

## **Trustee Board Member/Company Director Role Description**

**The Battlefields Trust is both an unincorporated registered charity and a limited liability Company which gives legal protection to the Board Members of the charity. However, this means that trustees and members of the Board for the charity are also Directors for the Company. Both roles involve certain responsibilities and duties under Charity and Company law**

**The core duties of a Charitable Trustee and Company Director are :-**

1. To be familiar with and ensure that the Battlefield Trust complies with its governing documents (Charitable Articles of Association and Registration Document with Companies House) charity law, company law and other relevant legislation or regulation.
2. To formulate, approve and review the strategic goals by which the Battlefields Trust pursues its objectives.
3. To ensure the Battlefields Trust adopts and observes policies which ensure that resources are applied exclusively in pursuance of its objects.
4. To act at all times in the interests of the beneficiaries.
5. To be responsible for the strategic direction and operation of the Battlefields Trust including financial duties, ensuring risks are assessed and mitigated appropriately, any duties as an employer, and ensuring any assets are properly looked after.
6. To be responsible for ensuring funds and resources are secured for the future sustainability of the Battlefields Trust
7. To account for the activities of the Battlefields Trust to its funders, regulators, members and other interested parties as required.
8. To act in accordance with the Principles of Public Life (Nolan Principles) namely, Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership.

**In exercising these duties the Trustee and Company Director must :-**

9. Contribute actively to the board of trustees' role in giving firm strategic direction to the Battlefields Trust, setting overall policy, defining goals and setting targets, contributing to the achievement of those goals and evaluating performance.
10. Safeguard the good name and ethos of the Battlefields Trust.

11. Ensure the effective and efficient administration of the Battlefields Trust and aim for best practice and good governance by regular and active participation at meetings.
12. Ensure the financial stability and protection of funds and assets of the Battlefields Trust
13. Protect and manage any assets of the charity and ensure the proper investment of the Battlefields Trust funds
14. Use any specific skills, knowledge or experience they have to help the Board of trustees reach sound decisions
15. Fulfill any other duty agreed from time to time by the Board.
16. Ensure that the Board takes professional advice on matters in which it does not have competence.

**To observe the duties of Company Directors :-**

1. Duty to act within powers
2. Duty to achieve the Company's purposes (i.e. its charitable objects)
3. Duty to exercise independent judgement
4. Duty to exercise reasonable care, skill and diligence
5. Duty to avoid conflicts of interest
6. Duty to not accept benefits from third parties
7. Duty to declare interests in any proposed transaction or arrangements.