

**THE REME CHARITY
GOVERNANCE MANUAL**

2017

<http://remecharity.org/>

PREAMBLE

This Governance Manual sets out fundamental information about The REME Charity.

It explains the operation of the Trustee Board, the duties of the Trustees and the Terms of Reference of the Committees of the Board. It also sets out the policies of the Charity in many areas, and contains references to more detailed policies or statutory requirements which govern the work of the Charity in areas such as employment and heritage conservation.

The Charity takes note of, and seeks to comply with, the guidance provided by the Charity Commission in its series of leaflets, and in its occasional directions to all charities. Trustees should ensure that they are familiar with the guidance notes which apply to their own area of guardianship and in particular with the basic reading list in Annex D.

The text of the Governance Manual may only be amended by agreement of the full Board of Trustees. Amendments will be noted on the form below, together with the date of the amendment and the signature of the Chairman.

This Governance Manual was formally adopted by the Board of Trustees on 27th April 2017



Major General Stephen Andrews CBE
Chairman of the Board of Trustees
The REME Charity

DOCUMENT REVIEW

Version	Text of Amendment	By	Date

Authorised by the Secretary to the Board of Trustees on their behalf.

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INTRODUCTION

1. The REME Charity ('the Charity') was formed in April 2016 by the incorporation into a single charity of three former charities associated with the Corps of REME. The oldest, the REME Benevolent Fund was set up in 1947 to provide a range of support to the Corps and to needy members or former members of the Corps and their families. A Museum Trust was established in charitable form in 1976 to hold reference collections of Corps materiel and to educate the public and members of the Corps. Both these charities were linked with the Central Charitable Trust of the Corps, set up in 1986, which has provided funding to them over and above any funds raised internally.
2. The decision to register The REME Charity with the Charity Commission of England and Wales as a fully incorporated charity (No.1165868) was taken by the Trustees, with the encouragement of the Corps Council, in 2015. Incorporation and the appointment of a new and partly civilian Board establishes the Charity as completely independent of the Corps. While its objectives centre on the Corps, there is no question of control by any arm of government or the MOD. This entitles the Charity to such tax and other statutory benefits as are available to all Charities in England and Wales.
3. A separate registration has been, or will be, established in Scotland and Northern Ireland with their respective charity commissions.

OUR OBJECTIVES

4. The objects of the Charity are:
 - a. To promote the efficiency of REME and to foster its esprit de corps;
 - b. To relieve either generally or individually necessitous persons being members or former members of REME or their dependants ('Beneficiaries'); and
 - c. To support charitable purposes for the benefit of the Beneficiaries or of persons who are members of REME.

The Charity's Articles allow these activities to be carried out in any part of the world so long as they are exclusively charitable. This enables the Charity to assist beneficiaries who have retired or fallen on hard times while living overseas, and to make donations to overseas charities supporting REME members or their families. It also allows us to support sporting activities abroad in which our Corps members are participating.

OUR GOVERNING DOCUMENTS

5. **Memorandum and Articles of Association.** The REME Charity, as incorporated, is governed by both the Charities Acts and the Companies Acts (Company No 10036700). The principal internal reference document is the Memorandum and Articles of Association of the REME Charity. This sets out in full the powers, duties and limitations of the Board of Trustees ('the Board'). It outlines the committee structure and membership, the role of the Chairman, the rules of membership of the Charity and gives details of the conduct of meetings of the Board and members. Copies of the full document may be obtained from the Chief Executive.
6. **Job Descriptions.** Outline job descriptions for the Chairman and for each Director are set out in Annex A. Within the overall structure, each Committee of the Board has its own Terms of Reference, which are set out in Annex B. Certain sections of the Charity such as the Museum, which admits members of the public, are in addition governed by wider legislation which is not set out in this manual.

THE BOARD OF TRUSTEES

Duties of Trustees

7. Trustees are responsible for the governance and management of the Charity's business. Like any other business, the REME Charity has a Board whose task is to develop strategy, having in mind the financial, political and other factors bearing on both the beneficiaries and the Charity itself. They must ensure that adequate resources are available to pursue the strategy and they will monitor the effectiveness of day to day management of the Charity's work. The Articles of Association empower the trustees to delegate much of this work, but it is the trustees who bear the legal responsibility for the Charity's operations.

8. In addition to their managerial responsibilities, the trustees are also the standard bearers for the values and culture of the REME Charity. Trustees with REME service bring a wealth of knowledge and understanding of both the history of the Corps and current operations. It is their role to ensure that their civilian colleagues appreciate changes as they occur and the implications of proposed developments.

9. Trustees who are appointed with a very high level of experience and understanding of business and financial management, contribute essential new skills to this comparatively recently incorporated charity. The task of the Board is to put their different skills to work in the service of the Charity, creating a balance which safeguards and grows the assets to meet future needs, and responds to current Corps requirements and the needs of Beneficiaries with genuine concern and interest.

10. **Standards of Conduct.** All REME Charity Trustees are expected to adhere to the Nolan Principles for Behaviour in Public Life¹ when representing the Charity and its interests.

11. **Indemnity Insurance.** The Charity's Articles allow the Board to pay the premium in respect of indemnity insurance for the Trustees and it is the Charity's policy to do so. This protects the Trustees from actions for damages in connection with their office – it does not cover deliberate default or gross neglect by a Trustee.

Size and Tenure

12. **Size.** The Board has no maximum size, but the Charity Commission advises that a range of skills should be represented on charity boards. There must be at least three Trustees.

13. **Tenure.** Trustees may be appointed for three years and will usually be reappointed only once.

Membership

14. **Knowledge of the Corps of REME.** It is the intention of the founding trustees that at least two members of the Board should be serving members of the Corps. This is to ensure that the Board and its committees are fully aware of current issues within and around the Corps which might affect the way the Charity fulfils its objects.

15. **Balance of Skills and Experience.** Other members of the Board are recruited and appointed by the Trustees on the basis of their ability by open competition. A skills matrix has been established and it is used to identify areas of strength and weakness in order to ensure that the Charity is managed effectively and to the greatest benefit of the beneficiaries. The value of a diverse board is

¹ Selflessness; integrity; objectivity; accountability; openness; honesty; and leadership
(www.gov.uk/government/publications/the-7-principles-of-public-life)

that its members bring a range of perspectives and experience, as well as the perceptions of people of different age, gender, ethnicity, religion and so on. The Chairman will bear this in mind when making appointments.

16. **Disqualification.** Individuals disqualified under the Charities Act or the Companies Acts cannot present themselves as trustees: trustees must be ‘fit and proper persons’ under the Finance Act 2010.

17. **Remuneration and Expenses.** Trustees receive no remuneration but are reimbursed for their expenses.

Induction and Training

18. New Trustees are given a full briefing about the operation of the Charity and they may be asked to participate in an appropriate external training course on the duties of trustees generally. The Board may invite external speakers to its meetings from time to time to ensure that all trustees are familiar with changes in charity legislation. It is a personal responsibility of every trustee to become and remain familiar with the characteristics of effective trusteeship.

Meetings

19. **Attendance.** REME Charity Trustees will normally be expected to attend two meetings each year. Trustees who are members of committees will be expected to attend further meetings.

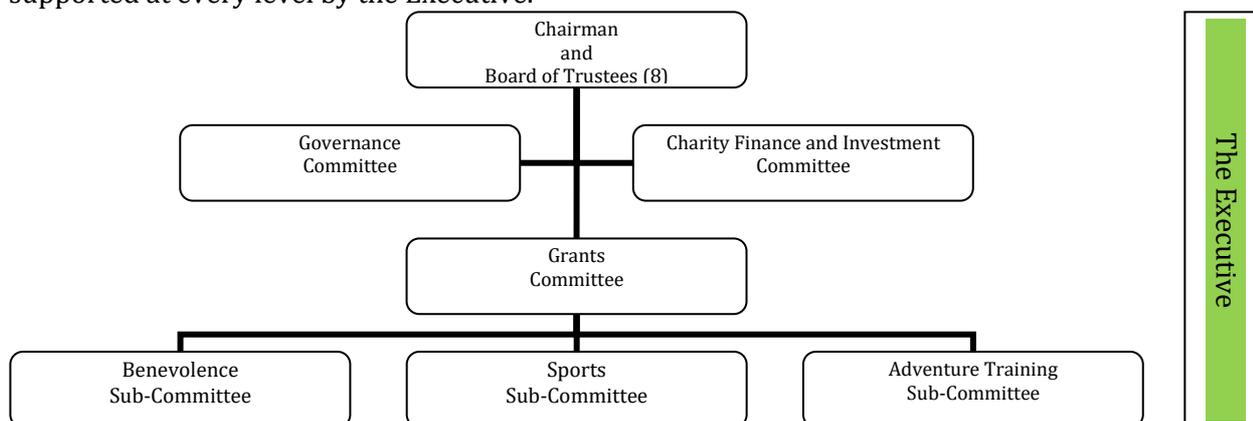
20. **Preparation.** Trustees are expected to have read the material provided in advance and to come to the meeting with a fair and open-minded view so that decisions are made in the best interests of the Charity and its beneficiaries.

21. **Conflicts of Interest.** Conflicts of interest, which might include a divergence of positions between the Charity and the military authorities, are declared at the start of each meeting and Trustees will be expected to absent themselves from items in which they have declared an interest. Any transaction in which a Trustee may be interested directly or indirectly must have proper legal authority.

THE CHARITY’S COMMITTEES

The Charity’s Architecture

22. The Board delegates its authority to its committees, which are made up of trustees and other specialists and members of the Corps as appropriate. Each committee is chaired by an appropriate Lead Trustee and its role is to scrutinise and advise on the strategy and policy in its specialist area. The Chairman and Deputy Chairman are ex officio members of all committees. This structure is supported at every level by the Executive.



The Executive

23. The Executive is responsible for the day to day running of the Charity and for reporting to the Chairman and the Board of Trustees. It is formed of charity employees and public servants. It works alongside Regimental Headquarters REME from which it properly receives a range of publicly-funded administrative services, including accommodation and digital information services (Data Protection). The Executive is led by the Chief Executive who also holds the publicly-funded appointment of Corps Secretary. The Executive translates the direction of the trustees into efficient and effective management action. This includes, among other things:

- a. Arranging and recording all committee meetings;
- b. The day-to-day management of the Charity's finances;
- c. Custodianship of all documentation;
- d. Management of Charity employees;
- e. Arranging, and preparing for, external inspections and audits;
- f. Risk and compliance issues, including Data Protection; and
- g. Providing the central point of contact for the Charity.

24. The health and strength of the relationship between the Chairman and Trustees and the Executive is a vital component of the Charity's ability to deliver its charitable effects in the most efficient and effective way. It is a relationship founded on trust, mutual respect and a profound understanding of each other's roles. Trustees, who are often subject matter experts in their own right, must resist the temptation to interfere in day-to-day managerial matters. The Executive, for its part, will recognise when it must call on the trustees for direction or guidance. Both the Trustees and the Executive should feel mutually well informed and able always to deal frankly and openly on all aspects of the Charity.

25. Some aspects of the practical management of the Charity, particularly those connected with linking potential beneficiaries or applicants to grants, are described in REME Corps Instructions. These instructions have been agreed between the Corps of REME and the Charity. They serve to facilitate the effective and efficient delivery of charitable outcomes and do in any way impinge upon the independence of the Charity.

The Governance Committee

26. **Role.** Responsibility for the policies and procedures of the Charity lies with its trustees. Although some charities form a Governance Committee of a small number of trustees, the Trustees of the REME Charity decided in March 2017 that the necessary role of a governance committee would be undertaken by the Board as a whole. In this role the Board, acting as the Governance Committee, considers the size and membership of the Board and plans and directs the process for the recruitment and induction of new trustees.

27. **Trustee Performance Review.** The Committee recommends the process for the annual trustee performance review which is carried out by the Chairman. If questions arise about the behaviour or performance of a trustee in any of the respects set out in Paragraph 21 of the Articles, the Governance Committee advises the Chairman on the action to be taken.

28. **Risk Management.** The Committee has oversight of the Charity's Risk Management arrangements, in conjunction with the Finance Committee

29. **Frequency of Meeting.** The Governance Committee function will normally be part of the main Board of Trustee meeting, but can sit in this specific capacity as and when required.

The Finance and Investment Committee

30. **Role.** The Finance and Investment Committee is chaired by the Lead Trustee for Finance and the Lead Trustee for Investment is the Vice-Chair. Its role is to advise the Board on financial strategy, oversee the budgeting and accounting activities of the staff, advise on reserves, select and monitor the auditors and to ensure that proper accounting standards are maintained. The effective functioning of this Committee, and its intimate connection with the Executive, is vital to the health of the Charity's business.

31. **Investments.** The Charity's investments are supervised by the Lead Trustee for Investments, who advises trustees on the management of the portfolio, the selection and performance of investment managers and works with the Finance and Investment Committee to establish the proper profile for the Charity's investment strategy.

32. **Additional Membership.** External experts or delegates from other military charities or organisations may be invited to join this committee.

33. **Frequency of Meeting.** The Finance and Investment Committee will sit no less frequently than twice a year.

The Grants Committee

34. **Role.** The Grants Committee is chaired by the Lead Trustee for Grants. Its role is to advise the Board on the grant spend against the annual budget and the number and size of grants which have been made in furtherance of the objects of the Charity. The sub-committees sit under the remit of the Grants Committee and cover grants made for Benevolence, Sport and Adventure Training.

a. **Benevolence Sub-Committee.** The Benevolence Sub-Committee is chaired by the Lead Trustee for Grants and meets on a monthly basis. Responsibilities of this committee lie not so much in assessing individual requests to the Charity for help, but in ensuring that the process of assessment of applications is rigorous. The system must protect the Charity from fraudulent or inappropriate claims, while ensuring that the available funds are spent to give maximum support to needy beneficiaries. For maximum charitable affect cases must be administered promptly and those which are less than the delegated expenditure limit are dealt with out of committee by the Benevolence Manager.

b. **Sport Sub-Committee.** The Sport Sub-Committee is chaired by the Sport/CCT Manager and reports back to the Lead Trustee for Grants. The role of the committee is to review annual grant bids from over 40 Corps sports and produce an annual sports budget. This includes bids for overseas sports tours and those made under the sports rules for international representation for elite athletes. It will normally sit no less than twice annually.

c. **Adventure Training Sub-Committee.** The Adventure Training Sub-Committee is chaired by the Corps ASM and reports back to the Lead Trustee for Grants. The role of the committee is to process all applications for funding, reviewing each application in turn to ensure those applying for grants are entitled. All expenditure is recorded against an annual

budget which is set by the Lead Trustee for Finance. It will normally sit no less than monthly.

35. **Annual Grants Budget.** The Grants Committee, which is chaired by the Lead Trustee for Grants, drafts the annual budget for grants and monitors expenditure throughout the year. It may recommend changes or developments in grant strategy for approval by the Board.

36. **Financial Control.** Financial Control is achieved through a number of measures. Delegated authority is given to named individuals who have delegated expenditure limits and additionally, multiple signatures are required above certain limits. The delegations, which are approved by the Board, are shown at Annex E.

37. **Vulnerable Adults.** Responsibility for the Charity's Policy on Vulnerable Adults lies with the Grants Committee. While the REME Charity does not deal directly with vulnerable adults as beneficiaries, it may make grants to them from time to time through a third party such as SSAFA or the Royal British Legion. As these bodies investigate claims from potential beneficiaries on behalf of the REME Charity, the Trustees must assure themselves through the Grants Committee that these intermediaries themselves have appropriate policies in place to protect the interests of vulnerable adults.

38. **Awareness.** In order to keep abreast of the activities and conditions in the Corps, Committee members visit REME units or charities working with REME members from time to time. Two members of the Committee will act as the final arbiters on contentious claims.

39. **Additional Membership.** Representatives of other military charities or organisations may be invited to attend this committee, particularly if their work is part of the REME Charity's strategy to support beneficiaries.

The Museum Committee

40. **Status.** The Museum is a separate charity under the umbrella of The REME Charity, which is the sole trustee of the Museum and controls its funding.

41. **Role.** The Museum's function is to collect, conserve, display and interpret artefacts relevant to the history and current role of the Corps. The collection is the basis of education, information and research for members of the Corps, the public, educationalists, etc. Its operations are governed by its Acquisitions and Disposals Policy which sets out compliance with the Arts Council England Accreditation Scheme, the Code of Practice on Archives for UK Museums, UNESCO's 1970 Convention on illicit trading in cultural property and the other national and international rules that apply to its work.

42. **Membership.** The Museum Committee is chaired by the Lead Trustee for Heritage which will normally be a military trustee of the REME Charity. It is attended by external representatives experienced in museum operation, museum fundraising, local authority management and military history. The Museum Director acts as secretary to the Committee, which meets twice a year or as required.

43. **Business.** The business of the Committee covers the annual budget, decisions on the acquisition, loan or disposal of items and events planned by the management. It also recommends new ventures to the Board and monitors the Museum's compliance with policies relating to the admission of the public to its collections, either as visitors or volunteers. It may also seek guidance from the Trustees on the protection of the Museum's intellectual property.

The REME Trading Company

44. The REME Trading Company is a not for profit organisation which operates for the benefit of the REME Charity but is not part of it. Governance is by means of three Directors, one of whom is a

Trustee of the REME Charity. The Trading Company was registered in 2016 (Companies House No 10258502) with the aim of providing an income to the Charity from profit generated through the REME Shop and Museum Café sales. It is located in the REME Museum.

THE REME CHARITY'S EMPLOYEES

Charity Staff

45. The Charity employs about 25 full and part-time staff in the Executive, its office and, principally, at the Museum. Staff are employed on standard Terms and Conditions of Employment which are reviewed regularly by the Charity's solicitors to ensure that they comply with current employment law. The basis of their employment is the Staff Handbook, which is similarly reviewed from time to time. The Charity's policy is to comply with current employment law in all respects.

Staff Training

46. The trustees wish to encourage the Charity's staff in their individual development through further training and other opportunities such as exchange visits, talks by visiting specialists, etc. Permanent staff are encouraged to apply for grants for educational opportunities through their manager.

Disciplinary Policy

47. The Charity's Disciplinary Policy (see Staff Handbook) sets out the procedure for handling behavioural and other disciplinary matters arising in its workforce. The final appeal against dismissal or a final written warning will be to the Chairman, who will nominate two Trustees to hear the appeal. They will hear the appeal with all reasonable speed and their decision will be final. The Chief Executive will act as Secretary to the Appeal and will communicate its finding to the employee as quickly as possible.

Annex A To The REME Charity Governance Manual

LEAD TRUSTEES' JOB DESCRIPTIONS

This Annex to the Governance Manual sets out the main tasks for the Lead Trustees and Trustees of the REME Charity.

Leadership

1. **Chairman.**
 - a. Provide leadership to the REME Charity, leading discussions on strategic issues and ensuring that the charity follows the strategic direction set by the Board.
 - b. Carry out an annual strategic review.
 - c. Chair Board meetings and ensure that the management procedures prescribed under the Charity's documents of Incorporation are followed.
 - d. Lead the recruitment and training of new and replacement trustees. Carry out the procedures for the removal of trustees as necessary.
 - e. Ensure that financial, personnel and other resources are made available to achieve the Charity's strategic aims.
 - f. Ensure proper presentation of the views of the REME Charity when relevant issues arise in the public domain.
 - g. Represent the Charity at meetings of the Corps Council and at other wider Army meetings as required.
 - h. Carry out an annual performance review of trustees, as advised by the Governance Committee.

Military Trustees.

2. The Military Trustees:
 - a. Attend Board meetings of the REME Charity.
 - b. Report on trends and morale in the Corps which might affect the level and type of grant applications received. In particular, they monitor the responses to interventions made by the Charity and assess the effectiveness of its work.
 - c. Suggest new areas for which grants or other support might be appropriate.
 - d. Take back news of the work of the Charity and encourage members of the Corps to contribute either financially or through other channels.

Trustees with Specialist Appointments

3. **Lead Trustee for Finance.** The duties of the Lead Trustee for Finance are to:
 - a. Make recommendations on financial strategy to the Board.

- b. Working with the permanent accounting staff, oversee the preparation of budgets in accordance with the financial strategy set out by the Board.
- c. Put in place procedures to monitor the Charity's financial performance and ensure that routine reports are made to the Board; request re-forecasts when required.
- d. Ensure that the permanent staff prepare annual accounts in accordance with the relevant SORP and to the standards required by the Charity Commission.
- e. Ensure that procedures are in place to safeguard the Charity's assets; oversee the asset register.
- f. Advise the Board on the level of reserves required for its activities.
- g. Liaise with the Charity's bankers to ensure that the maximum benefit is obtained from its cash flow.
- h. Lead the appointment of, and liaison with, external auditors.
- i. Liaise with the Governance Committee on risk assessment and oversee the Risk Register.

4. **Lead Trustee for Investment.** The duties of the Lead Trustee for Investment are to:

- a. Advise on the investment strategy of the Charity in the light of its financial requirements.
- b. Monitor the investment income and asset distribution produced by the Charity's brokers. Discuss changes with the brokers on instructions from the Board.
- c. Lead annual investment reviews and make recommendations to the Board on any changes required in investment strategy or placement of the Charity's investments.
- d. Advise on the selection and replacement of the Charity's brokers.

5. **Lead Trustee for Grants.** The duties of the Lead Trustee for Grants are to:

- a. Review the grants strategy and make recommendations for changes as required.
- b. Ensure that the process of evaluation of requests for money is rigorous and carefully monitored; and also to ensure that the Charity is protected from fraudulent or inappropriate claims.
- c. Arrange for two Trustees to act as the final arbiters on contentious grant applications.
- d. Carry out visits to units from time to time to become familiar with on-going issues for serving personnel within the Corps.

6. **Lead Trustee for Heritage.** The Lead Trustee for Heritage will normally be a military trustee. The duties of the Lead Trustee for Heritage are to:

- a. Chair the meetings of the Museum Committee..
- b. Monitor the financial risk of the Museum and report findings to the Board.

- c. Monitor the performance of the Museum in terms of visitor numbers.
- d. When expansion or change is required make recommendations to the board.
- e. Mentor the Museum Director

7. **Lead Trustee for Marketing And Communications.** The duties of the Lead Trustee for Marketing and Communications are to:

- a. Advise the Board on matters of internal and external communication.
- b. Attend meetings of the Museum Board (or, become a director of the Museum) and advise them on marketing, PR and communications matters.
- c. Prepare press statements and articles for the Chairman when required, especially on matters affecting the reputation of the Charity.
- d. At the Chairman's request, represent the Charity in press interviews.
- e. Be in attendance to accompany members of the press on visits to the Museum, working with the Museum Director to ensure that it attracts appropriate coverage.
- f. Advise on the use of and reaction to social media on behalf of the Charity

Annex B
To The REME Charity Governance Manual

TERMS OF REFERENCE OF THE CHARITY'S COMMITTEES

1. Governance Committee.

- a. Chaired by the Chairman of Trustees, the Board as a whole acts as the Governance Committee . There are no external members.
- b. Reviews annually the composition of the Board and its committees; recommends approval of ad hoc sub-committees as required. Recommends changes in the distribution of workloads.
- c. Reviews annually the schedule of Board and committee meetings and recommends changes if appropriate.
- d. Considers new legislation applying to the Charity and ensure that arrangements are in place for implementation and compliance.
- e. Plans and directs recruitment of new trustees or of senior managers.
- f. Sets out training plans for trustees and for new senior managers.
- g. Plans and approve the trustee appraisal process and support the Chairman in its implementation.
- h. Advises and supports the Chairman if action to remove a trustee is under consideration under Paragraph 21 of the Articles.
- i. Oversees the Charity's risk assessment process with the Finance Director.

2. Finance and Investment Committee.

- a. Chaired by the Lead Trustee for Finance. Composed of the Lead Trustees for Investment and Grants plus two Trustees. External members as appropriate.
- b. Reports to the Board of Trustees at each meeting, including a quarterly forecast and other matters on a cyclical basis.
- c. Advises the Board on financial strategy, recommending changes in income generation or expenditure as appropriate. Advises on Reserve Levels.
- d. Establishes and maintains a budgetary cycle, including reforecasting and advising the Board on trends and any extra-ordinary items of income or expenditure.
- e. Examines budgets prepared for the Charity, its subsidiary charities and trading entities prior to presentation to the Board. Receives reports from staff on performance against budget.
- f. Advises the Board, and takes the lead on the selection, appointment and monitoring of the Charity's auditors and bankers.
- g. Ensures that staff maintain an asset register. Ensures that the Charity has the appropriate insurance for all its operations.

- h. Liaises with the Governance Committee on risk assessment.
- i. Takes the recommendation of the Lead Trustee for Investment and advises the Board on the establishment of an Investment Sub-Committee.
- j. Reviews the Investment strategy recommended by the Lead Trustee for Investment annually and makes recommendations to the Board.
- k. Receives reports from the Charity's investment managers.
- l. Through the Lead Trustee for Investment, advises the Board on changes and the selection and appointment of investment managers.

3. **Grants Committee.**

- a. Chaired by the Lead Trustee for Grants. Composed of two serving REME Trustees, in addition to the Lead Trustee for Grants. Membership of the Sub-committees on Sport and Adventure Training is determined by the Grants Committee.
- b. Reports to the Board of Trustees at each meeting including progress against budget.
- c. Reviews the grants strategy annually and recommends changes in categories of beneficiaries as appropriate.
- d. Creates and reviews annually Standing Orders and Procedures for receiving, processing, verifying and paying all categories of grants.
- e. With the Lead Trustee for Finance, ensures that the grants internal processes protect the Charity from fraud, theft and financial malfeasance in office.
- f. Appoints two Trustees to arbitrate on contentious grant applications.
- g. Ensures that intermediaries working with REME Charity beneficiaries comply with the high standards of the Charity.
- h. Ensures that the Board is fully briefed on activities and issues within the Corps that may impact on the need for grants.
- i. Sets the broad criteria for awards for Sports and Adventure Training.
- j. Monitors Sports and Adventure Training grants trends.
- k. With the Lead Trustee for Marketing and Communications, ensures that all potential applicants are aware of the help available from the Charity.

4. **Museum Committee.**

- a. Chaired by the Lead Trustee for Heritage who represents the Board of the REME Charity as sole Trustee of the Museum Charity. The Lead Trustee for Marketing and Communications in attendance. Museum Director in attendance and acts as Secretary. External committee members chosen for their expertise in the area.
- b. Meets twice a year or as required. May establish sub-committees for events or projects. The Board of the REME Trading Company reports through this Committee (and, or, through the Finance Committee).

- c. Reports to the Board at each of its meetings.
- d. Formulates the annual budgets for the Museum development fund and monitors throughout the year. Ensures that the Board is aware of any substantial departures from budget projections.
- e. Selects and appoints external advisors to the Museum Board, subject to ratification by the REME Charity Board. Establishes a fixed term for such appointments. Makes appropriate external announcements.
- f. With the Lead Trustee for Finance, ensures that suitable public liability and indemnity policies are in place.
- g. Ensures that volunteers are appointed and supervised in accordance with the Charity's Policy on the Management of Volunteers.
- h. With suitable legal advice, formulates a policy on the protection of the Charity's intellectual property and obtains Board approval.
- i. Ensures that the profile of the Museum is maintained both within the Military estate and to the general public, and enhances it through an appropriate marketing and communications strategy.
- j. Manages the acquisition and disposal of items in accordance with the Policy of the Charity. Considers proposals by the Museum Director and report to the Board on new developments.
- k. Considers proposals by the Museum Director for special events, fund-raising and educational projects. Puts in place suitable publicity and marketing. Reports to the Board on those approved and the costs and benefits to the Charity.

Annex C
To The REME Charity Governance Manual

POLICY ON THE MANAGEMENT OF VOLUNTEERS

1. The REME Charity is glad to welcome volunteers to several of its activities, chiefly in its Museum. Some are former military personnel, others are members of the general public, but the following policies will apply to all volunteers whatever activity they are engaged in and whatever their previous background.
2. Volunteers will be selected by the Charity on the basis solely of suitability for the task they have volunteered to perform. The Charity will comply with the legal requirements to recruit and appoint volunteers on an equal opportunities basis.
3. The provisions of the Disability Discrimination Act will be taken into account when appointing disabled volunteers; however the Museum, and some of the Charity's other activities, are sited on military premises where special restrictions may apply. The Charity will strive to make reasonable adjustments for disabled volunteers as required by the Act, but the Trustees advise that there may be limitations beyond their control in certain circumstances and it may not be possible to allow disabled volunteers to work in certain areas.
4. Volunteers will be covered by the Charity's accident insurance while on Charity business. They will be indemnified against actions taken by other visitors under the Charity's public liability policy.
5. Volunteers will be given a health and safety briefing during their training. It is each volunteer's own responsibility to ensure that they adhere to the Charity's or military unit's Health and Safety Rules.
6. Training will be provided by the Charity to ensure that volunteers are aware of what is required of them. They will be briefed on behaviour towards the public, control of crowds, dealing with difficult visitors, and when to call for assistance from full-time or permanent staff.
7. Each volunteer will have a named supervisor or team leader to whom they can refer who will be responsible for ensuring that the volunteer performs satisfactorily. The supervisor will ensure that each volunteer arrives on time, takes proper meal breaks, is relieved at regular intervals to permit rest etc.
8. Occasionally it will be necessary to ask a volunteer not to return to service with the Charity. This is likely to be as a result of behavioural issues. The volunteer should be spoken to by their supervisor or team leader as soon as an issue is identified in order to prevent escalation of the problem. However the task of asking a volunteer to leave must be carried out by a permanent member of staff or by a Board Director to ensure that the Charity's thanks are given if that is appropriate, and to protect the interests and reputation of the Charity if it seems likely there will be further consequences of this action

Annex D
To The REME Charity Governance Manual

BASIC READING LIST FOR TRUSTEES

1. The following notes and booklets are produced by the Charity Commission (CC) as part of its wide range of guidance for charity trustees and managers. Trustees are advised to download these critical items from the CC website as a basis for their induction and continued understanding of the Charity's operation.

- a. Trustee Boards/ People and Skills (note on website).
- b. Fundraising legally and responsibly (note on website).
- c. CC3a Charity Trustees: what's involved.
- d. CC8 Internal financial controls.
- e. CC14 Charities and Investment matters: a guide for trustees.
- f. CC15b Charity reporting and accounting: the essentials.

Annex E To The REME Charity Governance Manual

FINANCIAL CONTROLS

1. The Charity Commission provides guidance on internal financial controls in its CC8 booklet. This Annex sets out the procedures adopted by the REME Charity to ensure compliance with the regulations.

2. The REME Charity exists to provide support to regular and reserve, serving and retired officers and soldiers of the Corps of REME and their families. It delivers its support through grants which meet the objects of the charity. To ensure the grants are made in an appropriate time frame, delegated expenditure limits are given to specific individual posts. These are as follows:

- a. Lead Trustee - £25k
- b. Chief Executive - £15k
- c. Head of HR - £10k
- d. Sports/CCT Manager - £2k
- e. Welfare Manager - £750
- f. Welfare Assistant - £500
- g. Corps ASM - £50 per person

3. Further control is applied through the Charity's on-line banking procedures. A limited number of approved signatories (4) are held with the bank. This provides effective control, but also allows the Charity to function. A single signature authorisation limit of £2500 is applied above which two signatures are required. The Treasurer or Assistant Treasurer are not authorised signatories

4. To combat the threat of fraud each transaction requires at least two separate inputs. The Treasurer or Assistant Treasurer sets the payment on the on-line system which is subsequently and separately authorised. The inputs are separate, logged, password protected and are not interchangeable. All transactions are fully auditable.

Out of Committee Decisions

5. There may be occasions when a grant application which exceeds the limits set in the delegated expenditure limits falls outside of the normal Board of Trustees meeting cycle and to delay a grant may be detrimental to the unit, individual or the Charity. These occasions are rare, but in these circumstances the grant application may be considered Out of Committee. The following Out Of Committee rules will apply:

- a. **Circulation.** The Lead Trustee for Grants will circulate the application to all trustees allowing suitable time for the trustee to read, understand and question the application. The application, normally in the form of a Business Case should contain as much information as possible. A minimum circulation period of at least 10 working days must be allowed.

b. **Approval.** Out of Committee approval will be given if a majority of trustees have approved the application. In the event of an equal number of trustees voting for and against the proposal, the Chairperson will have the casting vote.

c. **Contentious.** If agreement cannot be reached the grant application will be deemed contentious. In this case the Lead Trustee for Grants will nominate 2 trustees and a meeting will be called to determine a result. The originator of the grant application should be invited to present at the meeting.