

# Stevenage Lytton Players

## Terms of Reference - Trustees



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### 1. Purpose

These Terms of Reference outline the roles, responsibilities, authority, and operating procedures of the Trustees of The Stevenage Lytton Players (CIO). They supplement, and must be read in conjunction with, the CIO Constitution dated 25 November 2024. All further references to “Clauses” shall mean those in the Constitution dated 25 November 2024.

### 2. Governance Framework

2.1. The Trustees are the governing body of the CIO and must act in accordance with:

- The Stevenage Lytton Players CIO Constitution
- Charity law, including the Charities Act 2011
- The Charity Commission’s guidance for trustees

2.2. The Constitution takes precedence in the event of conflict between documents.

### 3. Trustee Roles

3.1. The Board shall consist of the following officers and general trustees, elected or appointed in accordance with clauses 12–15:

- Chair
- Secretary
- Treasurer
- General Trustees

3.2. The minimum number of Trustees is three and the maximum is twelve.

### 4. Responsibilities of the Trustee Board

4.1. In accordance with clause 12, Trustees collectively:

- Manage the affairs and assets of the CIO.
- Ensure activities further the CIO’s charitable object: advancing public knowledge and appreciation of music and drama.
- Ensure compliance with all legal, financial and reporting obligations.
- Approve budgets and monitor financial performance.

- Maintain oversight of risk, policies, and governance structures.
- Ensure safe and effective operation of productions, rehearsals, and activities.
- Uphold safeguarding, data protection, equality, and Health & Safety requirements.
- Maintain a culture of respect, inclusion, and volunteer well-being.

## **5. Officer Role Descriptions**

### **5.1. Chair:**

- Leads the Board and ensures effective governance.
- Chairs Trustee meetings and general meetings.
- Ensures decisions are made in line with the Constitution.

### **5.2. Secretary:**

- Manages formal communications and statutory notices.
- Ensures accurate minute-keeping as required by clause 24.
- Maintains a Registers of Trustees.

### **5.3. Treasurer:**

- Leads financial oversight and ensures compliance with clause 25.
- Prepares budgets, management accounts, and drafts annual accounts.
- Oversees financial controls and banking arrangements.

### **5.4. General Trustees:**

- Contribute to governance, decision-making, and oversight.
- Participate actively in meetings and support operational activities as required.

## **6. Meetings of Trustees**

### **6.1. Trustee meetings must follow clause 19:**

- Any Trustee may call a meeting.
- A quorum is four Trustees or one-third of the total number of Trustees, whichever is greater.
- Decisions are made by majority vote, with the Chair holding a casting vote.
- Trustees may meet electronically.
- Minutes must be kept of all decisions as required by clause 24.

## **7. Conflicts of Interest**

### **7.1. Trustees must comply with clause 7:**

- Declare conflicts of interest.
- Withdraw from discussions where a conflict exists.
- Not vote or count towards quorum in conflicted matters.

## **8. Delegation**

- 8.1. In accordance with clause 18, Trustees may delegate tasks to committees or individuals but retain overall legal responsibility. Delegated groups must:
- Have at least one Trustee member.
  - Report back regularly to the Board.
- 8.2. The trustees delegate the operational running of the Stevenage Lytton Players to an Executive Committee.
- 8.3. Membership of the Executive Committee shall be determined by the Trustee Board.
- 8.4. The Executive Committee will have four members with the roles of Chair, Treasurer, Secretary and Business Manager. The responsibilities of this committee will be set out in their Terms of Reference and Roles and Responsibilities document
- 8.5. The further delegation of roles to operate the day-to-day management of the charity/society will be the responsibility of the Executive Committee as outlined in their Terms of Reference.

## **9. Appointment, Rotation and Removal**

- 9.1. Trustee appointments must follow clauses 13–16. Key points:
- Appointment of a new Trustee may be by a vote of members at a General Meeting, or by appointment by existing trustees.
  - One third of Trustees retire each AGM by rotation.
  - Retiring Trustees may stand for reappointment.
  - A Trustee may serve three consecutive terms before requiring a one-year break.
  - Trustees may be removed by a vote of members in line with clause 15.

## **10. Conduct and Expectations**

- 10.1. Trustees are expected to:
- Act in the best interests of the CIO.
  - Maintain confidentiality.
  - Prepare for and attend meetings regularly.
  - Uphold and model the charity's values and policies.
  - Treat all volunteers, members and the public with respect.

## **11. Review of Terms of Reference**

These Terms of Reference shall be reviewed annually by the Trustee Board to ensure they remain compliant with the Constitution and best practice.

**Approved by the Trustees of the Stevenage Lytton Players**

7 December 2025

**Signatories:**

I have read, understood and agree to comply with this policy.

Name	Signature	Role	Date