C3 BTOG Trustee Terms of Reference

This policy should be read in conjunction with the documents provided in the Trustee Induction Pack. Trustee responsibilities are covered in detail in the Charity Commission Guidance “The Essential Trustee” included in the induction pack and in the Memorandum of Association for BTOG.

The BTOG Board of Trustees:
- Is responsible for BTOG;
- Safeguards the values and purpose of BTOG;
- Checks activities contribute to achieving the Charity objects;
- Ensures BTOG follows its legal obligations and
- Decides the policies and overall aims, objectives, priorities and strategy in conjunction with the Steering Committee Chair, Steering Committee and Senior Executive Officer.

BTOG Trustees Term of Office:
- On appointment trustees agree to become members of BTOG and directors of the company limited by guarantee.
- As per the Charity Object’s –
  3.4 A Trustee may not act as a Trustee unless he/she
    (1) is a Member; and
    (2) has signed a written declaration of willingness to act as a charity trustee of the Charity.
  3.5 One third (or the number nearest one third) of the Trustees must retire at each AGM, those longest in office retiring first and the choice between any of equal service being made by drawing lots.
  3.6 A retiring Trustee who is eligible under Article 3.4 may be reappointed.
  3.7 A Trustee’s term of office as such automatically terminates if he/she:
    (1) is disqualified under the Charities Act from acting as a charity trustee;
    (2) is incapable, whether mentally or physically, of managing his/her own affairs;
    (3) is absent without notice from three consecutive meetings of the Trustees and is asked by a majority of the other Trustees to resign; or
    (4) resigns by written notice to the Trustees (but only if at least two Trustees will remain in office); or
    (5) is removed by the Members at a general meeting under the Companies Act.

Trustee and Other Meetings:
- Trustee meetings are held 4 times per year in February and then regularly spaced. All meetings are either held in London or other locations in the UK. Trustee meeting dates/times/locations for other meetings will be notified at the beginning of each year.
- Each trustee meeting will be between 1-3 hours.
- A representative of the Board of Trustees is welcome to attend BTOG Steering Committee Meetings as an observer.
- The Board of Trustees can nominate up to 2 trustees to attend the annual conference each year (whilst in office) and registration fees and accommodation for up to 2 nights in the venue hotel will be covered by BTOG and travel expenses will be reimbursed in line with BTOG’s expense policy.
- Trustees can also attend other BTOG educational meetings and registration fees will be covered and travel expenses will be reimbursed in line with BTOG’s expense policy.
Trustee Remuneration and Expenses:
- This is an unpaid, volunteer role.
- Trustee travel expenses for attendance at trustee and other meetings will be reimbursed in line with BTOG’s expense policy.

Trustee Responsibility:
- To commit sufficient time to BTOG to fulfil their obligations as trustees including regular attendance at trustee meetings and provide advice and support and take an interest in the work of BTOG.
- In between trustee meetings trustees may be called upon by email to decide on policy or charity actions or payments additional to the agreed budget. Trustees must respond in a timely manner to such email requests. Email decisions or agreements will be considered the same as voting in person and an appropriate record of these will be kept in the Charity files.
- Trustees must uphold the highest ethical standards of probity, integrity and confidentiality.
- Trustees must always act in the best interests of BTOG to promote its success.
- Trustees must avoid actions which might put BTOG’s assets and/or reputation at undue risk and consider the wider implications of their decisions.
- Trustees must satisfy themselves that financial controls and risk management are robust and defensible and that BTOG’s assets and solvency are safeguarded ensuring the use of Charity funds are in the furtherance of its objectives.
- Trustees must adhere to any of BTOG’s policies that apply to them, e.g. conflicts of interest policy.
- Trustees must seek external advice where there may be a material risk to BTOG or where there may be a breach of trustees’ duties.