

Governor Job Description

Proposed by the 2008 Governance Working Group and adopted by the Board on 8 December 2008

I SUMMARY

- 1.1 **With other trustee-governors of the Walcot Foundation,¹ to hold the charities 'in trust' for current and future beneficiaries by -**
- 1.2
- (a) ensuring that the charities have a clear vision and strategic direction and are focused on achieving these;
 - (b) being responsible for the performance of the charities and for their 'corporate' behaviour;
 - (c) ensuring that the charities comply with all legal and regulatory requirements;
 - (d) acting as guardians of the charities' assets, both tangible and intangible, taking all due care over their security, deployment, development and proper application;
 - (e) ensuring that the charities' governance is of the highest possible standard.

2 DUTIES IN FULFILLMENT OF THESE RESPONSIBILITIES

- 2.1 **Ensuring that the charities have a clear vision and strategic direction and are focused on achieving these**
- 2.2 To work in partnership with other governors and the director to ensure that -
- (a) the charities have a clear vision and strategic plan which have been agreed by the board, and that there is a common understanding of these by governors and staff;
 - (b) the business plan supports the vision and priorities of the charities;
 - (c) board policies support the vision and priorities of the charities;
 - (d) the board operates in a co-operative and inclusive manner which supports the full participation of all governors.
- 2.3 **Being responsible for the performance of the charities and for their 'corporate' behaviour**
- (a) to monitor the work and progress of the charities against their vision, objectives, and targets;
 - (b) to ensure that the charitable objects of the charities are realised;
 - (c) to ensure that appropriate personnel, financial and other necessary policies and procedures are in place;
 - (d) to receive reports from the director on the work and operation of the charities;
 - (e) to articulate the values of the charities and to be ambassadors for the organisation;

- (f) to appoint, and review the performance of, the Director and Clerk;
- (g) to ensure that mechanisms exist for beneficiaries, staff, volunteers, other individuals, groups or organisations to bring to the attention of the governors any activity that threatens the probity of the charities ('whistle-blowing').
- (h) never to benefit personally in any way from a connection with the charities.

2.4 **Ensuring that the charities comply with trustee law**

- (a) to ensure the charities comply with all legal, regulatory and statutory requirements;
- (b) to maintain familiarity with the governing instruments and constitution of the charities;
- (c) to ensure that levels of delegated authority and the terms of reference for board committees are properly recorded in writing;

2.5 **Acting as guardians of the charities' assets, both tangible and intangible, taking all due care over their security, deployment and proper application**

- (a) to ensure that the charities have satisfactory control systems and procedures for holding in trust for the beneficiaries all monies, properties and other assets and to ensure that monies are invested to the maximum benefit of the charities, within the constraints of the law and ethical and other policies determined by the board;
- (b) to ensure that the major risks to which the charities are exposed are reviewed annually and that systems have been established to minimise these risks;
- (c) to ensure that the income and property of the charity is applied for the purposes set out in the governing documents and for no other purpose, and with complete fairness between persons who are properly qualified to benefit;
- (d) to act reasonably, prudently and collectively in all matters relating to the charities and to always to act in the interests of the charities;
- (e) to be accountable for the solvency and continuing effectiveness of the charities and the preservation of their endowments;
- (f) to ensure that the charities' permanent endowments are preserved, and invested in such a way as to produce the best income while at the same time safeguarding (and growing) the real value of the capital;
- (g) to exercise effective overall control of the charities' financial affairs and to ensure that the way in which the charities are administered is not open to abuse by the unscrupulous, and that the systems of control are rigorous and effective and, where necessary, are improved through review and in the light of experience;
- (h) to ensure that intangible assets such as organisational knowledge and expertise, intellectual property, the foundation's good name and reputation etc are properly valued, utilised and safeguarded;
- (i) in relation to property holdings, to know what condition it is in, if its boundaries are being encroached upon, what can be done with it and how it is or should be used;
- (j) to ensure that all income due to the charities is received and that all tax benefits are obtained and all rating relief due is claimed.

2.6 Ensuring that the charity's governance is of the highest possible standard

- (a) to ensure that the charities have a governance structure that is appropriate, having regard to their size, complexity, stage of development, and charitable objects, and which enables the governors to fulfil their responsibilities;
- (b) to reflect, periodically, on the board's performance and your own performance as a governor;
- (c) to ensure that the board has the skills required to govern the charities well, and has access to relevant external professional advice and expertise;
- (d) to ensure that there is a systematic and fair procedure for the recruitment of new governors as the need arises and which guards against the nomination of friends or acquaintances and instead seeks applications from people who -
 - i. possess the skills deemed as needing further strengthening within the board
 - ii. have a real connection with the area of benefit through residence or work
 - iii. subject to (i) and (ii), represent different age ranges and backgrounds;
- (e) to set aside time to
 - i. read papers sent in advance of meetings
 - ii. attend meetings
 - iii. attend trustee induction and in-service training
- (f) to abide by the code of conduct for governors;
- (g) to identify and handle any conflict of interest in accordance with current policies;
- (h) to ensure that major decisions and board policies are made by the governors acting collectively.

3 REVIEW

- 3.1 The Board will review this Job Description as and when necessary and in the light of experience.

¹ 'Walcot Foundation' is the working title of the charities and replaced the former working title of *The Lambeth Endowed Charities* in March 2010. The Walcot & Hayle's Trustee is a limited company (6133849) registered in England and recognised by the Charity Commission as the sole trustee of The Walcot Educational Foundation (312800), The Hayle's Charity (312800-1), The Walcot Non Educational Charity (312800-2) and the Cynthia Mosley Memorial Fund (312800-3).

*This version amended April 2010 to reflect new working title.
(governor job description adopted by board 8dec2008.doc)*