# Trustees’ roles, responsibilities and commitments

# September 2020 -January 2022

## Introduction

The Environmental Rights Centre for Scotland (ERCS) was initiated by Scottish Environment LINK and is the parent charity. ERCS was registered as a Scottish Incorporated Charitable Organisation on 3rd July 2020 (SC050257).

Two part-time workers (a development manager and programme manager) have been in post since January 2020, each on one-year fixed term contracts. A part-time advocacy officer and administrator joined the team in September comprising a total of 2 FTE.

Between January and September, the LINK Legal Strategy Group was operating as a shadow Board of Trustees providing continuity and strategic direction. The group formally adopted ERCS’s constitution on 1 September and were appointed the initial trustees.

The first six months have been a critical and time-consuming phase to establish ERCS’s organisational structure, work programmes and strategic direction - operationalizing the proposals outlined in the [2018 Feasibility Report](https://www.ercs.scot/wp/wp-content/uploads/2020/08/Report-on-the-Feasibility-of-an-Environmental-Rights-centre-Scotland.pdf). This paper sets out trustees’ general duties and the additional commitments that are required to secure organisational resilience.

It is anticipated that from January 2021, time commitments will gradually reduce as ERCS’s financial and organisational structure becomes more established. The objective will be to move to quarterly Board meetings with working groups meeting bi-monthly by January 2022.

## Trustees’ general duties

The role of the Board of Trustees is to provide effective governance for ERCS and be responsible for ensuring that the charity works to achieve its charity purposes. [The Guidance and good practice for Charity Trustees](https://www.oscr.org.uk/guidance-and-forms/guidance-and-good-practice-for-charity-trustees/) outlines how trustees can meet the legal requirements set out in the [Charities and Trustee Investment (Scotland) Act 2005](https://www.legislation.gov.uk/asp/2005/10/contents). Trustees cannot be remunerated for their legal duties but can have out of pocket expenses reimbursed, as outlined in the Guidance and ERCS’s Constitution clauses 94 and 95.

### Legal duties for all trustees

(i) A general duty to act in the interests of the charity, requiring trustees to:

* Operate in a manner consistent with the charity’s purposes
* Act with care and diligence
* Manage any conflict of interest between the charity and any person or organisation who appoints charity trustees.

(ii) Specific duties requiring trustees to:

* Ensure that the charity details on the Scottish Charity Register are kept up to date
* Report any changes to the Scottish Charity Regulator (OSCR)
* Keep proper accounting records and comply with reporting requirements
* Comply with charity fundraising requirements
* Provide the required information to the public.

### Specific roles and responsibilities of ERCS Board of Trustees

The Board of Trustees has collective responsibility for the overall determination of ERCS’s strategy, business plan and organisational policy, and currently delegates the day-to-day management and work of the organisation to the development manager – who reports to the LINK Chief Officer and ERCS Chair.

From January 2021, the development manager duties will be replaced by ERCS Chief Officer who will report to the ERCS Board.

***Role purpose: provide effective governance and leadership, and act as ambassadors and champions for ERCS.***

***Governance: trustees contribute to the effective governance of ERCS***

* Be committed to the purpose, mission and values of ERCS
* Attend Board meetings and make effective contributions
* Use any specific knowledge or experience to help the Board reach sound decisions – this involves scrutinising board papers, leading discussions, focusing on key issues and providing advice and guidance
* Monitor and review progress against the Business Plan
* Ensure ERCS has the appropriate policies and procedures to conduct its work
* Agree budgets and monitor the financial position
* Ensure ERCS complies with law and good practice and that all regulatory and statutory requirements are met.

***Leadership: trustees collectively provide strategic leadership for ERCS***

* Contribute to the development of long-term strategy and business plans
* Contribute to how the Board monitors and responds to changes in the operational environment
* Understand the importance of managing risk and limiting exposure to significant risks
* Understand the boundaries between the Board and operational functions.

***Representation: trustees available to act as ambassadors and champions for ERCS***

* In agreement with the Board, act as a spokesperson for ERCS and in a manner consistent with ERCS’s values and mission
* Accompany the Development Manager/ Chief Officer in meetings with Scottish Government, national agencies and other organisations
* Attend or represent ERCS at meetings, events, conferences involving members, partners and funders.

**Time commitment: one day over every month (2 hours reading papers/emails + 3 hours attending monthly Board meetings).**

## Recruitment of additional trustees

The Legal Strategy Group/ Shadow Board of Trustees is well-connected and respected among legal professionals, academics, civil society and government. Members have combined work experience in the most prominent eNGOs in Scotland as well as grassroots community activism and the law.

This considerable skill-set will be augmented by recruiting additional trustees during the summer and autumn of 2020, including those who have worked in public health to address health inequalities; setting up new organisations; children’s rights; have an understanding of and networks with diverse communities of interest, including BAME, LGBTI and disabled groups; or have experience of delivering advice and legal services (e.g.: within Citizens Advice Scotland and/or Law Centres). This will ensure that ERCS has the strategic leadership and the highest standards of governance to become a successful SCIO.

## Chair role

In addition to the collective responsibility for the effective governance and leadership of ERCS, the Chair will act as a key ambassador and champion for ERCS – this requires excellent communication and networking skills, approachability, political awareness and sensitivity.

***Role purpose: ensure effective and collegiate governance and leadership of ERCS and, in agreement with the Board, act as an ambassador and champion for ERCS.***

***Governance: the chair, with the chief officer, will lead governance and strategic development***

* Ensure there is a duty of care within the whole organisation
* Ensure the Board is open and accountable to stakeholders about its own work and the governance of the organisation
* Ensure a properly qualified and resourced staff team is in place to manage the effective day-to-day operations of ERCS
* Ensure ERCS complies with law and good practice and that all regulatory and statutory requirements are met
* Ensure there is a focus on long-term strategy and development.

***Leadership: the chair will provide strategic leadership for ERCS, supporting the Board to develop a long-term strategy and vision which encompasses the breadth and depth of ERCS’s mission.***

* Provide strategic leadership, bringing insight, inspiration, judgement and perspective
* Regularly review with the board and exec the development of long-term strategy and business plans
* Ensure the Board monitors and responds to changes in the operational environment
* Understand and reflect the importance of managing risk and limiting exposure to significant risks
* Understand and manage effectively the boundaries between the Board and operational functions
* Ensures that ERCS manages conflicts of interest appropriately and transparently.

***Representation: the chair will act as a key ambassador and champion for ERCS***

* In agreement with the Board, act as a spokesperson for ERCS and in a manner consistent with ERCS’s values and mission
* Attend meetings with Scottish Government, national agencies and other organisations
* Attend or represent ERCS at meetings, events, conferences involving members, partners and funders.
* Chair Board meetings, the Annual General Meeting and any other competent/constituted meeting of trustees, or delegate to another trustee.

**Additional time commitment: 4 hours every fortnight.**

## Treasurer role

In addition to the collective responsibility for ERCS’s financial records and to understand and take an overview of the organisation’s financial situation, the Treasurer will have financial or accounting knowledge and have the capacity to spend extra time on detailed finance matters.

***Role purpose: provide effective governance and leadership of ERCS, and specific financial oversight and guidance.***

***Governance:***

* With the Development Manager/ Chief Officer support the maintenance of accounting records and budget preparation, the development of and annual review of financial procedures and controls, and financial reporting.

***Leadership:***

* With the Development Manager/Chief Officer, contribute to the development and review of financial procedures and controls to be ratified by the Board
* Report back to the charity trustee board on the organisation’s financial situation and risk management.

**Additional time commitment: half day over every month.**

## Working groups for Advocacy and Advice/representation programmes

Working groups are intended to enable Trustees with relevant skills and experience to support the development of ERCS’s priority work programmes in:

* Advocacy for policy and law reform
* Advice, assistance and representation.

Each working group will appoint a trustee as convener. Both these programmes inform ERCS’s other two programmes of public education and strategic public interest litigation which will be developed further in 2021.

***Role purpose: provide effective governance and leadership of ERCS’s programmes of work.***

***Governance:***

* With ERCS’s key officers, contribute to the development of operational policies and procedures for the work programme and identify fundraising priorities to be agreed by the Board.

***Leadership:***

* With ERCS’s key officers, contribute to identifying and monitoring the priorities and strategic development of the work programme.
* Report back to the board on the programme’s progress.

**Additional time commitment: half day over every month.**

## Trustee Recruitment Pack

* Trustees’ roles, responsibilities and commitments
* ERCS constitution
* ERCS business plan
* Trustee application form.