

Role description for non-executive director

Outline of role

- **Strategy: Proactive contribution to the development of strategy by:**
 - Understanding and setting the strategic direction of the company and opportunities for development
 - Being clear about the company's purpose and its intended outcomes for residents, visitors and service users
 - Ensuring obligations to the Shareholder are met
 - Contributing to debate and challenging constructively on the development of strategy
 - Holding the management team to account for the effective management and delivery of the organisation's strategic aims and objectives

- **Performance: Scrutinise the performance of management in meeting agreed goals and objectives by:**
 - Ensuring the organisation sets challenging objectives and targets for improving performance
 - Providing constructive challenge to information on organisational and operational performance
 - Ensuring the best use of financial and other resources in order to maximise effective delivery of service

- **Risk: Safeguard the company against risk by:**
 - Ensuring that there are prudent and effective controls and systems of risk management, including financial controls, which are robust and defensible
 - Insisting on good quality information, advice and support and ensuring that any assurance is evidenced

- **Accountability: Ensure that there are clear lines of responsibility and accountability by:**
 - Being clear about the responsibilities of the Board and senior management and making sure that those responsibilities are carried out
 - Participating fully in the work of the Board, ensuring the corporate responsibility of the Board of Directors
 - Ensuring that strategies and policies approved by the Board are implemented effectively by the senior management team

- **Governance: Ensure that there are strong governance arrangements in place by:**
 - Setting corporate values and standards
 - Behaving in ways that uphold and exemplify effective governance and company values and ensuring that these are upheld by all staff within the organisation
 - Encouraging a spirit of openness and transparency as well as effective dialogue between the Board, senior managers and the Shareholder
 - Making sure that Board members and senior management have the skills, knowledge and experience they need to perform well
 - Ensuring that the company is rigorous and transparent about how decisions are taken

Skills and experience:

- Strategic thinking
- Strong communication skills and tact
- Questioning and constructive challenge
- Focus on improvement
- Able to analyse reports and data objectively
- IT skills including online meeting platforms and electronic document access

Obligations:

- Regular attendance at board and committee meetings as well as other company events
 - Commitment to preparing for meetings including reading agendas and other papers in advance
 - Taking responsibility for personal development in the role and attending training
 - Acting with integrity and adherence to governance policies
 - Ensuring records and conflicts of interest are kept up to date
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Required training:

- Directors' Duties and Responsibilities under the Companies Act 2006
- Directors' Role in Health and Safety
- GDPR (General Data Protection Regulation)
- Modern Slavery Act 2015

Additional training:

- Introduction to Company Financial Statements
- Understanding the External Audit and Reports
- Good Governance and the Role of the Non-Executive Director

Other resources:

- [Local Authority Company Review Guidance 2021 \(Local Partnership publication\)](#)
- [Code of Conduct for Board Members of Public Bodies, Cabinet Office guidance, June 2019](#)
- [UK Corporate Governance Code 2018 \(Financial Reporting Council publication\)](#)
- Information Commissioner's Office [For organisations | ICO](#)
- [Health and Safety – The basics for your business \(HSE website\)](#)