

## BATTLE SCARS CIO TRUSTEE POLICY AND PROCEDURE

| <b>Policy information</b>                 |  |
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| <b>Organisation</b>                       | Battle Scars   |
| <b>Scope of policy</b>                    | Applies to all services, activities, training and general running of the organisation.   |
| <b>Policy operational date (original)</b> | 06/02/18   |
| <b>Policy prepared by</b>                 | Jenny Groves – CEO   |
| <b>Date approved by Board</b>             | 31/01/20   |
| <b>Reviewed</b>                           | 04/01/20   |
| <b>Amended</b>                            | Yes  |
| <b>Policy review date</b>                 | 31/01/22<br>Every 2 years.   |
| <b>Distributing</b>                       | This policy will be available on the Battle Scars website and staff shared drive.<br>It will be a requirement for all trustees to read the policy after appointment or after its review.<br>A summary of all relevant policies will be included in the volunteer handbook with clear signposting to the full text.<br>Volunteers will be kept up to date with any changes that might affect their role.  |
| <b>Compliance</b>                         | This policy must be signed by all serving trustees to acknowledge reading and understanding it and agreeing to comply by it.   |
| <b>Introduction</b>                       |  |
| <b>Statement</b>                          | 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 set up.  |
| <b>Aims</b>                               | This policy aims to clarify the recruitment and induction process of trustees as well as trustee duties and limitations.   |
| <b>Number of trustees</b>                 | <ul style="list-style-type: none"> <li>• There must be at least three charity trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.</li> <li>• The maximum number of charity trustees is twelve. The charity trustees may not appoint any charity trustee if, as a result, the number of charity trustees would exceed the maximum.</li> </ul> |
| <b>Duties of trustees</b>                 | Duties of trustees: <ul style="list-style-type: none"> <li>• To ensure Battle Scars is carrying out its purposes for which it was set up and no other purpose. This means trustees should:               <ul style="list-style-type: none"> <li>○ understand the charity's purposes as set out in its constitution;</li> <li>○ plan what Battle Scars will do and what is to be achieved;</li> </ul> </li> </ul>   |

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|                            | <ul style="list-style-type: none"> <li>○ understand how the charity benefits the public by carrying out its purposes.</li> <li>• To comply with the Battle Scars constitution and the law.</li> <li>• To act in Battle Scars' best interests: <ul style="list-style-type: none"> <li>○ do what the trustees (and no one else) decide will best enable the charity to best carry out its purposes;</li> <li>○ make balanced, adequately informed decisions, thinking about the long term as well as the short term;</li> <li>○ trustees must avoid placing themselves in a position where their duty to Battle Scars conflicts with their personal interests or loyalty to any other person or body.;</li> <li>○ trustees and connected persons (such as partner, dependent child or business partner) must not receive any benefit from the charity unless it's properly authorised and is clearly in the charity's best interests.</li> </ul> </li> <li>• To manage the charity's resources responsibly.</li> <li>• To act with reasonable care and skill.</li> <li>• To ensure the charity is accountable.</li> </ul> |
| <b>Trustee recruitment</b> |   |
| <b>Effective board</b>     | <p>Battle Scars recognises that an effective board of trustees is essential if the charity is to be effective in achieving its objects. The board must seek to be representative of the people with whom the charity works and must have available to it all of the knowledge and skills required to run the charity.</p> <p>Individual trustees must have sufficient knowledge, both of trusteeship in general and of the charity's activities, to enable them to carry out their role and to represent the charity at meetings and other events.</p> <p>This policy sets out how Battle Scars intends to recruit a robust and effective board of trustees.</p>  |
| <b>Recruitment</b>         | <p>When a need has been identified to recruit trustees, the committee will manage the process. The committee will have responsibility for ensuring that the recruitment process is carried out. Responsibility for recruiting trustees will not be delegated to employees although employees may be given specific administrative tasks.</p>  |
| <b>Eligibility</b>         | <p>Only individuals can be Battle Scars trustees. No one may be appointed as a Battle Scars trustee if they:</p> <ul style="list-style-type: none"> <li>• are under 16;</li> <li>• are serving a conviction;</li> <li>• have recently filed for bankruptcy;</li> <li>• have been removed as a company director or charity trustee because of wrongdoing.</li> </ul> <p>Battle Scars trustees must have experience, directly or indirectly, of the issues of self-harm as per the Battle Scars definition of self-harm:</p> <ul style="list-style-type: none"> <li>• Self-harm inflicted on the body with immediate and longer term effect such as cutting, burning, scratching, hitting, overdosing, poisoning, eating disorders - including binge eating by itself, etc. but not including alcohol, drug abuse or smoking unless combined with self-harm as described above.</li> </ul>  |

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|  | <ul style="list-style-type: none"> <li>• Psychological harm to the self (e.g. neglect, obsessive negative thinking, sabotaging relationships etc.)</li> </ul> <p>Temporary appointments of trustees can be made at any time whether a trustee departs or a promising candidate shows interest. Please see the <i>Appointment</i> section below for further information.</p>   |
| <p><b>Trustee skills &amp; advertising trustee vacancies</b></p> | <ul style="list-style-type: none"> <li>• Whenever a trustee departs a skills audit of the board will be done. Things to consider are: <ul style="list-style-type: none"> <li>○ strategy (what stage of development is Battle Scars at?);</li> <li>○ organisational challenges (can specific people help with these?);</li> <li>○ length of tenure (how 'fresh' is the Battle Scars board?);</li> <li>○ board culture (are all the trustees 'yes' people or do they enjoy healthy debate?);</li> <li>○ specific roles (Are key roles covered: Chair, Treasurer and Secretary?);</li> <li>○ size of the board (is it too small?);</li> <li>○ knowledge / expertise (skills);</li> <li>○ experience.</li> </ul> <p>Efforts at recruiting a replacement will take account of the skills audit and of the skills being lost by the departure. Consideration must also be given to any specific roles or duties that the individual leaving the board was undertaking. However, this audit may also show that there is no need to recruit because either the skills / experience already exist within the board or there are trustees on the board who would like to develop their own skills / experience to meet the gaps identified by the skills / needs analysis.</p> </li> <li>• Once the ideal skill / experience profile has been identified a recruitment plan will be formulated. This will identify the most appropriate resources from which applicants might be found. Trustee vacancies will be advertised in social media, on the Battle Scars website, via local volunteer recruitment sites, via Forum Central (Leeds only) and similar organisations, by direct approaches to our members, to professional bodies and to other voluntary organisations in order to promote diversity. Special care must be taken to avoid conflicts of interest if recruitment is done based on personal contacts.</li> <li>• Battle Scars seeks to ensure diversity in its board of trustees as well as in its staff base and consideration will be given to ways in which groups that are under-represented on the board might be reached and encouraged to apply. However, at the point of selection the board will not discriminate unfairly on any of the grounds listed in the Equal Opportunities and Diversity Policy.</li> </ul> |
| <p><b>Application</b></p>  | <ul style="list-style-type: none"> <li>• People enquiring to become trustees will be sent appropriate documentation about the charity, introductory material about trusteeship and will be asked to complete an application form. Arrangements will be made to assist any potential applicant with specific needs in relation to</li> </ul>   |

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|                                       | <p>completion of the form or access to the supporting materials.</p> <ul style="list-style-type: none"> <li>• Applicants who appear suitable will be invited to attend a trustee meeting as an observer and will receive further information regarding the role of being a trustee. In the event of there being a large number of applicants those most closely matching the skills required will be approached at this stage in preference to less suitable applicants however, consideration will be given to appointing more than one suitable applicant provided the maximum number of trustees will not be exceeded.</li> <li>• As a minimum interested parties and applicants will be provided with: <ul style="list-style-type: none"> <li>○ a copy of the charity's constitution;</li> <li>○ a copy of the latest accounts of the charity;</li> <li>○ Charity Commission Publication CC3 'Responsibilities of Charity Trustees';</li> <li>○ a copy of the minutes of the last three board meetings (edited to conform with the principles of data protection if necessary);</li> <li>○ this policy;</li> <li>○ other relevant policies including those regarding equal opportunities.</li> </ul> </li> </ul> <p>Assistance will be provided if clarifications / explanations are required for any of these.</p> |
| <p><b>Interview and selection</b></p> | <ul style="list-style-type: none"> <li>• The applicant will be interviewed by the committee and efforts will be made to answer any questions that the applicant may have. The CEO will be present at these interviews and serve in an advisory role as well as ask the candidates questions but the decision will lie with the trustees alone.</li> <li>• The applicant will be asked to declare any conflicts of interest and will be required to provide two references which will be taken following the interview provided they still wish to continue with their application.</li> <li>• The applicant will be required to sign a declaration that they are not disqualified from being a trustee as per section 178-180 of The Charities Act 2011.</li> <li>• The requirement to attend trustee induction sessions will be described.</li> <li>• It is the responsibility of the trustees to ensure that references are obtained and all other relevant checks are completed.</li> <li>• A DBS check will be carried out and the trustee appointment will be conditional until the receipt of the DBS check. <i>(Please see the Battle Scars DBS Policy for further information)</i></li> </ul>   |
| <p><b>Appointment of trustees</b></p> | <p>The board recognises that it has only limited control over the election of trustees at the AGM. It is accepted that members should be able to elect people to the board who they believe will best represent their views however the existing board members also have a responsibility to try to ensure that the needs of the organisation in terms of governance are met by those people elected. The board will seek to do this by adopting a system of</p>  |

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|  | <p>recommending trustee appointments to the membership using the steps detailed below. The membership will then be able to choose to elect a recommended candidate or to appoint another person to the board.</p> <ul style="list-style-type: none"> <li>• At every AGM one-third of the charity trustees shall retire from office. If the number of charity trustees is not three or a multiple of three, then the number nearest to one-third shall retire from office, but if there is only one charity trustee, he or she shall retire;</li> <li>• The charity trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment. If any trustees were last appointed or reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot;</li> <li>• The vacancies so arising may be filled by the decision of the members at the AGM.</li> <li>• The members or the charity trustees may at any time decide to appoint a new charity trustee, whether in place of a charity trustee who has retired or been removed from the board, or as an additional charity trustee, provided that the maximum number of charity trustees would not as a result be exceeded;</li> <li>• A person appointed to the board by the charity trustees shall retire at the conclusion of the next AGM after the date of his or her appointment, and shall not be counted for the purpose of determining which of the charity trustees is to retire by rotation at that meeting.</li> <li>• Where the trustees stepping down seek re-election the other trustees will vote on whether or not to approve the re-election. If a simple majority approve the re-election then this person will be recommended to the membership for election.</li> <li>• Should the retiring trustees not wish to stand for re-election, or are not recommended for re-election then a potential vacancy will occur. Where there is sufficient time before the AGM the procedure detailed above will be followed in order to select a suitable candidate to recommend to the members. Where there is insufficient time to enable this procedure to be followed in full the trustees will decide which steps are achievable and implement those.</li> <li>• Where a member gives notice to the charity of their intention to propose an alternative candidate for election the trustees will attempt to communicate with the candidate in an effort to assess their suitability. Should the trustees believe it is appropriate to do so the above procedure will be followed although there is likely to be limited time before the AGM. Any relevant information gained during this process may be put to the membership at the AGM. Should the person be unsuccessful then the board will, so far as it is able, notify them of any recruitment efforts made in the following year in order that they may apply.</li> </ul> |
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**Induction**

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| <b>Induction responsibility</b>            | The Vice Chair of the board of Trustees and the CEO will be responsible for ensuring that the induction process is arranged and completed.   |
| <b>Welcome pack</b>                        | <p>The welcome pack will include (if not already provided at the application stage):</p> <ul style="list-style-type: none"> <li>• the Battle Scars constitution and any amendments made to it;</li> <li>• a thorough introduction to the history and current activities of the organisation;</li> <li>• a copy of the latest trustees' annual report and statement of accounts;</li> <li>• sufficient explanation of the charity's financial accounts and reporting procedures;</li> <li>• previous general meeting minutes;</li> <li>• a copy of this policy which all trustees must sign;</li> <li>• copies, and explanations if required, of all charity policies including that relating to trustee expenses and how they can be claimed.</li> </ul>   |
| <b>Training</b>                            | <p>A training programme will be developed to ensure that any newly appointed trustee will receive training on all matters necessary to enable them to perform their duties effectively. If the new trustee is to take on any specific duties training needs in relation to these should also be assessed. It is acknowledged that trustees have a wide range of other commitments and every effort will be made to make this training accessible to the individual by arranging it to be conducted at times convenient to them.</p> <p>Joining an established board of trustees can feel intimidating, especially for someone new to trusteeship. Existing trustees and the CEO will keep channels open to answer any questions that may arise and provide ongoing support.</p> <p>All new trustees are required to attend the Battle Scars training sessions on self-harm and eating disorders as part of their training.</p>   |
| <b>Other procedures</b>                    |  |
| <b>Termination and removal of trustees</b> | <ul style="list-style-type: none"> <li>• A charity trustee ceases to hold office if he or she: <ul style="list-style-type: none"> <li>○ retires by notifying the charity in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);</li> <li>○ is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated;</li> <li>○ dies;</li> <li>○ in the written opinion, given to the organisation, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a director and may remain so for more than three months;</li> <li>○ is removed by the members of the charity;</li> <li>○ has not adhered to the agreed trustee policy;</li> <li>○ is disqualified from acting as a charity trustee by virtue of section 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).</li> </ul> </li> </ul> |

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|                              | <ul style="list-style-type: none"> <li>• A charity trustee shall be removed from office if a resolution to remove that trustee is proposed at a general meeting of the members and the resolution is passed by a two-thirds majority of votes cast at the meeting.</li> <li>• A resolution to remove a charity trustee in accordance with this clause shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of the charity.</li> <li>• In the unlikely event that no trustees remain due to illness, death, removal or disqualification, a recruitment panel of members will be formed with the CEO's assistance whose only job will be to recruit the minimum number of trustees which is three.</li> </ul> |
| <b>Taking of decisions</b>   | <p>Decisions may be taken either:</p> <ul style="list-style-type: none"> <li>• at a meeting;</li> <li>• in writing;</li> <li>• in electronic form.</li> </ul>  |
| <b>Meetings</b>              | <ul style="list-style-type: none"> <li>• Any trustee can call a meeting of trustees.</li> <li>• The trustees will decide who will chair the meetings. Such an appointment can be revoked at any time and the Chair can step down at any time. If the Chair is unable or not willing to chair a particular meeting, the Vice Chair or another trustee will be selected to chair the meeting.</li> </ul>   |
| <b>Procedure at meetings</b> | <ul style="list-style-type: none"> <li>• No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is two charity trustees, or the number nearest to one third of the total number of charity trustees, whichever is greater, or such larger number as the charity trustees may decide from time to time (for example, the trustees may decide that some decisions need to be taken unanimously). A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which they are not entitled to vote.</li> <li>• Questions arising at a meeting shall be decided by a majority of those eligible to vote.</li> <li>• In the case of a tie, the chair shall have a second or casting vote.</li> </ul>   |
| <b>Conflicts of interest</b> | <p>A charity trustee must:</p> <ul style="list-style-type: none"> <li>• declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the charity or in any transaction or arrangement entered into by the charity which has not previously been declared; and</li> <li>• absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the charity and any personal interest (including but not limited to financial interest).</li> </ul> <p>Any charity trustee absenting themselves from any discussions in accordance with this clause must not vote or be counted as</p>  |

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|                       | part of the quorum in any decision of the charity trustees on the matter.   |
| <b>Membership</b>     | Appointed charity trustees are also considered to be members and are exempt from membership fees while they serve as trustees.                                    |
| <b>Liability</b>      | If the organisation is wound up, the members have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities. |
| <b>Policy review</b>  |   |
| <b>Responsibility</b> | It is the responsibility of the CEO and the trustees to review this policy.   |
| <b>Procedure</b>      | Only trustees and the CEO can have input in this policy's review.   |
| <b>Timing</b>         | The review must be completed within a month of the review date.   |

### **TRUSTEE DECLARATION**

I have read this policy and I agree to its terms. I will follow the above procedures.  
If I have any conflicts of interest now or in the future, I will make the board aware.

| Trustee name | Signature | Date | Trustee of other charities? |
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