

# **External Governance Review 2022**

## **CALL FOR EXPRESSIONS OF INTEREST**

### **Background**

Clergy Support Trust is the largest and oldest charity serving and supporting Anglican clergy and their families. Founded in 1655, the Trust has a long and rich history, and a broad range of potential beneficiaries across the UK, Ireland and Europe – clergy currently serving, but also their children and dependants, partners and former partners, those training for ministry, and those retired from ministry. Help is offered in the form of financial grants in various categories (including health, wellbeing, emergencies, and general support) for a wide range of needs; increasingly, though, the Trust also offers non-financial support such as insomnia therapy, counselling, study support, and occupational health assessments.

In recent years, the Trust has successfully rebranded, undergone a major modernisation of its grants and services (and the criteria around them), and significantly improved its marketing and operational efforts. As a result of this journey, and the increased need amongst its beneficiary groups, it has never been busier: in 2021 it made over 3,500 grants impacting over 5,000 people, to the tune of over £3.1m, and in the first quarter of 2022 it supported more households than in the entirety of 2019. A new strategy, outlining further and ambitious expansion of the Trust's programme by 2025, is currently being finalized.

The Trust's long history means it has good relationships with those it serves across the UK, as well as with the City of London (where it was founded) and with a range of other organisations, including the specialist providers to which it 'outsources' various support services. However, the charity is fully independent and offers a strictly confidential service to those it seeks to help. It is funded primarily through income from a large investment portfolio (over £130m at the end of 2021), and guided by its Christian faith and mission, expressed in core values of compassion, generosity, wisdom, and truth.

### **Governance**

Under Royal Patronage since 1678, Clergy Support Trust is governed primarily by a Board of fifteen Trustees, known for historical reasons as the Court of Assistants. The Court is chaired by its Senior Treasurer, currently The Reverend Canon Simon Butler, and includes both ordained and lay members with broad expertise, perspective and professional knowledge. There are four principal Trustee Committees: Governance, Grants & Partnerships, Investment, and Risk, Audit & Finance. The Investment Committee benefits from the additional expertise of two non-Trustee advisers. The Court is formally elected by the charity's Governors (effectively its principal supporters) at the Annual General Meeting. As well as its Patron, HM The Queen, the Trust is privileged to have several Honorary Presidents and Vice-Presidents, including the Archbishops of Canterbury and York, and leading figures from public life. To many outside the Church, including the City Livery Companies with which we enjoy a special relationship, the Trust is best-known for its annual Festival Service at St Paul's Cathedral; 2022 will see the 367<sup>th</sup> such event.

The day-to-day work and development of the Trust is led by its Chief Executive, currently The Reverend Ben Cahill-Nicholls (who also serves as a non-stipendiary parish minister). He oversees a team of thirteen colleagues, projected to rise to eighteen during 2022. The majority of those staff are ‘customer-facing’, including the Grants & Services Officers who are the first point-of-contact for applicants, and who report to the Director of Charitable Services (who also oversees data analysis, impact assessment, and programme development). The other members of the Senior Leadership Team are the Head of External Relations (with one, part-time direct report) and the Head of Finance & Operations (with one direct report).

The charity takes its governance seriously, and has in recent years commissioned two externally-led reviews of its governance, one of which reported in 2017, the other in 2020. Following the very significant growth in the Trust’s workload during the pandemic, as well as significant changes to the make-up of the Court and the charity’s wider governance (including a full review of the Royal Charter), it now wishes to embark on a new, full and externally-led Governance Review, enabling it to continue facing and meeting the ‘new normal’ in which we, and those we serve, find ourselves.

## Scope of the Review

At this stage, we do not wish to be overly prescriptive in establishing ‘terms of reference’ for the Governance Review. Instead, we hope to benefit from the perspective, experience and expertise of the appointed reviewer(s). This is also because the charity, being old and unique, is fairly complex in its programme, customer base, and structure; as such, we wish to work closely with the appointed reviewer(s) in designing and executing a comprehensive review which is truly bespoke to the opportunities and challenges the Trust faces.

However, there are a number of key areas which we expect the Review to cover, including but not limited to:

1. The current **structure of non-executive and executive leadership teams**, and their fitness for purpose and reflection of best practice
2. The current **skills and make-up of the non-executive and executive leadership teams**, and any recommendations for areas of development
3. The current **structure of Trustee committees**, the relationship of these to both the Court and the executive leadership team, and their fitness for purpose
4. The role and purpose of the **Treasurers** (the Board Chair and two deputy chairs), and their relation to the Court and its committees
5. The Trust’s **schemes of delegated authority and responsibility**
6. **Line management arrangements** for the Chief Executive and senior executives
7. The nature of **relationships between the executive and non-executive**
8. The nature of **relationships between the Trust and key external partners**, including the Charity Commission, and the conduct and oversight of these
9. The Trust’s approach to **key governance issues**, including but not limited to
  - a. Equality, diversity and inclusion
  - b. Risk
  - c. Financial management
  - d. Financial planning
  - e. Investment management

- f. Strategy and vision
- g. Conflicts of interest
- h. Impact assessment
- i. Human resources (including wellbeing of staff)
- j. Safeguarding and wellbeing of beneficiaries
- k. Recruitment to the Court
- l. Accountability to Governors and the Charity Commission

## **Process and timescale**

While we similarly do not wish at this time to be overly prescriptive in terms of process or methodology – seeking rather to benefit from the wisdom and experience of the appointed reviewer(s) – we envisage that the Review process will include:

- A review of the Trust’s governing documents and guidelines
- Interviews with all or some current Assistants
- Interviews, where practical, with recently-retired Assistants
- Interviews with the current Chief Executive and other senior leaders
- A review of relevant Court and Committee documents and minutes
- A review of any externally-published documents
- Observation of a selection of meetings
- If appropriate and practical, meetings with certain key partners

We are working to a timetable across 2022, and expect that a draft report might be ready by autumn/winter 2022.

## **Applications are now invited from organisations or individuals keen to lead this important Review.**

There is no set format for initial expressions of interest, but we would welcome a sense of:

- Your particular and unique approach
- An initial impression, based on this document and other arms-length research, of the Trust’s particular issues and opportunities at this time, and how you might help us address those
- Your expertise, experience and effectiveness in leading similar reviews
- The team and partners you can bring to the process, if applicable
- Costs involved.

Please submit expressions of interest, in whatever form you prefer, to the Chief Executive by **5pm on Wednesday 25<sup>th</sup> May 2022**, via e-mail ([ben.cahill-nicholls@clergysupport.org.uk](mailto:ben.cahill-nicholls@clergysupport.org.uk)). The Chief Executive would be happy to have an informal conversation, if helpful, with interested parties; please e-mail to arrange this.