



GOVERNANCE FACTSHEET – THE BASICS

What is a trustee?

- **Charity trusteeship**
- **How trustees are elected**
- **The role of trustees**
- **Who can be a trustee?**
- **Trustee skills**

According to [Section 177 of the Charities Act 2011](#), trustees are 'the persons having the general control and management of the administration of a charity'.

Charity trusteeship

The trustees are the individuals who make decisions on behalf of the charity. A charity must know who its trustees are.

Trustees must act collectively. When working together the trustees are described in this guidance as 'the board'. Trustees have no authority to act on their own unless this has been authorised by the board as a whole.

All trustees have the same role and duties. The specific duties should be set out in your organisation's constitution or governing document.

Other titles and associations of trustees

Sometimes the charity's trustees are given other titles, such as:

- governors
- councillors
- management committee members.

In a charitable company, company directors are also its charity trustees.

IMPORTANT

Check your governing document to find which title your charity uses to refer to your board. Adopt the term trustee to refer to members of that board to avoid confusion over where responsibility sits.

Some charities use the term 'trustee' to describe individuals who aren't actually charity trustees or board members. They might instead be patrons or hold the title to a charity's property.

In addition to trustees, some charities may have patrons or honouree roles. It's important to make clear how these roles are different to trustee roles.

How trustees are elected

Trustees are elected or appointed in different ways, depending on the:

- charity's governing document
- structure of the board.

They might be elected by:

- members
- appointed by the other trustees
- or even appointed by an outside body (such as a local authority or church) if the governing document states this.

Find out more about [the structure of the board](#).

The role of trustees

Trustees operate within two sets of formal rules:

1. The governing document. This may be called rules, constitution, or the trust deed. In a charitable company, the governing document will be called the Memorandum and Articles of Association or the Articles for short.
2. The law, particularly the acts which govern their type of organisation. For example, the Trustee Act 2000 (for unincorporated charities), Insolvency Acts, Companies Acts, and Charity Acts.

Trustees work collectively as a board and make decisions at formal board meetings. Once a decision has been collectively made all trustees are bound to support that decision.

In most cases, trustees are volunteers and aren't paid for their role. Many organisations offer reimbursement of reasonable expenses to trustees. Any other payment will usually require the permission of the Charity Commission.

Read the Charity Commission's core guidance for trustees: [The Essential Trustee: what you need to know, what you need to do \(CC3\)](#).

Who can be a trustee?

Most people can become trustees. Trustees generally need to be over the age of 18, or over the age of 16 if your organisation is a Charitable Incorporated Organisation (CIO).

They cannot have been previously disqualified as a trustee or company director, be an undischarged bankrupt or have certain unspent criminal convictions.

The Charity Commission has a [detailed checklist covering all trustee eligibility requirements](#).

Some organisations have their own restrictions over who can be a trustee. Trustees of charities working with children or vulnerable adults generally need to be checked by the Disclosure and Barring Service (DBS). Some membership organisations only elect trustees from their formal membership.

Trustee skills

All trustees should be able to demonstrate values such as honesty and integrity. They should be committed to the charity's aims and values.

There are many different skills, experiences, attributes and areas of knowledge that charities welcome from their trustees. These include the following.

- **'Hard' skills:** for example legal, financial and management skills. These are necessary to understand some of the complex decisions to be taken.
- **'Soft' skills:** boards of trustees need people who can encourage teamwork, problem-solving, asking difficult questions, decision making and, yes, to make people laugh!
- **Understanding the communities they serve:** people with knowledge of the community can make very valuable trustees. For example, users of services or local residents.

Knowledge of a charity's field of work or good people skills are just as important as technical knowledge or professional expertise. Trustees can and should supplement their own skills with professional advice where required. An effective trustee board will draw on a range of skills, knowledge, experiences and attributes.

A skills audit is a useful way of identifying what trustees bring, and the gaps in skills and knowledge on your board. It can be useful when you're looking to recruit new trustees.

See also - Governance Factsheet 4 – Legal duties of a trustee