

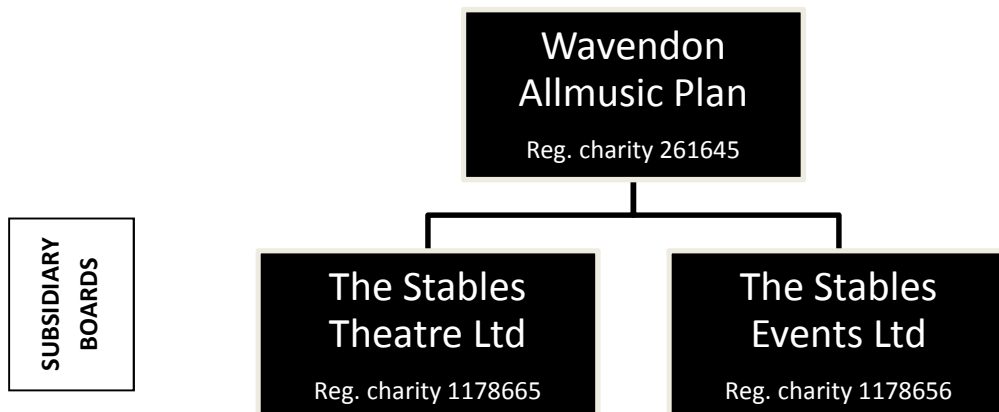
The Role of a Subsidiary Board Trustee

Introduction

Wavendon Allmusic Plan Ltd (“WAP”) is the name of the charity founded in 1969 by Sir John Dankworth and Dame Cleo Laine with a vision to engage the widest range of people with music in all its diversity. It realises its vision currently through the work of The Stables Theatre in Wavendon, Milton Keynes, which presents over 400 concerts and 200 education events including the National Youth Music Camps, and through IF: Milton Keynes International Festival, a ten-day biennial multi-arts festival which engages people with music and sound in unexpected ways in unusual places.

The organisation has active charity subsidiary companies which are wholly owned by WAP:

- **The Stables Theatre Ltd** which manages the facilities, staff, fundraising, concerts and education programme at the Stables venue
- **The Stables Events Ltd** which oversees the production of IF: Milton Keynes International Festival and other major events



Each subsidiary charity company is made up of independent Trustees appointed by the relevant board. Each Board is charged with delivering the objectives of The Charity by adhering to the following principles¹:

Leadership

The Charity should be led and controlled by an effective Board of Trustees which collectively ensures delivery of the organisation’s business plan

Control

The Board should collectively be responsible and accountable for ensuring and monitoring that the organisation is performing well, is solvent, and complies with all its obligations

Structure

The Board should have clear responsibilities and functions, and should compose and organise itself to discharge them effectively

Performance Review & Renewal

¹ As recommended by the Good Governance code for the voluntary and community sector

The Board should periodically review its own and the organisation's effectiveness, and take any necessary steps to ensure that both continue to work well

Delegation

The Board should set out the functions of sub-committees, officers, the Chief Executive, other key staff and agents as required in clear delegated authorities and should monitor their performance

Integrity

The Board and individual Trustees should act according to high ethical standards, and ensure that conflicts of interest are properly dealt with

Openness

The Board should be open, responsive and accountable to its users, beneficiaries, members, partners and others with an interest in its work

Personal Attributes Required of Trustees

- An enthusiasm for the work of the organisation
- A commitment to carry out the duties of a Board Member
- To be a respected member of the community with good networks
- The ability to work as a member of a team and a willingness to state personal convictions and, equally, to accept a majority decision and be tolerant of the views of other people
- A willingness to deal openly with staff and colleague Board Members when pleased or displeased about an issue
- A preparedness to offer personal and business skills and experience to support the work of the staff when required
- A commitment to be well informed about the work of the organisation
- A willingness to act as a champion for the organisation
- The ability to treat sensitive information confidentially
- A commitment to selflessness, integrity, objectivity, accountability, openness, honesty and leadership

Duties and Responsibilities of Trustees

Legal and Financial Duties

- Ensure that The Company operates in accordance with Company and Charity Law. This includes the filing of statutory returns at Companies House, returns to the Charity Commission and the keeping of Company Registers.
- Ensure the prudent financial management of The Company. To exercise financial control; to scrutinise quarterly statements of the financial position; to discuss and decide on annual budgets and to review and, if required, revise those budgets. To decide on and, if necessary, assist with applications to funding bodies.
- Ensure The Company keeps proper accounts and that audited accounts are produced annually and submitted to Companies House and funding bodies.
- Ensure the payment of all taxes due to the Inland Revenue.
- Appoint bankers and cheque signatories and to make clear decisions about staff spending powers.
- Ensure that The Charity's assets are safeguarded and are well managed and maintained.
- Regularly review and mitigate the risks to which the organisation is subject and ensure that The Charity is properly insured.
- Trustees must not benefit from their position beyond what is allowed by the law and in the interests of the organisation and must declare any actual or potential conflicts of interest affecting them.

N.B. Trustees should note that if The Company is not run within the limits of its financial resources, it is possible that they could be held personally liable for The Company's debts and disqualified from being a company director, if they are not seen to have acted prudently. It is therefore essential that Trustees are kept informed of The Company's financial position so that they can monitor The Charity's ongoing financial situation. All Trustees are equally responsible in law for the Board's actions and decisions, and have equal status as Trustees. Each and every Trustee must act personally, and not as the representative of any group or organisation, regardless of how that person was nominated, elected or selected to become a Trustee.

Employment and Personnel Duties

- Ensure that the Company acts responsibly with regard to employment of staff through approved employment policies, including equal opportunities, recruitment, pay, grievance and disciplinary, appraisal, sickness, expenses, holidays and training and that these are legally compliant and in line with best practice.
- Ensure that the Company acts responsibly and maintains the safe and efficient use of the premises for both staff and the public.

Policy and Planning

- The Board of WAP Trustees is responsible for the overarching strategic direction of the organisation. The Subsidiary Board should discuss and decide on how to draw up plans for the implementation of policies. All Trustees should be familiar with and have a good understanding of all Company policy documents and ensure that the organisation complies with all its obligations, its own governing document, relevant laws and the requirements of any regulatory bodies.
- The Board should monitor all aspects of service delivery and policy implementation on a regular basis, including scrutiny of the Executive reports.
- The Board should review relevant areas of policy and policy implementation documents annually and make appropriate revisions (including a review of this document).

Advocacy

- Trustees should promote the organisation, its activities and its needs to the private, public and voluntary sectors so as to enhance The Company's profile and assist with fundraising for The Company.
- Act as a listening post in order to provide any information that may be of assistance to The Charity.
- Act as an enthusiastic ambassador for The Company at all times.
- The Board should be open and accountable to stakeholders, including Trustees about the work of the board.

Leadership and Management

- Trustees should focus on the strategic direction of the organisation and avoid becoming involved in the day to day operational decisions and matters.
- Establish a cycle of meetings with appropriate papers to service the Board efficiently.
- Establish a system of communications and delegated decision making so that urgent decisions can be made and acted upon between Board meetings.
- Appoint additional Trustees with specialist knowledge and skills as required within the guidance of the Company's governing document.
- Establish fixed term working parties on specific issues as required.
- Uphold the principles of equality and diversity and ensure that the organisation is fair and open to all sections of the community in all of its activities.
- Establish a process for the recruitment of new Trustees which is open and focussed on creating a diverse and effective Board.

- Ensure succession planning for the replacement of the Chair and other honorary officers.

Attendance and Availability

- At quarterly Board meetings or any 'extraordinary' meetings and also at all General Meetings.
- At performances by The Company; a minimum of three a year will be expected.
- At other key events run by the organisation, notably promotional events.
- At working party meetings if a member.
- Provide advice and support to the senior staff, either by telephone or in person, if required.

Artistic

- Monitor the work of the Executive and the planned programme of activities to ensure to their satisfaction that policy and other agreed priorities, as well as financial projections, will be met.
- Monitor the charitable work (artistic and educational) of the organisation where appropriate.

This is an outline description of the roles of the subsidiary board Trustees and not a definitive list of tasks.

Non-Executive Trustees receive no financial compensation for the provision of their services. If you require further information please contact: Lucy Bedford, Executive Director lucy.bedford@stables.org or telephone 01908 280831.

To apply please send a current CV and covering letter by **12th November 2018** to: Jim Rice, Chairman, Wavendon Allmusic Plan Ltd, c/o Lucy Bedford, Executive Director, The Stables, Stockwell Lane, Wavendon, Milton Keynes, MK17 8LU. Alternatively, send by email to lucy.bedford@stables.org

It is envisaged that shortlisting will be completed by 16th November with interviews taking place shortly after.