

BIRCHWOOD HIGHLAND – JOB DESCRIPTION

VOLUNTARY BOARD POSITION - DIRECTOR POST

1. INTRODUCTION

A Director of a charitable company is also known as a charity trustee. With this role come key legal and moral responsibilities. There are also a number of responsibilities, which Birchwood Highland would expect a Director to work to in terms of time commitment given to the Board and the company as a whole. This job description outlines key responsibilities that Board Directors hold both individually and collectively as members of the Birchwood Highland Board.

2. GENERAL STATEMENT OF RESPONSIBILITIES

- The role of the Board of Directors is to work with the leadership of the Chair of the Board to ensure probity, to provide good governance and to work in partnership with Birchwood Highland managers to achieve the aims of Birchwood Highland whilst abiding by and complying with charity law and regulations and working to the ethos and values of Birchwood Highland.
- There are overarching responsibilities as laid down in the Charities and Trustee Investment (Scotland) Act and it is this Act which establishes the Officer of the Scottish Charity Regulator (OSCR), as the statutory regulator in ensuring each Charity's compliance with legislation. In their guidance to Trustees, OSCR makes clear the key areas which Directors must observe as part of their role and participation in decision making on behalf of the Charity:
 - Act in the interests of the Charity;
 - Seek, in good faith, to ensure that the Charity operates in a manner that is consistent with its objects or purposes;
 - Act with the care and diligence that is reasonable to expect of a person who is managing the affairs of another person;
 - Ensure that the charity complies with the provisions of this Act, and other relevant legislation.

3. BIRCHWOOD HIGHLAND – ETHOS AND VALUES

Birchwood Highland exists to provide high quality care, support and other services that promote: independence, inclusion and recovery. Most people who use our services have

a mental health issue; some people may have a learning disability, a dementia or an addiction.

In the delivery of our services, extending our influence and our effectiveness, we will always adopt the following key values:

- ❑ Asking *always*, ‘How does this benefit people we support?’
- ❑ Working in partnership with others if this will produce better outcomes for our service users.
- ❑ Showing respect for every service user and involving them systematically in the development of services - and the organisation, whenever they are willing.
- ❑ Being open and transparent in our work.
- ❑ Ensuring that the priorities we adopt are well informed.
- ❑ Developing our staff through training and broader experience.

4. MAIN DUTIES

- To ensure that Birchwood Highland conducts its business in accordance with its Memorandum and Articles of Association, complies with charity law and in adherence with other relevant legislation and to seek guidance from the Charity Commission should the need arise.
- To assist in governing Birchwood Highland within best practice frameworks.
- To uphold your legal duty to act in the best interests of Birchwood Highland at all times, and to the benefit of present and future service users, in accordance with Birchwood Highland’s Memorandum and Articles of Association.
- To ensure that Birchwood Highland’s resources are deployed in pursuance of its objectives, ensuring that its finances are appropriately monitored, accounted for, audited and made publicly available.
- To protect Birchwood Highland’s property and resources through ensuring that all risks to Birchwood Highland and its assets are identified and that appropriate action is taken to mitigate that risk.
- To be responsible for the appointment and ongoing management of the chief executive post and to participate where appropriate in the recruitment of other senior staff.
- To contribute actively to the board of director’s role in giving firm strategic direction to Birchwood Highland, setting overall policy, defining goals and setting targets and evaluating performance against these targets and to share responsibility for the decisions made by the Board. However, day-to-day

management and implementation of long-term plans will be delegated to directly employed staff.

- To attend Board meetings and any relevant sub-committees regularly and contribute actively to the role of the Board in determining strategy, approving policy and monitoring performance and to share responsibility for any decisions taken by the Board.
- To safeguard the good name of Birchwood Highland and the ethos of the company, promoting the company and its work, along with fellow Board members and staff, to existing and potential funding agencies, stakeholders and partner organisations.
- To identify the need for and contribute any specific personal skills, knowledge and experience to assist the Board of Directors in reaching sound decisions, ensuring that you feel confident that all relevant information has been presented to enable sound decisions to be made.
- To participate in the disciplinary process if necessary, for the appropriate levels of staff, including attending disciplinary hearings and making decisions on the future employment of individual members of staff.

In addition to the above statutory duties, each Director of the Board should use any specific skills, knowledge or experience they have to help the Board of Directors to reach sound decisions. This may involve:

- Scrutinising board papers in advance and, if necessary, seeking further information.
- Leading discussions and presenting alternative views/ideas where felt appropriate.
- Focusing on key issues.
- Providing guidance on new initiatives.
- Others issues in which the director has special expertise.
- Declaring a conflict of interest where one exists and as such, not participating in the discussions or being part of the agreed action resulting from the discussion

4. RESPONSIBILITIES OF DIRECTORS

To ensure that Directors are able to meet the main duties outlined above, they have responsibility for ensuring that they:

- Are aligned to the values and ethos of Birchwood Highland and committed to helping the company to achieve its strategic principles and objectives.
- Understand the role and future role of the charity and participate in an appropriate induction programme and an annual training away day.

- Are familiar with Birchwood Highland's Memorandum and Articles of Association and the legal and statutory frameworks within which Birchwood Highland operates.
- That they will not personally profit from their position on the Board (reimbursement of expenses is not viewed as profiting).
- That they register any interests prior to taking up a position on the Board and as relevant at each Board meeting.
- As a trustee of the Board, Directors would be both individually and jointly liable for any consequences arising out of a breach of trust. It is therefore, important that Directors act in line with their governing document, the legal and regulatory framework and highlight the need for and seek professional guidance on any situations that are beyond the knowledge of the Board.

5. PERSON SPECIFICATION

- Directors will be committed to the aims and ethos of Birchwood Highland and to ensuring that its activities are in the interests of its service users.
- Previous experience of committee work would be an advantage.
- Directors should come from a broad range of backgrounds and an audit of the skills and experience of Board members will be undertaken at regular intervals and prior to the recruitment of new posts.

6. ESSENTIAL CRITERIA

Birchwood Highland may require different skills, knowledge and experience from their Directors at different times. At minimum Directors should have and bring:

- A clear vision of Birchwood Highland's aims and objectives.
- An interest or background knowledge and/or experience in the issues facing mental health service users.
- A commitment to Birchwood Highland's principles and values.
- Time and interest to devote to the Board and responsibilities of the Board. It is expected that Directors read papers in advance of meetings and regularly attend and contribute to Board meetings and occasional extra meetings, should the need arise.
- To be prepared to keep up to date and become involved in the company's activities and lead discussions or provide guidance on new initiatives where the need arises.
- Ability to contribute to meetings and to Birchwood Highland's leadership and direction, accountability and development in a relevant and constructive way.
- Strategic vision.
- Ability to think creatively.
- Ability to work as a member of a team.

- Understanding and acceptance of the legal duties, responsibilities and liabilities of a charity, which is also a company limited by guarantee.

7. EXPECTED COMMITMENT OF TIME

All Directors are asked to sign up to a 3-year commitment to being a Director on the Board. During that time the regular commitment expected is as follows:

- Board meetings are held bi-monthly and last up to 2 hours, during late afternoon/early evening. Directors are, therefore, expected to attend 6 meetings per year and the Annual General Meeting held on the same day in the months of September or October.
- In addition, wherever possible, Directors will endeavour to visit each of our 5 services during the 3 year period; this may be through linking into specific events arranged by services.
- Up to 2 away days or ½ days are held as training and review days for the Board and Directors are also expected to attend these.
- On occasion there may be ad-hoc meetings or Directors may volunteer to take the lead in a specific area of work, requiring them to attend working groups or other meetings on a semi-regular or ad-hoc basis.
- It is possible that Directors may be asked to sit on a disciplinary panel should one arise
- Directors may also be asked where able if they can assist in fundraising initiatives on behalf of the company.

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