
- difficulties in recruiting trustees
- conflict of interest
- disruption of services

Financial risks:-

- accuracy
- lack of reserves
- cash flow
- loss of key income source
- fraud
- fundraising

Operational risks:-

- service quality
- contract planning
- employment issues
- health and safety

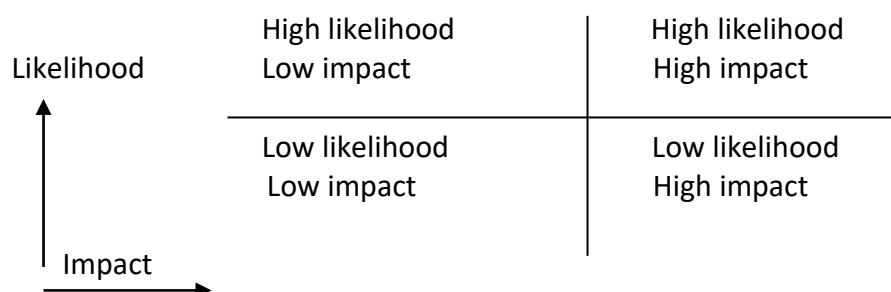
External risks:-

- public perception
- government policy
- demographic changes
- changes to OFSTED
- changes to CQC

8.3 Identifying risks

The Senior Management Team reviews the risks through a process of assessing the likelihood of each happening against the impact that this event might have if it were to occur.

This process identifies those risks which fall into the major risk category and highlights those risks which are the most important to mitigate against. Other quadrants are not ignored. They are kept under review and addressed should they arise.



This process is summarised in the Risk Register, which is monitored on a continual basis. It is formally reviewed once a year by the Trustees from both relevance and Risk Management purpose.

8.4 Risk Control

New activities and developments are evaluated for the risks they pose to the organisation.

On an annual basis the service planning system incorporates a review of the major risks, both in the external environment, e.g. changes in the funding, or new legislation as well as the internal risks e.g. recruitment /skills development etc.

8.5 Legal Role

The Charity Commission states in Guidance CC3, *The Essential Trustee: What you need to know, what you need to do*, that “The Commission and the courts can relieve trustees from liability if they have acted honestly and reasonably and have not benefited from their actions”. White Lodge Trustees are not personally liable for the wrongful acts of staff or agents, provided they have exercised proper care in their appointment and supervision.



APPENDIX A

VISION

A world which is inclusive to all, regardless of ability.

MISSION STATEMENT

We provide services and support that **enable** those with a range of disabilities, their families and carers to lead fulfilling lives.

VALUES

- E** **Encourage** – We encourage and enable people to achieve as rewarding lives as possible
- N** **Nurture** – We provide our services in a friendly, caring and supportive environment
- A** **Alliances**– We respect and value each other. We form strong alliances and collaborate with a variety of organisations and individuals to cultivate and strengthen our services and support.
- B** **Believe**– we believe in being open and honest, working with integrity at all times to earn vital trust from the families, carers and individuals we support
- L** **Listen** – By listening we constantly adapt, diversify and evolve our services and environments to best meet the needs of our service users, their families and carers
- E** **Excellence** – we continually strive for excellence in all that we do through the expertise, experience and professionalism of our team and support network

OBJECTIVES

- To deliver appropriate high quality, cost effective services to benefit people's physical, social and emotional well being
- To actively involve service users to tell us what they want
- To ensure White Lodge stays at the forefront of its field by continually developing our staff and volunteers
- To share our knowledge and skills by informing others



- To work with and support community groups so that local people understand who we are and what we do
- To work in partnership with other voluntary, statutory and business organisations, service users, parents and carers
- To ensure disabled children, young people and adults, families and carers feel supported in the services we offer
- To offer a wide range of services and activities to disabled adults which meet their expectations
- To ensure disabled children and young people flourish and achieve their potential
- To ensure all staff and volunteers are trained to meet the needs of the organization
- To ensure high quality services and safety is achieved across the organization
- To provide a welcoming, friendly and accessible environment
- To maintain financial stability and a healthy cash flow
- To promote White Lodge to the wider community



APPENDIX B

THE TRUSTEES AS AT FEBRUARY 2023

Graham Barlow

Juliette Barnes

Tim Bevans

Steve Carrodus - Chair at the date of this document

Victoria Jones

Neil McIntyre

Mike Meredith

Jane Stuart-Palikira

Steve Peckham – Treasurer at the date of this document

Sophie Taylor

APPENDIX C

ESSENTIAL AND DESIRABLE SKILLS, KNOWLEDGE & EXPERIENCE

ESSENTIAL

- User of White Lodge services
- Experience of the child or adult care sector
- Accounting experience

As far as practicable at least 20% of the Trustee Board should be Users of White Lodge services.

At least one trustee should have detailed knowledge and experience of the other essential areas.

DESIRABLE

- Experience of disability
- Experience in the child or adult health sector
- Safeguarding experience
- Supervisory or management experience in a charity
- Experience in the education sector
- Legal experience
- General business experience
- General administration experience
- Work on other trustee boards or committees
- Chairing other trustee boards or committees
- Quality assurance and compliance eg Ofsted, CQC
- Experience of HR or employment issues
- Investment knowledge
- Property knowledge
- Media and PR
- IT/systems knowledge
- Health and safety

APPENDIX D

SUCCESSION PLANNING ARRANGEMENTS FOR TRUSTEES AND CHAIR OF TRUSTEE BOARD

Succession planning for Trustees

At all times the Chair of the Trustee Board will be aware of each individual Trustee's term of office and will be identifying potential new replacement Trustees. The Trustee Board will always recruit based on the skills, knowledge and experience that the Trustee Board "Skills Audit" analysis has identified.

Succession planning for Chair of Trustee Board

There is not a set period of time for a Chair to remain in post. Where possible the existing Chair of the Trustee Board will give twelve months notice of their intention to stand down. Ideally this would coincide with the AGM. The Trustee Board will then have time to consider who the successor may be and allow a planned hand over.

Periodically, to be agreed by Trustees, there will be a training course to outline the roles and responsibilities of being a Chair. This is to ensure that every Trustee has an opportunity to consider the role based on an informed decision about understanding the role and time commitment required to undertake the role in an appropriate manner that benefits both the Board of Trustees and the White Lodge Centre.

APPENDIX E

TRUSTEE BOARD SUB-GROUPS

Terms of Reference – Trustee sub group programme

Reviewed annually at the AGM

Purpose

- By having an in-depth understanding of the different areas, Trustees are not only demonstrating due diligence but also working with the CEO with an aim to mitigate any ongoing risks.
- Each Trustee will have an area of service responsibility for which appropriate training will be identified, Trustees are expected to attend all identified training.
- To have a key role in understanding and reviewing progress, with the CEO and/or Heads of Service, of the Annual Service/Business Plan.
- Each sub group will have an oversight to the policies relating to their particular sub group.

Outline of operating framework for Trustees

All activity is governed by “ROLE & RESPONSIBILITIES OF THE TRUSTEES” guide, each trustee has a copy.

- Additional sub groups can be established as required with agreement from the Trustee Board.
- Sub groups will report back to the Trustee Board.
- Each sub group will bullet point notes of meeting (duty can be rotated).
- Each sub group will submit bullet point notes of the meeting to the next Trustee Board following each sub group meeting (as per Trustee Meeting format and timetable for papers).
- Trustees can be on more than one sub group.
- The Trustee Board is responsible for ensuring support to new and departing Trustees to deliver an effective handover of information and duties within sub groups.

Sub groups membership and operating rhythm

Membership will consist of at least one Trustee who will lead the sub group and a White Lodge subject matter expert who has the necessary knowledge and experience to represent the functional area.

Functional sub group	Lead	Other Trustee/s	WLC	Frequency of meeting	Individual sub group responsibilities
Finance	Steve Peckham, Treasurer	Sophie Taylor Steve Carrodus	CEO, Head of Finance and Support Services	3 times a year	<ul style="list-style-type: none"> To ensure the internal financial controls, accounting and financial reporting are being appropriately managed.
Fundraising including Marketing	Jane Stuart-Palikira	Tim Bevans Mike Meredith	Head of fundraising, Head of Finance and Support Services	Quarterly	<ul style="list-style-type: none"> To work in partnership with the Head of Fundraising to ensure that Trustees have a full overview and understanding of what fundraising does. To have an overview of implementation and delivery of the annual FR plan.
Safeguarding	Juliette Barnes	Victoria Jones Sophie Taylor	CEO, Head of Services	Annually unless a serious incident occurs	<ul style="list-style-type: none"> Provide strategic oversight for safeguarding activity Ensure safeguarding children and adults is embedded into all aspects of White Lodge work Conduct annual audit of safeguarding activity to include policy review, records of safeguarding activity, training and other CPD related activity Provide assurance that agreed safeguarding policies and procedures are adhered to by White Lodge staff and volunteers
Health & Safety, Maintenance and IT	Neil McIntyre	Graham Barlow Tim Bevans	Head of Finance and Support Services, CEO	3 times a year	<ul style="list-style-type: none"> To work in partnership with the Director and Head of Finance and Support Services to ensure that Trustees have a full overview and understanding of the Health & Safety, Maintenance and IT and infrastructure roles in relation to White Lodge and the risk implications. To understand Trustees' responsibility and accountability. To understand legal requirement of H&S regulations. To have an overview of

Functional sub group	Lead	Other Trustee/s	WLC	Frequency of meeting	Individual sub group responsibilities
					implementation and delivery of the Maintenance Plan and IT Plan
HR, Training & Quality Assurance	Graham Barlow	Jane Stuart-Palikira Mike Meredith	CEO Training Officer	Annually in Feb	<ul style="list-style-type: none"> To work in partnership with the CEO and Training Officer to ensure that Trustees have a full overview and understanding of the HR, Training, QA and Clinical Governance roles in relation to White Lodge and the risk implications. To understand Trustees' responsibility and accountability
Children's Services ^① And Adult Services ^②	Sophie Taylor	Victoria Jones, Juliette Barnes	Head of Services	Annually	<ul style="list-style-type: none"> REMIT UNDER REVIEW AT THE DATE OF THIS DOCUMENT
Governance and Strategy	Steve Carrodus	Steve Peckham, Neil McIntyre	CEO	Every six months	<ul style="list-style-type: none"> To ensure that all current guidance for governance is known and understood and shared with all Trustees and the CEO To ensure that the Trustee Board Roles and Responsibilities is reviewed and up-to-date To appoint and review the CEO To have an overview of the implementation and delivery of the Annual Business Plan

① : Treetops, Nursery Therapies, holiday schemes and clubs, domiciliary care

② : Rendezvous, Back care, therapies, provision for young adult

Evaluation and Review

The review and evaluation of the sub group programme and Terms of Reference will be undertaken annually at the October Away Day to ensure that each group is fit for purpose.