

# Chair Role Profile



The Chair will lead the Board in holding the CEO and Executive Management Team to account for the Charity's mission and vision, and will provide leadership to the Board of Trustees to help each Trustee fulfil their duties and responsibilities for the effective governance of the Charity. The Chair will also support, and, where appropriate, challenge the Chief Executive Officer and ensure that the Board functions as a unit and works closely with the CEO and entire Executive Management Team of the Charity to achieve agreed objectives.

The Chair will lead the Board of Trustees in ensuring that the Charity has a strategy and appropriate governance, subject to the terms of the Articles of Association as well as Charity and Company Law, and in their collective role as the guardian of the beneficiaries' interests. The Chair will act as an ambassador and the public face of the Charity in partnership with the Chief Executive Officer.

## Leadership

1. Lead the Board of Trustees in ensuring that the Charity acts in accordance with its Articles of Association, and as a collective govern TVAA's activities in furtherance of its objectives and strategy. Specifically, this will include leading on:
  - Setting strategy (including purpose and values) and major policies.
  - Monitoring the Charity's performance.
  - Directing the Executive Management Team via the Chief Executive Officer.
  - Major risk management.
  - Stakeholder accountability.
  - Being an ambassador.
  - Working within the Code of Conduct.
2. Lead the Board of Trustees in ensuring that they are setting clear expectations concerning the Charity's culture, values and behaviours as well as Board meeting style and tone, and that decisions made reflect the purpose and values of the Charity.
3. Establish a close and supportive relationship with relevant staff, other Trustees, the Chief Executive Officer and the Executive Management Team.
4. Bring impartiality and objectivity to decision making, while promoting a culture of openness and debate.

5. Monitor that the Board is regularly reviewing major risks and associated opportunities, to satisfy itself that systems are in place to take advantage of opportunities, and manage and mitigate the risks.
6. Leading the Board of Trustees in their duties to ensure sound financial health of the Charity, with systems in place to ensure financial accountability.
7. Support the Chairs of the Committees in their roles.

### **Compliance**

1. Do all that they can to safeguard the good name and champion the values of the Charity.
2. Lead the Board of Trustees in its monitoring of the Charity's structure and reviewing that the governance is appropriate to the needs of the Charity, and complies with all relevant legislation, including Charity Law and Company Law.
3. Lead the Board of Trustees in ensuring that the Charity pursues its aims as defined in the Articles of Association, including applying its resources in pursuance of these aims and avoiding mission drift.
4. Encourage compliance with the Board Policies by the Trustees, which include the Fit and Proper Persons Policy, Health and Safety Policy, the Delegations Policy and the Declaration of Interest and Conflict of Interest Policy.

### **Governance**

1. Build an effective team of Trustees accountable for the overall governance of the Charity.
2. Steer the Board of Trustees in identifying key governance decisions to be made.
3. Encourage full participation and active contribution of all Trustees and the Executive Management Team, especially in setting Strategic Direction for the Charity, and in setting Board Level Policy.
4. Provide support and leadership to the Trustees to encourage them to develop their knowledge, confidence and skills, so that they can better fulfil their governance role in accordance with the Articles of Association.
5. Foster, maintain and encourage constructive relationships with and between the Trustees.
6. Lead on the Board appraisal processes, with individual Trustees and as a collective, and use that feedback and the conclusions to improve the quality and effectiveness of Board meetings.

7. Together with the Chief Executive Officer and other Trustees, ensure Succession Planning and Trustee recruitment is in place and is effective and that it provides a diverse and effective Board.

### **Practical responsibilities**

1. Contribute to the Annual Review and other key documents, as required.
2. Assist with the planning of the cycle of Board and Committee Meetings.
3. Approve agendas for Board Meetings.
4. Chair and facilitate Board Meetings, Annual General Meetings and Extraordinary/Special Board Meetings, ensuring that all Board members have the opportunity to put forward their point of view, but also enabling clear decisions and efficient timings.
5. Monitor that the minutes of the above meetings are accurate and approve these informally.
6. Maintain oversight, with the assistance of the Governance and Secretariat Manager, that the actions points, as listed in the meeting minutes are actioned in a timely manner, and do not exceed their deadlines without good reason.
7. Sign Board policies that have been approved by the Board.
8. Be a member of all of the Committees of the Board.

### **External relations**

1. To represent the Charity at a senior level in the capacity of Chair.
2. Provide approved quotations for important press releases and media articles, as required.
3. Represent the Charity at functions and/or meetings, as required, including acting as spokesperson where appropriate.
4. Deal with correspondence addressed directly to the Chair of the Board.

### **Responsibilities in relation to the CEO**

1. Lead the process of recruiting, onboarding, or the departure of the Chief Executive Officer.

2. Establish and build a strong, effective and a constructive working relationship with the Chief Executive Officer.
3. Support the Chief Executive Officer, whilst respecting the boundaries which exist between the two roles.
4. Carry out performance appraisal of the Chief Executive Officer, setting objectives and holding the Chief Executive Officer to account.
5. Hold routine meetings with the Chief Executive Officer prior to the Board Meeting.
6. Hold periodic meetings and telephone calls with the Chief Executive Officer to keep abreast of the important matters of the Charity.
7. Provide recommendations relating to pay and non-pay benefits for the Chief Executive Officer, to the Remuneration Sub-Committee, who then provide their recommendation to the Board for approval.
8. Ensure the Chief Executive Officer is supported with access to personal development opportunities, training, coaching or other opportunities to develop self and leadership skill.
9. Check and authorise any personal expense claims for the Chief Executive Officer.

The above list is indicative only and not exhaustive. The Chair will be expected to perform all such additional duties as are reasonably commensurate with the role.