

BOARD MEMBER ROLE DESCRIPTION

This document sets out what is entailed in the Role of a Board Member for Blackwood. The content will provide good guidance for new Board Members on what is expected of them in their role, and will also be a helpful reminder to existing Board Members.

Blackwood sets out how it manages its governance in its “Good Governance Guide” suite of documents, which includes a number of governance related policies, and this Role Description will be part of this guide.

Governance

Governance is the term used to describe the arrangements that Blackwood as a Housing and Care provider has in place to lead the organisation, provide strategic direction and ensure effective control. Good governance ensures that our objectives and standards are clear, that the organisation is well-run and that performance is good and monitored effectively. It also means that a sensible approach to risk is adopted and that high ethical standards are applied. Good governance also depends on a constructive relationship between the Board and Executive Management Team (EMT).

The Board

The Board of Blackwood operates at a strategic level and delegates responsibility for the day to day management and running of the organisation to staff, through the Chief Executive.

The Board, working closely with the Chief Executive and Senior Team will:

- Lead Blackwood
- Promote and uphold our values culture
- Set our strategy & direction
- Agree the annual budget and business plan and ensure financial viability
- Take account of customers views in respect of rents and charges, services and care provision
- Take responsibility for ensuring Blackwood is a good employer that engages with its employees
- Monitor performance
- Monitor and manage strategic risk
- Ensure legal, constitutional and regulatory compliance
- Promote and demonstrate good governance

Individual Board Members

All Board members are expected to use their skills, knowledge and experience for the benefit of Blackwood. Members will offer life experience and/or professional expertise; it is essential that our Board has an appropriate range of skills, knowledge and experience. Every Board member shares the same level of responsibility regardless of their background. These responsibilities are set out below.

Board members are expected to:

1. Understand and be committed to the Vision, Values and Strategic Business Plan of Blackwood
2. Attend and be well prepared for meetings
3. Contribute effectively to discussions and decision making
4. Maintain a good level of awareness of current issues relevant to Blackwood through use of Blackwood's website & Boardzone and through relevant reading
5. Take part in training and other learning and development opportunities
6. Participate in an annual appraisal of their individual contribution to our governance
7. Represent Blackwood positively and effectively
8. Respect and maintain confidentiality of information
9. Treat colleagues with respect and foster effective working relationships within the Board and between the Board and staff
10. Be aware of and comply with the Entitlements Payments & Benefits Policy and declare any relevant conflict of interests as soon as they arise

Learning, Development & Support for Board Members

To support Board members in their role, new members are expected to take part in an Induction Programme which offers opportunities to meet staff and find out more about the work of Blackwood.

Blackwood will also identify an experienced member of the Board who will act as a mentor for new members to support them in their first 6 months.

All Board members will be offered an **Individual Learning & Development Plan** which will be updated on an annual basis. This plan will be developed with each member, and will be tailored to fill in any skills / knowledge / experience gaps identified. Learning & Development can take the form of:

- Briefings provided by staff
- In-house training from an external source
- Attendance at conferences, seminars and events
- Reading publications and journals
- On-line research

Each year, every Board Member is expected to take part in an appraisal of their individual contribution to Blackwood's governance. This is carried out by the Chair / Vice Chair and is used to inform the development of annual training and development programmes for the Board and its members. Our Rules and Code of Conduct require Board members to participate in this process, which is also a regulatory requirement.

Responsibilities of being a Board Member

Being a Board member is a voluntary role which carries legal responsibilities that are the same as those of a company director. These include:

- Using their skills, experience and judgement to help make the business successful
- Appropriately scrutinising and challenging reports and performance
- Following Blackwood's Rules and ensuring it meets its legal obligations
- Making decisions for the benefit of Blackwood, not for self gain
- Declaring any personal interests
- Ensuring that the company keeps accurate records
- Making sure the accounts present a "true and fair view" of Blackwood's finances
- Complying with the law

These responsibilities are reflected in the [Code of Conduct](#) that Board members must sign on an annual basis.

Time Commitment

Time commitment, which is expected of Board members, might be as follows:

- Preparation and attendance at 6 Board meetings (est.2-3 hours) and preparation time
- Participation in at least one established Committee (which meet Quarterly)
- Attendance at other Working Groups/Committees
- Attendance at Annual Strategy Day and Strategy Seminar.
- Annual General Meeting & Exhibition (est. 3 hrs)
- Induction and training time – this will be dependent on Board members current experience and availability but could be estimated at 2 days over a 6 mth period

NB The majority of Board and Committee Meetings are held on a Tuesday evening