

# CHAIR OF THE BOARD

The Chair and trustees have overall control of the charity (Swindon Dance) and are responsible for making sure it is doing what it was set up to do.

The trustees are the people who lead the charity and decide how it is run. Being a trustee means making decisions that will impact on people's lives. Depending on what Swindon Dance does, you will be making a difference to your local community or to society.

Trustees use their skills and experience to support Swindon Dance, helping it achieve its aims. Trustees also often learn new skills during their time on the board.

Becoming the Chair of Swindon Dance will give you an opportunity to engage in the evolution and development of one of the UK's leading dance development organisations. You will be responsible, along with the other Trustees, for ensuring the strong and effective governance of the organisation and its financial sustainability and compliance with all relevant legislation. You will be involved in strategic planning and help shape the organisation's vision, advocating and championing the organisation and helping us to build on our successful track record and realise our goals and aspirations.

## **Eligibility**

- You must be at least 18 years old.
- You must be properly appointed following the procedures as outlined in the organisations governing documents i.e., mission statement and charity commission guidelines.
- You must not act as a trustee if you are disqualified under the Charities Act, including if you:
  - have an unspent conviction for an offence involving dishonesty or deception (such as fraud).
  - are bankrupt or have entered a formal arrangement (e.g., an individual voluntary arrangement) with a creditor.

- have been removed as a company director or charity trustee because of wrongdoing

You may require a DBS check, and if required, any offer is made conditional upon the result of the check being satisfactory.

## **Chair main duties**

### **1. Ensure Swindon Dance is carrying out its purposes for the public benefit**

- a. You and your co-trustees must make sure that Swindon Dance is carrying out the purposes for which it is set up, and no other purpose. This means you should:
- b. ensure you understand Swindon Dance's purposes as set out in its governing documentation.
- c. plan what Swindon Dance will do, and what you want it to achieve.
- d. be able to explain how all of Swindon Dance's activities are intended to further or support its purposes.
- e. understand how Swindon Dance benefits the public by carrying out its purposes

Spending charity funds on the wrong purposes is a very serious matter; in some cases, trustees may have to reimburse Swindon Dance personally.

### **2. Comply with Swindon Dance's governing documentation and the law**

You and your co-trustees must:

- a. make sure that Swindon Dance complies with its governing documentation.
- b. comply with charity law requirements and other laws that apply to Swindon Dance
- c. You should take reasonable steps to find out about legal requirements, for example by reading relevant guidance or taking appropriate advice when you need to.
- d. Registered charities must keep their details on the register up to date and ensure they send the right financial and other information to the commission in their annual return or annual update.
- e. For further information go to:  
<https://www.gov.uk/government/organisations/companies-house>

### **3. Act in Swindon Dance's best interests**

You must:

- a. do what you and your co-trustees (and no one else) decide will best enable Swindon Dance to carry out its purposes.
- b. with your co-trustees, make balanced and adequately informed decisions, thinking about the long term as well as the short term.
- c. avoid putting yourself in a position where your duty to Swindon Dance conflicts with your personal interests or loyalty to any other person or body.
- d. not receive any benefit from the charity unless it is properly authorised and is clearly in Swindon Dance's interests; this also includes anyone who is financially connected to you, such as a partner, dependent child or business partner.
- e. contribute to the recruitment and appointment of suitable candidates for trusteeship

### **4. Manage Swindon Dance's resources responsibly**

You must act responsibly, reasonably and honestly. This is sometimes called the duty of prudence. Prudence is about exercising sound judgement. You and your co-trustees must:

- a. make sure Swindon Dance's assets are only used to support or carry out its purposes.
- b. not take inappropriate risks with Swindon Dance's assets or reputation.
- c. not over-commit Swindon Dance.
- d. take special care when investing or borrowing.
- e. comply with any restrictions on spending funds
- f. you and your co-trustees should put appropriate procedures and safeguards in place and take reasonable steps to ensure that these are followed. Otherwise, you risk making the charity vulnerable to fraud or theft, or other kinds of abuse, and being in breach of your duty.

## **5. Act with reasonable care and skill**

As someone responsible for governing a charity, you:

- a. are expected to work considerately and respectfully with all Swindon Dance stake holders and to respect and promote diversity
- b. must use reasonable care and skill, making use of your skills and experience and taking appropriate advice when necessary.
- c. should give enough time, thought and energy to your role, for example by preparing for, attending and actively participating in all trustees' meetings.
- d. you should not make public comments about Swindon Dance unless authorised to do so.
- e. failure to attend three consecutive meetings may result in the other trustees asking for your resignation

## **6. Ensure Swindon Dance is accountable**

You and the trustees must comply with statutory accounting and reporting requirements. You should also:

- a. work considerately and respectfully with all Swindon Dance stake holders and respect and promote diversity
- b. ensure appropriate accountability to members if Swindon Dance has a membership separate from the trustees.
- c. ensure accountability within Swindon Dance, particularly where you delegate responsibility for tasks or decisions to staff or volunteers

## **Making decisions**

The trustees make decisions about Swindon Dance together, working as a team. Decisions do not usually need to be unanimous if the majority of trustees agree and the minimum required quorum is met. They are usually made at Swindon Dance board meetings. When you and your co-trustees make decisions about Swindon Dance, you must:

- act within your powers.
- act in good faith, and only in the interests of Swindon Dance.
- make sure you are sufficiently informed, taking any advice you need.
- take account of all relevant factors you are aware of.
- ignore any irrelevant factors.
- deal with conflicts of interest and loyalty.
- make decisions that are within the range of decisions that a reasonable trustee body could make in the circumstances.
- respect board confidentiality.
- never use confidentiality as an excuse not to disclose matters that should be transparent and open.

You should record how you made more significant decisions in case you need to review or explain them in the future.

### **Chair and treasurer trustee roles**

Some trustees have special roles, such as the chair and the treasurer. They are known as officers. You must comply with any specific provisions in your governing document about officers. Officers do not automatically have any extra powers or legal duties than the other trustees but may carry out specific roles or have specific responsibilities delegated to them.

N.B. all trustees remain jointly responsible for Swindon Dance. For example, all trustees share responsibility for finances (not just the treasurer).

### **When trustees can be personally liable**

It is extremely rare, but not impossible, for charity trustees to be held personally liable:

- to Swindon Dance, if they cause a financial loss by acting improperly.
- to a third party that has a legal claim against Swindon Dance which the charity cannot meet.
- Understanding potential liabilities will help you to protect yourself and Swindon Dance by taking action to reduce the risk. This includes complying with your duties. It also includes deciding whether Swindon Dance should become incorporated (for example as a company or CIO).

Swindon Dance is a company limited by guarantee; registered in England & Wales No. 5467343; and a registered Charity No. 11114761



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swindondance.org.uk