

RISK MANAGEMENT POLICY

A: INTRODUCTION

The Sedos Trustees recognise that risk management is essential to Sedos' governance and to Sedos' continued and sustainable pursuit of its charitable objects, and is a mechanism to help Trustees fulfil their legal duties. Sedos' approach to risk management is designed to ensure:-

- The identification, assessment and management of risk is linked to the achievement of the SEDOS's objectives;
- All areas of risk are covered for example, financial, governance, operational and reputational;
- A risk exposure profile can be created that reflects the Sedos Trustees' views as to what levels of risk are acceptable;
- The principal results of risk identification, evaluation and management are reviewed and considered by the Sedos Trustees on a regular basis; and
- Risk management is ongoing and embedded in management and operational procedures.

It is the responsibility of all Trustees, individually and collectively, to identify and manage risk.

The Trustees will regularly review and assess the risks faced by Sedos in all areas of its work and plan for the management of those risks.

There are risks associated with all Sedos' activities: they can arise through things that are not done, as well as through ongoing and new initiatives. Risk exposure for Sedos will vary depending on circumstance. For example Sedos may be willing to expose itself to higher risks as the size of Sedos' reserves increases. Risk tolerance may also be a factor in what activities are undertaken to achieve objectives. The Trustees will therefore ensure that there is an appropriate balance taken between higher and lower risk activities.

These considerations will inform the Trustees in their decision as to the levels of risk they are willing to accept.



The Trustees must let the Sedos Management Committee and the Sedos volunteer community know the boundaries and limits set by their risk policies to make sure there is a clear understanding of the risks that can and cannot be accepted.

B: IDENTIFYING SEDOS RISKS

As part of Sedos' good governance, the Trustees will maintain a risk register. This register is a 'living document' and forms the baseline for further risk identification.

The Trustees recognise that new risks will appear and other risks will become less or more severe or may disappear over time. Risk identification is therefore an ongoing process within Sedos.

When new risks are identified by a Trustee, a member of the Management Committee or a volunteer, these will be referred to the Secretary to the Board of Trustees who will, in consultation with the Chair of Trustees, update the risk register accordingly. The Trustees must review the risk register, and the risks identified in it, at least annually. Sub-Committees of the SEDOS Board may review aspects of risk in more detail from time to time, and will report to the Board of Trustees on any findings from such reviews.

In undertaking this, the Trustees and the Management Committee will consider:

- Sedos's objectives, mission and business plan;
- The nature and scale of Sedos' productions and activities;
- The outcomes that need to be achieved;
- External factors that might affect Sedos such as legislation and regulation;
- Sedos' reputation with its major funders, supporters and volunteers;
- Past mistakes and problems that Sedos has faced;



- The governance and operating structure of Sedos;
- Comparisons with other charities working in the same area or of similar size; and
- Examples of risk management prepared by other charities or other organisations.

In developing the Sedos risk register, the Trustees and the Management Committee will identify/update risks in the following areas:

- Governance risk;
- Operational risk;
- Financial risk; and
- External factors.

C: ASSESSING, MONITORING AND EVALUATING RISK

Identified risks need to be put into perspective in terms of the potential severity of their impact and likelihood of their occurrence. Assessing and categorising risks helps in prioritising and filtering them, and in establishing whether any further action is required.

When a new risk arises, the Trustees in consultation with the Management Committee will then assess the risks identified by based on how likely they are to occur and how severe their impact using the methodology set out at Appendix 1.

They will identify those risks that require further action and will propose appropriate actions to mitigate these risks. Mitigating actions will have clearly identified owners.

The risk register can be updated or amended between meetings of the Trustees where agreed by the Trustees and in accordance with any constitutional requirements on decision making.



Examples of possible actions to mitigate risks are set out in Appendix 2.

D: SEDOS RISK REGISTER

The SEDOS Risk Register is set out at Appendix 3.

Approved 30 March 2020 [D. Saunders reviewed and amended 7 May 2021 for wider consideration]



APPENDIX 1: RISK ASSESSMENT METHODOLOGY

A) IMPACT

DESCRIPTOR	SCORE	IMPACT ON SERVICE AND REPUTATION
Insignificant	1	 no impact on service no impact on reputation complaint unlikely litigation risk remote
Minor	2	 slight impact on service slight impact on reputation complaint possible litigation possible
Moderate	3	 some service disruption potential for adverse publicity - avoidable with careful handling complaint probable litigation probable
Major	4	 service disrupted e.g. long term sickness adverse publicity not avoidable (local media) complaint probable litigation probable Sudden loss of funding
Extreme	5	service interrupted for significant time



	 major adverse publicity not avoidable (national media) major litigation expected resignation of senior management resignation of board major premises related issue e.g. burglary loss of beneficiary confidence
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B) LIKELIHOOD

DESCRIPTOR	SCORE	EXAMPLE
Remote	1	May only occur in exceptional circumstances
Unlikely	2	Expected to occur in a few circumstances
Possible	3	Expected to occur in some circumstances
Probable	4	Expected to occur in many circumstances



C) RISK RATING (INTERACTION OF LIKELIHOOD AND IMPACT)

			IMPACT .							
		Insignificant	Minor	Moderate	Major	Extreme				
		1	2	3	4	5				
	Remote 1		1	2	3	4	5			
LIKELIHOOD	Unlikely	2	2	4	6	8	10			
LIKELIHOOD	Possible	3	3	6	9	12	15			
	Probable	4	4	8	12	16	20			



APPENDIX 2: ACTIONS THAT COULD BE TAKEN TO MITIGATE RISKS

The following are examples of possible actions:

- the risk may need to be avoided by ending that activity;
- the risk could be transferred to a third party (e.g. use of a trading subsidiary, outsourcing or other contractual arrangements with third parties);
- the risk could be shared with others (e.g. a joint venture project);
- the charity's exposure to the risk can be limited (e.g. establishment of reserves against loss of income, phased commitment to projects);
- the risk can be reduced or eliminated by establishing or improving control procedures (e.g. internal financial controls, controls on recruitment, personnel policies);
- the risk may need to be insured against (this often happens for residual risk, e.g. employers liability, third party liability, theft, fire).

In assessing the actions to be taken, the costs of management or control should be considered in the context of the potential impact or likely cost that the control seeks to prevent or mitigate. It is possible that the process may identify areas where the current or proposed control processes are disproportionately costly or onerous compared to the risk they are there to manage. A balance will need to be struck between the cost of further action to manage the risk and the potential impact of the residual risk.



APPENDIX 3: SEDOS RISK REGISTER

(1) GOV	(1) GOVERNANCE RISKS									
POTENTIAL RISK	RISK OWNER	POTENTIAL IMPACT IF RISK MATERIALISES	LIKELIHOOD	IMPACT	RATING BEFORE MITIGATION STEPS	STEPS TO MITIGATE RISK	RATING IF MITIGATION STEPS ARE FOLLOWED			
Sedos lacks direction, strategy and forward planning	Trustees	 Sedos drifts with no clear objectives, priorities or plans Issues are addressed piecemeal with no strategic reference Needs of volunteers and beneficiaries not fully addressed Financial management difficulties Loss of reputation 	Possible	Minor	6	 Clear strategic plan Regular (e.g., annual) discussion of strategy Regular, structured meetings of Trustees Sub-committees with clear TOR to drive delivery of strategic plan Policies and procedures to support delivery of strategic plan 	3			
Sedos Trustees lack relevant skills or commitment	Trustees	 Sedos fails to achieve its purpose Decisions are made without appropriate oversight by Sedos Trustees Lack of confidence, resentment and apathy among volunteers Poor decision making 	Possible	Major	12	 Clear Trustee role descriptions Clear scope of decision making ambit of sub-committees (including the Management Committee) Induction programme for Trustees Shared understanding of role and purpose of Trustees / Board Proactive Trustee recruitment approach 	8			



						 Chair effective in managing Trustee Board / individual Trustees 	
Sedos Trustees dominated by one or two individuals	Trustees	 Sedos Trustees cannot operate effectively as a strategic body Decisions are not made or are made outside of Sedos Trustee body Conflicts of interest Pursuit of personal agenda Culture of secrecy Arbitrary over-riding of control mechanisms 	Unlikely	Minor	4	 Clarity of roles and expectations of Trustees Sub-committees with clear TOR Statement of values and expectations / adherence to values Clear and effective communication amongst Trustees Full engagement by all Trustees Chair effective in managing Trustee Board / individual Trustees 	2
Conflicts of interest	Trustees	 SEDOS unable to pursue its own interests Decisions may not be based on relevant considerations Impact on reputation 	Remote	Moderate	3	 Conflicts Policy Measures to take account of conflicts in decision making 	3
Ineffective organisation al structure and related processes for Sedos	Trustees/Sub -Committees	 Lack of information flow and poor decision making procedures Remoteness of SedosTrustees from operational procedures Sedos Trustees too close to operational procedures 	Unlikely	Moderate	6	 Sub-committees with clear TOR Open communication and agreement around roles and duties Open communication more generally (formal and informal) 	3



		 Uncertainty as to roles and duties Decisions made at inappropriate level 				 Trustees involved (in personal capacity as volunteers,active participants and supporters) in day-to-day operations of the society 	
Reporting to the Trustees by Management Ctte (accuracy, timeliness and relevance)	Trustees / Management Committee	 Inadequate information resulting in poor quality decision making Failure of theTrustees to fulfil their control functions Trustees become remote and ill informed 	Unlikely	Minor	4	 Clear Management Committee TOR Open communications between Trustees and Management Committee (formal and informal) Regular and timely reporting to Trustees before announcement of major decisions Structured time between Trustees and Management Committee Trustees maintain formal and informal links with membership including participating as volunteers Financial oversight / controls 	2



(2) OPE	(2) OPERATIONAL RISKS									
POTENTI AL RISK	RISK OWNER	POTENTIAL IMPACT IF RISK MATERIALISES	LIKELIHO OD	IMPACT	RATING BEFORE MITIGATION STEPS	STEPS TO MITIGATE RISK	RATING IF MITIGATION STEPS ARE FOLLOWED			
Loss of rehearsal, storage and set building premises	Trustees	 Inability to fulfil charitable objects Poorer show quality Fewer opportunities to engage volunteers Loss of members Loss of reputation Financial loss 	Probable	Major	16	 Sub-committee focusing on space with clear TOR Spaces contingency plan Effective management of relationships with property owners / managers Maintenance of financial reserves 	12			
Loss of performan ce space	Trustees	 Inability to fulfil charitable objects Fewer opportunities to engage volunteers Loss of members Financial loss 	Possible	Major	12	 Sub-committee focusing on spaces with clear TOR Spaces contingency plan Effective management of relationships with property owners / managers Maintenance of financial reserves 	9			
Lack of focus on Sedos projects; production s; developme	Managem ent Committe e	 Incompatibility with charitable objects, plans and priorities Reduced funding and financial viability 	Unlikely	Moderate	6	 Put in place policies and practices that foster a diverse, engaged membership base Clear strategic plan from Management Committee Effective Trustee oversight 	4			



nt and engageme nt including encouragin g new members		 Negative impact on project viability Lower skills availability 					
Competitio n from similar organisatio ns	Trustees	 Loss of income Reduced fund raising potential Loss of interest from members causing loss of capability Reduced public profile 	Probable	Minor	8	 Put in place policies and practices that foster a Diverse, engaged membership base Diversity on Board and Management Committee Clear strategic plan Effective Trustee challenge to Management Committee Financial strength to support bold creative decisions 	8
Security of assets	Legal owner: Trustees Day-to-Da y owner: Managem ent Committe e	 Loss or damage Theft of assets 	Possible	Moderate	9	 Detailed risk assessment Policies and procedures to guide member behaviour Implementation of enhanced security measures Insurance 	6
Loss of fundraising income/ income from sources	Trustees	 Inability to fulfil charitable objects Lower quality productions Reduced activity for membership 	Possible	Minor	6	 Diversified sources of income Financial controls Maintenance of financial reserves Trustees with relevant skills 	4



other than production s							
Volunteer issues	Managem ent Committe e	 Lower satisfaction / motivation Inability to recruit and retain members Lower quality productions 	Possible	Major	12	 Provide regular opportunities to members in varying roles within the society Range of opportunities to engage volunteers Effective volunteer management Complaints procedure 	8
Safeguardi ng	Trustees	 Legal challenge Damage to reputation Financial loss Loss of members 	Possible	Major / Extreme	12 / 15	 Safeguarding Policy Processes to manage, record and respond to complaints, safeguarding incidents, accidents and near-misses Training Trustees ensure they have access to appropriate skills / experience 	8 /10
Health and safety environme nt	Trustees	 Harm to members Legal challenge Damage to reputation Financial loss Loss of members 	Possible	Extreme	15	 Detailed risk assessment Policies and procedures to guide member behaviour Implementation of enhanced health and safety measures Training Insurance Trustees ensure they have access to appropriate skills / experience 	10



Disaster recovery and planning (e.g., fire; flooding; pandemic)	Trustees / Managem ent Committe e	 Inability to fulfil charitable objects Fewer opportunities to engage volunteers Loss of members Financial loss Harm to members Legal challenge 	Unlikely	Moderate	6	 Detailed risk assessment Development of business Continuity plan Implementation of measures to mitigate key risks Insurance 	4
Information technology	Managem ent Committe e	 Data loss Data / privacy breach Regulatory enforcement action Inability to operate society 	Possible	Moderate	9	 Data / Privacy policy Risk assessment Implementation of measures to mitigate key risks Policies and procedures to guide member behaviour Contingency plan for key risks Training 	6
Photograp hy rights	Productio n Committe e / Managem ent Trustee	The Photographer technically retains all rights to the photographs if no compensation is given , therefore: Photographs could be used by photographer for any purpose Photographer has not technically released any rights to Sedos Photographer could, in theory, revoke the rights	Unlikely	Moderate	6	 Where possible Sedos compensate photographers (and always when professionally engaged). Ensure photographers are properly credited. Where professionally engaged, ensure a clear agreement is reached where Sedos retain rights to use photographs and the use of such photos by the photographer is limited. Sedos should understand that they must archive the images themselves. 	6



	of Sedos, or reuse Sedos photos in any way they wish (create their own art, release to press, etc.)					
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(3) FINANCIAL RISKS							
POTENTIAL RISK	RISK OWNER	POTENTIAL IMPACT IF RISK MATERIALISES	LIKELIHO OD	IMPACT	RATING BEFORE MITIGATION STEPS	STEPS TO MITIGATE RISK	RATING IF MITIGATION STEPS ARE FOLLOWED
Lack of Budgetary control and financial reporting	Trustees/ Management Committee / Finance Committee	 Loss of Sedos funds due to mismanagement or malfeasance. Inability to financially sustain Sedos. 	Unlikely	Major	8	 Competent individuals appointed at Management Committee and Trustee level to have control of finances. Budget for operations to be prepared promptly for each budget year. Regular accounting to be done, with accounts review by the Finance Committee at every meeting and escalation of any anomalies. 	4
Mismanagem ent of Reserves and/or Endowment	Trustees/ Investment Committee	 Long-term viability of Sedos may be threatened 	Unlikely	Extreme	10	 Reserves to be regularly reviewed by the Trustees. Limits to be placed on Management Committee and Production Budget spending with additional spending requiring Finance Committee approval 	5
Cash flow mismanagem ent	Management Committee / Finance Committee	 Working capital gone, company must dip into reserves, 	Unlikely	Major	8	 Management Committee uto budget to ensure year-by-year breakeven. 	4



		affecting long-term plans				Oversight of yearly budget by Finance Committee	
Reduction of income from traditional sources	Trustees	 Long-term viability of Sedos may be threatened Short term risk to productions and other activities. 	Unlikely	Major	8	 Trustees to seek out alternative income sources where applicable To ensure reserves policy is formulated such to mitigate the impact of this risk. 	4
Pricing policy is not adequate	Management Committee/ Trustees	 Drop in participation and not following charitable aims if pricing is too high. Cash flow issues if pricing is too low causing losses, eventually impacting reserves then short and long term viability. 	Unlikely	Moderate	6	 Management Committee to review and amend pricing policies regularly to ensure they are appropriate. 	4
Lack of clear Investment policies and strategy	Trustees/ Investment Committee	 Bad or risky investments mean reserves disappear and Sedos cannot weather difficult period or achieve long-term goals Sedos does not make the best use of idle money 	Unlikely	Major	8	Have in place proper investment policies that provide for diversified investment, and investment only with top tier institutions in top tier investments	4



Lack of compliance with donor imposed restrictions	Trustees	 Loss of donors, possible legal action 	Remote	Moderate	3 (Noting that there are no current/regular donors)	 Trustees and management to properly document, communicate, and re-communicate intentions of donors. Funds to be accounted for separately and restrictions to be strictly adhered to. 	2
Error	Finance Committee	 Loss of minor funds. In the event of an error, loss would be minimal, e.g. overpayment for show expenditure. 	Possible	Insignifica nt	3	 Clear policies and practices for production budgets and expenditure. 	2
Fraud	Finance Committee	 Loss of major funds. 	Unlikely	Major	8	 Regular review of accounting and actual accounts by all members of the Finance Committee. Finance Committee oversight of Management Committee expenditure Diversification over time of Finance Committee with regular reporting to Trustees Finance Committee to recommend more automation as tech allows. 	4



(4) EXTERNAL FACTORS								
POTENTI AL RISK	RISK OWNER	POTENTIAL IMPACT IF RISK MATERIALISES	LIKELIHO OD	IMPACT	RATING	STEPS TO MITIGATE RISK	Rating post mitigation	
Negative public perception/ Adverse publicity	Trustees/ Management Committee	 Inability to fulfil charitable objects Fewer opportunities to engage volunteers Loss of members Financial loss 	Unlikely	Moderate	6	 Non "ordinary business" public statements are carefully considered by Trustees before publication Controversial programming is discussed at Trustee level before sign off by the Management Committee 	4	
Relationshi p with donors and funders	Trustees	 Inability to fulfil charitable objects Loss of space Lower quality productions Reduced activity for membership 	Remote	Minor	2 (Noting that there are no current/regular donors)	 Effective donor / funder relationship management Diversified sources of income Financial controls Maintenance of financial reserves Trustees with relevant skills 	2	
Force Majeure Events prevent operation of Sedos	Trustees / Management Committee	 Inability to fulfil charitable objects Inability to operate Loss of members Financial loss Long term viability threatened 	Unlikely	Extreme	10	 Reserves policy in place Conservative investment policy Limited fixed costs 	6	