

Specimen director/trustee declaration

Guidance note

Specimen director/trustee declaration

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If you have any feedback on the content of these resources, or additional questions that you'd like to discuss, please contact the SGA: **020 7612 7029 | info@sportsgovernanceacademy.org.uk**

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Specimen director/trustee declaration

Overall purpose

This guidance note offers the company secretary or governance lead of a sports organisation, which will also be a company limited by guarantee, an outline of the information that should be considered when appointing a new director to the board. It is a specimen document for organisations to amend to suit their needs.

It is essential that those responsible for the governance of an organisation are aware of their legal duties as a trustee under charity law, directors under company law and/or trustees under charity law.

Under the Companies Act 2006 and the Charities Act 2011, directors/trustees must be eligible to serve and not disqualified. The following specimen document provides an outline declaration for prospective board members to confirm they are eligible to serve.

It is recommended that the director/trustee is given two copies of the letter, both to be signed. One should be returned to the company secretary and the other retained by the director/trustee for their records. This declaration should be completed and received before, or at, the first meeting the new director/trustee attends. In some instances, an organisation's procedures may require a similar declaration to be completed annually and/or upon re-appointment.

Specimen director/trustee declaration

Specimen letter

Dear *[company secretary/governance lead]*

I write to confirm my acceptance of being *[elected/appointed/co-opted]* as a *[director/trustee/board member]* of *[name of organisation/company registration number]* with effect from *[date]*, and to state that I am able to meet the time commitments required for this position.

I understand that my tenure as director/trustee should run until *[date]*, at which point I may be invited to *[stand for re-election, be re-appointed]* for a further period of *[number of years]*. The information provided makes clear the situations in which it may be possible that I am removed from office before the end of my term of office. I am aware that I am able to resign in writing to *[the chair, company secretary/governance lead]* at any point before the culmination of the *[number of years]*.

I confirm I have read and understood the following information:

- form AP01 (appointment of director, Companies House);
- organisation's articles of association;
- standing orders/rules/bye-laws;
- schedule of board meetings/times/venues;
- terms of reference for committees;
- the induction pack;
- expenses policy and forms;
- conflicts of interest policy;
- register of interests form;
- a summary of the roles and responsibilities of the directors/trustees;
- role description;
- the Code for Sports Governance/FRC Corporate Governance Code/Charity Governance Code;
- the Charity Commission's CC3: *The essential trustee: what you need to know, what you need to do*;
- *[HMRC fit and proper person guidance and declaration]*¹;
- code of conduct; and
- person with significant control register (where applicable, the information will be submitted to the register held at Companies House).

¹ For charities claiming Gift Aid, the Finance Act 2010 requires that trustees, as managers of the charity, pass the fit and proper persons test.

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I am aware of the roles and responsibilities placed upon me as a director/trustee and the duties vested in the position. I confirm that I am unaware of any impediments that would render me ineligible to serve as a director/trustee. Specifically, I declare that:

- I am aged 16/18 at the date of this election or appointment.²
- I am capable of managing and administering my own affairs.
- I am not entered on the sex offenders register.
- I do not have an unspent conviction for an offence involving:
 - deception or dishonesty;
 - terrorist offences;
 - money laundering;
 - bribery;
 - misconduct in public office, perjury, or perverting the course of justice;
 - contravention of certain Charity Commission preventative orders (under the Charities Act 2011 s. 77); or
 - attempting, aiding or abetting the above offences.

- I have not been found in contempt of court.
- I am not a designated individual under specific anti-terrorist legislation.
- I have not been found guilty in the High Court of disobeying a Charity Commission order or direction.
- I have not been removed from:
 - trusteeship, or as an officer, agent or employee of a charity by the Charity Commission, the Scottish charity regulator or High Court for misconduct or mismanagement;
 - a position of management or control of a charity in Scotland for mismanagement or misconduct;
 - being a director under the Company Director Disqualification Act 1986, including Company Directors Disqualification (Northern Ireland) Order 2002;
 - directorship by way of being an undischarged bankrupt;
 - directorship because there is an outstanding composition or arrangement with creditors which includes an Individual Voluntary Arrangement (IVA) and I am currently on the Insolvency Services Register; or
 - management or control of a body under s. 34(5)(e) of the Charities and Trustee Investment (Scotland) Act 2005, or earlier legislation.

² For companies limited by guarantee and charitable incorporated organisations, the minimum age for a director/trustee is 16 years; for trusts and unincorporated associations the minimum age is 18 years.

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- I have not been declared bankrupt and have not been the subject of sequestration proceedings in Scotland. You may make this declaration if the relevant bankruptcy or sequestration order has been discharged.
- I have not entered into any compromise or arrangement with my creditors (e.g. an Individual Voluntary Arrangement or deed of arrangement), except one that has already been discharged.
- I am not subject to an order made under s. 7 of the Law Reform Act (Miscellaneous Provisions) (Scotland) Act 1990, preventing me from being concerned in the management or control of any relevant organisation or body.
- I am not subject to a disqualification order under the Criminal Justice and Court Services Act 2000.³
- I am not disqualified under the Protection of Vulnerable Adults List.⁴
- *[for organisations claiming Gift Aid insert:*
 - *I have not been involved in tax fraud or other fraudulent behaviour including misrepresentation and/or identity theft.*
 - *I have not used a tax avoidance scheme featuring charitable reliefs or using a charity to facilitate avoidance.*
 - *I have not been involved in designing and/or promoting tax avoidance schemes].*

³ For some organisations, such as charities that work with children.

⁴ For some organisations, such as charities that work with vulnerable adults.

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In order to serve the organisation to the best of my abilities, I appreciate that I will be required to undertake periodic training, and that I should liaise with the company secretary to discuss further information and training needs, as appropriate.

Yours sincerely,

[Name of director/trustee]

[Date]

[Director/trustee address]

[For organisations claiming Gift Aid insert:

Date of birth: _____

National Insurance Number: _____]

Enclosed:
Completed register of interests form

