



Nominees Info Pack

WCVA Board of Trustees Election 2019

WHO WE ARE

WCVA is the national membership body for voluntary organisations in Wales.

In Wales, people have always come together voluntarily, not for money or because the law tells them to, but because they want to make a difference.

That's why WCVA was formed. Our purpose is to enable voluntary organisations in Wales to make a bigger difference together.

WCVA is a company limited by guarantee and a registered charity.

WHAT DO WE DO?

We connect people in the voluntary sector to each other and the outside world; enable them to achieve their goals by providing information, guidance, training and funding; and influence decision makers to ensure their voices are heard.

WHO DO WE WORK WITH?

We are a part of Third Sector Support Wales, a partnership with the 19 County Voluntary Councils with the shared goal of strengthening the voluntary sector in Wales.

We also work with partners from statutory and private organisations who share our values, and our network of members is constantly evolving.

OUR MEMBERS

As a membership body, it is our members who make up who we are, set our direction and hold us to account. It is through our members that we are building a movement to support the whole voluntary sector and achieve our vision. Whilst we always want to work with others to help achieve our goals, we are an independent organisation.

Our membership is made up of voluntary organisations across Wales. It includes an amazingly diverse mix of activity that runs right through our society.

It includes charities, community associations, self-help groups, faith-based organisations, development trusts, social enterprises, co-operatives and mutual organisations.

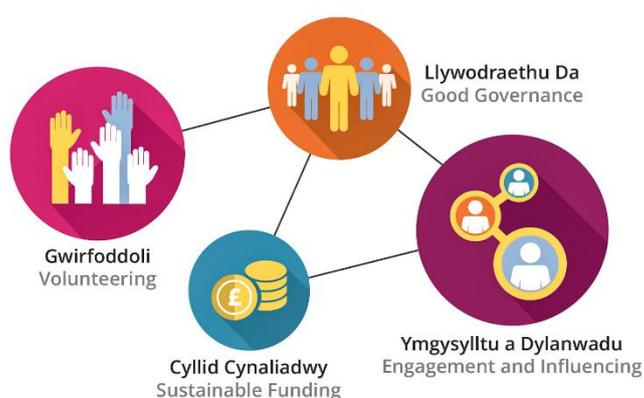
Voluntary organisations in Wales range from informal neighbourhood and community groups through to complex global organisations with operations in Wales.

As a national organisation, we focus on where we can make most difference at an all-Wales national level. We work closely with our County Voluntary Council partners, who perform a similar role at a local and regional level. We also work closely with sister organisations across the UK, Europe and internationally. Part of our national role is making those connections.

Our members are entitled to attend and vote at the Annual General Meetings.

HOW WE ARE FUNDED

WCVA receives its core funding from Welsh Government, as part of a joint funding agreement with the 19 County Voluntary Councils across Wales to deliver four pillars of activity.



We also raise funds through grant applications and fundraising activities and we generate earned income from investments and trading.

THE TRUSTEE BOARD

The Trustee Board is the governing body of the organisation and is legally and financially responsible for the organisation.

The Board has overall responsibility for setting the vision and strategic direction. The Board will delegate duties and responsibilities to the Executive team to deliver WCVA's work.

The Executive Team led by the Chief Executive Ruth Marks is accountable to the Trustee Board and has operational responsibility for the effective functioning of WCVA.

Trustees of WCVA are, under charity law, required to act only in the interests of WCVA in pursuing its charitable objectives.

Trustees do not represent the interests of the organisation that nominated them nor any organisation they are affiliated to and must always act in the best interests of WCVA and its members.

Up to twelve of our sixteen trustees are elected onto the Board by our members. Up to four trustees may be appointed by the Trustee Board.

We currently have **4** vacant places (to be elected by our members) on our Trustee Board. Of these we hope that one trustee will be interested in joining us as Deputy Treasurer.

To maintain the balance of skills and experience on the Board we are particularly interested to hear from applicants with skills and experience in the areas listed below. The skills and experience required can come from a diverse range of voluntary, personal and paid experiences.

Priority skills

- ***Finance (we currently have a vacancy for a Deputy Treasurer)***
- ***Audit and Risk Management***
- ***Leadership***

In addition to the priority skills (page 3) and the specific skills (page 6), we are looking to recruit trustees who also have expertise in the following areas:

- Finance (all trustees will be required to have a minimal understanding of charity accounts and development opportunities can be offered in respect of this)
- Governance
- Volunteer recruitment and support
- Property management
- Membership development
- HR
- Legal
- Grant management
- Public policy
- ICT, digital infrastructure and applications.

WCVA values the attributes that those with previous experience of being a trustee may be able to bring to the Board, but we would equally welcome nominations for individuals with no prior trustee experience provided they can demonstrate how they meet the necessary criteria listed on pages 5 & 6.

To apply for a place on the Board all candidates must be nominated by a WCVA member (the member must complete WCVA's nomination form) prior to you submitting an application. As soon as we receive a nomination for you, we will contact you via email enclosing an application form.

The Trustee Board member role description is attached for information on page 7. The Deputy Treasurer role description is available on page 10.

FUNDAMENTAL RESPONSIBILITIES OF THE BOARD OF TRUSTEES

(You are required to fulfil all of the fundamental responsibilities)

1. Formulating strategy

Developing and maintaining vision, strategy and clear objectives for WCVA and monitoring whether the services provided by WCVA meet WCVA's standards and how well the needs of local communities, regions and/or Wales are being met.

2. Ensuring accountability

The Board is responsible and liable for the governance and functioning of WCVA, being accountable in varying degrees to a variety of stakeholders and/or regulators including staff, service users, members, funders, Welsh Government, the Charity Commission and Companies House.

3. Shaping culture

Trustees need to be committed to the aims, principles and values of WCVA in particular to demonstrating diversity, fairness, integrity, accountability, partnership and sustainability. Providing visible leadership in Wales to develop a positive culture, ensuring this is reflected in the Board of Trustees own behaviour and decision making.

4. Ambassadorial and intelligence

Helping to build strong relationships with our members, stakeholders, funders, regulators and Welsh Government. Understanding the environment that WCVA works in, including the political context in Wales and Welsh language provision. Representing WCVA to internal and external stakeholders.

SPECIFIC SKILLS

(You are required to demonstrate you are able to fulfil **at least four** of these skills)

5. **Strategic capacity**

Successfully achieving transformation, change or growth in an organisation, which may require 'thinking outside the box'.

6. **Management experience**

Experience as a senior manager or director/trustee of a membership organisation, or an organisation with widely dispersed service delivery.

7. **Customer service**

Ensuring a customer focus is maintained in designing and running services.

8. **Networking and communication skills**

Working with leaders and opinion formers to achieve results, drawing on expertise developed in either the third, public or private sector.

9. **Charitable business development and income generation**

Awareness of opportunities to develop work to meet WCVA's strategic goals and generate income appropriate to WCVA's objectives.

10. **Team working**

An ability to work effectively as a member of a team and to take decisions for the good of WCVA. To provide a challenge and support function within the Board and to the Executive team.

11. **Bilingualism**

An awareness of and commitment to WCVA as a bilingual organisation. The ability to communicate in Welsh is desirable.

ROLE OF THE TRUSTEE BOARD MEMBER

Reports to: Chair

Overall responsibility:

The Board of Trustees is responsible for the overall governance and strategic direction of WCVA, developing the organisation's aims, objectives and goals in accordance with its charitable objectives as set out in the Memorandum and Articles of Association.

Accountable to:

As the Board is responsible and liable for the governance and functioning of WCVA, they are accountable in varying degrees to a variety of stakeholders and/or regulators, including: staff, service users, members, funders, the Charity Commission and Companies House.

Main responsibilities:

1. Governance

- a) To ensure that WCVA and its representatives function within the legal and regulatory framework of the sector and in line with WCVA's Memorandum and Articles of Association, continually striving for best practice in governance.
- b) To determine the overall direction and development of WCVA through good governance and clear strategic planning.
- c) Ensuring that WCVA complies with its Memorandum and Articles of Association, charity law, company law and any other relevant legislation or regulations.
- d) Monitoring the activities of WCVA to ensure that it pursues its objects as defined in its Memorandum and Articles of Association.
- e) To ensure that proper processes are in place to review the Board's performance.
- f) To maintain absolute confidentiality about all sensitive and/or confidential information received in the course of acting as a trustee for WCVA.

2. Strategic direction

- a) Actively seeking to further the strategic objectives of WCVA, and acting in the best interests of WCVA at all times.
- b) Actively contributing to setting policy and strategic direction, defining goals, setting targets and evaluating performance.
- c) Monitoring whether the services provided by WCVA meet WCVA's standards, and how well the needs of local communities, regions and/or Wales are being met.
- d) Maintaining an awareness of the business of WCVA and the third sector in general.

3. Financial

- a) Maintaining sound financial management of WCVA's resources, ensuring expenditure is in line with WCVA's objectives and investment activities meet accepted standards and policies.
- b) Monitoring the financial position of WCVA and ensuring that resources are exclusively applied in pursuance of WCVA's objects, as set out in the Memorandum and Articles (ie WCVA must not spend money on activities which are not included in its objects, no matter how worthwhile or charitable those activities might be).
- c) Monitoring the financial position of WCVA, ensuring that it operates within its means and that there are clear lines of accountability for day-to-day financial management.
- d) To protect and manage WCVA's property/assets and to ensure the proper investment of its funds.

4. Participation

- a) Regularly attending, preparing for and taking a full part in meetings.
- b) To represent properly any agreed Board position or decision when speaking publicly.
- c) Acting in the best interest of the charity and beneficiaries at all times.
- d) To safeguard WCVA's good name and values.

- e) In addition to the above duties, each trustee should use any specific skills, knowledge or experience they have to assist the Board of Trustees of WCVA to reach sound decisions. This may involve scrutinising board papers, leading discussions, focusing on key issues, providing advice and guidance on new initiatives, or other issues in which the trustee has special expertise.

5. Time Commitment

- a) Trustees are expected to attend an induction session (approx. two hrs) at WCVA prior to their first Board meeting.
- b) Trustees are expected to attend all board meetings. Board meetings are held four times per year, for approximately three hours, during normal office hours in Cardiff. The Board Away Day meeting is a full day meeting. Papers are distributed (electronically and/or hard copy) one week in advance of meetings.
- c) Trustees will be expected to support the development of WCVA by:
 - I. Joining one of the sub-committees of the Board (where a vacancy exists)
 - II. Acting as Chair/Vice Chair on one of WCVA's grant/fund panels (where a vacancy exists)
 - III. Supporting the senior management team with various pieces of work through task and finish groups as and when required
- d) Trustees are invited to the annual general meeting (AGM) of WCVA, which takes place during office hours in November. The venue alternates each year between South and North Wales. Some overnight stays may be required.

DEPUTY TREASURER: ADDITIONAL DUTIES

In addition to the duties and responsibilities of a trustee (listed above), the Deputy Treasurer is responsible for supporting the Treasurer to:

- Ensure the financial affairs of the organisation are conducted within legal requirements, accounting conventions and good practice
- In partnership with the Director of Finance/Chief Executive ensure the financial viability and development of the organisation

The Deputy Treasurer will take lead responsibility for various matters as delegated by the Treasurer in addition to the deputising role.

The Deputy Treasurer will assist the Treasurer, in the following areas:

- Guiding and advising the board in the approval of budgets, accounts and financial statements, within a relevant financial policy framework.
- Keeping the Board informed about its financial duties and responsibilities.
- Advising on the financial implications of WCVA's strategic plans and key assumptions in the delivery plan and annual budget.
- Explaining the accounts to all Board members to enable them to have a clear understanding of the accounts presented at meetings and the implications that they reveal.
- Understanding the accounting procedures and key internal controls to be able to assure the board that the charity's financial integrity is sound.
- Ensuring that a realistic budget is produced which meets WCVA's needs and that there is an appropriate reserves policy.
- Monitoring WCVA's income and expenditure position, and presenting reports to the board at least quarterly, in a format accessible to the board members.
- Ensuring that full financial records are kept for all transactions, and that proper financial procedures and controls are in place to safeguard WCVA's resources.
- Ensuring that money received is only spent on the purposes for which it was given, and, where required, ensuring that reports and accounts demonstrating this are submitted to funders.
- Ensuring that accounts are prepared at year-end in compliance with the FRS102 SORP Accounting for Charities and making arrangements for them to be audited or independently examined, as required by the Charity Commission.

- Ensure that accepted recommendations of the auditors are implemented and provide financial expertise to the Audit & Risk Committee, if appropriate.
- Ensuring that annual accounts are submitted to the Charity Commission and Registrar of Companies, within the deadlines set.
- Presenting the accounts at the AGM and drawing attention to important points in a coherent and understandable way.
- Presenting the accounts at the AGM and drawing attention to important points in a coherent and understandable way.
- Liaising with the Chief Executive and the Director of Finance about financial matters.
- Playing a key role in planning a clear fundraising strategy to raise money for future activities and developments.
- Ensuring that WCVA has an appropriate investment strategy and that WCVA's investment activities are consistent with the aims and objectives of WCVA its policies and legal responsibilities.
- Ensuring that equipment and assets are adequately maintained and insured.
- Ensuring WCVA's compliance with its General Data Protection Regulation (GDPR) policy.

Personal skills and qualities

1. Financial qualifications or experience.
2. Some experience or knowledge of charity finance, fundraising and pension schemes.
3. The skills to analyse proposals and examine their financial consequences.
4. Preparedness to make unpopular recommendations to the board.
5. Willingness to be available to staff to provide advice and guidance on financial matters

EQUALITY AND DIVERSITY

WCVA is committed to diversity and wants to build a strong and diverse Board of Trustees that reflects the communities it serves. Diversity can encompass a wide variety of characteristics including age, gender, ethnicity, disability, sexuality, religion, nationality, experience and skills. We welcome nominations for individuals from all backgrounds.

TERMS OF APPOINTMENT

Successful candidates will normally be appointed for a three year term and can serve a maximum of nine years. On appointment, trustees will meet with the Chair and/or Chief Executive to agree his or her role and commitments. New trustees will receive a full induction on appointment, including meeting with the Chief Executive and other key staff.

EXPENSES

Board membership is an unpaid voluntary role. Reasonable out of pocket expenses will be paid in line with WCVA's Travel and Subsistence policy. The Board of Trustees meets four times a year. Some travelling and overnight stays may be required.

HOW TO APPLY

1. Please complete all 3 parts of the application form
 - **Part A – Fundamental responsibilities of the Board of Trustees**
(please demonstrate you are able to fulfil **all** of the fundamental responsibilities)
 - **Part B – Specific skills of a WCVA Trustee**
(please demonstrate you are able to fulfil **at least four** of the specific skills)
 - **Part C – Resume** (this will appear on our website)
(please provide a 200 word max resume outlining your skills and experience indicating why you wish to join WCVA's Trustee Board by answering the following question:
Why should WCVA's members vote for me to be a Trustee?)
2. Please submit your CV (maximum of 2 pages please), including educational and professional qualifications and a full employment history showing the more significant positions and responsibilities held.

3. WCVA recognises that discrimination, prejudice and disadvantage exist in our society. We are committed to making our contribution to help eliminate this by working positively to promote a more inclusive society. It is our aim and commitment to provide all our services and employment opportunities on a fair and equitable basis.

In order to enable the organisation to monitor its success in this aim, all candidates are asked to complete and return the equal opportunities monitoring form. Any information given on this form will remain confidential and only be used for monitoring purposes. All information will be treated as strictly confidential and in accordance with the General Data Protection Regulation and Data Protection Act 2018, as amended re-enacted or consolidated from time to time. You are not obliged to provide this information and failure to do so will not be detrimental to your application.

4. Daytime, evening and/or mobile telephone numbers where we can contact you regarding this application.

If you would like to discuss the role further on an informal basis with Ruth Marks, Chief Executive please contact Tracey Lewis, Company Secretary by email tlewis@wcva.org.uk or by telephone on 02920 431734 in the first instance.

TIMETABLE FOR CANDIDATES

Your application and CV should reach WCVA **by 5pm Friday 13 September 2019**. Applications can be made via email (tlewis@wcva.cymru) or by post to the following address:

Tracey Lewis (Company Secretary)
Wales Council for Voluntary Action
Baltic House,
Mount Stuart Square,
Cardiff, CF10 5FH

All applications received will be reviewed by our selection panel to ensure the requirements of the role are met. In the case of applications not meeting the specific skills (page 6) you will be contacted by a member of the panel via telephone.

Please note that candidates who meet the specific skills will not be expected to attend an interview during this process. Our members will make the final decision through the ballot process* and at the AGM in Llandudno on 21 November 2019. WCVA reserves the right to undertake due diligence on any shortlisted candidates.

** A ballot of our members will be required if there are more than 4 shortlisted candidates*