

About the Intercom Trust

Background

Intercom was founded in 1997 to address gaps in social, health, and wellbeing services for LGB people in the South West. The needs of LGB minorities were not heard and social isolation was a key problem for the most vulnerable. The founders mandated that Intercom must never lose sight of the principle that we are, and must remain, community-led.

The need for Intercom is still critical today. Despite advances in attitudes and legislation, our communities still face inequality, intolerance, prejudice, and discrimination. We work tirelessly to improve the quality of life of LGBT+ people across the region and continue to evolve to meet the changing needs of the communities we serve. We support more people each year, especially young people and those who are trans+, and demand for our training to improve the practice and understanding provided by other services also continues to rise.

Our Vision

Our vision is of a South West where people respect, celebrate and engage with diverse sexual orientations and gender identities; and where LGBT+ communities live with real equality.

Our Values

Intercom is a community-led LGBT+ specialist organisation that:

- has high professional standards;
- promotes equality and justice;
- is confidential and trustworthy;
- is transparent and has integrity;
- is fair, inclusive, non-judgemental, and respectful of difference.

What we do

The services we provide are primarily helpline, support, and advocacy for individuals within LGBT+ communities. However, we also provide other support, for example with families, and we provide training and other organisational support.

More information about our services is provided in our Strategic Plan and is possibly best absorbed through discussion with staff and other trustees during the induction process.

Charitable Structure & Purpose

Intercom operates as a Charitable Incorporated Organisation (CIO). A Charitable Incorporated Organisation is a structure specifically designed for charities;

- it is an incorporated form of charity which is not a company
- it only has to register with the Charity Commission and not Companies House
- it is only created once it is registered by the Commission
- it can enter into contracts in its own right and its trustees will normally have limited or no liability for the debts of the CIO.

Intercom is governed by a board of trustees whose work it is to guide the organisation, work with the Chief Executive Officer to set the strategic direction of the organisation. It is also the role of the board of trustee to monitor organisational performance, outcomes and impact against the organisations strategic and operational plan.

Organisational Structure

Trustees will be expected to familiarise themselves with the organisational structure (including the bios of trustees and staff provided on the website). An up-to-date organisational chart can be provided on request.

The Role of the Board

Set and maintain vision, mission and values

The Board of Trustees is responsible for establishing and championing the purpose and mission of the organisation. When trustees join an established organisation, such as Intercom, their role is to act as guardians of the charitable purpose and to ensure that it is reviewed and kept relevant where needed.

Develop strategy

The Board is the body responsible for setting the strategic direction of the Intercom Trust alongside the Chief Executive Officer. Trustees should therefore make themselves familiar with the existing Strategic Plan.

Establish and monitor policies

The Board should create new policies (where appropriate) and regularly review existing ones, ensuring that they are relevant and fit for purpose.

Set up employment procedures

The Board will support and guide the Chief Executive Officer to provide a fair and safe environment for employees. Individual Trustees will be tasked with line management duties of the Chief Executive Officer.

Ensure compliance with governing document

Each trustee is given a copy of Intercom's Governing Document and must make themselves familiar with it. It is under the guidelines set out in the document that all of the charities work must be done and by which trustees must act in accordance with.

Ensure accountability

The Board should ensure that the Intercom Trust is accountable as required by law to:

- The Charity Commission
- The Inland Revenue
- HMRC

Ensure compliance with the law

The Board is responsible for making sure that the Intercom Trust operates within the law at all times.

Maintain proper fiscal oversight

The Board is responsible for managing the resources of the Intercom Trust. It must ensure that it:

- Secures sufficient resources to fulfil the charities mission
- Monitors spending
- Approves the annual financial statement and budget
- Provides insurance to protect the organisation from liability
- Seeks to minimise risk
- Participates in fundraising (where appropriate)
- Ensures legal compliance

Select, manage and support the Chief Executive Officer

The Board should create, review and develop policy covering the employment of the Chief Executive Officer. It should support the Chief Executive Officer and review their performance against agreed measures and milestones.

Respect the role of staff

The role of any board is to govern a charity, where there are paid staff in place it is not the role of the board to make day to day operational decisions (unless there are special circumstances, or it has been requested). The Board should

respect the role of paid staff with the day to day operations of the charity. It is the role of the Board to monitor the effectiveness of the work of the organisation against pre agreed measures, but not, unless asked, to be directly involved in day to day decisions. The Governing Document and accompanying Policies, including the Delegated Authorities Policy will give more information on delegated responsibility.

Maintain effective board performance

It is the role of the Board, with support from the Chief Executive Officer, to be self-monitoring its own performance as a governing body. It should strive to work as an effective body that operate within best practice.

Promote the organisation

Board members should be good ambassadors for Intercom and should enhance and protect the reputation of the organisation.

Roles within the board

Chair

The Chair has a leadership role and is delegated the line-management of the Chief Executive Officer on its behalf. Key duties include:

- ensuring meetings are run efficiently, and discussion and decision-making is democratic and fully participative
- holding the casting vote in the event of a split decision
- ensuring that AGMs and EGMs are carried out according to the governing document
- leading on the development of the board and ensuring its decisions are implemented
- taking urgent action (but not decision making unless authorised) between board meetings when it isn't possible or practical to hold a meeting
- the Chair may also represent the organisation at external events and meetings, act as a cheque signatory, and take part in staff recruitment.

Secretary

The Secretary is responsible for many specific tasks, from taking minutes to producing documents for AGMs. Key duties include:

- convening meetings and arranging dates
- being a cheque signatory
- preparing agendas for meetings (in consultation with the Chair)
- taking the minutes of meetings and ensuring back-up information is available where required.

Treasurer

It's important that all trustees collectively play their part in financial monitoring and decision making. The treasurer's primary role is to assist and advise the

board in overseeing the finances. Key tasks include:

- controlling and accounting for the organisation's finances
- issuing receipts for cash received, keeping records of cash paid out, and being a counter signatory to any major banking transaction
- overseeing bookkeeping
- presenting financial reports, raising issues and answering questions at regular meetings and the AGM
- liaising with the auditors or financial examiners for the annual review of accounts
- ensuring statutory returns are made to any relevant regulators

Working Groups

From time to time and where deemed useful and appropriate, Intercoms Board will set up and lead working groups in order to focus on specific areas of work or tasks. Board Members are encouraged to get involved in working groups in addition to their regular board duties where they have relevant skills or experience.

Terms of References will be created and put in place for any working groups so that clear lines of delegation, power and decision making are understood by all involved.

Board Meetings

The Board meets bi-monthly at 1800 hours and each Board Member is sent papers in advance of each meeting including:

- Agenda
- Action Log
- Minutes of the previous meeting
- Chief Executive Officer report (operational)
- Risk Register
- Any other relevant documents pertaining to items on the agenda

Trustees are expected to have read all board papers in advance of the meeting and to come prepared with questions or contributions relating to scheduled items.

If at any time you find yourself unable to attend a board meeting, please let the Chair or Secretary know as soon as possible. Failure to give notice or apologies for a of meetings in a row will lead to action as laid out in Intercoms Governing Document.

Legal Considerations

Conflicts of Interest

Trustees have a legal duty to act only in the best interests of Intercom. They must not put themselves in any position where their duties as a trustee may conflict with any personal, professional or financial interest they may have. A

conflict of interest exists even where there is the possibility that a trustee's personal or wider interests could influence their decision making for the charity.

Conflicts of interest should be dealt with using the following steps, in line with the Conflicts of Interest Policy:

- Identify conflicts of interest
- Prevent the conflict of interest from affecting any decision
- Record the conflict of interest

Individual trustees who fail to identify and declare any conflicts of interest where they exist will fail to comply with their personal legal responsibility to avoid conflicts of interest and act only in the best interests of the Intercom. The whole Board must work together to ensure that any conflicts of interest do not prevent them from making decisions that are in the best interests of Intercom, its beneficiaries and stakeholders.

Termination of Office

Intercom's Governing Document lays out the conditions and procedures that it may take to remove a trustee.

Trustees may wish to voluntarily cease acting as a trustee for any number of reasons. This should be done via a formal written resignation and should be in accordance with any procedural rules or time periods that Intercom specifies in their Governing Document.

You must be at least 16 years old to be a trustee of a charitable incorporated organisation (CIO). Some people are disqualified by law from acting as charity trustees. Subject to waiver provisions (see Charity Commission) this includes anyone who:

- has an unspent conviction for an offence involving dishonesty or deception
- is currently declared bankrupt (or is subject to bankruptcy restrictions or an interim order) or has an individual voluntary arrangement (IVA) with creditors
- is disqualified from being a company director
- has previously been removed as a trustee by either the Charity Commission or the High Court due to misconduct or mismanagement

It is normally an offence to act as a trustee while disqualified unless the commission has given a waiver.

Liability

A CIO is a corporate body, so it has a legal entity in its own right. A CIO therefore acts (for example incurring liabilities and owning assets) in its own right not through trustees.

Trustees can still be liable in similar circumstances to those where a Company Director faces personal liability, for example where they have acted recklessly, negligently or outside powers granted to them within the constitution of the CIO.

A CIO exists only whilst it is listed on the central register of CIO's. A CIO will

be removed if it no longer meets the test for charitable status. The Charity Commission may direct the CIO to take specified steps to meet the charity test or in default to be wound up.