

The Co-operative College CIO Trustee Role Description and Specification

“An effective charity is run by a clearly identifiable board or trustee body that has the right balance of skills and experience, acts in the best interests of the charity and its beneficiaries, understands its responsibilities and has systems in place to exercise them properly”

Hallmark 2: A strong board; taken from the Charity Commission guidance publication *The hallmarks of an effective charity*

Trustee role

The Co-operative College is registered as a charitable incorporated organisation (CIO) which has as its object *“to promote the education of the public, in particular, but not exclusively, by the provision and conduct of a college for the education of people in a manner consistent with the values and principles of the co-operative movement”*.

The College Board of Trustees has independent control over, and legal responsibility for, the charity’s management and administration. Board members are the trustees of the charity. The powers and statutory duties of the Board of Trustees are specified in the College CIO constitution – available on the College website (www.co-op.ac.uk). All College Board members must be eligible to serve on the Board and in addition to fiduciary responsibilities, have the express legal duty that all the members have in the CIO regulations (encompassed within the College’s CIO constitution under clause 9d) as follows:

“It is the duty of each member of the College to exercise his/her/its powers as a member of the College in the way that he or she decides in good faith would be most likely to further the purposes of the College”.

This trustee role and specification should be read in conjunction with the separate election guidance and the Charity Commission guidance [*The Essential Trustee: what you need to know, what you need to do.*](#)

Duties of a trustee

Through the Board of Trustees and its committees, individual trustees contribute their skills and experience to fulfil responsibilities defined in both The Education Act and The Charities Act. The Education Act 2011 requires that the specific duties of a College trustee are stated in the constitution. Clause 12 of the CIO constitution contains these functions and duties of the Board of Trustees as follows:

The Board of Trustees shall manage the affairs of the College and may for that purpose exercise all the powers of the College, including:

- i. the determination and periodic review of the educational character and mission of the College and the oversight of its activities;
- ii. the publication of arrangements for obtaining the views of staff and students on the determination and periodic review of the education character and mission of the College and the oversight of its activities;
- iii. safeguarding the assets of College and the oversight of its activities;
- iv. the effective and efficient use of resources and the solvency of the College;
- v. approving the quality strategy of the College;
- vi. making rules relating to staff conduct, after consultation with them;
- vii. the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the Clerk;
- viii. setting a framework for the pay and conditions of service of all other staff;
- ix. the approval of annual estimates of income and expenditure.

It is the duty of each Board member:

- x. to exercise his or her powers and to perform his or her functions as a Board member of the College in the way he or she decides in good faith would be most likely to further the purposes of the College; and
- xi. (xi) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:
 - a) any special knowledge or experience that he or she has or holds himself or herself out as having; and
 - b) if he or she acts as a Board member of the College in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

In addition, trustees are required to:

- comply with the approved standing orders for the conduct of College business;
- comply with the Board's Code of Conduct which must be individually signed, including a personal commitment to the [Seven Principles of Public Life](#) as set out

in the Nolan Report on Standards in Public Life, and the statement of co-operative identity and values;

- comply with and personally commit to the Co-operative College Board Behaviours Framework (which is consistent with the Staff Behaviours Framework) and the Co-operative College Code of Ethics;
- attend Board meetings and serve on committees as required;
- assist in the formulation and monitoring of the College's strategic plan which will provide the essential framework for the operation of the College;
- set measurable annual targets to support the College's one-year operational business plan and budget;
- participate in any relevant training and development events to enhance the work of the Board and its committees.

Requirements of a Board Member

All Board members must meet the eligibility criteria within the CIO constitution (Clause 12b) and must be age 16 or over and a paid-up member of the College. In addition to eligibility requirements in charity law, under clause 12 (b)(ii)(c), if anyone has been removed from office as a member of a Co-operative Society Board or of a further education corporation in the previous ten years, this must be declared and the board has the power not to appoint, under the eligibility provisions in the constitution. In addition trustees must be able to:

- work as a member of the Board of Trustees to achieve the mission of the College;
- work in partnership with the College Leadership Team to meet the key objectives of the College;
- draw on skills and/or experience to add value to the board's work and engage fully with the strategic planning process;
- act with probity on all occasions to ensure that the best interests of the College are at the forefront of all decision making and actions;
- observe in all matters the College's equal opportunities policies;
- observe at all times the Governor Code of Conduct which must be signed (clause 12(b)(iii) of the CIO constitution), including confidentiality requirements;
- commit sufficient time to the role. The Association of Colleges states in its 2015 Code of Good Governance for English Colleges: *"All members should be able to allocate sufficient time to undertake their duties effectively"*.

Trustee specification

In summary, the board and its committees must “*have the appropriate balances of skills, expertise and knowledge to enable them to discharge their duties and responsibilities effectively*” (The Association of Colleges Code of Good Governance for English Colleges, 2015).

The essential requirements and immediate strategic needs of the College have been described both here and in the separate election guidance document.

Interpersonal skills and team work	<ul style="list-style-type: none"> • Co-operate, work with others in a team and debate whilst maintaining a constructive atmosphere. • Develop strong team working relationships essential for an effective board. • Show appreciation of the skills for developing collaborative partnerships.
Communicating, influencing and diplomacy	<ul style="list-style-type: none"> • Input constructively to meetings and make a positive impact. • Provide written or verbal advice that can be used to inform decisions. • Express ideas and views clearly and fluently. • Show a willingness to listen to, and learn from, others’ viewpoints. • Be able to make presentations based on factual information.
Strategic perspective and entrepreneurial thinking	<ul style="list-style-type: none"> • Prioritise and develop a broad-based view of issues and events and perceive their long-term impact. • Be able to identify business opportunities that will have a long-term strategic fit with the agreed business direction. • Be committed to learner success. • Have an awareness of the environment in which the College operates and able to develop creative, innovative and pragmatic business focused decisions.
Courage of convictions and providing constructive challenge	<ul style="list-style-type: none"> • Be bold enough to take the lead on an approach even if it means standing alone to do so. • Provide helpful and constructive challenge to arrive at pragmatic solutions. • Work with others, both remotely and face-to-face, to come to considered and agreed recommendations.
Analytical and technical	<ul style="list-style-type: none"> • Analyse problems and identify key issues. • Demonstrate a knowledge and understanding of relevant data and policy and rationalise appropriately.

<p>Self-management</p>	<ul style="list-style-type: none"> • Demonstrate self-responsibility and personal integrity • Act as a role model and ambassador to promote the importance of learning and education, particularly in the co-operative sector. • Act in the best interests of the College. • Take responsibility for own personal preparation, learning and development, especially in relation to best practice in governance. • Attend meetings with an organised approach, arriving well-prepared. • Demonstrate commitment to continuous improvement as a member of the Board of Trustees.
<p>Skills/experience</p>	<ul style="list-style-type: none"> • Add value to work of the Board by sharing specific skills and experience identified as being needed by the Board at the present time. The essential skills currently on the board that need to be maintained for the foreseeable future during this ongoing period of transformational change include expertise in the areas of: <ul style="list-style-type: none"> · change management · education management including co-operative education · adult and lifelong learning · strategic leadership · quality assurance · legal · charity finance · human resources · organisational development · international development · co-operative heritage · fundraising · marketing and communication skills · membership development • Knowledge, understanding and experience of the charity, education and co-operative sectors.
<p>Circumstances</p>	<ul style="list-style-type: none"> • Available to attend an average of six meetings per year, in addition to strategic planning days, induction/training and subcommittee meetings (the majority of which are held online). • Access to IT equipment and the internet.

Equal opportunities	<ul style="list-style-type: none"> • Commitment to College policies on equal opportunities, diversity and inclusion.
Health and safety	<ul style="list-style-type: none"> • Commitment to health and safety legislation and College policies.
Co-operative	<ul style="list-style-type: none"> • Commitment to the statement of Co-operative Values and Principles and their practical application.
Nolan	<ul style="list-style-type: none"> • Commitment to upholding the Seven Principles of Public Life
Safeguarding	<ul style="list-style-type: none"> • Commitment to safeguarding training and reading the Charity Commission safeguarding guidance https://www.gov.uk/government/publications/safeguarding-children-and-young-people.
Behaviours Framework and Code of Ethics	<ul style="list-style-type: none"> • Commitment to the Board Behaviours Framework and the Code of Ethics.
Governor Code of Conduct	<ul style="list-style-type: none"> • Abide by and sign the Governor Code of Conduct.

The College is committed to developing a diverse board that represents the communities it serves. An equality and diversity monitoring form will be issued at the nominations stage. This will not form part of the election process, will be separated from the nominations form and kept secure, and it is not compulsory that candidates complete it in order to be nominated. However, it will assist the relatively new board of the new CIO, to ensure as far as possible that as the board develops, the Board reflects the diversity of the College membership and the communities in which it operates.

Reasonable expenses will be paid in line with the College's expenses policy.