

Royal Exchange Theatre  
**Recruitment  
Pack**



**Trustees**  
2024



# Welcome

Thank you for your interest in becoming a trustee of the Royal Exchange Theatre. This is an exciting time to be joining the organisation, following one of our most successful seasons in recent history and as we welcome Selina Cartmell, our first Creative Director.

We currently have openings for new trustees who share our passion for live performance and the arts and have skills and experience in the following areas:

- Finance (specifically a Chartered Accountant)
- Hospitality - food & beverage
- HR/ Organisational culture
- Buildings and capital development

If your background doesn't specifically reflect any of these fields but you believe you have other skills you can bring to the organisation, we would welcome an introductory conversation with you. Our contact details are at the end of this pack.

Becoming a trustee of the Royal Exchange Theatre will introduce you to a range of people and experiences not found elsewhere. You will take up a position within an organisation that has broad impact and delivers engaging, joyful and thought-provoking experience. You will witness first hand the life changing impact that engagement with arts and culture can have on an individual and communities and we hope that you will be proud to govern an organisation that has such a positive and powerful legacy.

As a trustee of the Royal Exchange Theatre you will join a diverse board, made up of members from a range of different backgrounds. More information can be found on our website.

Trustees are the guardians of our purpose, making sure that all decisions put the needs of our beneficiaries first. As a trustee you will have oversight of the strategic direction of the Royal Exchange and contribute to creative discussions about our aims and purpose, ensuring that we remain a vital and relevant cultural asset for Greater Manchester, the UK and beyond.

As a registered charity and company limited by guarantee, you will also be responsible for ensuring compliance with our governing documents, charity law and other laws that apply to our organisation.

This pack provides you with information about the role, the Royal Exchange Theatre and what you gain from working with us.

You can also find more information about us on our website [www.royalexchange.co.uk](http://www.royalexchange.co.uk)

We look forward to hearing from you.

Armoghan Mohammed  
Chair of the Board of Trustees

Stephen Freeman  
Chief Executive



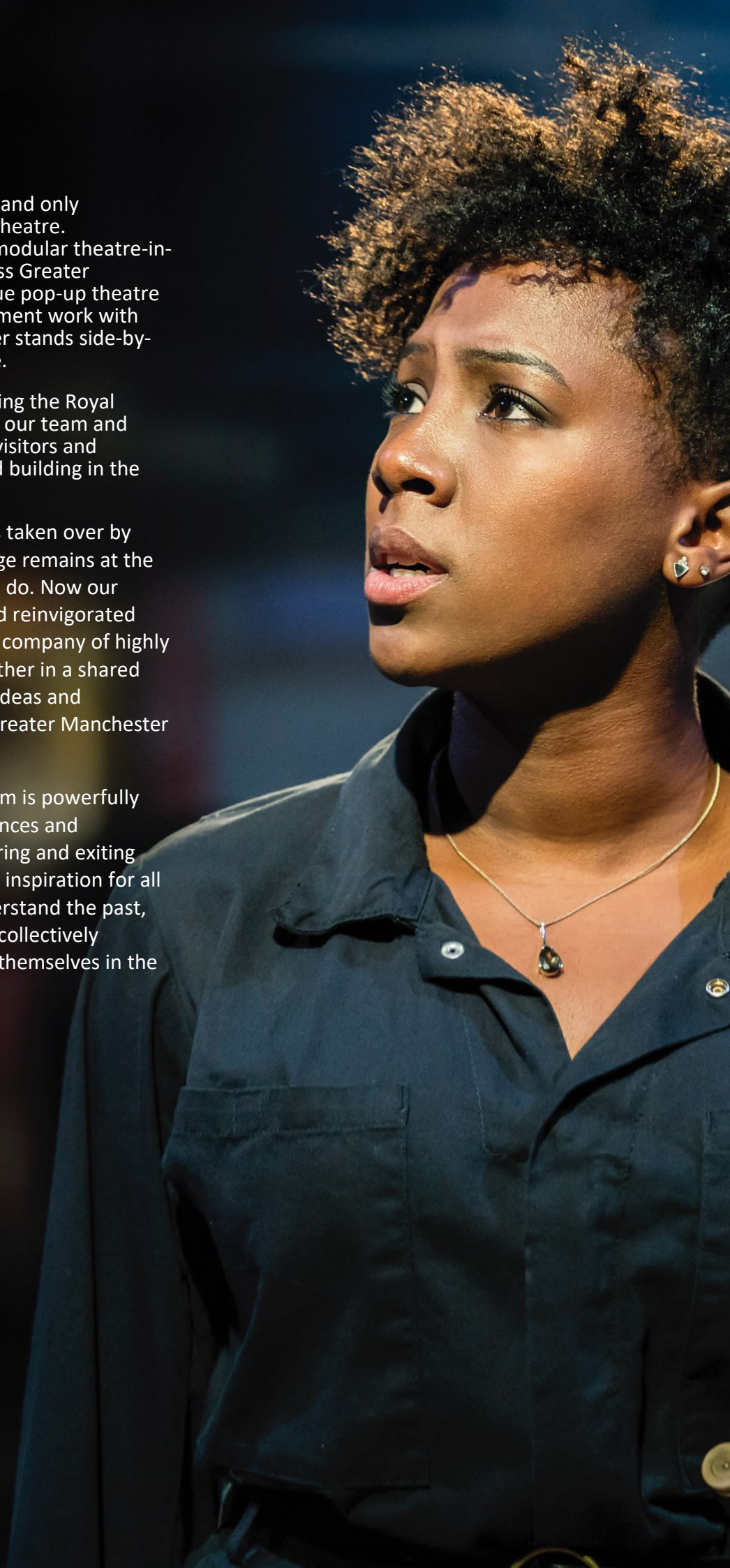
# Introduction

We are the North West's largest and only full-time, text based producing theatre. We present work in our unique modular theatre-in-the-round as well as spaces across Greater Manchester, in our equally unique pop-up theatre The Den. Our exemplary engagement work with the people of Greater Manchester stands side-by-side with the theatre we produce.

This is an exciting time to be joining the Royal Exchange Theatre, as we expand our team and welcome increasing numbers of visitors and audiences into our Grade II listed building in the heart of the city centre.

The Royal Exchange building was taken over by artists in 1976 and today exchange remains at the heart of everything we make and do. Now our currency is brand new drama and reinvigorated classics, the boldest artists and a company of highly skilled makers – all brought together in a shared imaginative endeavour to trade ideas and experiences with the people of Greater Manchester (and beyond).

The Exchange's unique auditorium is powerfully democratic, a space where audiences and performers meet as equals, entering and exiting through the same doors. It is the inspiration for all we do; inviting everyone to understand the past, engage in today's big questions, collectively imagine a better future and lose themselves in the moment of a great night out.





# Our Vision and Mission



## Vision

We change the way people see theatre, each other, and the world around them.

Being an accessible world-class theatre and a thriving civic space is central to our vision. To achieve this, collaboration and partnership is paramount. We will shine a light on what is good in our society and will share stories that question what a better future looks like for all of us.

## Mission

We Connect, and Art is our vehicle.

By experiencing theatre together or taking part, we will provide transformative points of connection and exchange, reminding us all who we are and what we share with the people around us. Our role in bringing joy and entertainment to people is critical.

## Strategic Aims

- Exceptional theatre, in a space like no other.
- We are a sustainable charity that navigates change, balancing ambition and financial responsibility.
- We keep our audiences close and open doors for new people to join in.
- We reflect the population of Greater Manchester in our workforce, audiences and participants.
- We understand our local communities and our civic role, to ensure we have the greatest impact for the people and partners across Greater Manchester.
- We are an organisation that people want to work for and with.
- Our environmental responsibility and impact are a consideration in all our decision making.





# Board Structure

## Overview

### Structure

The Royal Exchange Theatre is governed by the Board of Trustees who act as Directors of the company. The Board accommodates up to eighteen independently appointed members.

The Royal Exchange Theatre Co Ltd (00927203) is a registered Charity (255424).

The charity is a Real Living Wage and Disability Confident employer, supporter of the Greater Manchester Good Employment Charter and is regulated by the Fundraising Regulator.

Members of management and representatives from the main stakeholders are also invited to attend Board meetings.

### Organisation

In addition to the Royal Exchange Theatre Company Limited, there are four subsidiaries and branches. All of these require representation by Trustees, the minimum requirements are set out below:

- Exchange Productions Ltd x 1 Trustee
- RET Trading Ltd x 3 Trustees
- RET Appeal Fund x 4 Trustees
- RET Trustees Ltd x 2 Trustees

## Committees

In addition the Board is supported by the following:

- Finance Committee
- People & Culture Committee

From time to time other ad-hoc working groups will be established as the Board decides, e.g. Appointments.

The Finance Committee should comprise five Trustees and a minimum of two members of the Executive Team.

The People & Culture Committee comprises three Trustees, HR Manager and two members of the Executive.

As the need arises, each Committee can invite others with the relevant expertise to attend their meetings. These individuals may be drawn from the Honorary Membership or may be external.

The Chairs of each Committee shall be proposed by The Chair of the Board and Chief Executive of the Company subject to the approval of the Board. The Chair of the Board will not be a Chair of the Committees.

The Committees shall be responsible for reporting their activities to the Board.

The Chief Executive, the relevant executive officers, and Chair of the Board can attend all Committee meetings and other time limited task groups of the Board.

# Board Service

## **Rotation of Trustees**

Members accept that their length of office shall be two terms of three years. The Board shall review the composition of the Trustees each year, or as a consequence of a vacancy, to ensure that the membership can meet the current and future requirements of the Company.

## **The Chair**

The Chair of the Board shall represent the Board and support the Chief Executive as required at external and internal meetings, meet with the Chief Executive at least quarterly, encourage the personal and professional development of the Chief Executive, and appraise the performance of the Chief Executive each year.

## **Frequency of Board meetings**

Meetings shall be at times generally acceptable to the Trustees and agreed in advance for each calendar year. Additional meetings and any changes of date will be made in extraordinary circumstances.

The Board, Finance Committee, and People & Culture Committee will each meet four times each year. One of the Board meetings shall immediately precede or follow the Annual General Meeting. The Finance Committee and the People & Culture Committee shall endeavor to meet two weeks before the Board Meeting.

In addition to the regular cycle of formal Board Meetings, we aim to hold at least 2 half-day Strategy Sessions per year.

## **Remuneration**

The role of Trustee is voluntary, however reasonable expenses may be reimbursed.

# Trustees' Code of Conduct

## Selflessness

Trustees shall act in the best interests of the Company as a whole. They shall not do so in order to gain financial or other material benefits for themselves, their family, their friends, their associates or their employer.

## Integrity

Trustees shall not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their role; as well as avoiding actual impropriety. Trustees shall avoid any appearance of improper behaviour and shall avoid accepting gifts and hospitality that might reasonably be thought to influence their judgement.

## Objectivity

In carrying out their role, including appointing new Trustees, awarding contracts, recommending individuals for rewards and benefits or transacting other business. Trustees shall ensure that decisions are made solely on merit and in the interests of the Company.

## Accountability

Trustees shall comply with the law on all occasions in accordance with the trust placed in them and in such a way as to preserve public confidence in the Company; they are accountable for their decisions and actions to the public, funders and customers. They shall submit themselves to whatever scrutiny is appropriate for their role.

## Openness

Trustees shall ensure that confidential material, including material about individuals, is handled with due care but shall be as open as possible about their decisions and the action that they take. They shall be prepared to give reasons for their decisions and restrict information only when the wider interest clearly demands. At all times the due process of the Trustees shall be transparent.

## Honesty

Trustees shall immediately declare any relevant, actual or potential, conflicts of interests for themselves and their connected persons relating to their role, either financial or in terms of loyalty, and they shall endeavour to resolve this conflict in favour of their role as a Trustee. Trustees shall agree not to participate in any matter where they have a conflict of interest. Trustees shall complete a Register of Interests form each year.

## Leadership

Trustees shall promote and support the principles of leadership by example, being committed to carrying out their duties as a Trustee.

## Management

Trustees shall be available to provide advice and support to the Chief Executive, management and staff. Trustees recognise the distinction between Board, Committee and operational matters. If a Trustee is working directly with the Chief Executive, management, staff or contractors they shall respect these roles and submit to the line management structure of the Company.

## Attendance

Trustees shall attend all Board meetings to which they belong, main theatre productions and major events as notified to them. Non-attendance may result in a review of the Trustee's ability to fulfil their responsibilities.

## Interactions

Trustees shall be open with their opinions and tolerant of those holding divergent views, to ensure full and focused discussions at meetings. Trustees shall seek to resolve any disagreements that may arise and are entitled to vote as needed during a meeting. Once a decision is made and minuted, all Trustees shall accept the decision and support it externally.



# Trustees' Code of Conduct

## Advocacy

Trustees shall be prepared to become and remain knowledgeable about the activities of the Company and to devote sufficient time so that they can, through active networking, promote our work, ambitions and needs to the private, public and voluntary sectors. Trustees are at all times champions of, and ambassadors for, our activities so as to enhance the profile of the Company and assist with fundraising.

## Equality, Diversity & Social Inclusion

Trustees shall have an understanding of, and commitment to, our values and policies regarding equality, diversity and social inclusion in all aspects and activities of the Company, including the Board and Committees.

## Participation

Trustees shall make the Company aware of their skills and experience and ensure that this expertise is effectively utilised by the Company, thereby building Trustee participation.







# Our Values and Behaviours

We are invested in the people we work with and their values and behaviours. We want all our team to display and live by the following principles:

## ACCOUNTABLE

- We take ownership of our own part and are accountable for our own decisions.
- We trust others to be responsible for what they do, and how they do it, to drive the aims of RET and its future.
- We will challenge people and practice, as well as support them, to achieve our aims especially in our active commitment to removing discrimination.

## HONEST

- We will ask difficult questions, feel empowered to do so and give and receive feedback, even if it is difficult to say or hear. This is vital for equality, diversity and inclusion.
- We will be empathetic and demonstrate emotional intelligence.
- We will apologise if we have done something wrong – and move on.

## OPEN

- We will develop the appetite to learn and grow, so that we can be truly open to anyone and everyone.
- We will be collaborative, flexible and adaptable in how we do things and get “stuck in” if we see others need help.
- We will welcome innovation and show entrepreneurship where we can.



# Role Description

## Purpose

The Royal Exchange Theatre's Board is responsible for supporting and holding to account the Chief Executive and Executive Team. This includes ensuring appropriate governance of the organisation, overseeing the Strategic Plan, managing strategic risk, monitoring financial performance and interrogating the big strategic choices and high-level decisions about the running of the charity. The Board acts as the guardian of the Royal Exchange's Vision and Mission.

## Legal context

Trustees are responsible for the legal stewardship of the Royal Exchange. This involves ensuring that the organisation is compliant with legislation and its own governing documents. The role carries with it a number of legal director duties that Trustees are expected to understand. We expect all our Trustees to be aware of the Charity Governance Code. In particular, our Trustees should be committed to our cause and have joined our Board because they want to help us deliver our purpose; they should understand their roles and legal responsibilities and be committed to good governance and want to contribute to our continued improvement.

## Charity Commission guidance states that Trustees must

- Ensure that everything they do helps to achieve the charity's objectives
- Comply with the charity's governing documents and the law
- Act in the charity's best interests
- Manage the charity's resources responsibly
- Act with reasonable care and skill and take advice when necessary
- Ensure the charity is compliant with statutory accounting and reporting requirements

## Key responsibilities and duties

- Fulfill the legal duties of the Trustee role
- Set strategy and agree business and financial plans to support the strategic delivery
- Scrutinise performance, ensuring that everything the Royal Exchange does and all the resources spent go towards achieving the organisation's charitable objectives
- Undertake regular and detailed scrutiny of the organisation's financial position, ensuring financial stability and the proper investment of any funds managed on its behalf
- Take responsibility for risk management across the Royal Exchange, ensuring risks are identified, assessed and mitigated as far as possible
- Prepare for and attend all board and relevant sub-committee meetings
- Monitor and scrutinise the organisation's performance against agreed objectives with ACE, GMCA and other key stakeholders
- Review and approve the annual Trustees' report and accounts.
- Receive and action the auditor's findings and management letter containing internal control recommendations.
- Set and review the reserves policy.

## Skills

At this time the Royal Exchange is looking for individuals with the following skills and professional background;

- Finance - specifically a Chartered Accountant
- Hospitality, Food & Beverage
- HR, People & Culture
- Buildings, Historical and Capital Development



## How to apply

If you would like an informal and confidential conversation about this opportunity, our Chief Executive Steve Freeman will be pleased to speak to you, please email :

[siobhan.ward@royalexchange.co.uk](mailto:siobhan.ward@royalexchange.co.uk)

When you are ready to make an application, please email

[recruitment@royalexchange.co.uk](mailto:recruitment@royalexchange.co.uk) with:

A copy of your CV and a covering letter explaining why you are applying for this role.

You can also provide all this Information in a voice note OR in video format. Please contact [recruitment@royalexchange.co.uk](mailto:recruitment@royalexchange.co.uk) for further details.

All prospective candidates will be required to complete a Recruitment Monitoring Form, which will be sent to candidates prior to interview.

This is a rolling recruitment process throughout 2024. The interview process will take the form of a meeting with the Chief Executive and a Trustee of the People & Culture Committee, followed by an interview with the Chair of the Board of Trustees.

Referencing will be required prior to appointment.

All new Trustee appointments will be voted on by the Board of Trustees.

At our core we uphold values of Openness, Honesty and Accountability that guide our every action and decision.

We firmly believe that a truly creative space is one that thrives on the richness of different perspectives, backgrounds, and experiences. By actively seeking diversity in our team, we aim to create a collaborative and inclusive culture where everybody's voice is heard and respected. We value the unique contributions that individuals from all walks of life bring to our organisation, and we are committed to providing equal opportunities for everyone. We are dedicated to fostering and encouraging an inclusive and creative environment that truly reflects the diverse demographics of Greater Manchester.

Central to pursuing our EDI mission is building diverse and inclusive teams in which everyone has a sense of belonging. We particularly welcome applications from people we would like to see better represented in our organisation and sector - people from the global majority, LGBTQ+ people, Deaf, disabled, neurodivergent, and learning disabled people.

If you are Deaf or disabled, neurodivergent or learning disabled and meet our minimum criteria you will be guaranteed an interview for this role, and we will provide reasonable adjustments as required. We follow the social model of disability.

If you need this recruitment pack in a different format, please contact [recruitment@royalexchange.co.uk](mailto:recruitment@royalexchange.co.uk) or by phone on 0161 615 6704.



**Thank you for your interest in  
the Royal Exchange Theatre**

