

IARS Job description Board Member (Trustee/ Company Director)

JOB PURPOSE:

To ensure, in common with fellow Board members, that Independent Academic Research Studies (IARS) operates in a manner which enables it to fulfil its aims and objects as effectively as possible.

STATUTORY DUTY OF CARE

Section 1(1) of the Trustee Act 2000 sets out the "duty of care", i.e. the duty to exercise such care and skill as is reasonable in the circumstances having particular regard to:

- any special knowledge or experience that the trustee has or holds himself or herself out as having
- where a trustee acts in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession

The duty of care applies to trustees in their exercise of a number of specified powers conferred on them by the Trustee Act 2000, primarily in the areas of investments, acquisition of land, insurance and the appointment of agents, nominees and custodians and review of their performance.

It also applies in trustees' exercise of the same type of power derived from IARS's memorandum and articles of association, eg when they exercise any investment powers conferred on them.

SPECIFIC RESPONSIBILITIES

1. To have a full understanding of IARS' vision, mission, charitable objects and constitution.
2. To read all papers circulated in advance of the quarterly Board meetings.
3. To attend and contribute constructively to the quarterly Board meetings and Away Day (and sub-committees when appropriate).
4. To agree the strategic direction for Independent Academic Research Studies.
5. To appoint and monitor the performance of the Chief Executive.
6. To agree the staff structure, terms and conditions of service.

7. To monitor the organisational work plan.
 8. To agree the budget and monitor financial performance.
 9. To ensure the effective governance of IARS and ensure that its activities are compliant with its charitable status, Company Law and its articles and memorandum.
 10. To ensure that IARS's equal opportunities policies are followed through in practice of the organisation.
 11. To treat with confidentiality any information about IARS members, users and staff that is personal, private or sensitive.
 12. To represent IARS in a positive light and safeguard the good name of the charity to external stakeholders.
 13. To be a champion and an ambassador for IARS and its mission.
 14. To receive training and appraisal when appropriate.
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RELATED PARTY TRANSACTIONS

Board members are required to disclose any transactions between them and IARS and/or between a party related to them and IARS. Transactions are defined as:

- purchases, sales, leases
- donations
- supply of services
- payments and other benefits made by IARS to Board members under the provision of the governing document or in fulfilment of IARS' charitable objectives

Parties related to Board members are defined as:

- close relatives
 - partnerships, companies, trusts or other entities in which members have a controlling interest
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EXPENSES AND PAYMENTS

Board members may be paid all reasonable out-of-pocket expenses incurred in attending meetings or in connection with IARS business. Claims should be made on the appropriate IARS form and copies of receipts, tickets etc must be attached.

Any member instructed to act in their professional capacity by the Board is entitled to charge and be paid all usual charges for work done for IARS by her/him or her/his firm. However, no member may act as auditor for IARS.

DISQUALIFICATION

A Trustee's term of office automatically terminates if he or she:

- (1) is disqualified under the Charities Act from acting as a charity trustee;
- (2) is incapable, whether mentally or physically, of managing his or her own affairs;
- (3) ceases to be a member
- (4) resigns by written notice to the Trustees
- (5) is removed by resolution of the members present and voting at a general meeting after the meeting has invited the views of the Trustee concerned and considered the matter in the light of any such views;
- (6) is absent from all Board meetings (full or sub-committee meeting) held within a period of six consecutive months.

Disqualification will take place once a resolution is passed by the full Board. Once approved, the Chair of the Board will write to the Trustee informing them of their disqualification. IARS will inform Charity Commission and Companies House as soon as possible.

TERM OF OFFICE

The trustees consist of at least three and not more than 10 individuals all of whom must be members of IARS. IARS Trustees' term of office is 2 years. A retiring Trustee who remains qualified may be re-appointed for a maximum of 3 consecutive terms of office (maximum of 6 years).

Election takes place at the AGM. Selection of new members for election at the AGM will be carried out through an open recruitment process. The Board may co-opt members for a specified period if a skills gap is identified. Co-opted members who wish to remain on the Board will need to be elected at the AGM.

IARS Person Specification Board Member (Trustee/ Company Director)

| CRITERIA | STANDARD | ESSENTIAL / DESIRABLE |
|---------------------------------|---|--------------------------|
| Commitment | To human rights, equality and equality of opportunity; To work as part of a team; To Nolan’s seven principles of public life – selflessness, integrity, objectivity, accountability, openness, honesty and leadership; To attending at least 4 board meetings per year, an annual away day and where appropriate Board sub group meetings. | Essential |
| Knowledge and Experience | Issues affecting young people | Essential |
| | The Third Sector | Essential |
| | National, local and regional social policy | Desirable |
| | Training and accreditation | Desirable |
| | Charity and Company Law | Essential |
| | Strategic and business planning | Essential |
| | Finance | Desirable |
| | Human Resources | Desirable |
| | Information Management and ICT | Desirable |
| | Media, PR and Communication | Desirable |
| | Research, academia and publications | Desirable |
| | Leadership and governance | Essential |