Terms of Reference for Trustee Board

**Purpose:**

* To set strategic direction of Girlguiding London and South East England Region (LaSER)
* As Trustees of Girlguiding LaSER, to ensure the Region works within the legal, charitable and financial requirements of a charity, meets regulatory requirements and strives to achieve best practice

**Functions:**

1. To establish the statement of purpose of Girlguiding LaSER; and what it means for our members at all levels, and to ensure that the Region lives up to this purpose
2. To maintain the values of Girlguiding throughout the Region
3. To seek advice, and where appropriate, recommendations from the Steering Group
4. To establish the identity of Girlguiding LaSER
5. To set strategic direction, approve strategic plans, agree the Region’s key areas of priority, and ensure it has the capacity to deliver these
6. To define Girlguiding LaSER’s goals, set targets and evaluate performance against agreed targets
7. To ensure financial viability of the organisation, ensure proper investment of funds and management of assets in accordance with Girlguiding LaSER’s stated objectives, approve long term financial strategy and the annual income and expenditure budgets
8. To provide direction to, manage and support the performance of the senior staff member
9. To ensure there is a framework for effective and open two way communication between the County Commissioners and the Trustee Board
10. To ensure that appropriate Risk Management takes place to maintain good governance of the organisation, including the performance of the Board of Trustees, governance groups and the people who serve on them
11. To delegate authority for specified responsibilities to its sub committees and governance groups. The terms of reference for each of these committees and groups will be approved by the board. The duties of each committee and group are contained in the terms of reference. The committees and groups are:
* The Steering Group (county commissioners)
* The Operations Group
* The Property Group
* The Risk Group
* The Finance Group
* The trustee appointments committee
* The staff performance and remunerations committee
1. To undertake an annual review of its performance and the contents of its terms of reference.

**Composition & Meetings:**

* The Board will meet a minimum of four times a year
* Membership of the Board will be between 10 and 13 Trustees
* The Chair will be the Chief Commissioner unless she appoints the Deputy Chief Commissioner to act as Chair in her place. She may also appoint a Vice Chair to take the chair in the absence of the Chair.
* The Board will comprise of the Chief Commissioner, a Deputy Chief Commissioner (if appointed), Trustee Treasurer, two County Commissioners from the Steering Group (to serve for two years), 4 members from the Girlguiding LaSER membership at least two of these from the 18 to 30 age group and up to two external appointees
* The two external trustees will be appointed following a skills audit of the initial set of trustees
* An additional two members may be used to ensure an appropriate range of skills within the Board to deliver its purpose
* To have a quorum of two thirds of voting members with the Chair carrying a casting vote if necessary
* Members other than the Chief Commissioner, Deputy Chief Commissioner and County Commissioners will be appointed for a term of up to three years with an option to extend for a further two years. A further year may be offered in exceptional circumstances.
* The Senior Staff Member will attend and ensure that accurate minutes are taken
* Other people may be invited to attend all/part of a meeting at the Board’s request and where relevant to the subject matter

July 2020