

### Role and Responsibilities of the Board of Trustees

#### 1. Key Responsibilities

Board members are collectively responsible and accountable for ensuring that Proms is performing well, is solvent and complies with all its obligations in terms of:

- Setting and safeguarding the vision, values and reputation of Proms;
- The governing document;
- Their legal duties;
- Their stewardship of assets;
- Proms' operating environment;
- The structure of Proms;
- Overseeing the work of Proms;
- Ensuring Proms' purposes remain relevant and valid; and
- Providing public benefit.

Board members should act with reasonable care and skill, making use of the skills and experience of the Board and taking appropriate external advice where necessary.

#### 2. Succession

The Board will have a range of appropriate policies and procedures, knowledge, attitudes and behaviours to enable both individuals and the Board to work effectively. The Board will plan for its own development and renewal by:

- Finding and recruiting new Board members to meet Proms' changing needs in relation to skills, experience and diversity;
- Providing suitable induction for new Board members;
- Providing all Board members with opportunities for training and development according to their needs; and
- Periodically reviewing their performance both as individuals and as a team.

#### 3. Delivering Proms

The Board has ultimate responsibility for directing the activity of Proms and delivering its stated purposes. It will do this by:

- Developing and agreeing a long-term strategy;
- Developing operational plans and budgets;
- Delegating authority clearly to teams/committees where necessary;
- Monitoring progress and spending against agreed plans, delegated authority and budgets;
- Amending plans and budgets as appropriate;

- Evaluating results, assessing outcomes and impact; and
- Maintaining a positive working relationship with colleagues, volunteers and suppliers.

#### **4. Accountability**

The Board will maintain and regularly review the organisation's system of internal controls, performance and policies and procedures, to ensure that:

- Proms understands and complies with all legal and regulatory requirements that apply to it;
- Proms has appropriate up-to-date internal financial and management controls;
- It regularly identifies and reviews the major risks to which Proms is exposed and has systems to manage those risks as per the Risk Review;
- Delegation to teams or volunteers (as applicable) works effectively and the use of delegated authority is properly supervised; and
- Proper arrangements are in place for the recruitment, supervision, support, appraisal and remuneration (where appropriate) of contracted staff and volunteers.

#### **5. Ethos**

The Board will be open, responsive and accountable, acting at all times with integrity, in the interest of Proms and its beneficiaries. The Board will:

- Act according to high ethical standards;
- Identify, understand and manage conflicts of interest and loyalty;
- Maintain independence of decision making;
- Ensure open communication by informing and consulting people about Proms and its work;
- Listen and respond to the views of beneficiaries, audiences, funders and supporters with an interest in the work of Proms;
- Handle complaints constructively, impartially and efficiently;
- Consider Proms' responsibilities to the wider community, society and the environment; and
- Consider Proms' responsibility in promoting equality and good relations.

Approved by Board 10 November 2023