

## **TARLAND DEVELOPMENT GROUP**

Charity No. SCO41598 Scottish Charitable Incorporated Organisation

# **Tarland Development Group – Guidance for Trustees**

## **Introduction**

1. Tarland Development Group (TDG) is a Scottish Charitable Incorporated Organisation (SCIO) whose aim is the advancement of community development and in particular promotion of the arts, culture, heritage, environmental enhancement and protection, the provision of recreational activities, the support of honeybees and beekeepers, improvement in the standard of beekeeping and promotion of honeybee products all within the Parish of Tarland and Howe of Cromar in the Marr Area of Aberdeenshire. The Group has a written constitution and is registered with OSCR (the Office of Scottish Charity Regulator).
2. Membership of TDG is open to anyone aged 16 or above who supports the purposes of the Group and who wants to join. Anyone wishing to join completes a membership form (which is available on the TDG website) and sends it to a Trustee or to the Group email ([tarlanddevelopmentgroup@gmail.com](mailto:tarlanddevelopmentgroup@gmail.com)). The application is then considered at the next Trustee meeting. No application will be rejected without reasonable grounds.
3. TDG must have between 4 and 12 Members who are appointed or elected to serve as Trustees on the Group's board. Any individual putting their name forward to become a Trustee agrees to abide by the Group's constitution and this guidance document. Note that the Group's constitution takes precedence if there are any conflicts between the two documents.

## **Application/Election**

4. The application and election process is covered in detail in the constitution which is on TDG's website. Anyone wishing to become a Trustee should reply to the notification sent out to Members prior to the Annual General Meeting (AGM) or contact a current Trustee or TDG on [tarlanddevelopmentgroup@gmail.com](mailto:tarlanddevelopmentgroup@gmail.com). The Trustees can also appoint a Member to become a Trustee at any time.
5. If at the AGM there are 12 or fewer nominations from new or current Trustees who wish to continue, then an election is not required and all the nominees are elected as Trustees in a single motion proposed and seconded by Group Members at the meeting.
6. If there are more than 12 nominations at the AGM, then an election is triggered for all new / re-standing Trustees. An independent person is invited to manage the election and count the votes. The election will be held by a secret ballot at the AGM with each Member present having a

maximum of 12 votes (there is no proxy voting allowed). If there is a tie then a re-election is held for those nominations, with the TDG Chair having the casting vote (if required).

7. After the election is completed the Trustees will then elect the Group's office bearers (Chair, Treasurer and Secretary) as required under TDG's constitution, and any other positions required.

### **Induction**

8. After the election and before (if possible) their first meeting, the Chair should ensure that the new Trustees receive an induction to the Group, including providing or ensuring they have been given or seen:
  - A copy of the constitution
  - A copy of the Trustee guidance (this document),
  - Copies of TDG's policies
  - A summary of all the ongoing TDG projects and activities (and if possible a site visit)
  - A summary of the TDG finances
9. Any new Trustees are required to declare any conflicts of interest by completing the Declarations of Interest form and returning it to the Secretary.

### **Roles of Trustees / Code of Conduct**

10. The main roles of the Trustees are to:
  - Ensure that the Group is run responsibly, efficiently and lawfully in the interests of its Members to meet the Group's aims;
  - Ensure that all the Group's activities fall within its charitable purposes;
  - Develop and agree the strategy and policies of the Group;
  - Agree an annual financial budget;
  - Monitor the financial performance of the Group, including ensuring that TDG has adequate resources to meet its aims (both short and long term);
  - Appoint, support and review the performance of any employees as required;
  - Ensure that all Group's assets and property are correctly maintained and properly protected;
  - Ensure that the Group responds efficiently and properly to all donors and beneficiaries and also it reports accurately to its Members every year; and
  - Identify and manage any risks to the Group.
11. Charity Trustees have a duty to act in the best interests of the charity and to be aware of their responsibilities set out in this document, the Group's constitution and any other relevant TDG policies.
12. Trustees should avoid any situations where their personal interests, relationships or activities interfere with acting with their duties on behalf of TDG. Trustees should declare any potential conflict of interest as soon as possible and also refrain from discussion / voting when applicable.
13. Trustees must ensure that they represent the best interests of the Members of TDG above their personal and professional interests. Trustees should also ensure there are fair and competitive opportunities whenever the services of contractors or employment opportunities arise.

14. Trustees must maintain the highest standards of confidentiality regarding information obtained directly or indirectly through their involvement with TDG. This includes data and information about volunteers, Trustees, funders, donors, partners, employees, contractors and job applications.

15. The Trustees will elect the Group's officials as required, including the following roles:

- **Chair**

- Leading the Group;
- Ensuring meetings are run smoothly, inclusively and democratically;
- Making sure that any decisions and meetings are carried out according to the Group's constitution;
- Ensuring that all the Group's policies are reviewed annually;
- Ensuring that new Trustees receive an induction after their election; and
- The Group's focal point for Health and Safety and Safeguarding Officer.

- **Treasurer**

- Controlling and accounting for the Group's finances;
- Overseeing book-keeping for the Group;
- Preparing and presenting financial reports at committee meetings and AGMs;
- Liaising with examiners on preparation of annual accounts; and
- Ensuring statutory returns are made to regulators.

- **Secretary**

- Ensuring all the required documentation is completed to ensure the smooth running of the Group;
- Ensuring that minutes of all official TDG meetings are taken and sent out as required;
- Keeping up to date records of Trustees and Members;
- Ensuring that all correspondence to the Group is answered; and
- Responsible for Equal Opportunities within the Group.

The Trustees may also elect a Vice Chair to support the Chair as required.

16. Trustees must not speak or act on behalf of TDG unless designated by the Chair or the Trustee body as a whole.

17. Further details on the duties of Charity Trustees are contained in documents such as the Office of the Scottish Charity Regulator ([www.oscr.org.uk/guidance-and-forms/guidance-and-good-practice-for-charity-trustees/charity-trustee-duties](http://www.oscr.org.uk/guidance-and-forms/guidance-and-good-practice-for-charity-trustees/charity-trustee-duties)).

### **Meetings and Decisions**

18. Trustees should attend as many Trustee meetings as possible, having, where possible, read any preparatory documents beforehand.

19. When attending Trustee meetings, Trustees should:

- Express their views openly and honestly and be prepared to state a preference;
- Ensure that the Group continues to meet its aims and that its actions are proper and lawful;

- Always act in a reasonable manner, and support the Chair in managing effective meetings;
  - Not dominate any meetings and treat fellow Trustees and staff with respect, always listening to their points of view;
  - Not expect more of any Trustee than is reasonable; and
  - Respect the confidentiality of any information discussed at meetings or provided by the Group.
20. Where there are any decisions that require immediate approval by Trustees and it is not possible to hold a Trustee meeting, decisions can be ratified by an e-mail sent by the Secretary, providing that at least 50% of the Trustees support the decision. This decision will be recorded in the next set of minutes (including the number of supporting e-mails) after further discussion if required.
21. Trustees may invite guests or additional personnel to Trustee meetings in order to update the other Trustees or provide additional detail on a discussion topic. This invitation should be agreed by either the Chair or the Secretary. The additional personnel would address the Trustees at the start of the meeting, answer any questions and then leave the meeting. The guest will be sent an extract from the relevant section of the meeting minutes for information/amendment.

### **Projects**

22. The Group aims to have a number of projects in progress at the same time and is always looking for new projects. The route for new projects is shown in the flow charts at Annexes A and B and essentially follows the following steps:
- a. A potential project is identified either as a new idea from the Trustees, a Member or from the community, or as a potential source of funding becomes available. It is discussed and agreed by Trustees at the next Trustee meeting and a lead Trustee(s) agreed. The Trustees would agree that TDG is the best organisation to progress the idea and also look at the available resources within the Group to ensure that the Group is not overstretched.
  - b. An initial project plan is developed (including outline timeline, funding and stakeholder engagement plan) and then completed. This stage would also include contacting other stakeholders, such as the Community Council, to confirm that there is local support for the proposed project.
  - c. The Trustees would approve the project plan before the formal start of the project.

The lead Trustee will report progress at Trustee meetings as required and would also be responsible for authorising any spending on the project. It is possible that once a project is set up and established that it becomes a separate entity or organisation.

### **Sub Groups**

23. If there is a requirement to set up a sub-group, then a similar process to para 22 above will be used. Every sub-group must have a lead Trustee representing the group at TDG Trustee meetings.
24. The sub-group may in time need to develop separate documents or procedures, which will need the approval of a majority of TDG Trustees voted on at a TDG Trustee meeting.
25. Sub-group leaders are required to be open with sub-group members about how sub-groups are run, and are encouraged to provide them with an annual update on their finances.

26. TDG encourage sub-group members to engage with decision-making processes and, to better facilitate this, sub-groups should where possible ensure that the members of the sub-group are also Members of TDG.
27. Following the TDG Complaints Policy available on the TDG website, members of the sub-group wishing to make complaints should do so through the lead Trustee, to be addressed on site or, where this is not possible, raised at the TDG Trustees meeting.

### **TDG Replies to Reports, Questionnaires and Studies etc.**

28. When the Group wishes to reply to a report, questionnaire or study, the Trustees will agree a focal point for the reply (either at a meeting or by e-mail). The focal point will distribute the relevant documents, collate any comments and put out a draft reply to all the Trustees. Once the Group's final reply is agreed, the focal point will submit it.

### **Roles and Succession Planning**

29. Trustees may take on additional roles within the Group or for individual projects or elements of TDG's administration such as leading a sub-group's work, inducting and briefing volunteers or managing contractors.
30. Although there is no maximum term of office in the Group's constitution, the office bearers and Trustees should ensure that there is a succession plan for both the Group's offices and also the number of Trustees, in order to insure the long term viability of the Group.

### **Training**

31. TDG will support Trustees by providing any required training for their roles as agreed by the Group, either as internal courses or by paying for specific external courses. This could include training in governance.
32. Any Trustee wishing to attend a training course should discuss and agree the requirement with the Chair. Training is logged by the Secretary.

### **Expenses**

33. TDG will pay any expenses which Trustees incur as the result of supporting the Group's activities.

### **Retiring / Termination**

34. All the Trustees resign at the AGM and then apply for election. Trustees will be deemed to be re-elected unless they have notified the Group that they wish to step down (this should be done at least a week before the AGM) or they are disqualified from being a Trustee (details are included in the constitution).

### **Concerns**

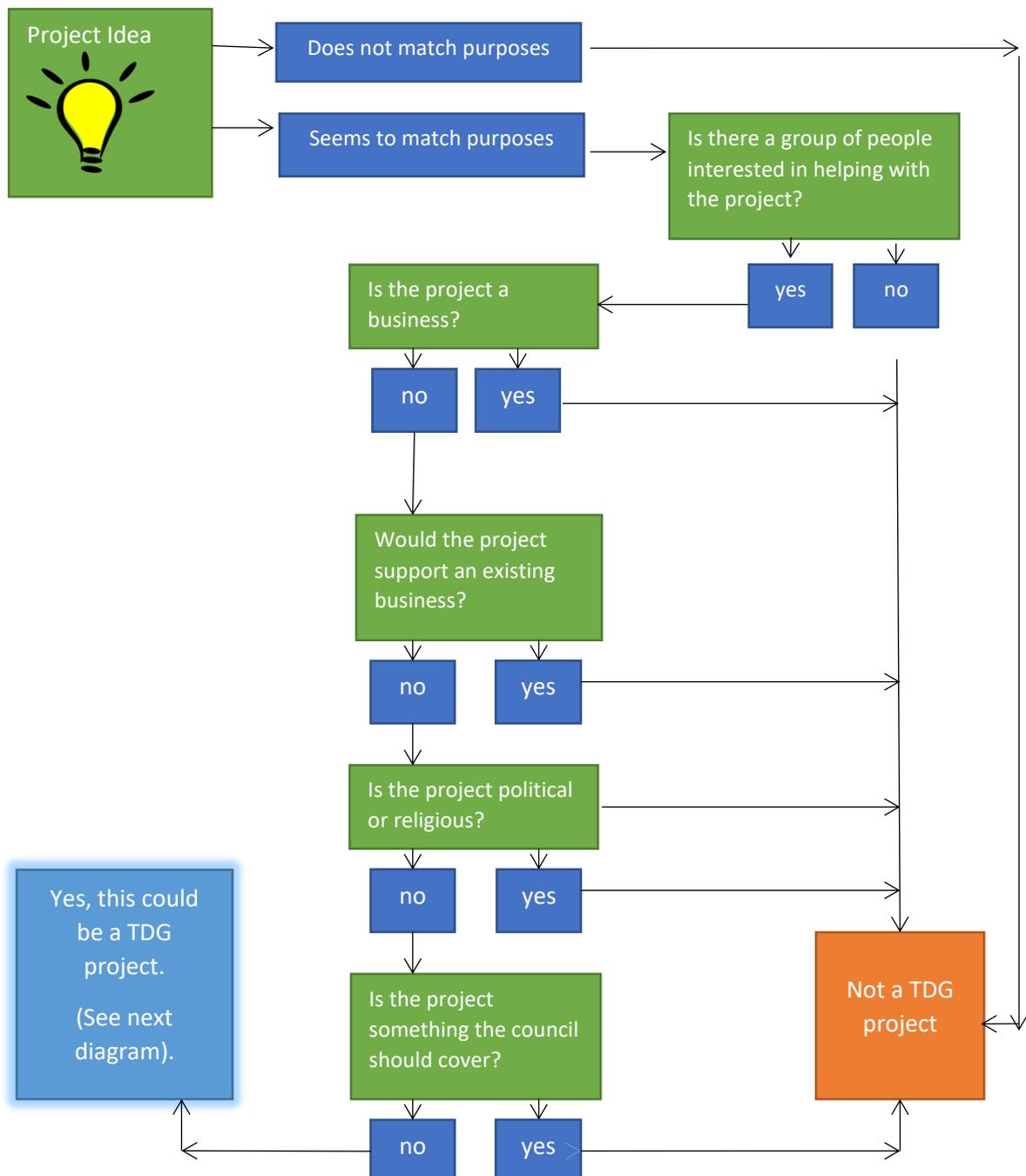
35. If Trustees or Members have any concerns they should raise them at the next Trustees meeting or directly with the Chair.

## Annex A

### Route for Selecting TDG Projects (1)

Tarland Development Group (TDG) is a Scottish Charitable Incorporated Organisation (SCIO). Any projects TDG carries out must match the charitable purposes listed below.

The advancement of community development and in particular promotion of the arts, culture, heritage; environmental enhancement and protection; the provision of recreational activities; the support of honeybees and beekeepers, improvement in the standard of beekeeping, and promotion of honeybee products; all within the Parish of Tarland and Howe of Cromar in the Marr Area of Aberdeenshire.



**Annex B**  
**Route for Selecting TDG Projects (2)**

