

Information for Prospective Directors/Trustees

Introduction

An Lanntair Ltd is an arts charity also registered as a limited company. The legal frameworks within which we operate are governed by the OSCR (Office of the Scottish Charities Regulator) and UK company law. Details of Directors must be registered at Companies House. What follows is a brief summary of the role and some of the legal responsibilities of Directors. We hope you will find it useful. You can find much more detailed guidance on the OSCR website at www.oscr.org.uk. Our Articles of Association (our governing document) is available on the “Caraidean/Members” page of our website at www.lanntair.com.

An Lanntair’s Charitable Objects (purposes)

“To promote the study, practice and knowledge of the arts for the public benefit and in furtherance of that object but not otherwise: to present, promote, organise, provide, manage, and produce exhibitions, films, broadcasts, entertainments, and exhibitions whether on any premises of the Company or elsewhere as are conducive to the promotion, maintenance, improvement, and advancement of education or to the encouragement of the Arts”

Directors’ roles and legal duties

1. The Directors are the people who, working together as The Board, share the full legal responsibility for the overall governance, strategic direction and management of An Lanntair. An Lanntair Directors are not involved in day to day management nor in making operational decisions, programming decisions or curatorial decisions. These, under a formal Scheme of Delegation, are the responsibility of the chief executive and her team who provide regular information and reports to the board and funding bodies.

2. Directors must always act in “good faith” in a way that is consistent with the purpose (objects) and powers stated in An Lanntair’s governing document.

3. Where a conflict of interest arises, either personal to a Director or a family member or to an organisation in which the Director has an interest, Directors are legally required to do what is best for An Lanntair or may be excluded from the decision making on the conflicted issue.

4. Directors must act with “due care and diligence” making sure that An Lanntair is run responsibly and lawfully and that its beneficiaries¹, assets and reputation are protected. This includes:

Finance

Maintaining a clear picture of An Lanntair’s financial situation.

Producing, publishing and filing annual accounts.

Setting budgets and agreeing plans to manage any financial risks.

Ensuring financial stability and sustainability.

¹ An Lanntair’s beneficiaries are the people and communities for whom the charity exists e.g. members, audiences, staff, residents and visitors to the Islands, audiences where An Lanntair performs and contributes to events nationally and internationally

Risk management

Reviewing all types of risk across the organisation, ensuring that plans are in place to reduce or eliminate risk

Performance Indicators

Determining and monitoring performance indicators which show how An Lanntair is performing across all work streams and targets.

Health and Safety www.hse.gov.uk/

Directors must ensure that An Lanntair complies with Health and Safety legislation and that policies and procedures are in place to ensure a safe, healthy working environment with appropriate welfare facilities for staff and for visitors. Risks must be recorded on the risk register and necessary action taken.

Employment www.acas.org.uk/scotland

Directors must ensure that An Lanntair complies with Employment Law ensuring that appropriate Human Resources policies and procedures are in place.

Equality and Human Rights www.equalityhumanrightscommission.com

Directors must ensure compliance with Equality and Human Rights legislation both as an employer and as a service provider. This legislation has significant implications for good employment practice, behaviour at work, service delivery and access. In addition to the legal imperative, An Lanntair is required to demonstrate compliance to our major funders as part of their public sector equality duty.

Data Protection <https://ico.org.uk/for-organisations/guide-to-the-general-data-protection-regulation-gdpr/>

Directors must ensure that An Lanntair complies with Data Protection legislation. This includes the recently updated General Data Protection Regulations which came into force in 2018, a set of rules designed to give individuals more control over their personal data.

The Board may consult with specialists in any areas where they consider they need more expertise.

Board Meetings

Board papers are usually circulated one week before meetings which are typically four times a year, with meetings lasting upwards of two hours. One hour before the quarterly meeting Directors are often invited to a presentation from an An Lanntair staff member on an aspect of current or future work. Additional meetings are occasionally scheduled throughout the year as required. There is a Finance sub-committee which meets a few days before the quarterly Board meetings to examine finances in more detail and prepare a report to the Board. Individual Directors occasionally provide other advice or assistance throughout the year, on a voluntary basis, when it is requested by the chief executive.

Directors do not receive any remuneration for their services.