

Role description: Chair

Key responsibilities

- Provide leadership to the board and to ensure that trustees fulfil their duties and responsibilities for the proper governance of the charity
- Support, and where appropriate, to challenge the chief executive
- Ensure that the board as a whole works in partnership with executive staff.

Duties and tasks to fulfil the key responsibilities

To provide leadership to the board and to ensure that trustees fulfil their duties and responsibilities for the proper governance of the charity.

To guard the long-term future of the charity by ensuring that:

- the board sets the mission, vision, strategy and high-level policies for the charity within the powers and restrictions in its charitable objects and governing instruments
- the board takes steps to monitor the performance of the charity and to ensure that the charity satisfies all regulatory and legal compliance requirements
- major risks to which the charity is exposed are reviewed regularly and systems are established to mitigate these risks without the charity becoming totally risk averse
- the charity has a satisfactory system for holding in trust for the beneficiaries moneys, properties and other assets and ensure that moneys are invested to the maximum benefit of the charity, within the constraints of the law and ethical and other policies laid down by the board
- the charity's financial dealings are systematically accounted for, audited and publicly available
- internal controls and systems (both financial and non-financial) are audited and reviewed regularly
- the board and the charity are fair and open to all sections of the community in all the charity's activities
- the board and the charity hear the voices and views of key stakeholders, especially beneficiaries.

To ensure the highest possible standards of governance by ensuring that:

- the charity has a governance structure that is appropriate to a charity of its size/complexity, stage of development, and its charitable objects and that these structures and the governing instruments are reviewed regularly
- the board delegates sufficient authority to its committees, the chair, the chief executive and others to enable the business of the charity to be carried on effectively between meetings of the board
- the board's delegated authority is recorded in writing by means of terms of reference for board committees, role descriptions for honorary officers and for key staff etc, and the board monitors use of these delegated powers

- the board has on it the skills it requires to govern the charity well and these skills are utilised, and that the board has access to relevant external professional advice and expertise
- there is a systematic, open and fair procedure for the recruitment and co-option of trustees, future chairs of the board and future chief executives
- all members of the board receive appropriate induction, advice, information and training (both individual and collective)
- trustees act reasonably, always act in the interests of the charity
- the board of trustees regularly reviews its performance.

To ensure the proper and efficient conduct of board meetings by:

- chairing trustee meetings effectively, seeking consensus, balancing the need for full debate on key questions with the expeditious despatch of business so as to reach clear and agreed decisions as swiftly as possible
- encouraging all trustees to participate and to feel free to challenge constructively both the chair and the chief executive
- taking an active role in ensuring that board agendas are meaningful and reflect the key responsibilities of trustees
- ensuring that the chief executive and his/her staff provide the board with relevant, timely and accurate information in order to allow the board to discharge its responsibilities. This should include alerting the board to major risks, informing the board of current and future key issues, including significant trends, and informing the board about external changes which may impact on the charity
- ensuring that board decisions are made in the best, long-term interests of the charity and that the board takes collective ownership of these decisions
- ensuring that decisions taken at meetings of the board are implemented
- ensuring that there is an annual programme of board and committee meetings, carefully structured agendas and high quality briefing papers providing timely information and concentrating on governance.

To support, and where appropriate, to challenge the chief executive and to ensure that the board as a whole works in partnership with executive staff

To support the chief executive by:

- ensuring there are clear and open processes for the recruitment (and if necessary dismissal) of the chief executive, and for setting and reviewing the remuneration package of the chief executive
- ensuring that the board focuses on its governance role and does not slip incrementally, or otherwise, into the management role (unless essential to the good governance of the charity)
- arranging regular, but not over frequent, meetings with the chief executive and by developing a very professional relationship with the chief executive within which each can speak openly about concerns, worries and challenges
- providing leadership to the chief executive to ensure that the charity is run in accordance with the decisions of the board and the charity's governing documents and that there is clarity about the charity's objectives at all levels
- supervising the chief executive on behalf of the board (unless other arrangements are made), always remembering that the chief executive is responsible to the board as a whole and not to any one individual trustee or sub-group of trustees

- ensuring the chief executive's performance is reviewed regularly
- ensuring the chief executive has the opportunity for professional development and has appropriate external professional support
- in partnership with the chief executive, to agree respective roles in representing the charity and acting as spokesperson.

To make sure that the board understands and fulfils its responsibility to hold the chief executive and the executive team to account by ensuring that:

- when necessary, the chair and the trustees challenge the chief executive constructively and only in the best interests of the charity and as "critical friends"
- the chief executive is clear about the key performance indicators by which he/she will be held accountable
- the chief executive understands his/her crucial responsibility to provide relevant, honest, timely, high-quality information and advice to the board of trustees
- there are appropriate mechanisms, both internal and external, to verify that the board receives a balanced and honest picture of how the charity is doing.

To ensure the board works in partnership with staff by:

- ensuring through the chief executive, that the staff understand the role of the board and that the chief executive provides an effective link between the board and staff
- ensuring that staff are aware of the board's appreciation of their successes and hard work
- ensuring that, through the chief executive, a performance evaluation process is in place for everyone in the organisation and that the charity invests in the development of staff
- ensuring that whenever practicable, trustees visit various parts of the charity, attend a few events organised by the charity and have informal opportunities to meet staff and beneficiaries.