



Information pack for Trustees

Permaculture Association

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About this document and important information

This document has been written to give you an overview of what is entailed in becoming a Trustee of the Permaculture Association (PA). There are links to various other documents and websites but please be aware that this is a living document so please let someone in the [PA office](#) know if there are any broken links, things that you do not understand or any suggestions for how to make this document more accessible.

Becoming a Trustee is not something to be taken lightly but it has the potential to be a fun and fulfilling experience with huge potential for personal growth. In each year, one third of trustees stand down, either because they wish to retire or to be re-elected (see the [Memorandum of Association](#)).

It is hoped that this document will help you decide whether being a PA Trustee is something that you have the time and passion for. However that decision will also be easier if you attend some of the Board Meetings to see the finer workings of the Board. It would therefore be great if you could attend the Autumn Board Meeting to meet the current Trustees and any other potentials but you are very welcome to come to any other meetings this year prior to the AGM and election. Someone from the Board of Trustees will be in touch to discuss this.



Autumn at Stepney City Farm, London

Aims of the Permaculture Association

From the [Board Policy Manual](#)

1. Make permaculture accessible to all
2. Accelerate learning about permaculture
3. Grow permaculture networks
4. Share and develop permaculture practice
5. Work with others to tackle key challenges
6. To build a smart, effective, socially responsible and sustainable organisation

The legal and charitable objects¹ of the Association

From the [Memorandum and Articles of Association document](#) which is the Association's legally binding governing document:

- a) to advance the education of the public in the theory and practice of permaculture, the conservation of the environment, and related subjects.
- b) to carry out research into permaculture and related subjects and to publish and disseminate the results of such research with or without charge.

About the Association and the Board of Trustees



Permaculture Association members at the National convergence 2018

¹ This is a legal term equivalent to objectives, see Section 3 (page 1) of the Association's Memorandum and Articles

The role of the board within the Association

The Association is governed by a Board of Trustees, elected by members annually at the Annual General Meeting (AGM). The role of the board is to connect the members and beneficiaries to the day to day work of the Association. We are using a governance approach developed by John and Miriam Carver. ("Carver Governance"). This means that the board governs by giving attention to two areas:

Board Job Description

The Permaculture Association is a member organisation. The job of the Board is to represent these members - the "moral ownership" of the Association. As the representative of the owners of the organisation, the Board will determine and require appropriate organisational performance throughout the Association. To distinguish our own unique job from the tasks of staff, the Board will concentrate on the following job "products," or outputs:

1. The link between the organisation and the membership.
2. Written governing policies which, at the broadest level, address:

Aims: Setting out the key aims for the organisation.

Board self-management: Being clear about how the Board designs, carries out, and monitors its own work.

Board-Executive Relationship: How power is delegated and its proper use monitored; the Executive's role, its authority and accountability.

Executive Limitations: Constraints on executive authority which establish the prudential and ethical boundaries within which all executive activity and decisions must take place.

The assurance of Executive performance

Board work pattern

The work of the board takes place twice a year in weekend face to face two day meetings, and via monthly 90 minute teleconference sessions in the evenings for the other months (see [Appendix D](#) for the Structure of a typical meeting.) Additional teleconferences are arranged between meetings as necessary.

The board has three subcommittees, who can make decisions and develop aspects of the board's work within defined parameters. Subcommittee work is carried out between board meetings, and reported back. All members of the Board are encouraged to work within one or more of the subcommittees to help share the work.

The current subcommittees are:

- Finance
- Nominations and training of trustees (NOMs)
- Approval of member projects and proposals (AMPPS)



Roles and responsibilities of a trustee

As defined by the [National Occupational Standards for Trustees](#) (see also their toolkit), and by the Association's [Board Policy Manual](#) are:

1. To safeguard and promote the values and mission of the PA

The board of trustees sets out the Association's long-term direction, upholding its values and delivery of its aims.

Within Carver Governance, our main input into the Association's strategic direction is through defining the Aims and through recommendations arising from major discussion topics during our meetings. Policy 1 of the [Board Policy Manual](#) sets out the aims of the PA.

2. To determine the strategy and structure of the PA

This is about present and future strategic planning. It covers decisions about how the Association's values and mission are expressed in aims and activities, and in the structures and processes needed to implement them. Within Carver Governance, the board oversees and contributes to strategy, but delegates detailed strategic planning to the Executive. As a board, we ensure that the strategic plan stays within the limits of the Executive Limitations Policy, and monitor the Association's performance against the plan.

3. Ensure the PA operates in an effective, responsible and accountable manner

As a trustee, you will work with the other trustees on the board to ensure the Association is well-managed, is meeting its aims and needs, and achieving good practice whilst complying with the law. The board's role is to lead the Association, and also to ensure the organisation is managed properly and by the best people available.

Our main vehicle for fulfilling this role are monitoring of executive performance, and definition of executive limitations. These are described in policies 3 and 4 of the [Board Policy Manual](#).

4. Ensure the effective functioning of the PAs board of trustees

Members of the board of trustees work as a team and reach fair decisions in the best interests of the Association. This requires a range of people whose skills and abilities will ensure that the board of trustees functions effectively as a whole.

Policy 2 of the [Board Policy Manual](#) details the processes and structures, roles and responsibilities the board uses to run its affairs.

Your skills and experience are important to the board fulfilling its role well. We expect commitment from all board members to improve their understanding of how the Association works and what their role is in leading the Association. We also expect active participation in board meetings and subcommittees.

5. Legal Responsibility

"Trustees have, and must accept, ultimate responsibility for directing the affairs of a charity, and ensuring that it is solvent, well-run, and meeting the needs for which it has been set up." From CC3:The Essential Trustee (Charity Commission, 2005)

There is more information on the [Charity Commission website](#) but be aware that Trustees are "personally liable for any debts or losses that the charity faces... However, personal liability of this kind is rare, and trustees who have followed the requirements on this page will generally be protected." Essentially, trustees are covered from any personal liability as long as they can show that they have not been negligent.

Requirements of a Trustee

Essential:

- Member of the Association
- Commitment to the ethos, values and aims of the Association
- Commitment to actively contribute to the board's work.
- Commitment to develop the skills and experience necessary to be an effective member of the board.
- Proactive, enthusiastic with a willingness to question ideas

Desirable:

- Skills related to work of board subcommittees, or commitment to developing them.
- An understanding of permaculture. If you are new to permaculture we can help you develop an understanding with links to useful resources.

Regular duties as a Trustee

To keep up-to-date with, or read, the following:

- [Latest strategic plan](#)
- Annual accounts
- Annual report
- [Memorandum and Articles of Association document](#)
- [Board Policy Manual](#)
- Recent Board minutes
- Latest PA newsletters
- [National Occupational Standards for Trustees information](#)

In addition, Trustees are encouraged to :

- Run major discussion topics (MDTs) and internal topics, which are agreed in advance. Read the pro-forma for proposing an MDT and [MDT process summary document](#) for more information.
- Take Board Meeting minutes occasionally. These are taken 'Quaker Style' which means only main points, decisions and actions are recorded and the minutes are agreed at the end of each agenda section.
- Attend all meetings, teleconferences and AGMs
- Attend the meal at face to face meetings so as to get to know fellow trustees and build a sense of trust and community.

What's in it for you?

By joining the board of trustees, you can:

- Get actively involved in shaping the direction in which the Association is moving
- Learn about and develop skills in the governance of a national charitable and membership organisation
- Attend stimulating and thought-provoking board meetings
- Develop your work experience, CV, networks and skills, with references given if requested
- Use your work on the board as part of your permaculture diploma
- Reasonable travel and evening meal expenses will be refunded



Photo: Lorraine Ishak

Appendix A - Code of Conduct

Introduction

The purpose of this document is to provide a model code of conduct for trustees of the Permaculture Association. It is based on the Model Code of Conduct developed by NCVO, which was itself based on a similar framework developed by Lord Nolan and the Committee on Standards in Public Life. It adopts the 'Seven Principles of Public Life' put forward by Nolan's Committee.

The Code of Conduct

Selflessness

Trustees of the Permaculture Association (hereinafter called 'the Association') have a general duty to act in the best interest of the Association as a whole. They should not do so in order to gain financial or other material benefits for themselves, their family, their friends or the organisation they come from or represent.

Integrity

Association trustees:

- should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their role;
- as well as avoiding actual impropriety, should avoid any appearance of improper behaviour;
- should avoid accepting gifts and hospitality that might reasonably be thought to influence their judgment.

Objectivity

In carrying out their role, including making appointments (including trustee appointments), awarding contracts, recommending individuals for rewards and benefits or transacting other business, the Association's trustees should ensure that decisions are made solely on merit.

Accountability

Association trustees:

- have a duty to comply with the law on all occasions in accordance with the trust placed in them and in such a way as to preserve public confidence in the Association;
- are accountable for their decisions and actions to the public, funders and service users. They must submit themselves to what scrutiny is appropriate to their role.

Leadership

Association trustees:

should promote and support the principles of leadership by example; must respect the role of the Chair. There will be circumstances under which trustees will be working directly with Association staff. Guidelines for such working relationships must be clear to both staff and trustees and, when these occasions arise; the Chair should be informed in advance.

Openness

Association trustees:

- should ensure that confidential material, including material about individuals, is handled in accordance with due care;
- should be as open as possible about their decisions and action that they take. They should give reasons for their decisions and restrict information only when the wider interest clearly demands.

Honesty

Association trustees:

- have a duty to declare any interests relating to their trustee role and to take steps to resolve any conflicts that may arise. Where private interests of a trustee conflicts with their trustee duties, they must resolve this conflict in favour of the trustee role; where duties of a trustee conflict with other duties, they must absolve themselves from the decision;
- must make relevant declarations of interest and duty in the different circumstances and roles they play both within and outside the Association.
 - **Declaration of Interest:** where a trustee stands to profit from the decision or discussion.
 - **Declaration of Duty:** where a trustee has responsibilities as an employee, or member of another group that may conflict with the interests of the Association, for example in funding opportunities, anonymous funders, etc.

Procedure for Conflicts of Interest

Any trustee, who has a financial interest in a matter under discussion, should declare the nature of their interest and withdraw from the room, unless they have a dispensation to speak.

If a trustee has any interest in the matter under discussion which creates a real danger of bias, that is, the interests affect them, or a member of their household, more than the generality affected by the decision: they should declare the nature of the interest and withdraw from the room, unless they have a special dispensation to speak.

If a trustee has any other interest which does not create a real danger of bias, but which might reasonably cause others to think it could influence

their decision, they should declare the nature of the interest, but may remain in the room, participate in the discussion, and vote if they wish. If in doubt about the application of these rules, they should consult with the Chair.

It is recommended that trustee's interests are listed in a register.

Appendix B - Trustee Declaration

I declare that:

- I am over age 18.
- I am not an un-discharged bankrupt.
- I have not previously been removed from Trusteeship of a charity by a Court or the Charity Commissioners.
- I am not under a disqualification order under the Company Directors' Disqualification Act 1986.
- I am, in the light of the above, not disqualified by the Charities Act 2011 (Section 72) from acting as a charity trustee.
- I undertake to fulfil my responsibilities and duties as a trustee of the Permaculture Association in good faith and in accordance with the law and within the Permaculture Association's objectives / mission.
- I do not have any financial interests in conflict with those of the Permaculture Association; (either in person or through family or business connections) except those which I have formally notified in a conflict of interest statement. I will specifically notify any such interest at any meeting where trustees are required to make a decision which affects my personal interests, and I will absent myself entirely from any decision on the matter and not vote on it.

Signed (name of trustee)

Date

Appendix C – Useful office information and logistics

Email contacts

Celia – admin enquiries - celia@permaculture.org.uk

Helen – financial enquiries - finance@permaculture.org.uk

Andy – CEO Permaculture Association - andyg@permaculture.org.uk

Board of Trustees chair - chair@permaculture.org.uk

Meeting logistics

- The Board of Trustees information is stored on google docs.
- Meetings are usually held at the Leeds office and an alternative location decided by the trustees.
- Please endeavour to buy cheap train tickets in advance and these costs can be claimed back by contacting Helen

Appendix D - Structure of a face to face meeting

We aim to host two face to face meetings each year, with monthly 90 minute calls in the months between.

Saturday

9.30am	Opening items – welcome, go-around; apologies; declaration of interests; action points from last meeting’s minutes; matters arising
10.00am	CEO update
11.15am	Treasurer’s report
12.00pm	Other stuff
1.00pm	Lunch (provided)
2.00pm	Internal topic
3.00pm	External topic – MDT
5.00pm	Close
Meal together	

Sunday

9.00am	Arrivals and go round
9.30am	Board policy manual review
11.00am	Break
12.00pm	Various stuff
1.00pm	Lunch (provided)
2.00pm	Tidy up and leave