

General Information for Trustees

Governing Documents

Cymorth Cymru is both a company limited by guarantee (no: 05093332) and a registered charity (no: 1116774). It is governed by its Memorandum and Articles of Association. Members of the Board are the Charity Trustees and the Directors in Company Law

The Board of Cymorth is made up of a number of Trustees (currently 12) voted for by the membership and up to 4 Independent Trustees. We are currently in the process of recruiting our first Independent Trustees and anticipate appointing in early 2016.

More information about Cymorth can be found here: www.cymorthcymru.org.uk

The Cymorth Board

The Cymorth Board has overall responsibility for the strategic leadership, governance and appropriate management control of the organisation.

It has three primary functions:

1. To ensure the organisation stays focused on its mission and strategy;
2. To make policy decisions; and
3. To provide support and constructive challenge to the management team, in particular the Director.

The Board meet a minimum of four times a year usually during working hours. The Board delegates some responsibilities under clearly defined terms of reference to sub-groups. There are currently 2 sub-groups that service the Board:

- Risk Management and Resourcing
- Governance and Compliance.

Each sub-group is made up of Trustees as voting members and is attended by relevant Cymorth senior staff. Terms of Reference are approved by the Cymorth Board and are reviewed annually. Sub-groups have no decision making powers; their role is to scrutinise information and make recommendations to the Board for final approval. All sub-groups usually meet quarterly within working hours.

New Independent Trustees join at the invitation of the Cymorth Board and are invited with a view to ensuring that the Board contains an appropriate balance of skills, knowledge and experience relevant to the governance requirements of the organisation.

The Governance and Compliance sub-group is responsible for planning trustee recruitment, induction, training and review. A comprehensive induction for new Trustees normally takes place in early February.

Commitment Required

In order to fulfil the requirements of the role, Trustees are expected to attend all Board meetings (4 days per year) and to take part in the work of at least one sub-group (quarterly half day meetings), and an annual Board awayday. Sub-group meetings are generally held in Cardiff, and while Board meetings are often held in Cardiff, they sometimes take place in Llandrindod Wells or elsewhere. Frequent patterns of non attendance at Board meetings may result in removal from the Board. Papers are sent out around a week in advance of the meetings and trustees will be expected to have read the papers in order to contribute fully to discussion and questioning.

Delegated Authority

Day to day leadership and management of Cymorth is delegated by the Board to the Director.

Expectations

The role description sets out the particular expectations of each Trustee. In addition, it is important that Trustees are able to demonstrate an understanding and acceptance of the

- Legal duties, responsibilities and liabilities of trusteeship
- Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

Trustee positions are unpaid, however, all out of pocket expenses incurred in undertaking Board business can be fully reimbursed.

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