

## **Governance Strategy**

### **Status of Trustees**

Changemakers can have up to 11 trustees on its board. Trustees are appointed for a period of 3 years.

Changemakers is a company limited by guarantee. Therefore, trustees of the charity are also directors of the company. When a new trustee is appointed there are various forms that must be filled in to satisfy the requirements of the Charity Commission and Companies House. Trustees will also be asked to complete a declaration of interests.

Trustees are unremunerated, although travel and subsistence are paid.

### **Recruitment**

Changemakers has a policy of open recruitment for trustees. We advertise vacant posts publicly, as well as inviting applications from our networks. As a minimum Changemakers will advertise trustee vacancies via the Changemakers website and one relevant sector publication. We will also reserve one trustee place on our board for a young person, who may or may not be a Changemaker.

We ask interested applicants to submit their CV for consideration, along with a covering letter which addresses how they meet the person specification.

These posts are subject to an enhanced CRB disclosure and we do take up references. We also ask applicants to disclose anything which may bring Changemakers into disrepute.

We will shortlist applications for an interview with the CEO and Chair of Trustees plus one another nominated person. This may be a Changemakers employee or a young person who is a changemaker.

### **Appointment**

After interview, potential trustees will be invited to attend a board meeting and after the meeting to confirm whether they would like to be appointed to the board.

After appointment to the board, trustees will be required to complete all relevant paperwork. After appointment and before the next board meeting we will arrange for new trustees to attend an induction and also attend one or more Changemakers events.

### **Induction**

All new trustees will receive an induction. This will consist of a one day session during which the responsibilities of a trustee will be explored as well as an introduction to key Changemakers projects. It will also include information on key Changemakers policies and procedures and an understanding of the history and background to Changemakers, along with our staffing and decision making structure.

We hope that all new trustees who attend this induction event will stay for a meal and drinks afterwards – this is a good opportunity to socialise with new and existing trustees as well as members of the Senior Management Team.

There is also a requirement for new trustees to read through materials provided. This will consist of, as a minimum, 'The Essential Trustee', the Changemakers Business plan which contains our strategic objectives, the Employee and Finance Handbooks plus any other relevant and timely materials.

We will also arrange for a new trustee to attend one or more Changemakers events which will give them an opportunity to see our work in practice and to meet Changemakers employees and some changemakers.

This induction will be largely completed before trustees attend their first board meeting as an appointed trustee.

Despite this process, it normally takes several meetings before trustees feel fully aware of the full extent of the organisation's activities and confident in their role.

**The induction event for all new trustees is scheduled for Saturday 24<sup>th</sup> April 2010 from 10.30 – 4.00**

## **Board Meetings**

Board Meetings take place four times per year on Thursday evenings at our London office – normally in early March, early June, early September and early December. Meetings start at 6.30pm and trustees are encouraged to arrive slightly earlier for drinks and refreshments and a chance to catch up informally. The Chief Executive and a number of senior staff attend meetings.

Meetings run to a set agenda and typically last for around 3 hours.

There is one additional strategy meeting each year, usually held in October. This event brings together the trustees and members of the senior team for an informal get together away from the Changemakers office. It provides an opportunity for socialising and team building as well as focused work.

Confirmed meeting dates are as follows:

Thursday 11<sup>th</sup> March 2010, 6.30-9pm

Thursday 10<sup>th</sup> June 2010, 6.30-9pm

Thursday 9<sup>th</sup> September 2010, 6.30-9pm

Thursday 9<sup>th</sup> December 2010, 6.30-9pm

Thursday 10<sup>th</sup> March 2011, 6.30-9pm

## **Officers**

The officers of Changemakers are the Chairman, Deputy Chairman, Chair of Audit Committee and Chair of HR Committee.

## **Sub-committees**

There are currently two sub-committees.

The *HR Committee* meets twice a year although convenes as and when urgent matters arise. The HR Committee is chaired by Mo Wiltshire and current members are Richard Roberts and Chad Tatum, with the HR Director in attendance. The HR Committee has clearly defined Terms of Reference.

The *Audit Committee* meets quarterly although convenes as and when urgent matters arise. The Audit Committee is chaired by Jonathan Gibbs and current members are Richard Roberts, Chad Tatum along with the Chief Executive, Chief Operating Officer and JS2 (our outsourced finance function) in attendance. The Audit Committee has clearly defined Terms of Reference.

## **Involvement**

We encourage all trustees to maintain a level of involvement outside of the board meetings. Some trustees are members of our sub-committees which provide an opportunity to inform the strategic direction of both our HR and Finance functions as well as fulfilling the ratification element of our HR and Finance operation.

Trustees are actively encouraged to attend Changemakers events and meetings as an opportunity to see our work and meet employees and Changemakers.

We also operate a buddy scheme whereby trustees can be buddied with an employee who they can meet with on a convenient frequency and provide direct support to that employee or use it as an opportunity to be informed of the work of Changemakers.

## **Reporting**

The Trustees receive a quarterly Operational Review, quarterly Management Accounts along with confirmed and unconfirmed new business reports. They are also sent the weekly internal staff news update which contains short updates from all Changemakers employees.

## **Current Trustees**

Richard Roberts (Chair)  
Imogen Wiltshire (Chair of the HR Committee)  
Jonathan Gibbs (Chair of the Audit Committee)  
Alex Nairn  
Rajay Naik  
Loic Menzies  
Gwen Stirling  
Chad Tatum