

Trustee

Role Description & Person Specification

Simon Hill HonFRPS
President and Chair of Trustees, Royal Photographic Society

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blue type indicates Regulation to be prepared by NomCom and reviewed/ratified by the Board of Trustees

Trustee

Role Description

Role Title

A **Trustee** is a full voting **Member of the Board of Trustees** (also known as a **Member of Council**) and may be Elected, Appointed or Co-opted. This Role Description and Person Specification applies equally to all Trustees including those holding office (President & Chair of Trustees, Deputy Chair of Trustees, Honorary Treasurer) in addition to any Role Description and Person Specification applicable exclusively to those offices. There are three types of Trustees:

Elected

An **Elected Trustee** shall be recruited and elected by the Members according to the process prescribed by RPS Regulation [prepared by NomCom and reviewed/ratified by Board](#) (RPS By Law 2023:16.1).

Appointed

An **Appointed Trustee** shall be recruited and appointed by the Board of Trustees according to the process prescribed by RPS Regulation [prepared by NomCom and reviewed/ratified by Board](#) (RPS By Law 2023:16.1).

Co-opted

A **Co-opted Trustee** shall be recruited and appointed by the Board of Trustees according to the process prescribed by RPS Regulation [prepared by NomCom and reviewed/ratified by Board](#) (RPS By Law 2023:16.1).

Term of Office

An **Elected Trustee** (except if holding the office of President & Chair of Trustees) shall serve for a term of three years as prescribed by RPS By Law 2023:14.2. A further term of three years may be served if, once again, elected by the Members.

An **Appointed Trustee** (except if holding the office of **President & Chair of Trustees**) shall serve for a term of three years as prescribed by RPS By Law 2023:15.2 noting that the three year term of office shall be calculated from the date of the preceding AGM (as agreed by the Board of Trustees, 8 October 2021). A further term of three years may be served if, once again, appointed to that position.

A **Co-opted Trustee** (except if holding the office of **President & Chair of Trustees**) shall serve for a limited term as prescribed by RPS By Law 2023:9.5. Under provision of RPS By Law 2023:9.5 a period of time served as a co-opted Trustee is not included when considering terms as an Appointed or Elected Trustee or, in pursuance of RPS By Law 2023:9.4, the maximum time a Trustee may serve.

Any Elected or Appointed Trustee who reaches six consecutive years on the Board may not be appointed for a further term without a gap of two years as prescribed by RPS By Law 2023:9.4.

Codes of Conduct

All Trustees, whether or not holding office, shall agree to abide by the letter and sentiment of the Member Code of Conduct and the Trustee Code of Conduct.

Role Objectives

The objectives of a Trustee, as a Member of the Board of Trustees, are to:

1. Ensure that the RPS complies with its Royal Charter, By Laws and any Regulations (Rules) ratified by the Board of Trustees, charity law, applicable company law and any other relevant legislation or regulations;
2. Ensure that the RPS pursues its objects as defined in its Royal Charter;
3. Ensure that the RPS applies its resources exclusively in pursuance of its Objects;
4. Contribute actively to the Board of Trustees by giving firm strategic direction to the RPS, setting overall policy, defining goals, setting targets, and evaluating performance against agreed targets;
5. Safeguard the good name and values of the RPS;
6. Ensure the financial stability of the RPS.

Key Activities of the Board

1. Provide entrepreneurial leadership within a framework of prudent and effective controls which enable risk and performance to be assessed and managed.
2. Set the organisation's strategic aims, ensuring that the necessary financial and human resources are in place to meet its objectives.
3. Set the organisation's values and standards, ensuring that its legal and regulatory objectives are understood and met.
4. Take strategic decisions about the organisation's future development, investment and direction.
5. Use any specific skills, knowledge or experience individual Trustee's possess to help the Board of Trustees reach sound decisions, identifying key issues, providing advice and guidance on new initiatives, and evaluating or offering advice on other areas in which the Trustee has particular expertise.

Key tasks for Board members

1. Uphold and promote the development of an organizational culture in line with the organisation's mission, values and objectives.
2. Constructively challenge and contribute to the development of the strategy of the organization.
3. Scrutinize the performance of management of the organization in meeting agreed goals and objectives, and monitor the reporting of performance.
4. Be satisfied that financial information is accurate and that financial controls and risk management systems are robust and defensible.
5. Determine the remuneration of the Chief Executive Officer and the Senior Leadership Team, and have a prime role in appointing and, where necessary, removing executive management and in succession planning.
6. Act within the rules of the organization and comply with its policies, procedures and standing orders.
7. Contribute to, and share responsibility for, decisions of the Board and for any committee of the Board of which you are, from time to time, a member.

8. Attend and participate in development activities such as induction, training and performance review sessions, or events, as reasonably required by the organisation.
9. Regularly attend Board meetings and other relevant committees.
10. Keep up-to-date with background information and knowledge on matters relating to the conduct of a business such as the organization, and to read Board and/or committee papers before meetings.
11. To uphold the Member Code of Conduct and Trustee Code of Conduct.
12. The role of Trustee may from time to time involve leading discussions, whether at a Board meeting or at a sub-Committee of the Board or at Board Sub Group meetings. Board sub-Committees are governed by Terms of Reference that from time to time may be issued or revised by the board. Board Sub Groups may from time to time and for specific purposes be formed and approved by the Board.

Board Sub Groups (SGs) require clear and precise Terms of Reference approved by the Board of Trustees. These must include: membership, process of appointment of chair, scope of activity and fixed time or purpose limit; a Sub-Group will have no decision-making powers so must report back to the Board for all decision making; Sub-Groups must *not* be formed without specific Terms of Reference and under no circumstances must they be permitted to extend the purposes or scope of the Sub-Group without ratification by the Board.

Board members are NOT expected to:

1. Become involved in day-to-day operational matters of the organisation. Trustees should at all times focus on the strategic direction of the RPS and avoid any involvement with operational or executive decisions and matters. Operational and executive decisions and matters are the responsibility of the RPS Executive under direction of the Chief Executive Officer, aided by the members of the Senior Leadership Team. Where Trustees are consulted on operational or executive decisions or matters, any consultation provided is recommendation and not instruction. The final decision on operational or executive matters rests with the Chief Executive Officer.
2. Advocate for, or promote, any specific issue or any group or individual.
3. Act as a representative of any group of individuals or section of the community.

Other Responsibilities

In order to deliver its collective role and responsibilities, the Board of Trustees requires specific skills and experience that may be provided by individual Trustees. These include but are not limited to the following areas:

- the photographic environment including professional, advanced amateur, hobbyist, arts, imaging science, manufacture and retail
- financial management, income generation, funding, foundations and enterprise
- public policy and public affairs
- national and local voluntary sector
- national and local government and statutory bodies
- digital strategy
- trading subsidiaries and social enterprise
- human resource management
- volunteering management and brokerage
- collaborative partnerships
- social investment and impact

What you can gain from working with the RPS

- The opportunity to make a real difference to an international, respected organisation.
- The opportunity to develop new and existing skills
- The opportunity to work closely with other Board members and the management team.
- To gain experience working at Board-level in a successful, established organisation.
- The opportunity to use your skills to contribute to the education and involvement of people worldwide in the photography environment.

Trustee

Person Specification

Membership of the RPS

All Trustees of the RPS, whether an Elected Trustee, an Appointed Trustee, a Co-opted Trustee and whether or not holding office, must be a fully paid-up Member (or Honorary Member or Honorary Fellow) of the RPS. An Appointed or Co-opted Trustee candidate who is not already a Member of the RPS must become a Member before taking up their role as a Trustee. In the case of Appointed and Co-opted Trustees (but expressly *not* Elected Trustees) such membership may be provided as Honorary Membership for the duration of their tenure as an Appointed or Co-opted Trustee.

Personal Qualities

- Honesty, integrity and a robust commitment to work for the sustainable development of the RPS and for the benefit of its Members and beneficiaries.
- A strong and visible passion and commitment to the RPS, its charitable objects, its strategic objectives and its wider cause.
- Strong inter-personal and relationship building abilities and be comfortable in an ambassadorial role.
- Tact and diplomacy, with the ability to listen and engage effectively.
- Ability and willingness to communicate views clearly and objectively.
- Demonstrable sound, independent judgement.
- Able to commit time to expertly deliver on the role of Trustee.
- Willing to work out of normal office hours and to travel occasionally for RPS purposes.

Experience

- Operating at a leadership level (ideally as a member of a management team) within an organisation of similar size or structure to the RPS.
- Demonstrate a successful track record of achievement through their career.
- An understanding of how a Board operates and the ability to work effectively in a team.
- Some experience of charity governance is desirable.
- Some experience of delivering presentations.

Knowledge and Skills

- Some knowledge and understanding of the photography sector to encompass history, fine art, professional and amateur segments, and current issues affecting that sector.
- Familiarity with partner and competitor organisations in the photography sector.
- Some financial management expertise and a broad understanding of charity finance issues.
- Good understanding of charity governance issues.
- Understanding the needs of diverse communities and the issues relating to EDI.
- Strong appreciation of social and environmental issues

Competencies for Board members

- Strategic leadership
 - Can think across different time horizons and across different contexts such as society, politics, environment etc. to ensure the ongoing success of the RPS initiatives under Inspire, Create and Connect
 - Systemic mindset: capable of separating causes from effects. Can identify feedback loops that will affect the organisation. Able to recommend interventions that are systemic and not just addressing symptoms (avoid knee jerk responses)
 - Horizon scanning: able to bring an external perspective into the RPS ways of thinking and acting e.g. growing importance of ESG and children and young people
 - Develops ideas to shape the ways in which the RPS initiatives under Inspire, Create and Connect can be most successful
- Translating information into insight, into action
 - Capable of drawing from multiple data sources: both qualitative and quantitative and stitching together a coherent narrative about what the data is “saying” in relation to RPS aims
 - Can use story and analogy to convey important points and messages from raw data and information
 - Uses evidence (qualitative and quantitative) to persuade and to advocate a course of action and to ensure that the RPS, wherever possible, sees things through to completion, using appropriate monitoring and review
 - Brings a commercial mindset about RPS activities using evidence to inform performance and financial sustainability
- Effectiveness in meetings
 - Balances advocacy of own points of view with enquiry of others’ points of view
 - Facilitative meeting style that invites others to speak; reflects what has been said and ensures that everyone’s views are both heard and synthesised where appropriate
 - Prepared to speak-up in a group/meeting and communicate cogently, politely and with authenticity
 - Brings the member perspective in meetings. Is tuned-in to member concerns and aspirations including those from international communities
 - Is able to challenge where it is beneficial to do so to bring about change
- Bringing coaching and constructive challenge
 - Interacts with the executives and officers of the RPS in a helpful and coaching way (using guiding questions and reflection) that helps them to achieve the strategic outcomes of the Society
 - Can challenge in a productive, constructive and respectful way that seeks to ensure that all angles are considered and that decisions are optimal

- Brings a collaborative mindset and style that seeks to ensure better outcomes because all voices and ideas are heard
- Demonstrates empathy for others

- Representation of the Society
 - Acts as a role model for the mission and principals of the RPS: bringing inspiration, creativity and connections across photographic communities thereby raising the profile of the RPS
 - Acts as an ambassador of the RPS in wider society and in other networks
 - Keeps the RPS Strategy front of mind and in all interactions concerning trustee business. Personal ambition is subordinated to Society success
 - Ensures that the ESG agenda is included in RPS deliberations, both in terms of things like carbon footprint as well as the use of photography to raise societal awareness and action

- Inclusion and diversity mindset
 - Is a champion for the role of the RPS in wider society (and internationally) including with under-represented groups and stakeholders
 - Seeks to understand the perspectives of those with different points of view and from different backgrounds
 - Raises the profile of the RPS in wider interactions and networking activities, where appropriate
 - Alert to wider networking and partnership opportunities and can bring them “to the table” so that they can help the RPS achieve its strategic aims
 - Is able to communicate in a variety of ways to reflect individuals’ differing and preferred learning and communication styles.