



## Director

### Role Description

**Accountable to:** Chair of the Board of Directors

**Charity Head Office Location:** The Food Train Ltd, Hestan Southwest, The Crichton, Bankend Road, Dumfries DG1 4AT

**Salary:** N/A- non-remunerated

**Hours:** Around 5 hours every eight weeks, but with occasional additional 'away days' or supplementary meetings. Further contributions of time for working groups or other voluntary projects are welcome.

**Location:** Board meetings currently take place on Fridays. There are 6 meetings in the year including the AGM, 2 of which are held at Head Office in Dumfries with other generally located centrally.

**Duration:** Directors may serve a maximum of two three year terms with the option to renew for a further 3<sup>rd</sup> term by mutual agreement of the Board.

#### CONTEXT OF ROLE

This is a vital governance role within the Food Train Ltd Board of Directors.

#### PURPOSE OF JOB

To be responsible for overseeing the strategic development and fulfilment of Food Train vision and mission, ensuring compliance with the Memorandum and Articles of Association and all relevant legislation

#### DUTIES AND RESPONSIBILITIES

**1. Leadership** 1.1. Directors have and must accept ultimate responsibility for directing the affairs of Food Train, ensuring it is solvent, well-run, and delivering the outcomes for which it has been set up.

1.2. Directors should focus on the strategic direction of Food Train, and avoid becoming involved in day to day operational decisions and matters. Where Directors do need to become involved in operational matters, they should separate their strategic and operational roles.

## **2. Responsibility**

2.1. The Directors, as a Board, are responsible and accountable for ensuring and monitoring that Food Train is performing well, is solvent, and complies with all its obligations.

2.2. Directors must ensure that the organisation complies with its memorandum and articles of association, relevant laws, and the requirements of any regulatory bodies.

2.3. Directors should maintain and regularly review Food Train's system of internal controls, performance reporting, policies and procedures.

2.4. Directors must act prudently to protect the assets and property of Food Train, and ensure that they are used to deliver the organisation's objectives.

2.5. Directors must regularly review the risks to which Food Train is subject, and take action to mitigate risks identified.

2.6. Directors should ensure that they uphold and apply the principles of equality and diversity, and that Food Train is fair and open to all sections of the community in all of its activities.

## **3. Effectiveness**

3.1. Directors should ensure they understand their duties and responsibilities

3.2. Directors should ensure that the Board organizes its work to make the most effective use of the time, skills and knowledge of Directors.

3.3. Directors should ensure that they receive the advice and information they need in order to make good decisions.

3.4. Directors should ensure that the Board has the diverse range of skills, experience and knowledge needed to run Food Train effectively

3.5. Directors should ensure that they receive the necessary induction, training and ongoing support needed to discharge their duties.

3.6. Directors should ensure proper arrangements are in place for the supervision, support, appraisal and remuneration of the Chief Executive

3.7. Directors should prepare fully for Board Meetings and, where possible and relevant, attend training sessions in order to facilitate their ability to serve successfully as a Director.

3.8. Directors must be willing and able to attend all Board Meetings (unless prevented by unavoidable circumstances, or excused for special reasons). Directors who are unable to attend regularly may be asked to resign.

#### **4. Board review and renewal**

4.1. Directors should regularly review and assess their own performance, that of the Board, and of sub-committees, standing groups and other bodies.

4.2. Directors should ensure the Board has a strategy for its own renewal.

4.3. Directors should ensure the Board periodically carries out strategic reviews of all aspects of Food Train's work, and uses the results to inform positive change and innovation.

#### **5. Board delegation**

5.1. Directors should ensure the Board defines the roles and responsibilities of the chair and other honorary officers, in writing.

5.2. Directors should ensure that staff, volunteers and contractors have sufficient delegated authority to discharge their duties. All delegated authorities must have clear limits relating to budgetary and other matters.

5.3. Directors should ensure the Board sets clear terms of reference for subcommittees, standing groups, advisory panels, etc.

5.4. Directors should ensure any delegated authorities are subject to regular monitoring by the Board.

#### **6. Board and trustee integrity**

6.1. Directors must not benefit from their position beyond what is allowed by the law and is in the interests of Food Train and should act only in the interests of the organisation and not on behalf of any constituency or interest group.

6.2. Directors should identify and promptly declare any actual or potential conflicts of interest affecting them.

6.3. There should be clear guidelines for management of actual or potential conflicts of interest.

6.4. Directors have a responsibility to maintain confidentiality of Board papers and discussions unless authorised by the Board to release information.

## **7. Board openness**

7.1. Directors should ensure the Board identifies those with a legitimate interest in its work (stakeholders), and ensure that there is a strategy for regular and effective communication with them about Food Train's achievements and work.

7.2. Directors should ensure the Board is open and accountable to stakeholders about its own work, and the governance of Food Train.

7.3. Directors should encourage and enable the engagement of key stakeholders, such as users and beneficiaries, in Food Train's planning and decision-making.

## **Person Specification**

### **Essential criteria**

- A commitment to the vision, values and goals of Food Train as set out in the Memorandum and Articles of Association and Business Plan.
- Understanding of the knowledge and skills needed to perform the various tasks of running and developing Food Train, including finance, public relations, accountability and equal opportunities.
- Ability to provide motivation, support and advice to the Board and Chief Executive.
- Ability to adopt a collective approach towards decisions which have been taken

### **Desirable**

- Experience and/ or knowledge of the third sector.
- Specialist knowledge and/or experience in the fields applicable to the recruitment needs of Food Train at this time – human resources and people management, corporate and business sector experience
- Experience of strategic management and development of an organisation
- Experience of being a non-Executive Company Director