



Updated October 2024

# PEC Trust Guidance for Trustees

## **The role**

The role of a non-executive Trustee is to provide a creative contribution to the board by providing independent oversight, constructive challenge and strategic guidance, offering specialist advice and holding management to account.

## **Time**

Trustees are expected to attend quarterly Board meetings and other meetings, such as the Annual General Meeting or the annual away day. You are expected to contribute additional voluntary effort, such as reading papers and reports sent to you and responding as necessary. Additional involvement may include representing PEC Trust at events. Most Board members also take on other roles, usually by serving on one or more working groups concerned with specific areas of activity.

## **Duration**

Appointments to the Board of Trustees are for three years. All Trustees are subject to a maximum of three consecutive terms of office (three x three years). Retiring Trustees are eligible for re-appointment by members. Each year a maximum of one-third of the elected Trustees are required to re-election. Co-opted Trustees are appointed until the next AGM and their positions are reviewed in accordance with their skills and expertise.

## **Location**

Meetings are currently held online but are likely to be in central Plymouth in the future.

## **Salary & expenses**

Non-executive Trustees and Trustees are voluntary roles. As a charitable organisation, it is not our policy to pay expenses to attend Board meetings. This can be reconsidered in exceptional circumstances if the cost of attendance at meetings is a significant barrier to an elected or co-opted board member being able to support the organisation. Reasonable expenses of Trustees will be considered if undertaking additional engagement activities.

**Start date:** Co-opted ASAP, elected after AGM.

## **Composition of the Board of Trustees**

The Board of PEC Trust is comprised of up to twelve Trustees:

- One appointed place from Plymouth City Council,
- Up to six Trustees elected by and from PEC Trust membership,
- Up to four professional external Trustees co-opted at the Board's discretion,
- Appointed as Trustee ex officio the holder of the office of Chief Executive (optional).

Every year one third of the elected Trustees shall retire from office. Retiring Trustees are eligible for re-appointment.

Trustees co-opted for their particular skills and/or experience need not be Members and shall serve a fixed period determined by the Board of Trustees at the time of co-option, subject to review at least every 12 months. The number of co-opted individuals must at no time comprise more than one third of the Board. Casual vacancies may also be filled by co-option; individuals co-opted for this purpose must be Members of the Trust and will hold office as a Trustee until the next annual general meeting.

### **Trustee Responsibilities**

As the Board is representative in nature whilst it is important the Trustees are aware of their responsibilities under the law and in relation to good corporate governance, the Board's focus in the main is to lead the strategic thinking and focus of the organisation.

Members of the Board are expected to demonstrate;

### **Duty of care**

Trustees have a duty of care, which includes:

- Ensuring they have sufficient knowledge and understanding of the business and clear about the charity's aims and ensures these are being delivered effectively and sustainably,
- Ensuring decision making processes are informed, rigorous and timely,
- Demonstrating integrity, adopting values and creating a culture which help deliver the organisation's charitable purposes,
- Understanding the principal risks faced by the business,
- Seeking professional advice when appropriate,
- Delegation of functions when appropriate and supervision of these.

### **Due diligence**

Trustees are responsible for the organisation's affairs and are fully liable in law. Ignorance is no protection under the law. They must always act with due diligence and will hold greater responsibilities on matters in which they are professionally qualified or experienced.

A skills audit is undertaken and regularly reviewed to ensure that the Trustees have appropriate experience and representation on the Board to meeting their obligations as the charity develops.

### **Induction**

PEC Trust has an induction programme for new Trustees, both for those new to the Trustee role and equally for those who are new to the world of PEC Trust and its family of Plymouth

Energy Community entities. A Welcome Pack supporting this Guidance note is sent to all Trustees on appointment. This pack includes the following adopted policies;

- Conflict of Interest
- Privacy Statement
- Financial Policy and Procedures

These policies are reviewed annually.

Each Trustee is required to complete, sign and return the following forms;

- Confidentiality
- Disclosure Form
- Schedule of Related Parties
- Register of Interest

All new Trustees will have a 1 to 1 meeting each with the CEO, Chair and Company Secretary. This is mandatory to ensure that individuals induction needs are met and are arranged appropriately. The CEO will arrange for a 'buddy' for a new Trustee as appropriate.

### **Confidentiality**

Trustees are in a position of trust both for the Board and the organisation as a whole. They act as trustees and agents for the organisation and its members, and must not disclose confidential matters.

### **Audit**

It is the duty of the whole Board to ensure that the company accounts are presented properly to its members by presenting a true and fair reflection of its actions and financial performance and that the necessary internal control systems are put into place and monitored regularly and rigorously.

### **About Plymouth Energy Community**

Plymouth Energy Community (PEC) is a multi, award-winning charity and a social enterprise, with a cooperative ethos. PEC's mission is to empower our community to create a fair, affordable, zero carbon energy system with local people at its heart. We are a family of community led organisations with a range of projects that bring local people together to tackle fuel poverty and the climate crisis, increase local ownership and influence over local energy solutions; improve community confidence to engage in the zero carbon transition; and enable people to heat and power their homes affordably.

PEC is powered by a passionate and highly skilled team. Resumes for current team members are found [here](#).

PEC Trust (t/a Plymouth Energy Community) is a charitable company limited by guarantee, with cooperative principles built into its articles. The PEC Family also includes PEC Renewables Ltd, and a Community Land Trust called PEC Homes Ltd. Both are established independent Community Benefit Societies. Current Trustee and Director resumes are available [here](#).

### **About PEC Trust**

PEC Trust is registered as a Charitable Company Limited by Guarantee; this makes it a corporate body. Accordingly, its Board of Trustees are considered to have the same level of responsibilities as Trustees and Directors of other corporate bodies such as companies.

PEC Trust abides by its charitable aims and objectives governed by both Companies House and the Charity Commission.

The objects are:

We shall promote sustainable development for the benefit of the public by:

- preservation, conservation and the protection of the environment and the prudent use of resources;
- relief of poverty and the preservation and protection of health by promoting the efficient use of energy and utilisation of renewable sources of energy; and
- advancement of education in subjects relating to sustainable development and the protection, enhancement and rehabilitation of the environment and to promote study & research in such subjects provided that the useful results of such study are disseminated to the public at large.

(Sustainable development means 'development with meets the needs of the present without compromising the ability of future generations to meet their own needs').