

WILTSHIRE ARCHAEOLOGICAL AND NATURAL HISTORY SOCIETY

BOARD OF TRUSTEES AND CHAIR

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I. ABOUT US

Our Mission is to inspire people to explore the archaeology, history and environment of Wiltshire.

The Wiltshire Archaeological and Natural History Society (the Society – or WANHS) was founded in Devizes in 1853 and remains an independent charity and company limited by guarantee. The Society runs the Wiltshire Museum in Devizes, first opened in 1874. The Museum has been Designated by the Government, recognising the national importance of our collections and our Values are set out on our website.

- We are proud of our award-winning Prehistoric Wiltshire Galleries featuring Gold from the Time of Stonehenge and we welcome over 20,000 users each year, providing an economic impact of £500,000 to the local economy. We provide an invaluable learning and outreach programme for schools and offer a range of events for all ages and interests, ranging from arts and crafts-based holiday activities for children to lectures and specialist conferences for adults. We are active on social media and regularly appear in local and national media.
- We have approximately 1,000 members across the country and the world, with over 130 volunteers contributing more than 9,000 hours a year, undertaking roles such as welcoming our visitors and helping researchers in our Library and Archive. Our Wiltshire Archaeology Field Group conducts research, fieldwork and excavation to professional standards, and we also publish the latest archaeological and historical research in the County in our annual scholarly journal, which is taken by many university libraries in the UK and abroad. Our collections are searchable online, with the Library and Archive and object collections also actively used by a wide range of researchers, including many post-graduates.

- We work with a wide range of partners, including English Heritage and The Salisbury Museum in the Stonehenge Museums Partnership, and through the Wessex Museums Trust (www.wessexmuseums.org.uk), which is a thriving partnership of museums across Dorset and Wiltshire: Dorset Museum, Lydiard House Museum, Poole Museum, STEAM – the Museum of the Great Western Railway, Swindon Museum & Art Gallery, The Salisbury Museum and Wiltshire Museum. This provides invaluable financial support, including funding two part-time staff posts.
- As an independent charity, we are governed by a Board of 12 elected Trustees, plus Trustees nominated by Wiltshire Council and Devizes Town Council, both of whom give us an annual grant.
- There are four full-time staff and a number of part time equating in total to 6.3 FTE, including Director, Curator, Marketing and Administration Officer and Learning and Outreach Officer. A Community Curator and Exhibition Officer are funded by Wessex Museums and a Programme Manager and two support staff for the Assizes for Devizes project are funded by a National Lottery Heritage Fund grant. Total staffing is 9.5FTE

1.1: FUTURE PLANS: The Assizes for Devizes Project

- We have a 5 Year Strategic Plan running from 2019 – 2024.
- Wiltshire Museum is located in the historic market town of Devizes and housed in Georgian and Victorian buildings – all Grade II listed, in a residential conservation area. The Museum has outgrown the location and a move to the former Devizes Assize Court is proposed.
- *Assizes for Devizes: Unlocking Wiltshire's Stories'* (<https://www.wiltshiremuseum.org.uk/assizes/>). aims to not only create a vibrant community hub and iconic new home for Wiltshire Museum and its world class collection, but also a cultural and community destination at the heart of Wiltshire, supporting tourism and the regeneration of the local area. Once renovated the Assize Court could incorporate a multi-use community and event space, a designated learning area and innovative new museum galleries. The project also includes an exciting programme of local activities, events and volunteer opportunities.
- Wiltshire Museum has received development funding of £300,748 by The National Lottery Heritage Fund, working closely with the Devizes Assize Court Trust, to progress plans for the project before applying for a full National Lottery grant in 2025. If successful, work would start on the Assize Court building in 2025/2026, with a target opening date of 2030.
- During the development and implementation phase of the Project, the Chair will have particular responsibility for ensuring that the demands created by this are effectively balanced with the management of the existing Museum and the maintenance of its role in and for Devizes.

2. LEGAL and FINANCIAL POSITION

2.1: Legal

- The Society is both a Registered Charity (number 1080096) and a Company Limited by Guarantee (number 03885649).
 - Trustees are both charity trustees and directors of the company.
 - Applicants to become a trustee and existing trustees must not be disqualified from acting in these roles.

- The responsibilities of charity trustees in respect of governance of the Society are detailed in Charity Commission guidance note CC3 'The essential Trustee' (<https://www.gov.uk/government/publications/the-essential-trustee-what-you-need-to-know-cc3>).
 - All applicants and trustees are expected to have read and understood this note, keep abreast of changes in the law, and of Charity Commission guidance, and make sure that the Society complies.

2.2: Finances

As an independent charity funding comes from a variety of sources, including grants, donations, membership subscriptions, investments, legacies and fundraising activities. The financial situation at 31 March 2023 is reported in the Annual Report and Financial Statements - available at www.wiltshiremuseum.org.uk/reports-and-documents/:

- Income received in the year totalled £361,146 (2022 £795,535), from donations, charitable activities, trading activities, investments and legacies. The difference is a result of the legacies and enormous success of the *Eric Ravilious: Downland Man* exhibition held in 2021/22.
- We receive income from grants, including from Devizes Town Council and Wiltshire Council, which are a very valuable as they support core expenses. Specific project grants enable the Society to extend its work in ways it would be unable to undertake without such support.
- Expenditure totalled £515,682 (2022 £506,987).
- The Trustees consider that, in line with the Charity Commission advice, the Society should have at least one year's core costs in unrestricted reserves (i.e. designated funds plus unrestricted reserves), currently set at £300,000 to provide a measure of security; however, as the Society has become heavily dependent on its investments to provide ongoing but uncertain income for its operations, unrestricted funds must be substantially greater.
- The Unrestricted Funds at 31 March 2023 were £634,510 (2022 - £852,340). The unrestricted reserves are used to support the charitable activities of the Society where there is a deficiency of net income on core activities or to take account of new opportunities.
- The Society holds Designated Funds (which are part of total unrestricted funds) of £409,599 (2022 - £441,027). Designated Funds can only be utilised for other purposes if the expenditure they defray either ceases to exist or is charged to core activities.
- The Endowment Fund currently stands at £490,007 (2022 - £524,608), the capital of which is not distributable. Rathbone Investment Managers are employed to manage the investment portfolio with the primary objective to achieve a balanced return from income and capital at the low end of a medium level of risk.
- The principal risks facing the Society, include falls in the Stock Market; long-term staff or Trustee absence; inadequate staffing and dependence on a small team of full-time employees; and physical risks to the collections or buildings. All risks are regularly reviewed.

3. BEING A TRUSTEE

3.1: Legal duties

- ensure that the organisation pursues its objects as set out in the Articles of Association and understands the legal responsibilities of the Board of Trustees, to work in the interests of the Society and not for personal gain.
- act at all times in the best interest of the charity.
- make sure that the Society acts within the law as an employer and complies with appropriate legislation and manages its affairs reasonably and properly.

- iv. ensure that all money and assets are prudently managed and used in pursuit of the objects of the Society and that money is spent for the purposes for which it was given.
- v. ensure that the Society accounts for its activities to its funders, the Charity Commissioners, its members, the local community and others as required.
- vi. ensure that the Board of Trustees takes proper professional advice on matters in which it does not have competence.

3.2: Managerial

Vision and direction

- i. understand and be committed to the mission of the Society and ensure this is pursued.
- ii. ensure that the Society is effectively managed and gets its work done.
- iii. keep informed about the activities of the Society and wider issues, which affect its work. Engage in training as appropriate.

Financial duties

- iv. understand the financial information about the Society and ensure the finances are sound and properly managed and that resources are used efficiently and economically.
- v. make sure that the Society is properly insured against all reasonable liabilities.
- vi. make sure that any premises and equipment are properly looked after.
- vii. ensure that investments and cash balances are managed properly.
- viii. to ensure that any fundraising activity carried out by, or on behalf of, the Society is properly undertaken, and that all funds collected are properly accounted for and spent according to the charitable objectives.

As an Employer

- ix. ensure that the Society is a good employer.
- x. appoint the senior employee, and to be involved with the appointment of other staff as appropriate.
- xi. supervise and support the senior employee and ensure other staff and volunteers are properly supervised

Evaluation

- xii. monitor and evaluate the work of the Society on a regular basis. This includes receiving reports from staff, staff supervision, receiving feedback from clients, users and consumers and other interested parties. The staff in turn will ensure that the Board of Trustees have the correct information necessary for effective leadership of the organisation.

Being effective

- xiii. work with the other members of the Board to form an effective governing body for the Society and to annually elect the officers of the Board.
- xiv. attend meetings (usually 6 a year) and be properly prepared for them.
- xv. attend meetings of sub-committees or working groups as appropriate.
- xvi. participate in other tasks as arise from time to time, such as interviewing new staff, helping with appeals and fundraising, acting as ambassadors for the Society.

4. ADDITIONAL RESPONSIBILITIES: ROLE OF CHAIR

4.1 Background:

Background reading for a prospective Chair:

- <https://www.gov.uk/government/publications/the-essential-trustee-what-you-need-to-know-cc3/the-essential-trustee-what-you-need-to-know-what-you-need-to-do#charity-officers---the-chair-and-treasurer>

- <https://www.associationofchairs.org.uk/resources/chairs-compass/>
- <https://www.associationofchairs.org.uk/resources/download-qob/>

Reports to: the Board of Trustees

4.2 The purpose of the Chair is to

- Provide leadership and direction to the Board of Trustees, ensuring the Board fulfils its responsibilities for the overall governance and strategic direction of WANHS.
- Ensure that WANHS pursues its objects as defined in its governing document, charity law, company law and other relevant legislation/regulations.
- Work in partnership with the Director to help him/her to achieve the aims and objectives set for the Society; and to optimise the relationship between the Board and the staff, volunteers, members and stakeholders.
- Facilitate the Board of Trustees in stimulating excellent, well-rounded and carefully considered strategic decision-making.

4.3 Main duties of the Chair

(I) Ensure the Board fulfils its responsibilities by:

- approving the annual cycle of the Board meetings, meeting agendas and Chair and facilitate meetings, monitor decisions taken at meetings and ensure they are implemented.
- developing strategic policies, defines goals, targets, and evaluates performance against agreed targets.
- Ensuring that the business of meetings is dealt with, and decisions, when required, are arrived at, and recorded, and their implementation monitored.
- liaising regularly with the Treasurer to maintain a clear grasp of the Society's financial position and full and timely financial transparency and information disclosure to the Board.
- leading and mentoring Board members to fulfil their responsibilities, and ensure, with the Director, that committee members receive appropriate advice, training, and information relating to their role.
- working in consultation with the Director and Trustees to recruit committee members with relevant expertise and experience.
- regularly reviewing the Board structure, role, staff relationships and ensuring implementation of agreed changes/developments are carried out.
- putting in place satisfactory arrangements to identify and nominate the next Chair of the Board.
- encouraging team working among Board members and supporting them to identify and recruit new Trustees with relevant expertise and experience as required.
- creating a strong, profitable and fulfilling working relationship with Trustees and the Director through review and self-reflective evaluation of contributions and effectiveness of the Board.
- serving as an advocate for WANHS to relevant stakeholders.

(II) Help the Director achieve the objects set for the Society (WANHS) by:

- ensuring that the Board develops a long-term strategy for WANHS with objectives which can be monitored.
- working with the Board to appoint the Director and lead the process of appraising and constructively guiding his / her performance. The Chair line manages the Director on behalf of the Trustees.

- consulting with the Director on matters of strategy, governance, finance and HR.
- ensuring appropriate goals are set for the resources available.
- ensuring appropriate arrangements are in place to support, monitor and review the work of the Director and other staff in implementing forward plans.
- maintaining careful oversight of any risk to reputation, legal and financial standing of the Society.
- receiving regular informal progress reports of the Society's work and financial performance through the Director.
- through the Director ensuring appropriate communication between the trustees and staff, volunteers, members and stakeholders.

(III) In relation to the community and code of conduct:

- represent the Society as a spokesperson at events, meetings or functions as appropriate.
- protect and manage the property of the Society.
- lead the Board in fostering relations with potential clients and potential funders and donors.
- act as final stage adjudicator for disciplinary and grievance procedures if required.
- facilitate change and addresses conflict within the Board of Trustees, within the Society, liaising with the Director to achieve this.
- undertake reviews of external complaints, following any Society complaints procedure.
- ensure adherence and compliance around key policies, e.g. Equality, Diversity and Inclusion, Health & Safety and Safeguarding, and in all decisions and discussions of the Board and its sub-committees.

In order to perform the above role the Chair will have reasonable access to all staff and information, in line with the Board's fiduciary duties.

4.4 Qualities of the Chair

4.4a: Essential

- Understand and accept the legal duties, responsibilities and liabilities of Trusteeship and adhere to Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- Commit to the Charity's objects, aims and values and a willingness to devote time to carrying out these responsibilities.
- Strategic and forward-looking vision in relation to the Society's objects and aims.
- Good, independent judgement, political impartiality, and the ability to think creatively in the context of the Society and external environment.
- Good meeting, presentational and interpersonal skills, and the ability to respect the confidences of colleagues.
- Supportive and confident leadership style.

4.1b: Desirable

- Prior experience of committee/trustee work.
- Knowledge of the type of work undertaken by the Society.
- A wider involvement with the voluntary sector.
- Experience of chairing meetings, committee work, some experience of charity finance, charity fundraising and personnel management.
- Leadership skills exercised through a period change.

4.5 Time Commitment

- The Board usually meets five or six times a year and the Chair is expected to be available.
- It is important that the Chair can visit the Society's office and be available to the Director/senior paid staff members on a regular basis.
- In addition to Board Meetings, other contact (e-mail or telephone) will be necessary.
- The Chair is ex officio a member of committees established by the Board.

4.6 Remuneration

The role is not accompanied by any financial remuneration, but reasonable expenses incurred in the course of duties will be reimbursed.

4.7 Term of office

3 years with a possible reappointment of a further 3 years (maximum term six years). Trustees are elected at the Annual General Meeting, held in the autumn.

Recommended by the Personnel Committee: May 19, 2016

Approved by the Board: 29 July 2016. Updated December 2023