

ScotWays - description of the role of a Director for potential applicants.

This is a brief description of the role that a Director is asked to fulfil.

Time

There is no set amount of time which the work will take, but as a guide there are five Board meetings each year at present and, if a Director is on a sub-committee, they may have to attend any meetings of that group as required. In addition, Directors are expected to attend the AGM which takes place in November.

Board meetings take place in Edinburgh and generally start at 10.30. It is hoped that they do not exceed two-and-a-half hours.

Work

Directors are expected to contribute positively to ScotWays' activities. As a result of changes in the executive, Directors are not involved as much as once they were in practical work, but inevitably issues arise which require attention and may involve a discussion, a meeting or a visit to resolve. Representation of ScotWays to outside bodies may be required.

Directors individually are recruited for their specialist skills and knowledge which they are expected to use for ScotWays' benefit.

Directors are not expected to attend the office frequently, but going in from time-to-time to become familiar with the workload of the office and to speak to staff is valuable.

Expenses

Travel expenses to Board and other necessary meetings will be met in line with ScotWays expenses policy, as will board and lodging if necessary. Expenses to attend the AGM are not paid. The role of Director is unpaid but, in limited circumstances, Directors may undertake paid work for the charity.

Governance

ScotWays is a Company Limited by Guarantee. The Directors are also Charity Trustees. As such, they must make sure that the charity complies with its governing document (the Articles of Association) and complies with the charity and company law requirements and other laws and regulations that apply.

Ultimate responsibility for the governing of ScotWays lies with the Directors who must direct how it is managed and run. Directors must act in the charity's best interests, manage its resources responsibly and act with reasonable skill and care. However, they are expected not to micro-manage the Company's affairs: they must maintain oversight and make sure that it is properly managed.

Some people may not act as a Director e.g. someone who is bankrupt or has an unspent conviction for offences involving dishonesty or deceit.

Directors must declare if on any occasion they have a personal interest which may conflict with the interests of the Company.

Communication

Whilst meetings are necessarily involved, much communication takes place by email and by telephone. Board meetings are facilitated in person or by remote access.

Directors will normally receive communications from the National Secretary, the Treasurer or the Chief Operating Officer. Naturally, there will be communication with other staff members, but Directors should normally make the NS or COO aware of this beforehand if they are not personally involved.

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