

Role and responsibilities of the Chair

This Schedule will apply to any Board Member appointed as Chair during their term in office

1 Role Description – Chair

1.1 The role of the Chair is pivotal to the success of the Board. In general there is a strong correlation between the quality of the leadership by the Chair and Chief Executive and the success of the organisation. Conversely, where an organisation is not delivering, then questions can legitimately be asked about the quality of the Board leadership.

2 The key responsibilities of an ALMO Chair are:

2.1 Leadership of the Board, ensuring its effectiveness on all aspects of its role and setting its agenda;

2.2 Ensuring the provision of accurate, timely and clear information to directors;

2.3 Ensuring effective communication with tenants, staff and stakeholders;

2.4 Arranging the regular evaluation of the performance of the Board, its committees and individual directors; and

2.5 Facilitating the effective contribution of non-executive directors and ensuring constructive relations between executive and non- executive directors.

3 Leadership

3.1 As leader of the Board, the Chair has the overarching responsibility for ensuring that under his/her guidance the organisation meets its planned objectives for service delivery and has a clear understanding of its culture and its values.

3.2 Whilst the Chair leads the Board, the Chief Executive leads the executive team and takes responsibility for their achievements. A strong and appropriate relationship between the Chief Executive and the Chair is therefore essential to the performance of the Board and the organisation. The Chair needs to be a source of support for the Chief Executive, both in their personal development and in the development of the organisation.

3.3 However at the same time, the relationship must accommodate constructive debate and challenge and should not become a “cosy” partnership that becomes impossible for non- executives to question.

- 3.4 A suitably skilled and effective Vice Chair should also be appointed for the purposes of business continuity and to provide cover in the absence of the chair.

4 Setting the agenda for the organisation

- 4.1 It is the duty of the Chair to ensure that the Board has a delivery plan and strategies in place, which properly reflect both the Local Authority and the ALMOs ambition for delivering decent homes, sustainable communities and service improvements. Such plans should be informed by tenant needs and aspirations.

5 Keeping the Board informed

- 5.1 The Board can only be effective if it is well informed. The Chair needs to facilitate the proper flow of information between executives and non-executives, between the Board and its parent authority, and between the ALMO and its tenants and stakeholders.

- 5.2 Chairs are in a special position because of their greater involvement with the Chief Executive and knowledge of the organisation. They should use their position to ensure that the non-executives receive all the information they need to make informed decisions on forward plans and strategies. The Board also needs to receive assurances that the control systems are in place and are working effectively and will need to agree a reporting cycle for its finance and performance, audit and risk management committees.

- 5.3 It is for the Chair to ensure that Non-executives receive regular updates on the results and outcomes of performance and strategies. It is essential that such information is timely and sufficiently comprehensive, but without including unnecessary detail that the Board does not need and which would only serve to waste the time and resources of the company.

6 Performance review

- 6.1 It falls to the Chair to conduct the annual performance review of the Chief Executive and the non-executive board members. This should be a formal annual responsibility for which the Chair should receive training to enable these reviews to be conducted in a fair, consistent and supportive way. An effective performance review enables individuals to understand their performance, identify training and development needs, and thereby increase their contribution to the organisation. For chairs and non-executives good performance is critical to their reappointment.

- 6.2 The Board as a whole should develop a framework for formally reviewing the effectiveness of its business management and the work of its committees. This will, in part be through annual reporting mechanisms, but it is often useful for the Board to step back from these mechanisms and take an overview of the added value, which it brings to the organisation.

7 The Board Meeting

- 7.1 It is the Chair's responsibility to ensure that the Board meeting agenda takes account of the full business of the Board and reflects the proper role of the Board and its members.
- 7.2 It is particularly important that the agenda concentrates on proper issues of strategy and review and does not take up Board time on operational issues that are properly the responsibility of the executive team. Trust needs to be developed to enable the non-executives to let the executive team take forward the work programme, safe in the knowledge that proper governance procedures are in place to monitor and safeguard the interests of the Board. Trust will also enable the executive team to appreciate the non-executives as partners in an enterprise, which is why the assurance processes are so important. It is also important for the Board to be clear how reports from external auditors and inspectors are to be dealt with as part of the assurance process.
- 7.3 Thought should be given to the balance between reporting and analysing past performance – what happened and why – and examining the critical levels which a Board has open to it to influence the future –“what do we need to do and when do we need to do it?” Boards at the forefront of improvement, modernisation and change recognise they need to ask themselves a different set of performance questions to those traditionally asked.
- 7.4 The Chair needs to facilitate and encourage scrutiny and debate by the Board. To do that, he or she needs to ensure that they are fully informed, have enough time to discuss the issues, and are brought into the debate with proper consideration given to their views. They should not feel that they are forced into rubber stamping proposals from the executive team which they have neither the knowledge nor time to understand or debate. Neither should the Board become engaged in matters of operational details, which should properly be left to the executive team.
- 7.5 Good chairing skills are essential in enabling the Board to feel less inhibited about discussing contentious or controversial issues in either public or private forums.
- 7.6 The Chair should also be careful to ensure that his or her supportive relationship to the Chief Executive does not obstruct effective scrutiny by the board.
- 7.7 In addition to the responsibilities of a general Board member the Chair must:
- 7.7.1 Ensure efficient conduct of Board business and General Meetings ensuring the appropriate involvement of all Board members.
 - 7.7.2 Establish a constructive working relationship and provide support to the Chief Executive including carrying out an appraisal where delegated by the Board.
-

- 7.7.3 Where delegated by the Board to take urgent decisions in between meetings considering advice of the Chief Executive and consulting with Board members as appropriate.
 - 7.7.4 Ensure the Board receives professional advice.
 - 7.7.5 Maintain an overview of the composition of the Board recommending action to remedy deficiencies.
 - 7.7.6 To represent the ALMO as appropriate.
-