



# Redgrave Parish Council

## Charity Trustee Appointment Policy

### 1. Introduction

Redgrave Parish Council is the Appointing Authority for trustees to be selected to sit on the Boards of three local charities in accordance with their respective governing documents. These are:

- The Redgrave Amenities Trust (RAT) – Appointing Authority (also called the Appointing Body) for originally 3 (now 5) Trustees.
- The Charity for the Needy (CFN) - Appointing Authority for 2 Nominative Trustees.
- The Little Ouse Headwaters project (LOHP) - Appointing Authority for one Trustee from the village of Redgrave.

The three charities will be referred to hereinafter as the “Redgrave Charities”. The Redgrave Parish Council will be referred to hereinafter as the Appointing Authority for the purposes of this policy.

This policy details how the Appointing Authority will undertake its role for each of the Redgrave Charities. It follows the guidance issued by the Charity Commission for this activity<sup>1</sup>. This guidance document, and the associated Charity Commission document entitled “The Essential Trustee”<sup>2</sup>, define the use of the words “must” and “should” as follows: where the word **‘must’** is used it means something is a legal or regulatory requirement or duty that trustees must comply with; where the word **‘should’** is used it means something that is good practice that the Commission expects trustees to follow and apply to its charity. The same meanings will be used for the Appointing Authority in the undertaking of its role as defined in this document.

### 2. General Trustee Recruitment and Appointment Process

The Appointing Authority will use the processes defined in the guidance issued by the Charity Commission<sup>3</sup> as the basis for this policy. It will modify these processes as necessary to accommodate any specific recruitment and appointment requirements set out in each of the Redgrave Charity’s governing documents.

Specific appointment requirements defined for each of the Redgrave Charities in their respective governing documents are shown at Appendix 1 to this document. These must be adhered to by the Appointing Authority. Note, however, that these are accurate as at Sep 23; the Appointing Authority must check to see if there are amendments to these requirements at the time that new trustees are to be appointed.

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<sup>1</sup> Charity Commission Guidance: “Finding New Trustees” last updated 3 May 2018

<sup>2</sup> Charity Commission Guidance: “The Essential Trustee: what you need to know, what you need to do”

<sup>3</sup> Charity Commission Guidance: “Finding New Trustees” last updated 3 May 2018

Each Redgrave Charity is responsible for identifying the need for new trustees and for requesting that the Appointing Authority allocates a new trustee (or trustees) to fill the vacancy (or vacancies). This may be because vacancies have arisen through resignations, because their period of appointment has expired or it may be that existing trustees have decided that one or more new trustees with specific skills are needed to help run the charity more effectively.

In its request for a new trustee(s), the Redgrave Charity should provide the Appointing Authority with a short job description and person specification outlining the skills, experience and knowledge needed.

Upon receipt of a request to find a new trustee from any of the Redgrave Charities, the Appointing Authority will assign four councillors (three will suffice if for logistics or other reasons four cannot be available at the time) to act as the Appointment Panel to complete the process detailed in this policy; in doing this, the Appointment Panel must take care to comply with any specific requirements set out in the charity's governing document. While the Appointment Panel will be responsible for the detailed work associated with the appointment activity, the Appointing Authority will remain in full control of the process and must approve the appointment decisions.

The Appointing Authority should consider inviting a properly appointed trustee of the Redgrave Charity seeking a new trustee to be a member of the Appointment Panel.

### **3. Finding potential trustees**

The Appointing Authority is free to consider the best methods of attracting a diverse range of candidates with the skills, experience and knowledge each charity needs. This may include advertising in the local and/or specialist press and using trustee brokerage services. The Charity's existing Board of Trustees should also be asked to provide names of people that it considers potentially suitable for appointment as trustees.

The Appointing Authority will arrange short-listing and interviews of potential candidates to take place against agreed criteria. Interviews are to be carried out by an Appointment Panel selected by the Appointing Authority (see para 2 above). To ensure a fair and objective approach to the selection, each candidate will be asked similar questions based on the general criteria for trusteeship and any specific requirements of the job/person specification received. Notes must be kept of each interview; the Parish Clerk (or deputy if he/she is unavailable) will attend Appointment Panel meetings for this purpose.

Preferred candidates are to be identified and invited to join the Charity as trustees, subject to references (if required), formal vetting (see para 4 below) and approval by the Appointing Authority. Unsuccessful candidates are to be notified and thanked for their interest.

In the event that the Appointing Authority is unable to find the required number of suitable candidates to fill the vacancies identified, it will advise the relevant Redgrave Charity accordingly. It will then invite the Charity to use any other means at their disposal, as defined in their governing document, to fill the vacancy.

More detailed advice on finding suitable trustees can be found in the Charity Commission guidance on the topic<sup>4</sup> and this advice should be followed by the Appointment Panel.

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<sup>4</sup> Charity Commission Guidance: "Finding New Trustees" last updated 3 May 2018

#### **4. Vetting potential trustees**

The Appointing Authority must and will check that the candidates have not been disqualified from acting as trustees, and candidates must be asked to confirm in writing that this is the case. Candidates must also be asked to consider and declare any existing or potential conflicts of interest.

None of the three Redgrave Charities works with children or adults at risk. There is therefore no need to seek any checks from the Disclosure and Barring Service (DBS).

Assuming that there are no issues of concern raised by these checks and declarations, the Appointing Authority is free to decide to formalise the appointment of new trustees.

Full details of the Vetting Process to be undertaken by the Appointment Panel is detailed at Appendix 2 to this policy. Particular note should be taken of the need for selected trustees to complete the Trustee Eligibility Declaration<sup>5</sup> and the Trustee Positions Automatic Disqualification Declaration<sup>6</sup> forms provided by the Charity Commission. These should be forwarded to the Charity Commission upon completion.

#### **5. Making the appointment**

The Appointing Authority must check this policy statement, Section 6 of the Charity Commission guidance on finding new trustees<sup>7</sup> and the respective charity's governing document to ensure that it appoints new trustees in a proper and legal way.

The Appointing Authority will then:

- Write to the successful candidate(s) advising them of their appointment as a Trustee and noting that the relevant Redgrave Charity will write to them separately setting out their duties and the Charity's expectations of them. A standard letter of appointment is at Appendix 3.
- Ask the successful candidate(s) to sign and return a copy of the letter to the Chairman of the Appointing Authority.
- Provide the successful candidates with an electronic copy of the Charity Commission Guidance: "The Essential Trustee: what you need to know, what you need to do"
- Write to the gaining charity advising it of the selected trustee and asking that they write him/her separately to set out their duties and the charity's expectations of them
- Notify the Charity Commission of the new appointment(s) as soon as possible

#### **6. Induction, Training, and Support of Trustees.**

Induction of trustees is a responsibility of the gaining Charity and the RPC has no responsibility for this activity. Ongoing training and support of the newly appointed Trustees will also be a sole responsibility of the gaining Charity. Newly-appointed trustees should have the right to complain to the Appointing Authority if he/she is not provided with an appropriate level of support from the outset; The Appointing Authority would then seek to remedy this with the gaining Redgrave Charity.

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<sup>5</sup>[https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment\\_data/file/960027/Trustee\\_Declaration\\_Form\\_Fields\\_December\\_2020.pdf](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/960027/Trustee_Declaration_Form_Fields_December_2020.pdf)

<sup>6</sup>[https://view.officeapps.live.com/op/view.aspx?src=https%3A%2F%2Fassets.publishing.service.gov.uk%2Fgovernment%2Fuploads%2Fsystem%2Fuploads%2Fattachment\\_data%2Ffile%2F731121%2F010818\\_Trustee\\_Declaration.odt&wdOrigin=BROWSELINK](https://view.officeapps.live.com/op/view.aspx?src=https%3A%2F%2Fassets.publishing.service.gov.uk%2Fgovernment%2Fuploads%2Fsystem%2Fuploads%2Fattachment_data%2Ffile%2F731121%2F010818_Trustee_Declaration.odt&wdOrigin=BROWSELINK)

<sup>7</sup> Section 6 of Charity Commission Guidance: "Finding New Trustees" last updated 3 May 2018

## **7. Removal of trustees**

Removal of trustees will be an issue for the respective Redgrave Charity, the process for which will be defined in its governing document. The only interest of the Appointing Authority in the process is to be advised by the Redgrave Charity of the need to appoint a new incumbent when a trustee has:

- Been removed, or has resigned.
- Reached the maximum permitted term of office.

Appendices:

1. Specific Appointing Processes for Each Redgrave Charity.
2. Detailed Process for Vetting of Redgrave Charity Trustees.
3. Standard Letter of Appointment.

## **Appendix 1 to Redgrave Parish Council Charity Trustee Appointment Policy**

### **Specific Appointing Processes for Each Redgrave Charity**

Each of the three Redgrave Charities have defined specific appointment requirements and processes within their respective governing documents. This appendix shows these requirements which must be followed by the Appointing Authority in addition to its own general appointment process.

#### **The Redgrave Amenities Trust (RAT)**

The RAT governing document states the following requirements regarding appointment of Trustees:

##### **“4. Appointment of trustees:**

- (1) The body of trustees shall consist when complete of 3<sup>8</sup> persons being:  
3 nominated trustee(s); and
- (2) The nominated trustee(s) shall be appointed by Redgrave Parish Council

Each appointment shall be made for a term of four years at a meeting convened and held according to the ordinary practice of the appointing body. The chairman of the meeting shall cause the name of each person appointed to be notified forthwith to the trustees. The person may be, but need not be, a member of the council.”

- (4) If for any reason trustees cannot be appointed in accordance with the foregoing provisions, the statutory power of appointing new or additional trustees shall be exercisable.

##### **5. Eligibility for trusteeship.**

- (1) No person may be appointed as a trustee:
  - a) Unless he or she has attained the age of 18 years;  
or
  - b) In circumstances such that, had he or she already been a trustee, he or she would have been disqualified from office under the provisions of the following clause,
- (2) No person shall be entitled to act as a trustee whether on a first or on any subsequent entry into office until after signing in the minute book of the trustees a declaration of acceptance and willingness to act in the trusts of the Charity.”

#### **The Charity for the Needy (CFN)**

The CFN governing document states the following requirements regarding appointment of Trustees:

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<sup>8</sup> Now 5 persons as agreed with the Appointing Authority at its meeting of 8 Jan 2020 and confirmed to the RAT by Charities Commission

“9. Nominative Trustees. Except at first as hereinafter provided the Nominative Trustees shall be appointed by Redgrave Parish Council. Each appointment shall be made for a term of four years at a meeting convened and held according to the ordinary practice of the council. The chairman of the meeting shall cause the name of each person appointed to be notified forthwith to the Trustees or their clerk. The person may be but need not be a member of the council”

“14. Declaration by Trustees. No person shall be entitled to act as a Trustee whether on a first or on any subsequent entry into office until after signing in the minute book of the Trustees a declaration of acceptance and willingness to act in the trusts of this Scheme.”

15. Vacancies. Upon the occurrence of a vacancy the Trustees shall cause a note thereof to be entered in their minute book at their next meeting and in the case of a vacancy in the office of Nominative Trustee shall cause notice thereof to be given as soon as possible to the council. Any competent Trustee may be re-appointed.”

### **The Little Ouse Headwaters Project (LOHP)**

The LOHP governing document states the following requirements regarding appointment of Trustees:

#### **“Trustees.**

25. (i) The trustees of the Charity form the Board of Trustees.
- (ii) The number of trustees shall not be less than three but (unless otherwise determined by ordinary resolution in a general meeting of the Charity) shall not be subject to any maximum.
- (iii) The trustees are as follows:
- (a) The Chairman, Vice-Chairman, the Treasurer and all other Honorary officers, ex officio;
  - (b) one nominee appointed by each of the Parish Councils in the Area of Benefit (Redgrave, Hinderclay, Thelnetham in Suffolk and South Lopham, Blo’ Norton and Garboldisham in Norfolk); Parish Council nominees will be subject to the same residential qualification as for parish councillors; their nomination must be ratified by the Charity’s existing trustees before their appointment is confirmed in a general meeting of the Charity.

#### **Appointment and retirement of trustees.**

29. Trustees other than those nominated by parish councils under Article 25 (iii) (b) will retire after a period of three years, but if willing to continue, may be re-appointed for a further three years.

30. Trustees nominated by Parish Councils under Article 25 (iii) (b) will retire after a period of three years, but if willing to continue may be re-nominated by the Parish Council and, subject to the approval of the trustees, may be re-appointed for a further three years.
31. Subject to Article 37(2) and 37(3), if the Charity at the meeting at which a trustee retires by rotation, does not fill the vacancy the retiring trustee shall, if willing to act, be deemed to have been reappointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the reappointment of the trustees is put to the meeting and lost.
32. No person other than a trustee retiring by rotation shall be appointed or reappointed a trustee at any general meeting unless:
- (i) he is recommended by the trustees, or
  - (ii) not less than fourteen nor more than thirty-five clear days before the date appointed for the meeting, notice executed by a member qualified to vote at the meeting has been given to the Charity of the intention to propose that person for appointment or reappointment stating the particulars which would, if he were so appointed or reappointed, be required to be included in the Charity's register of trustees together with a notice executed by that person of his willingness to be appointed or reappointed.
33. No person may be appointed as a trustee:
- (i) if they are under the age of 18 years; or
  - (ii) in circumstances such that, had he already been a trustee, he would have been disqualified from acting under the provisions of Article 38."

## **Appendix 2 to Redgrave Parish Council Charity Trustee Appointment Policy**

### **Detailed Process for Vetting of Redgrave Charity Trustees**

These details processes are based on the Charity Commission Guidance “Finding New Trustees” updated 3 May 2018.

#### **Vetting Trustees Prior to Appointment**

The Appointing Authority has an important moral responsibility to find and appoint suitable individuals who will look after the interests of the charity’s beneficiaries. Before appointing a new trustee, the Appointing Authority must ensure that it:

- Acts within the law;
- Acts in accordance with the respective Redgrave Charity’s governing document;
- Ensures that the prospective trustee is not disqualified from being a trustee, and;
- Takes measures to ensure that each prospective trustee understands the responsibilities they are taking on and can be relied on to carry them out responsibly.

There is no requirement for DBS checks for potential trustees of the Redgrave Charities, although the Appointing Authority should assure itself, as far as is possible, of the moral probity of the individuals that it appoints.

As part of the vetting of a prospective trustee the RPC, as Authorising Authority, must and will:

- Ensure that the candidate is not barred by any of the legal constraints as to who may be appointed as a trustee.
- Confirm any restrictions on who may be employed as a trustee within each of the Redgrave Charity’s governing document and ensure the candidate is not barred by such restrictions.

In particular, the RPC must and will confirm that the following legal requirements are met by each prospective candidate when preparing to appoint a new trustee:

- The candidate is at least 18 years of age.
- The candidate is not disqualified by law from acting as a trustee, unless authorised to do so by a waiver from the Charities Commission. The reasons for disqualification are shown in the disqualifying reasons table (copy as Enclosure 1) and include:
  - being bankrupt or having an individual voluntary arrangement (IVA)
  - having an unspent conviction for certain offences (including any that involve dishonesty or deception)
  - being on the sex offenders’ register

The automatic disqualification guidance for charities which explains the disqualification rules in more detail is provided at <https://www.gov.uk/guidance/automatic-disqualification-rule-changes-guidance-for-charities#what-your-charity-needs-to-do> the provisions of which should be followed be followed by the Appointing Authority.

The appointment of a trustee must also be in accordance with any provisions specified in the Redgrave Charity’s governing document, which will set out procedures for appointing new trustees, including any restrictions, such as a maximum number of trustees or an age limit.



Before appointing a trustee, the Appointing Authority should obtain a declaration from the prospective trustee that they are not disqualified from acting as a charity trustee. Sample declarations can be obtained from the Charity Commission<sup>9</sup>.

The Appointing Authority may, should it wish to do so, also make use of official registers which record the names of people who are disqualified from acting as charity trustees. These include:

- (1) The Individual Insolvency Register maintained by the Insolvency Service, which contains details of:
  - a. bankruptcies that are either current or have ended in the last three months
  - b. current individual voluntary arrangements and fast track voluntary arrangements
  - c. current bankruptcy restriction orders and undertakings
- (2) The register of disqualified directors maintained by Companies House. Searches of the register can be made on the Companies House website.
- (3) The register of all persons who have been removed as a charity trustee either by the commission or by an Order of the High Court since 1 January 1993.

The Appointing Authority should check for potential conflicts of interest for prospective trustees in advance of appointment. A conflict of interest is any situation in which a trustee's personal interests or loyalties, and those of the Redgrave Charity, arise simultaneously or appear to clash. For example, if a charity awarded a contract to another organisation owned by a trustee, the person in question could face conflicting pressures between maximising profit for his or her company and keeping costs low for the charity.

Prospective trustees should be asked about potential conflicts of interest, and these should be declared to those who will decide on the appointment.

Enclosure:

1. Disqualification Reasons Table.

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<sup>9</sup> A Trustee Eligibility Declaration Form can be obtained at [https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment\\_data/file/960027/Trustee\\_Declaration\\_Form\\_Fields\\_December\\_2020.pdf](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/960027/Trustee_Declaration_Form_Fields_December_2020.pdf)

## **Appendix 3 to Redgrave Parish Council Charity Trustee Appointment Policy**

### **Specimen Letter of Appointment**

The following letter of appointment (modified as necessary) should be sent by the Appointing Body (Redgrave Parish Council) to newly appointed Trustees:

Specimen letter

Dear *[name of appointee]*

Congratulations on your appointment to the trustee board of *[name of charity]*. I write to confirm your appointment as a trustee and director of *[name of charity registered in England and Wales, charity registration number, and company registration number]* with effect from *[date]*. Further details about your role and the work of the charity will be sent to you by the *[name of charity]* itself.

As you are aware there are a number of formal matters connected with this appointment which now have to be dealt with. This letter deals with these formalities.

Form AP01 (Appointment of director Form) is enclosed which has been completed using the information you recently provided. I would ask you to check this form carefully, add any missing details and, if correct, sign where indicated. Please return it to me immediately in order that it can be filed with Companies House within 14 days of the change of director. If there are any corrections, please advise me by return of post. Also note that in signing the form you are confirming your willingness to act as a director of this charitable company.

In addition to the specific statutory duties imposed on a trustee by the Charities Acts 2011 and 2016 and a director under the Companies Act 2006, and other relevant legislation, you are under a general duty to act reasonably and make decisions in accordance with your duty of care. You are under a duty to act prudently and in good faith. As a trustee you must exercise your powers for the benefit of the charity as a whole. Consequently, your personal interests must not be allowed to conflict with your over-riding duty to act, at all times, for the benefit of the charity and must not cause harm to the charity. The charity will provide you with details of its conflicts of interest policy, along with a blank copy of the register of interests for you to complete. The charity should also provide you with an initial induction and training pack as necessary; should you not receive such support then please feel free to contact me to seek resolution of this shortfall.

As a trustee of a charity, you will not be entitled to receive any payment for the time you spend on your duties. However, reasonable out-of pocket expenses properly incurred in the performance of your duties as a trustee will be reimbursed in accordance with the charity's expenses policy.

You will note in clause *[x]* of the charity's governing document the provisions relating to your period of service as a trustee and director and the *[re-election/re-appointment]* process.

If you require any information concerning the charity, the its Board of Trustees will provide this to you. A summary of the principal duties and responsibilities of a trustee is included in the enclosed information pack. Please read and familiarise yourself with this information as soon as possible, and read and sign a copy of the trustee declaration letter enclosed. Please retain a copy for your records.

In conclusion, I take this opportunity to congratulate you on your appointment. Being a charity trustee can be both challenging and rewarding; please take the opportunity to contact the chairman of the Board of Trustees for any support and information as you may need to fulfil your responsibilities effectively.

Yours sincerely,

Chairman  
Redgrave Parish Council  
Charity Trustee Appointment Authority for *[name of charity]*

Enclosures:

1. Form AP01
2. Charity's Articles (governing document).
3. A summary of the role and responsibilities of a charity trustee.
4. Role description The Charity Commission's CC3 – The essential trustee: what you need to know, what you need to do.
5. HMRC fit and proper person guidance and declaration × 2 (one copy to be signed and retained by trustee, the other to be signed and returned to the charity secretary).
6. Trustee declaration letter × 2 (one copy to be signed and retained by trustee, the other to be signed and returned to the charity secretary).
7. Charity Governance Code.