

## **DUTIES OF CHAIRMAN OF THE COUNCIL AND COUNCILLORS**

### **Overall Purpose of the Council**

The Council is responsible for the overall governance and strategic direction of the charity, i.e. The General Conference of the New Church, developing the aims, objectives and goals in accordance with the governing document and legal and regulatory guidelines.

### **The Role and Overall Purpose of the Chairman of the Council:**

The Chairman fulfils the role of head of the organisation. As the senior lay member of Conference he or she will give positive leadership and act as a focus for Conference.

He or she will also provide leadership and direction for the Trustees, enabling them to fulfil their responsibilities for the overall governance and strategic direction of the charity.

The Chairman will line-manage the Spiritual Leaders, the Council Secretary and the Company Secretary. The Chairman will need to work collaboratively with the Council Secretary, the Secretary of the Ministers' Committee and the Spiritual Leaders to ensure that Trustees' decisions are acted upon and that the charity is managed in an effective manner.

### Main responsibilities

- leading the Trustees and senior employees to develop strategic plans for the charity;
- providing support and leadership to the Council Secretary through frequent liaison to ensure that the charity is run in accordance with the decisions of the Trustees and the charity's governing document;
- providing support to the Spiritual Leaders on spiritual issues through frequent liaison;
- consulting others as deemed necessary, together with regular contact with council members;
- liaising with the Council Secretary to draft agendas for the Council meetings to ensure that business is covered efficiently and effectively in those meetings.

### Main Skills Duties and Obligations

- he or she will need to be seen as approachable and flexible, yet assertive where appropriate, and sensitive to the complex political dimensions of Conference;
- he or she will need experience in chairing meetings, oral and written communication and management, including negotiation and conflict resolution.
- he or she will be responsible for planning, setting and chairing the Annual & Extra-ordinary Meetings of Conference, the Council meetings and possibly others;
- he or she will receive confidential information from members of the Conference and may need to consult others including the honorary life members, before taking appropriate action;
- as Chairman he or she may automatically become a member of certain related Trusts or other bodies such as becoming the Chairman of the Trustees of the College;
- the Chairman will act as spokesman for and representative of the Conference at meetings or events as appropriate;
- he or she must maintain absolute confidentiality about all sensitive/confidential information received in the course of the duties as Chairman of the charity.

### **Role of Councillors**

#### Accountability

As the Council they are responsible and liable for the governance and functioning of the charity. They are also accountable in varying degrees to the Members of Conference, the Charity Commission and Companies House. Close attention must be given to the governing document to ascertain the type of organisational structure and the range of interested parties.

### Main responsibilities:

- to ensure that the charity functions within the legal and regulatory framework of the sector and in line with the organisation's governing document, continually striving for best practice in governance;

- to uphold the fiduciary duty invested in the office of governing councillor, undertaking such duties in a way that adds to public confidence and trust in the charity;
- to determine the overall direction and development of the charity through good governance and clear strategic planning.

#### Main Duties and Obligations:

- acting in the best interests of the charity, beneficiaries and future beneficiaries at all times;
- promoting and developing the charity in order for it to grow and keep its relevance to society;
- maintaining sound financial management of the charity's resources, ensuring expenditure is in line with the organisation's objectives and that investment activities meet accepted standards and policies;
- interviewing and appointing senior staff and monitoring their work and activities;
- ensuring the effective and efficient administration of the charity and its resources;
- acting as counter-signatory on charity cheques and any application for funds;
- maintaining absolute confidentiality about all sensitive/confidential information received in the course of their duties as Councillors.

### **Code of Conduct for Councillors as Charity Trustees**

#### Purpose:

The purpose of this code is to provide Trustees with clear guidelines as to their standard of behaviour and responsibilities and best practice in fulfilling their obligations to the charity. It should be read in conjunction with the role and duties of Councillors' prior to completing the charity's register of interests, if one exists, to avoid any conflict of interest. Further guidance is contained within the Charity Commission document Responsibilities of Charity Trustees.

#### Specific Responsibilities

- trustees must have a good understanding of and be sympathetic with the aims and objects of the charity and act in accordance with the governing document at all times;
- trustees must act and make decisions in the best interests of the charity and present and future beneficiaries and be aware of sector and object specific issues that may affect the present and future growth of the charity and its relevance to modern society;
- where professional assistance is required for the trustees to be able to make the most appropriate decision affecting the charity, that assistance should be sought and considered carefully;
- trustees must not receive any financial or non-financial benefit that is not explicitly authorised by the governing document;
- trustees should not exert any influence to gain any preferential treatment for themselves or their family in order to avoid any conflict of interest;
- trustees are jointly and severally liable for their decisions and therefore decisions should be taken together and in a unified manner;
- trustees are accountable to the Members of Conference for their actions and therefore decision-making and governance issues should be as transparent as possible, except where confidentiality is essential;
- trustees should be prepared to spend an appropriate amount of time reading background and other papers in preparing for council meetings;
- attendance at a minimum of three-quarters of the council meetings is required to ensure that best practice in governance is reached and maintained;
- should trustees feel they require further guidance or training in their role, they have a duty to actively develop measures for new training on an individual or group basis;
- trustees must ensure that any information of a confidential nature must remain so outside the confines of the council meeting.

These lists of responsibilities etc. largely mirror the specific models produced by the Institute of Chartered Secretaries and Administrators for charity trustees, amended to reflect the particular circumstances of The General Conference.