



# Trustee Application Pack

# Trustee Recruitment

1. Applicant Letter
2. Autism Together Trustee Skills Audit
3. Trustee Governance Code

Dear Applicant

Thank you very much for your interest in becoming a trustee of Autism Together.

I am enclosing our most recent annual report, which will give you an insight into our wide variety of services and activities, together with the Trustee Code approved following our review of governance in 2019 and a Trustee Skills Audit form.

If you would like to make a formal application, please complete the Trustee Skills Audit and send it to me, c/o Mrs B Williamson at the Tebay Road office, together with a letter explaining your motivation in wishing to become a trustee and a letter of support from someone who knows you well, by Friday, 3rd July 2020.

Your application will be considered by the Remuneration & Nominations Committee. At present because of Covid-19 restrictions it is impossible to know whether, if you are invited to interview, that will be on a face-to-face basis or remotely by Zoom or other media.

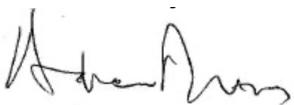
In normal circumstances we offer a tour of our services to allow short-listed candidates to better understand the range of services we offer to the people with autism that we support. We have applied a rigorous system of infection control during the pandemic and so that may not be possible or be limited to a tour from the outside and visits to our public facilities such as our excellent garden centre at 3-4 The Green, Bromborough Pool Village.

We anticipate at present drawing up a short-list of candidates during July and arranging interviews as soon as possible thereafter.

If your application is successful we will invite you to attend any board meetings and committee meetings held in the 2 months period before the annual general meeting on Saturday, 10 October 2020. Although your status would be as an observer you would be free to ask questions during the course of the relevant meeting. We hope that by attending a sample of meetings you would develop a further understanding of our work before your nomination was put to the members of Autism Together for formal approval at the AGM.

Please do not hesitate to contact me by email if you have any queries: [andrew.davies@autismtogether.co.uk](mailto:andrew.davies@autismtogether.co.uk) You may also contact our Director of Human Resources Mr Jim Strain on [jim.strain@autismtogether.co.uk](mailto:jim.strain@autismtogether.co.uk)

Yours sincerely



ANDREW DAVIES  
Chair of Trustees

## 2 Autism Together Trustee skills audit

This skills audit will provide a collective profile, which will inform trustee recruitment and sub-committee membership, together with the provision of appropriate training and development for Trustees.

Name: \_\_\_\_\_

How did you find out Autism Together are recruiting Trustees?

Voluntary work/other interests/membership of other bodies:

Higher Education, vocational and professional qualifications:

### Experience:

(please leave boxes blank or grade as follows: 1 = some; 2 = reasonable; 3 = expert)

- |           |          |                          |              |                          |                    |                          |
|-----------|----------|--------------------------|--------------|--------------------------|--------------------|--------------------------|
| 1. Skills | Chairing | <input type="checkbox"/> | Facilitating | <input type="checkbox"/> | Project Management | <input type="checkbox"/> |
|           | Teaching | <input type="checkbox"/> | Training     | <input type="checkbox"/> | Communications     | <input type="checkbox"/> |
|           |          |                          |              |                          | Care/Health        | <input type="checkbox"/> |

2. Knowledge/expertise in the following areas (please indicate level):

	Low	Moderate	High
<b>FINANCE:</b>			
Budgeting & Forecasting			
Audit			
Financial Control & Monitoring			
Competitive tendering			
Statutory Legislation			
Marketing & Fundraising			
Other			
<b>HUMAN RESOURCES:</b>			
Employment Law			
Training & Development			
Appraisal			
Industrial Relations			
Equal Opportunities			
Performance Management			
Other			
<b>ESTATES &amp; PROPERTY MANAGEMENT</b>			
Capital Programme Development			
Maintenance			
Other			
<b>HEALTH &amp; SAFETY</b> (please state in what area)			

	Low	Moderate	High
<b>MANAGEMENT:</b>			
Strategic Planning			
Business Planning			
Public Sector Management			
Risk Management			
Interpreting Management Information			
Other			
<b>INFORMATION TECHNOLOGY:</b>			
Computer Skills			
Interpreting Spreadsheets			
Email Access			
Other			
Security:			
GDPR			
IT/systems security			
Other			
<b>LEGAL EXPERTISE</b>			
Charity Law			
Company Law			
Health and Social Care			
Property Law			
Other			

	Low	Moderate	High
<b>QUALITY ASSURANCE</b> (please indicate system)			
<b>SPECIAL NEEDS/DISABILITY AWARENESS/EXPERIENCE</b>			
<b>PROFESSIONAL HEALTH ISSUES:</b>			
<b>CARERS' ISSUES</b> (personal or professional)			
<b>ROLE(S) IN OTHER CHARITIES/ LOCAL ORGANISATIONS</b>			
<b>LOCAL COMMUNITY INVOLVEMENT</b>			
<b>MARKETING/BRAND MANAGEMENT/PR</b>			
<b>FUNDRAISING</b>			

Any other relevant information:

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

## 3 Trustee Governance Code

### Introduction

- The purpose of the Code is to pull together all aspects of the role of trustee with Autism Together. It aims to provide a description of the role of trustees, provide guidance in the performance of trustee duties and to deal with general issues of trustee conduct and the relationship between trustees and the professional management of the charity.
- This Code should be read in conjunction with the Governance and Financial Arrangements document.
- The objective of this Code is to enable trustees individually and the board as a whole to develop high standards of governance for the charity. It should be seen as a tool to assist in continuous improvement towards the highest standards of governance.

#### *Key responsibilities:*

- To ensure that the charity has a clear vision, mission and strategic direction and is focussed on achieving these.
- To be responsible, with other trustees, for the performance of the charity.
- To ensure that the charity complies with all legal and statutory requirements.
- To be a guardian of all the charity's assets, both tangible and intangible, taking all due care over their security, deployment and proper application.
- To ensure that the Safeguarding principles of empowerment, prevention, proportionality, protection, partnership and accountability are paramount and at the heart of the work of the charity

adapted as appropriate for Autism Together.

Those are:

- Organisational purpose
- Leadership
- Integrity
- Decision making, risk assessment and controls
- Board effectiveness
- Diversity
- Openness and accountability

### 1. Organisational Purpose

- Trustees must have a clear understanding of the purposes of the charity and be able to explain the charity's public benefit.
- They must evaluate the impact of AT by measuring and assessing results, outputs and outcomes. It is necessary to analyse the external environment in which we work and plan for sustainability. That will include paying close attention to national policy changes such as those led by the Care Quality Commission and the fiscal environment in which local authorities operate.
- The board should regularly review the sustainability of AT's income sources. From a financial perspective, trustees need to continually scrutinise the ability of AT to generate cash from both work sources and work streams and thereby ensure profitability and the financial health of the charity.
- Periodically, trustees should review whether partnership, merger or dissolution is appropriate in the context of reviewing our impact. It is also necessary to keep under review our main streams of work such as residential, supported living and CVS as well as other smaller areas of work.

The aim is to follow as closely as possible the 7 principles set out by the Charity Commission

## 2. Leadership

- Trustees as members of the board must accept collective responsibility for ensuring that the organisational purpose of AT is achieved and has a clear and relevant set of aims and strategy for achieving those aims. At the heart of the board must be a commitment to uphold the charity's values, vision and reputation and that the values are reflected in all its work.
- The responsibility of the Chair of Trustees is to provide leadership to the board with prime responsibility for ensuring the board has agreed priorities, appropriate structures in place, processes and has a group of trustees and senior staff who are able to govern well and add value to the charity. The Chair shall do all that is necessary to foster a collegiate approach so that trustees work closely together as a group, develop good working relationships and have the necessary information in order to make informed decisions.
- The role of the Vice Chair is to support and work closely with the Chair to achieve the objectives set out in this code as well as deputising as required in the absence or indisposition of the Chair. It is important that the two post holders work closely together and that the Vice Chair is kept fully informed and is consulted at regular intervals by the Chair and has an input into the process for preparing the agenda of board meetings. The Vice Chair may also be asked from time to time to lead on specific projects or issues that arise.
- The Chair and Vice Chair are accountable to the board. They are expected to report to trustees both at board meetings and in between meetings about issues that arise. Without such accountability the ability of individual trustees to carry out their role of scrutiny is diminished since they will not know of issues that may have arisen in between board meetings. The Chair or Vice Chair will therefore regularly communicate via email or other suitable medium with trustees about issues and developments. The Chair (or the Vice Chair where appropriate) will keep the board updated on a monthly basis as a minimum. He or she will keep trustees informed of issues discussed with the Chief Executive and/or Senior Leadership Team. The aim should be to ensure that all trustees have a clear understanding of current developments and any issues arising within the charity.
- The Articles of Association (paragraph 69) provide for the board to elect the Chair and Vice Chairman of trustees. The trustees may determine for what period they are to hold office. The Articles indicate that, where the office holder is elected without any determination of the period for which the office is to be held, the term should be three years if and for so long as the person remains a trustee.
- It is the view of the AT trustees, however, that it is desirable in the interests of accountability for an annual process to take place at which the Chair and Vice Chair submit themselves for re-election by the board at the July meeting. At that meeting the Chair will vacate the chair while the matter is put to the meeting. The trustees may decide to confirm the Chair and Vice Chair in office or either of them or to take nominations for either or both positions. In the event of a contest, trustees wishing to stand for either position shall be nominated and seconded. Thereafter, candidates for the office of Chair shall answer questions from the trustees before a secret ballot takes place.
- In the event of either an office holder having given notice that he or she wishes to relinquish the position or where his or her period of office as a trustee is due to end at the subsequent annual general meeting of members, the outgoing Chair or as necessary Vice Chair shall make

arrangements for nominations to be received and circulated to all trustees no later than a week prior to the meeting at which the election is to be held. Each candidate will be expected to be available for questions from the other trustees before a vote is taken.

- The Articles provide for the calling of a meeting of trustees by the Chair or Vice Chair or to be requested to do so by two trustees. Where necessary the Chair or Vice Chair will use the power to call a special board meeting (including where necessary a trustee-only meeting) outside the normal calendar of meetings.
- The power of the Chair to take action under the Scheme of Delegation must be contained strictly within those powers and is not appropriately used for major policy decisions or significant expenditure or other matters of strategic importance in the light of the power to call special meetings of the board as necessary.
- The board will hold a quarterly business meeting and in addition will have two days each year 'away' from the normal venue in order to devote time to reviewing policy aims and objectives, the financial state of the charity and to monitor the outcomes for the strategic aims and objectives and periodically to receive training in areas of relevance to the charity.
- There will be a trustee-only section at every board meeting and away day to enable the Chair to report to all trustees on developments generally and for any trustee to express his or her views and concerns and collectively to consider the agenda for the meeting.
- The board will exercise oversight of the detailed work carried out in the committees. The minutes of the various committees are an important element of this process. They should contain sufficient detail so as to give trustees not sitting on the particular committee a clear understanding of the work of the committee.
- The minutes of the main board meeting should formally record the discussion (not on a verbatim basis) and outcomes with a tracking arrangement in place setting out action points with dates for completion to ensure that decisions agreed are implemented and to give all trustees assurance that is being done and to enable progress to be assessed.
- The Chair must make suitable arrangements to regularly meet with the CEO and as, appropriate, the Senior Leadership Team or individual members of the SLT. He or she should look to hold a monthly meeting with an agreed agenda with the CEO and as necessary members of the SLT. Good practice will be to prepare a concise note summarising the meeting and outcomes and for the note to be agreed by the Chair and CEO. It is expected that the Vice Chair would attend the meeting and, if necessary, a committee chair depending upon the issues to be discussed. The Chair should inform all trustees of any major issues arising.
- Outside the regular monthly meeting it would be expected that there would be a regular weekly conversation between the Chair and the CEO to ensure that he or she is fully up to date with developments within the charity and has early notice of any emerging issues.
- The aim of these arrangements is to establish clear lines of communication between the board and its Chair and Vice Chair and the professional management of the charity in a way that minimises misunderstandings but facilitates the central role of the board to scrutinise and challenge and secure the implementation of the agreed objectives and strategy.
- The Chair working with the board must ensure that suitable arrangements are in

place for the appointment, supervision, support, appraisal, remuneration and if necessary dismissal of the CEO and members of the Senior Leadership Team following a fair procedure. The Remuneration and Nominations Committee should be fully involved in these issues. Where necessary, expert external legal or other specialist advice may be obtained.

- It is the duty of the Chair and/or Vice Chair to ensure that in the event of significant disagreement with the CEO and/or members of the SLT or in the event of a dispute developing, the trustees are informed at the earliest possible time and, if necessary, for a special meeting of the board to be convened. Such disagreements might include issues concerned with the policies and implementation of policies or might include a grievance or potential disciplinary issue affecting the CEO or SLT member.
- As indicated in the Key Responsibilities above, the issue of Safeguarding is a critical component in the work of the charity. There should be a standing agenda item for board meetings concerning safeguarding. The trustees will appoint one of their number to take a lead on safeguarding. However, all trustees have a responsibility to scrutinise the effectiveness of safeguarding arrangements within the charity. All trustees are expected to undergo the necessary training on appointment and refresher courses periodically.
- The board shall be kept informed of 'whistleblowing' or other matters of concern regarding the running of the charity while strictly ensuring that the protections provided by law and under the relevant AT procedure are in place. The board shall consider the appointment of one of its number to act as a point of contact as necessary.
- All trustees must commit to give sufficient time to the charity to carry out their responsibilities effectively. This includes preparation for meetings, familiarising their understanding of the organisation and issues as they arise and periodically undertaking training and arranging to view AT's work and have discussions with the relevant professional staff.
- At Autism Together it is expected that trustees will sit on at least one and preferably two of the committees set up for scrutiny purposes. The committees are able to look at the work of the charity in greater detail.
- The regular committees shall consist of Quality (whose work is to scrutinise Operations), Human Resources (which looks at employment and staff issues including recruitment and retention, training and development, Estates and Facilities (which reviews IT, transport and the large estate of properties owned or leased by the charity and will lead the approach to property governance) and Finance. In addition, there is an Audit Committee with an independent Chair and an independent member with several trustees. All committees have terms of reference which should be kept under regular review and where necessary recommendations be made to the board from time to time when changes are needed. The overall role of the committees is to scrutinise, support, guide and work collaboratively with the professional management in the work of the charity.
- The Chair shall have the right to attend and speak at all committees of which he or she is not a full member, but without the power to vote. That includes the Audit Committee. Trustees are free to attend committee meetings in order to observe proceedings.
- The chairs and membership of the various committees are to be determined by the board taking account of the particular skills and aptitude of individual trustees. The board will also approve the terms of reference of the committees although

it will be expected that the committees themselves keep those under review and recommend changes as and when necessary.

- Remuneration and Nominations Committee is to meet as and when needed. Membership shall consist of Chair, Vice Chair and two other trustees.
- In general, trustees should avoid being directly involved in operational matters. There is an important distinction to be made between trustees 'drilling down' as necessary into information provided in order to satisfy themselves on particular matters and to understand how a process is working and becoming involved in day to day operational decisions. The various committees will need to consider much greater operational detail.
- The role of the trustees is to set strategy, agree strategic management indicators, to monitor delivery, review progress and 'drill down' through data as necessary and review risk registers. A careful balance is needed between consideration of detail of how operational decisions are taken so as to obtain a clearer understanding and involvement in the operational decisions directly. The role of the board ultimately is to set the strategic objectives and to ensure delivery of those objectives and to take account of best practice and regulatory requirements in doing so.

### 3. Integrity and Conduct

- Trustees and the board as a whole have ultimate responsibility for the charity's funds and assets, including its reputation and should act accordingly in order to retain the trust of the families of those we support, the wider public whose generosity we seek in the course of our fundraising, the trusts to which we approach from time to time to support our work and our partners in local government and the NHS.
- Accordingly, trustees must act in the best interests of the charity and those AT supports. There is to be no undue influence by special interests. The interests of AT must be placed before any personal interest. The board must be entirely independent in its decision making. Members of the board and those professional staff employed at all levels must be seen to be acting with integrity and in line with the values of the charity.
- Trustees must ensure that the charity follows the law.
- Trustees must disclose any actual or potential conflicts of interest to the board and deal with them in line with AT's conflicts of interest policy.
- Where necessary it must be open to the trustees to obtain independent legal or other specialist advice in order to make the most appropriate decision affecting the charity.
- Trustees must exercise the same degree of care in their duties as trustees as they would in dealing with their own personal and business affairs and act with the necessary prudence. Careful attention should be paid to advice given by the professional staff while subjecting such advice to rigorous questioning and challenge as necessary.
- All trustees must remind themselves when scrutinising and reviewing actions of members of staff at whatever level, that AT has a range of employment policies that are designed to ensure fairness in dealing with employee grievances, disciplinary issues, whistleblowing and other issues and that it is not for trustees to seek to by-pass such procedures. Matters of concern should be raised in the first instance with the CEO or relevant director and the Chair or Vice Chair should be informed.
- Trustees may from time to time receive queries or complaints from family members of those we support or a member of the

public or on occasion from a staff member. While it may be necessary to receive more information or to seek clarification with the person concerned, thereafter the matter should be referred to the relevant director or as necessary to the CEO and in circumstances where the matter concerns a director or the CEO the Chair or Vice Chair should be informed.

#### 4. Decision making, risk and control

- The board should regularly review matters to be reserved for the board and those which can be delegated. It collectively exercises the power of delegation to the CEO, SLT and to committees as well as to any individual trustees, including the Chair.
- The board must have systems in place to keep the scheme of delegation under review
- The board must keep the terms of reference of committees under review and consider any recommendations from the committees themselves as to appropriate amendments
- The board and/or the appropriate committees should regularly keep the key policies and procedures of the charity under scrutiny to ensure that they remain fit for purpose. This includes strategy and objectives, financial issues including reserves policy, quality standards, employment practices, fundraising and data protection.
- The board must regularly consider and check performance of the charity's strategic aims, operational plans and budgets whether in main board or in committees. It is, however, the responsibility of every trustee to familiarise him or herself with AT's key strategic aims and objectives. The board should satisfy itself that it has in place a consistent framework for doing so (for example, balanced scorecard or similar management tool).
- The board and committees should regularly review the relevant risk registers. The

board should regularly review specific and significant risks and should be kept up to date about those risks by the CEO and SLT, not only in reports for board meetings but as necessary during the year.

- The Finance and Audit committees in their annual joint meeting should have the opportunity to meet the external auditors without the presence of management.
- The Audit Committee should, amongst its other functions, monitor the procedures in place for dealing with concerns raised by 'whistle blowers.' For the avoidance of doubt, it is not the function of the Audit Committee to actually deal with such concerns. The charity's procedure for dealing with such issues should be kept under regular review by the board as well as on the Human Resources Committee.

#### 5. Board Effectiveness

- The board should ensure that it has the right balance of skills and knowledge so as to carry out its role as an effective team. Every trustee is encouraged to work as part of a team and to feel able to raise concerns as they arise.
- The Chair together with trustees and senior managers plans the board's programme of work and meetings. It is necessary to keep under review AT's present schedule of a quarterly board meeting and twice yearly away days. If necessary additional or special board meetings can be convened.
- A system of annual appraisals of the Chair, Vice Chair and all trustees should be in place. The precise methodology is to be determined by the board (trustee-only part of the meeting).
- A system of induction/training to be in place to support new or prospective trustees. The board should keep the training needs of trustees under review and consider using part of one of the away days for training

purposes through the use of external speakers.

- It is desirable to refresh and rotate membership of committees from time to time so as to both develop trustees' knowledge and insight into the various areas of the charity's work and to give the committees fresh perspective. The appointment of trustees to the various committees is a matter for the board.
- For the same reason, AT believes that, other than in exceptional circumstances, trustees should not serve beyond the maximum nine consecutive years.
- Challenge is a critical role of the board. The trustee-only section of the board meeting will make it easier for trustees through discussion among themselves to formulate any views and concerns to be then put to the CEO and SLT during the main part of the board agenda.
- While it is to be hoped that a system of support for trustees - induction, training and appraisal - together with the individual trustee's particular skills and experience will result in the trustee being able to make a valuable contribution to the work of the charity, there will be occasional circumstances where it becomes clear that it is no longer appropriate for a trustee to continue. A good reason is needed to remove a trustee, such as if the person had done something that damaged the charity's reputation. The Articles of Association set out at paragraph 64 the grounds and procedures to be followed in the removal of a trustee. There are some specific circumstances set out there where removal might be appropriate.
- AT is a company and as such we have the right to remove a trustee director provided we follow the correct procedure. Other than in cases of misconduct there may be circumstances where it becomes obvious to the Chair and other trustees that there

are significant questions as to a person's suitability and fitness for the role. The Articles do not provide for a simple vote of no confidence at the board in such circumstances. The vote would have no force. Nevertheless, the board through the Chair and Vice Chair should take what steps as are necessary to assist the person through training and mentoring to become an effective member of the board. Ultimately, if that is unsuccessful or if there are other grounds of a conduct nature that make it undesirable for the trustee to continue, it would be necessary to use the procedure set out at paragraph 64(7) of the Articles and take steps to have the necessary resolution passed by the members.

## 6. Diversity

- Diversity is a high priority for the board and an area where significant improvement is required.
- Making sure that the board includes representatives or has other mechanisms for listening to the voice of those people whom the charity supports ensures that trustees improve the effectiveness of decision making and make decisions relevant to those for whom we care.
- By going outside our traditional areas of recruitment for the board, trustees open up the charity to fresh ideas and perspectives.
- Trustees should ensure that the issue of diversity is kept under regular scrutiny by the board and in the committees and that obstacles to wider recruitment both within AT itself and in the wider communities we serve in Wirral, Cheshire and Wales are as far as possible removed.
- Trustees also have a duty to ensure that the charity's policies including those concerning employment and access to our services follow the principles of equality and diversity including the nine protected

characteristics of the Equality Act.

- The annual report of AT should include a section devoted to the topic and give details of any progress or difficulties.

## 7. Openness and Accountability

- Trustees should ensure regular and open communication with the people we support and their carers, AT staff generally, families, elected bodies and 'stakeholders' and the wider public who often support us with their generosity in local fundraising efforts as well as the variety of trusts we contact for support.
- In general press and publicity should be organised by the CEO or SLT in conjunction with specialist staff handling public relations.
- The Chair and other trustees should endeavour to be visible around the charity and make visits to our various establishments where that is consistent with the work carried out there and taking account of the privacy of those we support. The Chair or Vice Chair should attend periodically the meetings of Family & Friends and any representative groups. All trustees are encouraged to attend the annual general meeting held annually each autumn.
- The board and trustees should endeavour to be honest and open when things go wrong or there are delays in projects or other difficulties arise as well as highlighting successes and achievements.

**Approved by the Board of Trustees:  
November 2019**