

Thank you for expressing an interest in joining the Arts & Business (A&B) Cymru Board of Trustees.

A charity with an influence and responsibility much richer than its small size, A&B Cymru is at a pivotal point in its development. With almost 37 years' experience and a network of business and arts partners that spans the whole country, A&B Cymru is the only organisation in Wales that specialises in bringing the two sectors together for their mutual benefit. This is a truly exciting opportunity to make a difference to our organisation and to our work.

A&B Cymru is governed by a Board whose members collectively provide expertise and local intelligence to steer its strategy and oversee its management and governance. Trustees share their breadth of skills and experience with the staff team, giving regular and much-valued advice and guidance. A list of current members can be found on page 3. All Board Members are invited to serve no more than two terms of three years to ensure a continuous flow of new ideas and perspectives.

The Board has six serving Trustees and hopes to recruit two new members in 2025, at least one of which should be a Welsh speaker.

A recent skills audit illustrated that Trustees have a broad range of expertise, knowledge and networks but could benefit from further input in any of the following areas:

- **Arts and / or Heritage Sector Experience & Networks**
- **Financial Expertise**
- **Political Knowledge & Networks**

At A&B Cymru we understand why we should actively consider and create the right cultural environment for individuals from marginalised and minoritised backgrounds to become trustees. We strive to be more inclusive and representative in our decisions, and therefore we believe that diversifying our board would achieve much change (see Diversity Policy on page 4).

We are particularly interested in receiving applications from professionals who are from Black, Asian & Ethnic groups, including Roma, Traveller communities, as well as those who are Disabled, D/deaf and/or neurodiverse. We believe that ED&I is just as important for older people as it is for younger people, so we also want to encourage professionals from a broad range of ages which will help to overcome barriers to inclusion.

Contained in this pack is some background information on A&B Cymru, along with the details you need to become a Trustee of the organisation. Should you wish to apply, please e-mail your CV and a statement of interest to [Rachel.Jones@AandBCymru.org.uk](mailto:Rachel.Jones@AandBCymru.org.uk) no later than **Monday 20 October**.

In the meantime, should you have any queries, please do not hesitate to contact me by e-mail or by ringing 029 2030 3023.

Thank you again for your interest in A&B Cymru.

With warmest wishes



**Rachel Jones**  
Chief Executive, A&B Cymru

## A&B Cymru

**The Vision**                      *To create a Wales where business and the arts connect and thrive*  
**The Mission**                    *To embed business into the arts and creativity into business*

A&B Cymru is a unique and valued resource in Wales. Its role is to promote, enable, develop and sustain mutually beneficial partnerships between business and the arts.

Originally established in 1988 as part of a UK body, A&B Cymru became an independent Welsh charity in 2011, following the withdrawal of A&B England's public funding. While a close working partnership continues with its sister organisations in Northern Ireland and Scotland, independence allows A&B Cymru complete autonomy to tailor all programmes to the specific needs of Wales, ensuring a reactive and proactive service.

A&B Cymru employs 9 staff (6.6 FTEs) to deliver programmes and services across the whole of Wales. The charity works closely with its 220+ members, ranging from individual artists and sole trader businesses to flagship creative companies and multi-national corporations.

Over many years, A&B Cymru has proved not only the value of its work, but also a great ability to sustain it. Each year, the charity brings over £1.5 million of private sector support directly to the arts. A&B Cymru's established network and expertise in business / arts partnerships make it the only body capable of achieving these results. Without its work, the private sector investment that currently underpins much arts activity in Wales would, quite simply, be lost.

### BUSINESS

A&B Cymru provides unique solutions to business challenges through the arts. The charity facilitates tailored partnerships which use creative techniques to deliver measurable success. Through its extensive network and proven expertise, A&B Cymru helps businesses to address marketing and messaging, community engagement and staff training objectives in effective and tangible ways.

A&B Cymru's 60+ business members range from sole traders to multi-national corporations based across the whole of Wales. Membership packages are tailored to suit the individual needs of each company, helping to ensure maximum impact for all involved.

*It's fair to say that A&B Cymru has helped us to become an industry leader. Working with the charity has really challenged our thinking and the partnerships they've brokered have extended to all parts of our business. The innovative way they enabled us to engage colleagues has resulted in our most successful customer service training to date. I can't recommend them highly enough.*

**Graham Edwards, Chief Executive, Wales & West Utilities**

### ARTS

A&B Cymru's work with the arts concentrates on two main themes - developing income and developing skills. The arts membership network exists to support the sector to develop beneficial private sector partnerships, providing opportunities for communication, debate and development. Benefits include advice and training, brokerage, access to programmes, promotional and showcasing opportunities and discounts and priority booking on training and events.

*A&B Cymru has been vital to the transformation and sustainability of Theatr na nŌg. It has brokered our most important business sponsorships and helped us to develop long-term, mutually beneficial partnerships with them. The team has also provided us with the most incredible Business Mentors and Trustees, who have had a genuine and far-reaching impact on our work. In these challenging days of public funding, A&B Cymru is, quite simply, a vital life support to the arts in Wales.*

**Geinor Styles, Artistic Director, Theatr na nŌg**

## Governance

Arts & Business Cymru was registered as a Welsh independent charity on 12 September 2011. As stated within its Memorandum and Articles of Association, A&B Cymru exists:

*“...to promote for the benefit of the public, within the Country of Wales, the advancement of the arts, culture and heritage and the promotion of the efficiency of charities, in particular but not limited to the promotion of philanthropy amongst businesses and individuals; the promotion of partnerships between arts organisations and businesses; and the provision of training to and promotion of best practice in the governance of, Welsh arts charities.”*

## Charity Trustees

All A&B Cymru Trustees demonstrate values such as honesty and integrity and are wholly committed to the charity's aims and values. The Board of Trustees operates within two sets of formal rules. The first is contained within the governing document outlining A&B Cymru's constitution and its Memorandum and Articles of Association. The second are those in the law, particularly the acts which govern the type of organisation, for example, the Trustee Act 2000 (for unincorporated charities), Insolvency Acts, Companies Acts and Charity Acts.

A&B Cymru's Trustees work collectively as a Board and take decisions at formal meetings to support the organisation's charitable aims and advise about strategic direction and finance.

### The current Board includes:

**Anthony Wedlake, Chair\***

Retired Director of Operations & Change, Furness Building Society

**Nkechi Allen-Dawson**

Diversity, Inclusion & Wellbeing Manager, Coleg Gwent

**Claire Charlton**

Strategic Risk & Regulation Consultant

**Ruth Fabby**

Artist & Consultant, Ruffyarts

**David Landen\***

Chief Executive, Hodge Bank

**Louisa Scadden**

Director, Moondance Foundation

**Sub-Committees** - The Finance Sub-Committee meets before each Board meeting. Other sub-committees are formed when required and meet on a task and finish basis.

### \*members of the Finance Sub-Committee

**Arts & Business Cymru Trading Ltd** - A&B Cymru has a commercial trading arm which donates all profit to the charity.

### The Directors are:

- Rachel Jones, Chief Executive, A&B Cymru
- David Landen, Chief Executive, Hodge Bank
- Anthony Wedlake, Retired Director of Operations & Change, Furness Building Society

## Board Diversity Policy

The Board Diversity Policy (“the Policy”) sets out Arts & Business (A&B) Cymru’s ambition to improve diversity, inclusivity and representation in its Governance and Management.

In this context, the term diversity includes the nine protected characteristics of the Equality Act 2010, as well as different backgrounds (including socio-economic), languages (Welsh and English), life experiences, career paths and diversity of thought.

In order to ensure robust and well-rounded decision making, A&B Cymru is determined to achieve an appropriate balance of skills and experience on its Board. All Trustees are expected to display personal attributes such as intellect, critical assessment and judgement, courage, openness, honesty, tact, listening skills and interpersonal abilities.

The Board is committed to ensuring that the work of A&B Cymru draws on and reflects the full range of backgrounds and perspectives to be found in our society, as well as ensuring that its leadership and workforce reflects the diversity of contemporary Wales. Achieving this ambition will increase public confidence in the charity and help the Board to better overcome the challenges it faces, with a broader mix of skills and knowledge.

Creating an inclusive and diverse culture will support the attraction and retention of talented people and improve the effectiveness of the Board. The Board should include and benefit from differences in skills, training and education, geographical knowledge and industry experience. Such differences will be considered in determining the optimal composition of the Board and should be balanced appropriately.

The Nominations Sub-Committee reviews and assesses Board composition and recommends the appointment of new Directors to the Board. In identifying suitable candidates for appointment, the Committee will consider individuals on merit against objective criteria and with due regard to the benefits of Board diversity.

As part of the annual effectiveness review of the Board and Board Committees, the Board will consider the balance of skills, experience, independence and diversity representation.

A&B Cymru will report annually on the process it has used in relation to Board appointments and the progress made in maintaining or improving the diversity of the Board. It will also report on its oversight of plans to promote diversity within the workforce to ensure that the individuals working for A&B Cymru are truly representative of the communities served by the charity.

On gender diversity this means that the Board’s aim is to maintain at least four female Board members, representing 50% female representation on the Board. This exceeds the targets of The Lord Davies Review which aims to achieve 25% female representation. Added to this, A&B Cymru’s Chief Executive is female and 75% of the remaining staff are female.

The commitment to improving the world around us also extends to protecting and empowering people - with the aim of organising a campaign to coordinate and enhance our efforts to promote diversity in recruitment (both in relation to ethnic minority groups and as regards diversity more generally). We will do this by using our existing networks and ensuring we are maximising our efforts to put across a positive message, while also addressing barriers to recruitment and retention through an inclusive workplace environment.

The Board and staff team are wholly committed to ensuring that 33% of roles on A&B Cymru’s Board should be filled by individuals from a Black, Asian and Ethnically Diverse background by the end of 2025, which is fully supportive of the objectives of the Parker Review.

## **ROLE DESCRIPTION – A&B CYMRU BOARD MEMBERS**

All Members of the Board - Directors in company law - must be Members of the Association of the Company from whose number they are elected. The Directors of the Company have certain legal, financial and fiduciary duties under company law and the Trustees must also comply with charity law. The requirements of some funding bodies also place responsibilities on the Company's Directors.

Even though many of these duties are delegated to staff by the Board, the ultimate responsibility for every aspect of the Company's operation lies with the Board of Directors. It is therefore important that all Board Members ensure that they understand the history of the organisation and its current situation, and keep abreast of other issues that might affect the company.

### **BOARD MEMBERSHIP POLICY**

This policy is based on the principle that all Board members should be able to fulfil the skills requirements of the organisation and will thereby support the work of the company.

#### **ALL BOARD MEMBERS WILL:**

- Exemplify the highest standards of leadership and governance.
- Be committed to carrying out Board duties and keep up to date with A&B Cymru's current position.
- Have a genuine enthusiasm and a comprehensive understanding of A&B Cymru and a willingness to champion its work and participate in its programmes.
- Understand the strategic nature of a Board Member's role and how that differs from the operational duties of staff.
- Support A&B Cymru's commitment to tangibly improving its diversity and representation, both in terms of its Governance and the range of people that benefit from its work.
- Openly state personal opinions but accept majority decisions. Be understanding of other views.
- Deal openly with staff and Board Members when pleased or displeased about an issue.
- Be a respected member of the community with good networks.
- Be willing to offer personal and business skills or experience to support the staff, as required.
- To treat sensitive information confidentially.

### **DUTIES AND RESPONSIBILITIES**

#### **Legal and Financial Duties**

- Ensure the Company operates in accordance with Company and Charity Law. This includes the filing of statutory returns at Companies House, returns to the Charity Commission and the keeping of Company Registers.
- Ensure the prudent financial management of the Company. To exercise financial control. To scrutinise quarterly statements of the financial position. To discuss and decide on annual budgets and to review and, if required, revise those budgets. To approve the financial regulations.
- Ensure the Company keeps proper accounts and that independently examined accounts are produced annually and submitted to Companies House and funding bodies.
- Ensure the payment of all taxes due to the Inland Revenue.
- Appoint bankers and cheque signatories and make clear decisions about staff spending powers and financial procedures.
- Ensure that the Company's assets are safeguarded and are well managed and maintained.
- Ensure that the Company is properly insured.

NB: If the Company is not run within the limits of its financial resources, it is possible that Directors could be held personally liable for its debts and disqualified from being a Company Director, if they are not seen to have acted prudently. It is therefore essential that Directors are kept informed of the Company's financial position so that they can monitor its ongoing health.

## **Employment and Personnel Duties** *(NB the Board of Directors is the employer of the staff)*

- Appoint the paid head of the organisation and other senior staff where appropriate.
- Define the Company's employment policies, including equal opportunities, recruitment, pay, grievance and disciplinary, appraisal, sickness, expenses, holidays and training.
- Approve the staffing structure and take part in recruitment, as required.
- Agree the role descriptions, person specifications and terms of employment of Board appointments and the outline terms and conditions for other staff. Review levels of pay annually.
- The Chair, or an appointed Trustee, should act as line manager for the Chief Executive.
- Ensure the safe and efficient use of premises for both staff and the public.

## **Policy and Planning**

- The Board defines Company policies, sets policy priorities and determines strategies for their implementation. In particular, the Board should discuss and approve the Company's business plan. All Directors should be familiar with and have a good understanding of all policy documents.
- The Board should monitor all aspects of service delivery and policy implementation regularly.
- The Board should review all areas of policy and policy implementation documents annually and make appropriate revisions. (This includes a review of this document.)

## **Programme of Activities**

- Approve the organisation's programme of activities, being satisfied that policy and other agreed priorities, as well as financial projections, will be met.
- Monitor the programme of activities.

## **Advocacy**

- Promote the organisation externally to enhance A&B Cymru's profile and assist with fundraising.
- Provide any information or advice which could be of assistance to A&B Cymru.
- Act as an enthusiastic ambassador for A&B Cymru at all times.

## **Management**

- Establish a cycle of meetings with appropriate papers to service the Board efficiently.
- Establish a system of communications and delegated decision making so that urgent decisions can be made and acted upon between Board meetings.
- Appoint additional Directors with specialist knowledge and skills, as required.
- Establish fixed-term working parties on specific issues if required.

## **ED&I**

- Value the rights, responsibilities, dignity, health and well-being of individuals through a commitment to equality, diversity & inclusion.
- Be committed to ensuring equality & equity of opportunity.
- Be committed to environmental sustainability for the sake of future generations.

## **Attendance and Availability**

- At a minimum of four Board meetings per year as well as "emergency" meetings.
- At one strategic Board Away Day per year.
- At key events run by the organisation, a minimum of 4 a year will be expected.
- At sub-committee meetings, if a member.
- To provide confidential advice and support to staff, should it be required.

NB: Meetings are conducted in English. The majority of meetings take place in Cardiff, though it is possible for Trustees to join online if they cannot attend in person.

All A&B Cymru Trustee positions are unremunerated, although out of pocket expenses can be paid.