

## **FRIENDS OF THE EARTH SCOTLAND**

### **Board Member Job Description**

#### *Key Responsibilities:*

With other Board Members to hold Friends of the Earth Scotland (FoES) “in trust” for current and future members and generations by being collectively responsible for:

1. complying with all legal, financial and regulatory requirements;
2. ensuring that the governance of FoES is of the highest possible standard.
3. appointing, supporting and holding to account the Director of FoES.
4. guarding FoES' assets, both tangible and intangible, taking all due care over their security, deployment and proper application, and ensuring that FoES remains solvent;
5. shaping, agreeing and overseeing delivery of FoES' vision and strategic direction, which must be based on the organisation's charitable objects.

In addition to these key responsibilities, the Chair(s), Vice-Chair (where applicable), Secretary and Treasurer (together referred to as the “Office Bearers”) have specific responsibilities that are listed at Section 2 of the Standing Orders for FoES.

#### *Duties and tasks to fulfil these key responsibilities:*

1. Complying with all legal, financial and regulatory requirements.
  - 1.1 To be aware of, and to ensure that FoES complies with, all legal, employment, financial, regulatory and other statutory requirements (see Appendix).
2. Ensuring that the governance of FoES is of the highest possible standard.
  - 2.1 To ensure that FoES has a transparent governance structure that is appropriate to its size and charitable objects, and that enables Board Members to properly fulfil their responsibilities.
  - 2.2 To ensure that FoES remains up to date on legal and regulatory requirements, information and advice on good practice in relation to governance and applies these appropriately.
  - 2.3 To be familiar with the Rules of FoES and ensure that FoES complies with them.
  - 2.4 To be familiar with the Standing Orders of FoES (which govern the operation of the Board) and Code of Conduct for Board members, and ensure that the Board complies with them.
  - 2.5 To regularly review the Rules, Standing Orders and any other instruments that govern staff or the Board, and update appropriately.
  - 2.6 To spend appropriate time preparing for Board meetings, bearing in mind your duty to ensure FoES' compliance with OSCR good practice and to guard against any individual or collective misconduct.
  - 2.7 To ensure that decisions made by the Board are appropriately communicated and executed.
  - 2.8 To ensure that, where external professional advice and expertise is required to enable the Board to make the most appropriate and informed decisions, that assistance is sought and carefully considered.

- 2.9 To ensure that there is a systematic, open and fair procedure for the recruitment or co-option of Board Members.
  - 2.10 To agree the levels of delegated authority within the Board, and to ensure that these are recorded in writing.
  - 2.11 To reflect annually on the Board's performance and your individual performance as a Board Member. This will usually take the form of a Board Away Day.
  - 2.12 To ensure that the Board has the skills and training required to govern the charity well.
  - 2.13 To develop succession plans for the Office Bearers and the Director.
  - 2.14 To ensure that there are mechanisms and support for members, employees, volunteers, other individuals, groups or organisations to bring to the attention of the Board any activity that threatens the probity of FoES.
  - 2.15 To ensure that views of members on the performance and impact of FoES are regularly gathered by staff and considered by the Board, and to regularly report to the membership, including in the form of an Annual General Meeting.
3. Appointing, supporting and holding to account the Director of FoES.
    - 3.1 To appoint the Director, to set their terms and conditions, to ensure investment in their ongoing professional development and to ensure that the responsibilities delegated to them are clearly expressed and understood.
    - 3.2 To hold the Director to account for the management and administration of the organisation.
    - 3.3 To receive and consider regular reports from the Director on progress towards agreed strategic priorities and on performance measures and outcomes.
    - 3.4 To ensure that the Director develops a learning and supportive organisation and that all staff, both paid and unpaid, review their own performance and regularly receive feedback.
    - 3.5 To support the Director in recruitment and appraisal of senior staff.
    - 3.6 To ensure that the Director receives regular, constructive feedback and support on their performance in managing FoES and in meeting their annual and longer term targets and objectives.
  4. Guarding FoES' assets, both tangible and intangible, taking all due care over their security, deployment and proper application, and ensuring that FoES remains solvent.
    - 4.1 To ensure that FoES has satisfactory control systems and procedures for holding in trust all monies, properties and other assets and to ensure that monies are invested to the maximum benefit of the charity, within the constraints of the law, the Rules of FoES, ethical considerations and other relevant policies laid down by the Board.
    - 4.2 To ensure that the major risks to which FoES is exposed, tangible and intangible, are reviewed annually and that systems have been established to proportionately mitigate or minimise these risks.
    - 4.3 To ensure that the income and property of FoES is applied for the purposes set out in the Rules and for no other purpose.
    - 4.5 To ensure, by regular monitoring of management accounts prepared by the Treasurer, that FoES at all times has sufficient funds available to continue its day-to-day activities effectively.

- 4.6 To exercise effective overall control of the financial affairs of FoES and to ensure that FoES is not open to abuse by unscrupulous associates, employees or volunteers; and that the systems of control are rigorous and constantly maintained through regular evaluation and improvement in the light of experience.
- 4.7 To ensure that intangible assets such as organisational knowledge and expertise, intellectual property, the good name and reputation of FoES are properly valued, utilised and safeguarded.
- 4.8 To agree the procedures for monitoring objectively and reporting the progress of FoES in relation to its financial plans and annual targets.
5. Shaping, agreeing and overseeing delivery of FoES' vision, mission and strategic direction, which must be based on the organisation's charitable objects.
  - 5.1 To ensure that FoES' vision, mission and current strategy document are based on and reflect the organisation's charitable objects, and are reviewed and updated at appropriate intervals.
  - 5.2 To work with the Director and staff before the end of each strategy period, to shape and agree a new strategy which sets out a clear, ambitious yet achievable plan for realising FoES' vision and charitable objects.
  - 5.3 To ensure that appropriate resources are in place to enable the strategy to be successfully implemented, and to ensure that staff and volunteers are focused on doing so, judging by FoES' annual, financial, operational and other plans, as well as campaigns and outcomes.
  - 5.4 To agree the procedures for monitoring objectively and reporting the progress of FoES in relation to its vision, mission and strategy document.
  - 5.5 To ensure that the fundamental values and guiding principles and objectives of FoES are articulated and reflected throughout the organisation and in particular by the Director and Board members.

Approved by the FoES Board May 2019

### **Appendix - Relevant Charity Law and Further Information**

- Charities and Trustee Investment (Scotland) Act 2005:  
<http://www.legislation.gov.uk/asp/2005/10>
- Co-operative and Community Benefit Societies Act 2014:  
<http://www.legislation.gov.uk/ukpga/2014/14> (under which FoES is registered).
- Contents of the FoES Board Member Handbook: <http://bit.ly/2KV2mT>