

Expectations of Trustees

Trustees must be over 18 years old and be able to fulfil the following expectations:

- 1 A Christian, committed to Jesus Christ as Lord.
- 2 Subscribe to, and abide by, the main objects and powers of The Leprosy Mission Northern Ireland (TLMNI) as described in the Memorandum of Association.
- 3 Embrace the vision, mission and values of TLMNI and of The Leprosy Mission Global Fellowship.
- 4 Accept your legal and fiscal responsibilities as trustees of the organisation, and act with due prudence and integrity.
- 5 Invest time in learning about the work and the organisation of The Leprosy Mission.
- 6 Attend all Board meetings, other than in exceptional circumstances, and prepare carefully for them.
- 7 Actively listen and participate in Board discussions being prepared to challenge ideas or positions of others, and being prepared if necessary, to change your own view when appropriate.
- 8 Make judgements and vote for decisions that are in the best overall interests of TLMNI, taking also into account the overall needs of The Leprosy Mission Global Fellowship, rather than serving special interests.
- 9 Accept and support majority decisions of the Board, and be prepared to defend them even if they do not reflect your personal point of view.
- 10 Maintain confidentiality of Board deliberations, and only act as spokesperson for the Board when authorised to do so.
- 11 Be open in disclosing any possible conflict of interest.
- 12 Financially support TLMNI.
- 13 Commit to pray for the work of The Leprosy Mission, especially for the staff team, other trustees and the issues which the Board is dealing with, and of The Leprosy Mission Global Fellowship as a whole.
- 14 Act without any payment. Trustees are entitled to be reimbursed for any out of pocket expenses such as postage, stationery, telephone calls and travelling expenses. (An Expenses Claim form can be obtained from office. All receipts must be attached).

Trustees who fail conspicuously in these respects may be invited by the Chairperson to consider their position.

No one may be appointed as a Trustee if he or she would be disqualified from acting under the provisions of article (65) in the Memorandum of Association, including non-attendance at 3 successive meetings without permission.

All Trustees, as part of the recruitment and selection process, will be asked to complete an Expression of Interest form, provide 2 references and consent to background checks where necessary

Legal Responsibilities of Trustees

General

The Board of Trustees is the governing body of The Leprosy Mission Northern Ireland (TLMNI) and is responsible, and held accountable, for the proper governance of the organisation.

TLMNI is a registered charity under law (Registered Charity No: NIC 106322) and is registered as a company limited by guarantee (Company No: NI 640401). Trustees therefore have certain legal responsibilities under both the Charities Act and the Companies Act.

The Charity Commission Northern Ireland (CCNI) is the Government body set up under the Charities Act to oversee and ensure proper standards within the charity sector in Northern Ireland. Trustees are expected to act responsibly and with due prudence, to take proper professional advice, and to make decisions that are in line with the objects and powers defined in the Memorandum of Association. The Board is required to work within the legislative framework of Northern Ireland, which for charities is designed to protect funds that have been donated by the general public and ensure that they are used for the public benefit of others, as outlined in the Memorandum of Association.

A summary of CCNI guidance:

- Trustees have, and must accept, ultimate responsibility for directing the affairs of a charity and ensuring that it is solvent, well run and delivering the charitable outcomes for the benefit of the public for which it has been setup
- Trustees can generally delegate certain powers to agents or employees, but will and must retain the ultimate responsibility for running the charity

a) Duty of compliance

Trustees must:

- Ensure that the charity complies with charity law, and with the requirements of the Charity Commission as regulator; in particular ensure that the charity prepares reports on what it has achieved and submits Annual Returns and Accounts as required by law
- Ensure that the charity does not breach any of the requirements or rules set out in its governing document and that it remains true to the charitable purpose and objects set out in its Memorandum of Association
- Comply with the requirements of other legislation and other regulators (if any) which govern the activities of the charity
- Act with integrity, and avoid any personal conflicts of interest or misuse of charity funds or assets

b) Duty of prudence

Trustees must:

- Ensure that the charity is, and will remain, solvent
- Use charitable funds and assets reasonably, and only in furtherance of the charity's objects
- Avoid undertaking activities that might place the charity's endowment funds, assets or reputation at undue risk
- Take special care when investing the funds of the charity, or borrowing funds for the charity to use

c) Duty of care

Trustees must:

- Use reasonable care and skill in their work as trustees, using their personal skills and experience as needed to ensure that the charity is well-run and efficient
- Consider getting external professional advice on all matters where there may be material risk to the charity, or where the trustees may be in breach of their duties

If the situation arises that the Board is negligent in these responsibilities, the ultimate sanction is that Trustees will be held accountable. It is important that Trustees are aware of their responsibilities but also put measures in place to properly prepare and support Trustees in their role.

This includes:

- Training sessions for trustees, which enable a deeper understanding of their role and responsibilities
- Regular review by the Board of its performance in the light of *The Code of Good Governance*
- The appointment of an experienced legal adviser (with extensive experience in the Charity sector) to provide advice as required
- The appointment of experienced auditors with extensive experience in the Charity sector

Good Governance

An effective board will provide good governance and leadership by:

1. Understanding its role and responsibilities
2. Working well both as individuals and as a team
3. Ensuring delivery of organisational purpose
4. Exercising appropriate control
5. Behaving with integrity and by being open and accountable

It is not possible in this information pack to include, in detail, the legal responsibilities of the Board. However the following documents should be reviewed as useful references and guides:

- The Code of Good Governance (www.diycommitteeguide.org)
- www.NICVA.org/resource/charity-trustees'-duties
- <https://www.gov.uk/government/publications/charity-trustee-welcome-pack/charity-trustee-welcome-pack>

Attendance

It is important that all trustees attend meetings regularly and participate fully in the discussions and activities:

- a) because trustees are jointly and severally responsible for the decisions taken by the group. Individual members cannot fulfil this responsibility if regularly absent
- b) because the number and background of the trustees has been carefully selected to be both representative and to provide the Board with a wide range of skills. The regular absence of an individual member would distort this balance

Trustees who fail to regularly attend meetings and activities may be invited by the Chairperson to consider their position.

Further Information

The following documents are available upon request to anyone interested in joining TLMNI Board of Trustees:

- Memorandum & Articles of Association
- TLMNI Strategy, 2017-2020
- TLM International Global Fellowship Charter
- 2017 Accounts & Annual Trustee Report
- The Code of Good Governance
- *10 Things Terrible Trustees Do & Brilliant Trustees Don't!* (Directory of Social Change)

For further information or to express an interest in joining TLMNI Board of Trustees, please contact Joanne Briggs (National Director) on 028 9262 9500 or via email joanne@tlm-ni.org

Joanne or a member of the Board of Trustees are very happy to meet with anyone informally to discuss further becoming a Trustee and to answer any questions that an individual may have.