

Role Description of a GMFA Director

1. Introduction

- 1.1 The primary role of the GMFA Board of Directors is the governance of the charitable Company. This means that it is responsible for all strategic decisions but not operational decisions. Consequently, Directors (not as individuals, but as a Board) have overall responsibility for, and control of, GMFA. As such the Board of Directors is obliged to:
 - 1.1.1 Act as guardian of the organisation's mission, values and assets
 - 1.1.2 Ensure the probity of GMFA. That is, that GMFA conducts itself with honesty and integrity at all levels.
 - 1.1.3 Ensure that GMFA has a strategic direction and a long-term vision.
 - 1.1.4 Ensure GMFA's vitality and long-term well-being.
- 1.2 The role of individual Directors is to contribute productively to the Board. Consequently, this role description is a role description for all Directors and outlines the minimum expected of all Directors. The role description does not cover any additional tasks that are relevant to individual members of the Board with additional responsibilities (e.g. the Chair or Treasurer or Chief Executive).

2. Responsibilities and liabilities of Directors

- 2.1 The Role of a Director comes with the following responsibilities:
- 2.2 *Legal responsibilities* – to ensure that GMFA is abiding by its objects and constitution and operating within the constraints of the law
- 2.3 *Financial responsibilities* – to see that income is only spent on the charitable objectives of the organisation and that moneys and properties are held on trust for current and future users and beneficiaries.
- 2.4 *Strategic responsibilities* – to establish and periodically review GMFA's mission and values and take major policy decisions concerning the overall direction of GMFA.
- 2.5 *Management and employment responsibilities* – to ensure that a Chief Executive is appointed and suitably directed and supported and that all staff and volunteers are appropriately managed or employed and respected according to current employment practices and law.

- 2.6 If Directors act prudently, lawfully and in accordance with GMFA's Memorandum and Articles of Association and policies, then all liabilities they incur as Directors can be met out of GMFA's resources. But if they act otherwise, they may be in breach of trust and personally liable to meet any call on the charitable company's property arising from their actions, or to make good any loss to the charitable company. Since Directors are acting jointly in administering the charitable company, they will also be responsible jointly to meet any liability incurred by them or on their behalf.

3. Main tasks

- 3.1 To take part in formulating and regularly reviewing the strategic aims of GMFA.
- 3.2 With other Directors, to ensure that the policy and practices of GMFA are in keeping with its objects and mission.
- 3.3 With other Directors, to ensure that the organisation functions within the legal and financial requirements of a charitable organisation and strives to achieve best practice.

4. Main duties

- 4.1 When formulating strategic aims, Directors will:
- 4.1.1 Consider the organisation as a whole and its beneficiaries, whether as a member of the Board of Directors or any of its committees, sub-committees, groups etc.
 - 4.1.2 Uphold GMFA's vision and principles, strategy and policies at all times.
 - 4.1.3 Contribute specific skills, interests and contacts and support GMFA in fundraising activities.
 - 4.1.4 Ensure that GMFA has a long term strategy.
- 4.2 To ensure that policies and practices are in keeping with GMFA's objects and mission, Directors will:
- 4.2.1 Follow the Director's Code of Conduct at all times, particularly when exercising the functions of the Board of Directors, or any of its committees or sub committees, groups etc.
 - 4.2.2 Ensure that GMFA has all the policies it needs to function productively and that the policies are in line with GMFA's vision and mission, objects, aims, principles and practices.
 - 4.2.3 Attend meetings of the Board of Directors (currently the fourth Thursday of every month).
 - 4.2.4 Read, digest and respond to proposals and papers prepared for the Board.

- 4.2.5 Reflect GMFA's policies and the Board of Director's concerns on all its committees, sub-committees, groups etc.
- 4.2.6 Work to advance and exemplify the consensual, co-operative, democratic working methods of GMFA.
- 4.3 To ensure best practice, Directors will:
 - 4.3.1 Approve GMFA's annual strategy and budget, and ensure that these are adhered to. This will include a regular review of GMFA's accounts (currently done every other month).
 - 4.3.2 Be active members of the Board of Directors in exercising its responsibilities and functions.
 - 4.3.3 Ensure that GMFA fulfils its obligations as a charity, company and an employer. This includes the monitoring of outputs (currently done once a quarter) and ensuring adherence to legal obligations.
 - 4.3.4 Maintain good relations with senior managerial staff and ensure that GMFA is being effectively managed in line with all its policies and the law.
 - 4.3.5 Take part in training sessions provided for the benefit of the Board of Directors.
 - 4.3.6 Fulfil such other duties and assignments as may be required from time to time by the Board of Directors.

5. Dissemination of the role description

- 5.1 This role description will go to:
 - 5.1.1 All new and existing Board members.
 - 5.1.2 All prospective Board members including all GMFA members when a notice of an election to the Board is given.

6. Review

- 6.1 This role description will be reviewed every four years.
- 6.2 This role description was passed on 8th August 2002.
- 6.3 This role description was reviewed and amended on 23rd May 2006