

NORTHERN IRELAND AND WALES TRUSTEE INFORMATION PACK

DiABETES UK
KNOW DIABETES. FIGHT DIABETES.

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Welcome from the Chair

Thank you for your interest in Diabetes UK and I'm pleased that you are thinking of applying to become a Trustee. Since becoming Chair of the Trustee Board, I have been privileged to see at first-hand the positive impact our work has on the lives of people living with or at risk of diabetes.

We are a UK wide charity, and it's important for us to be able to recognise both the challenges and the opportunities in the devolved nations at Board level. We are therefore looking for two Trustees - one living in Northern Ireland and one living in Wales – who are enthusiastic about our work, who think strategically, and who can be our ambassadors in these two nations. We would particularly like to encourage and will very much welcome applications from those with a Black, Asian or Minority Ethnic background.

At the beginning of this year, we launched our five-year plan to 2025, *A generation to end the harm* which has two main aims: we want people to live well and longer with diabetes; and we want to cure or prevent diabetes. We did not know then, of course, that in less than three months' time we would be in the midst of the Covid-19 pandemic and meeting hitherto unprecedented levels of demand for our services.

It is clear that the work we do we do is even more important than ever, and despite the challenges we are face, we remain determined to achieve our two main aims. I hope that you feel motivated to play a key role in ensuring that we succeed.

Thank you once again for your interest, and I wish you well in your application.

Sir Peter Dixon
Chair

About us

Our vision is a world where diabetes can do no harm. We're leading the fight against the UK's biggest and growing health care crisis. There are 4.7 million people in the UK living with diabetes and 12.3 million more people at increased risk of getting type 2 diabetes - someone is diagnosed with diabetes every two minutes.

In the five years to the end of 2019, we increased people's understanding of diabetes as a serious health condition, helped hundreds of thousands of people find out their risk of type 2 and what to do next, and saw remission from type 2 diabetes become a reality.

Our campaigns to change driving laws relating to hypos and to make flash glucose monitoring available on the NHS has made daily life easier for millions of people living with diabetes. We shone a spotlight on the hidden issue of the way in which the everyday relentlessness of diabetes can take a huge psychological toll by improving our own emotional support services and campaigning for mental health to be part of routine diabetes care from the NHS. We raised a total of £38.8m and we committed £6.8m across 39 research projects.

Our five-year plan to 2025 *A generation to end the harm*

We want to build on the successes of the last five years. With one in 15 of us now living with diabetes we want to change this for the next generation: we want people to live well and longer with diabetes; and we want to cure or prevent diabetes.

To help us fulfil this ambition we have five outcomes:

- More people will be in remission from type 2 diabetes
- More people will benefit from new treatments that cure or prevent diabetes
- People will be less likely to get type 2 or gestational diabetes
- More people with diabetes will get the most effective care
- People with diabetes will be able to live better/more confidently and without discrimination

You can find out more about our five-year plan and the impact we have on people's lives, as well as seeing our latest annual report on our website at: www.diabetes.org.uk

Board vacancies

We are looking for two more Trustees to join our Board of 11. As we are a UK wide charity it's important that we have Trustees from across the United Kingdom, so we want to appoint one Trustee who lives in Northern Ireland and one who lives in Wales.

We would also particularly like to encourage applications from those with a Black, Asian, or Minority Ethnic background.

We fully recognise the value that greater diversity brings to a Trustee Board and recognise that we have some way to go in achieving this. Tackling inequality is a key strand of our work, not only in terms of our own ways of working, but as a charity dealing with a health condition which impacts certain communities more adversely than others, it affects everything that we do. Covid-19 has brought into even sharper focus the stark reality of unequal outcomes.

Trustees are appointed for a three-year term and can be re-appointed for two further terms of up to three years but cannot serve for more than a continuous period of nine years.

About you

We would love to hear from you if you would like to play a key part in supporting our ambitions by joining us as a Trustee.

We are looking for applicants who are passionate about our work, possess good independent judgement and who think strategically. We know that you will have gained and developed your skills, expertise, and experience through a variety of ways, and different disciplines, so we don't want to be too prescriptive.

Whilst personal or professional experience of diabetes or prior knowledge and experience of working with key bodies and networks in Northern Ireland and Wales is welcome, they are not essential.

You can find the Trustee role description in Appendix 1.

Working with us

Board meetings and other events

The expectation is that our Trustees prepare for and attend five Board meetings a year, plus an annual Board away day. Most will also sit on one of the Board's sub-committees: Audit & Risk; Finance; and Governance & Nominations. These meet between three and four times a year. We also encourage Trustees to attend at least one meeting during a year of our Council of People Living with Diabetes (CPD), one of our key stakeholder advisory groups.

During normal times, these meetings are held during working hours on a weekday, (apart from CPD which meets on a Saturday) at our London office, and the Board away day at a central London location.

There may be other meetings and events to which our Trustees are invited, for example various volunteer events, or the launch of a particular campaign. Our Trustees living in the devolved nations are also strongly encouraged to attend meetings of their relevant National Advisory Council.

These advisory councils provide support to senior staff and their local teams within those nations and provide feedback on our overall strategic plans and priorities so that relevant national issues are taken into consideration.

The next steps

If you would like to have an informal and confidential discussion with the relevant National Director, please contact: Tina McCrossan, tina.mccrossan@diabetes.org.uk for Northern Ireland; Dai Williams, dai.williams@diabetes.org.uk, for Wales. If you would like any further information about Trusteeship, please contact: Governance@diabetes.org.uk

We will respect the privacy of any initial approach or expression of interest.

We hope that you will want to apply for one of these vacancies, and if you do, please

- Provide a statement (no more than 2 sides of A4) setting out why you are interested in serving as a Trustee and the skills and areas of expertise you feel would make the biggest contribution to our work via the online application process by **Friday 30 October**.

Indicative timetable

- Closing date for applications: Friday 30 October
- Interviews: to be held in week commencing 16 November (held virtually)
- Shortlisted candidates will have informal conversations prior to interview with our Chief Executive and relevant National Director.

The Chair of our Trustee Board, the Chair of our Governance & Nominations Committee plus one other will conduct the interviews.

Ideally, we would like the successful applicants to attend our Board meeting on Thursday 3 December 2020 as observers, and to take up Trusteeship from 1 January 2021.

For information, the dates of our Board meetings in 2021 are:

28 January; 25 March; 27 May; 15 July (away day); 30 September; and 25 November.

Thank you again for your interest.

Note: These two documents are two of a number that comprise our Standing Orders. These provide a framework for how we do things, rather than what we do.

Standing Order 3

Trustee Role Description

1. Key collective responsibilities of Trustees are to ensure that:

- 1.1 the charity complies with its governing documents, charity and company law, and any other relevant legislation;
- 1.2 the charity pursues its objects, as defined in its governing documents;
- 1.3 the charity uses its resources exclusively in pursuance of its objects;
- 1.4 as Trustees they act in the best interests of the charity, its beneficiaries and future beneficiaries at all times.

2. Strategic and financial

Trustees are responsible for:

- 2.1 setting overall strategy, defining goals and objectives, and evaluating performance against agreed targets;
- 2.2 keeping under review the long-term development of the charity in light of the political, economic and social environment in which it operates;
- 2.3 safeguarding the good name and values of the charity;
- 2.4 ensuring the financial stability of the charity;
- 2.5 ensuring that an appropriate risk framework is in place and that advice is taken from professional advisers on matters where there may be a material risk to the charity;
- 2.6 approving the annual budget;
- 2.7 ensuring the proper investment of the charity's funds.

3. Other

- 3.1 To appoint (and if necessary, remove) the Chief Executive.

4. Each individual Trustee:

- 4.1 agrees to abide by the Trustee Code of Conduct set out in Standing Order 6A;
- 4.2 accepts the Nolan Committee's Seven Principles of Public Life: Selflessness; Integrity; Objectivity; Accountability; Openness; Honesty; and Leadership;
- 4.3 agrees to maintain the confidentiality of all sensitive or confidential information received during their Trusteeship;
- 4.4 is able to devote the necessary time to Trusteeship;
- 4.5 is able to work effectively as a member of a team;
- 4.6 is able to challenge constructively;
- 4.7 abides by the collective decisions made by all Trustees;
- 4.8 is willing to serve on a sub-committee of the Trustee Board and/or attend on a regular basis meetings of advisory groups as appropriate;
- 4.9 where possible and as appropriate, is willing to attend other events and meetings relating to the work of the charity.

Standing Order 1

Matters reserved for the Board

Introduction

Subject to its governing document and relevant legislation, the Board of Trustees may delegate such matters as it considers appropriate to sub-committees of the Board. The terms of reference of any such committee shall be agreed by the Board.

The Board delegates the day-to-day management and operation of the charity to the Chief Executive and her/his executive management team.

Schedule of matters reserved for the Board

1. Strategy and management

- 1.1 Responsible for the overall leadership of the charity and its values and standards
- 1.2 Approval of the charity's strategic aims and objectives
- 1.3 Review and monitoring of performance against strategic aims and objectives
- 1.4 Approval of all annual operating and capital expenditure budgets and any material changes
- 1.5 Approval of the overall risk framework and regular review of major risks
- 1.6 Oversight of operations ensuring:
 - Competent and prudent management
 - Sound planning
 - Maintenance of effective internal control systems
 - Compliance with statutory and regulatory obligations including reporting any Serious Incidents to the Charity Commission
- 1.7 Oversight of the charity's safeguarding management
- 1.8 Approval to the extension of the charity's activities into significant new business and/or geographical areas
- 1.9 Any decision to cease to operate all or any material part of the charity's business.

2. Governing document and structure

- 2.1 Approval of recommendations for any amendments to the governing document (its Articles of Association)
- 2.2 Approval of Standing Orders and any amendments to the same
- 2.3 Approval of any major changes to the charity's legal structure including establishing any new legal entities or winding up of the same.

3. Financial reporting and controls

- 3.1 Approval of the annual report and financial statements
- 3.2 Approval of any significant changes in accounting policies or practices
- 3.3 Approval of material unbudgeted capital or operating expenditures (outside any agreed tolerance levels)
- 3.4 Approval (or rejection) of proposals for the acquisition or disposal of land or buildings following the receipt of professional advice
- 3.5 Agreement and review of overall investment strategy and approval of any investment policy
- 3.6 Approval of a reserves policy
- 3.7 Decisions relating to any court proceedings against or on behalf of the charity (excluding those legacy-related matters which are subject to a separate scheme of delegation)
- 3.8 Authorisation of any ex-gratia payment over £1,000.

4. Board membership and other appointments

- 4.1 Approval of any changes to the structure or composition of the Board
- 4.2 Appointment, re-appointment and removal of Board members (subject to the Articles of Association)
- 4.3 Appointment (and removal) of the Chief Executive
- 4.4 Appointment (and removal) of the Company Secretary
- 4.5 Appointment, re-appointment, removal and approval of remuneration of external auditors
- 4.6 Appointment, reappointment, removal and approval of remuneration of investment managers.

5. Research

- 5.1 Compliance with the Association of Medical Research Charities' (or any similar successor body's) best practice guidance in relation to research including approval of the overall research budget (as part of its responsibilities under sections 1.2-1.4)
- 5.2 Setting research needs and priorities, subject to appropriate consultation
- 5.3 Appointment of an independent chair of the Research Committee and of the Research Committee members.

6. Fundraising

- 6.1 Approval of major fundraising campaigns and income generation programmes
- 6.2 Oversight, as part of its responsibilities under section 1, of controls in relation to managing reputational and financial risk in connection with fundraising practice and activities.

7. Policies

- 7.1 Approval of key organisational policies (outside those covered in Standing Orders), including, but not limited, to:
 - Acceptance and refusal of donations
 - Complaints
 - Health and safety
 - Investment
 - Reserves
 - Safeguarding
 - Whistleblowing

8. Other

- 8.1 Any other decision likely to have a significant impact on the charity, including but not limited to financial, strategic or reputational matters.