

TRAFFORD LEISURE Non-Executive Director

The Board Role

The Trafford Leisure CIC Board shall:

Be the ultimate decision-making body and accordingly exercise all of the powers of the organisation

Be responsible for setting the strategy of the organisation; and

Maintain and demonstrate a clear division between the Board's management and oversight role and the executive's operational role.

The Directors occupy an important position of trust, general company law imposes a range of duties to the company under the Companies Act 2006 which are set out below alongside other Director responsibilities:

The Board of Directors meet throughout the year to oversee the business, strategy, and long-term planning of Trafford Leisure.

Job Description – Non-Executive Director

Duties / Responsibilities

- To contribute actively to the Board role in providing Leadership in developing, approving, and monitoring the implementation of the Trafford Leisure Strategy.
- To contribute actively to the Board role in setting overall policy, defining goals, and setting targets and evaluating performance against agreed targets.
- To ensure the company operates to the highest standards of governance and risk management.
- To ensure the company applies its resources exclusively in pursuance of its objectives
- To ensure that the company complies with its governing document, company law and any other relevant legislation or regulations.
- To ensure the financial integrity of the company; financial information is accurate, and that controls, monitoring and reporting systems are robust.
- To provide scrutiny and constructive challenge with regard to operational matters (delivery plans, policies, and performance)
- Fully support child protection and safeguarding issues.
- Set the direction for effective health and safety
- To ensure that all decisions taken by the Board consider the three pillars of sustainability. Environmental, Social and Economic.
- To appoint the Chief Executive Officer (on recommendation of the People, Nomination and Remuneration Sub-Committee /and monitor performance.

The Companies Act 2006 codifies the general duties which directors owe to Trafford Leisure. A CIC non-executive director has the following statutory duties under the Companies Act 2006:

- To act within the company's powers

- To act in the way he, she/they considers, in good faith, would be most likely to achieve the purpose of Trafford Leisure, and in doing so have regard (amongst other matters) to:
 - the likely consequence of any decision in the long term
 - the interests of the Trafford Leisure employees
 - the need to foster business relationships with customers, suppliers, and others
 - the impact of Trafford Leisure's operations on the community and environment
 - the desirability of the company maintaining a reputation for high standards of business conduct.
 - the need to act fairly as between the members of the company
- iii. To exercise independent judgement
- iv. To exercise reasonable care, skill, and diligence
- v. To avoid conflicts of interest
- vi. Not to accept benefits from third parties
- vii. To declare an interest in proposed transactions or arrangements and in existing transactions and arrangements where appropriate.
- To ensure that Trafford Leisure CIC To ensure the effective and efficient administration of the company

Directors Appointed by shareholder (Trafford Council)

Directors appointed by Trafford Council fulfil the same responsibilities as all directors, with a legal responsibility to act in the best interests of the Trafford Leisure CIC at all times and not to represent the appointing body or act in the appointing body's interests in this role.

Other duties

In addition to the above statutory duties, each Director should use any specific skills, knowledge or experience they have to help the Board reach sound decisions. This may involve

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Scrutinising Board papers

Leading discussions

Focusing on key issues

Providing guidance on new initiatives

Other issues in which the member has special expertise.

Person Specification – Director Essential Experience

Commitment to the company

Willingness to devote the necessary time and effort

Strategic vision

Good, independent judgement

Ability to think creatively

Willingness to speak their mind

Ability to work effectively as a member of a team

Nolan's seven principles of public life: – selflessness, integrity, objectivity, accountability, openness, honesty, and leadership.