

Appendix 2 Director's role & responsibilities

Role Summary:

- Non-executive directors are full and equal members of the Board of Directors, which considers key strategic and managerial issues to ensure that the Company meets its obligations set out in the terms of authorisation.
- Non-executive directors will provide inspirational leadership and an experienced voice to guide the company to operate in a commercial manner and to take commercial opportunities forward.
- Non-executive directors will use their skills and experience to contribute across three key areas of responsibility: developing a commercial approach to formulating the Company's business strategy; ensuring accountability; shaping organisational culture.
- Non-executive directors provide expert advice and challenge to the Board of Directors, drawing on their experience.
- Non-executive directors act as ambassadors for the Company and must ensure that the highest standards of probity, integrity and governance are maintained

Job Description

Main Responsibilities

- 1 Formulating Strategy
 - 1.1 Identify and advise upon new challenges, initiatives and market opportunities, and to develop and refocus strategic plans.
 - 1.2 Contribute to setting the Company's strategic aims, ensuring that the necessary financial and human resources are in place for the Company to meet its objectives and that performance is effectively monitored and reviewed.
 - 1.3 Ensure that a compelling vision for the future is articulated and underpinned by clear objectives to deliver the agreed plans.
- 2 Ensuring Accountability

- 2.1 Commit to working to, and encouraging within the Company, the highest standards of probity, integrity, corporate governance and contribute to ensuring that the Company's internal governance arrangements conform to best practice and statutory requirements.
- 2.2 Monitor the performance of the Company and ensure that appropriate action is taken to remedy problems as they arise.
- 2.3 Seek assurance where remedial action has been required to address performance concerns.
- 2.4 Provide rigorous but effective and constructive challenge as a Board member.
- 2.5 Ensure that the Company complies with its Articles of Association, and Member Agreement, its Constitution, and operates within its statutory powers and any other applicable legislation and regulations.
- 2.6 Ensure that there is a clear organisational structure that clarifies responsibility for delivering quality performance from the Board of Directors to the point of service delivery and back to the Board of Directors.
- 2.7 Ensure the Company meets its commitments to service users and achieves its targets.
- 2.8 Ensure that financial controls and systems of risk management are robust, in accordance with schemes of delegation, and that the Board of Directors receives accurate, timely and up to date information to discharge its financial and risk management stewardship responsibilities.
- 2.9 Participate in the appointment and remuneration of the Managing Director.

3 Shaping Organisational Culture

- 3.1 Through appropriate behaviours, ensure that the Company's culture reflects its values
- 3.2 Demonstrate through action, a commitment to: quality of service; openness and transparency; ambition; responsiveness
- 3.3 Challenge discrimination, promote equality of access and quality of services.