



Chair of the Board

Role Description

The duties and tasks, individual responsibilities and commitments of the Chair are in addition to those set out in the separate Board Members' Role Description.

Core Purpose

- Provide strategic leadership to the Board and the organisation
- To ensure that Tai Calon is effectively managed for the benefit of the customers, communities which it serves and for its shareholders
- Determine the organisation's vision, values and strategic direction and agree the Corporate and Strategic Plans ensuring its long-term success
- Ensure that Tai Calon is governed economically, efficiently, effectively and complies with the requirements of the law, Codes of Governance and Conduct; The Right Stuff model from the Regulatory Board for Wales; the Association's Rules, Standing Orders and Financial Regulations and, best practice.

Individual Responsibilities to the Organisation

- Lead the Board ensuring it has clear strategic direction and vision and, is effective in all aspects of its role and setting its priorities
- Set a positive culture with a strong customer and community focus

- Ensure the Board has the support, analysis and information it needs to enable it to take decisions and, that it takes decisions in a timely and effective manner
- Ensure excellent and professional working relationships between the Board and the Executive, promoting effective collaboration and a positive culture
- Act on the results of Board performance evaluation by recognising the strengths and addressing the weaknesses of the Board individually and collectively and where appropriate, proposing new members be appointed to the Board or seeking the resignation of directors
- Provide oversight, direction and constructive challenge to the Chief Executive
- Observe and continually promote Tai Calon's policies on Equality and Diversity, Welsh Language, Sustainability and Wellbeing.

Duties and tasks to fulfil individual responsibilities

Strategic Leadership

- Set a positive leadership culture, with strong customer and community focus in line with Tai Calon's corporate objectives and corporate strategy
- Conduct an annual review by the Board, of the company's strategic direction and achievement of key outcomes
- Use skills and knowledge to analyse issues presented to the Board and oversee the Boards' attention to the financial strength of Tai Calon by monitoring key performance indicators, financial information and risk information
- Provide clear leadership to the Board and Committees within Tai Calon so that the Board acts as a team

- Make sure the Board operates effectively and efficiently and displays the behaviours that are central to constructive working relations with Executive colleagues
- Ensures a clear division of responsibilities between Tai Calon Board and its Executive, ensuring the Board remain strategic at all times
- Support the Chief Executive in the effective leadership of the organisation
- Support the Board in setting the assurance framework and risk appetite for Tai Calon
- Ensure the Board and organisation has a good working relationship with its Regulators
- Be an ambassador for Tai Calon and represent the organisation as appropriate

Good Governance

- Ensure that Tai Calon always acts within its governing instruments including the Articles of Association, adopted Codes of Governance, Code of Conduct and any other relevant codes of conduct, standards and probity and ensuring compliance with all legislative, regulatory and financial requirements
- Ensure that the Board delegates sufficient authority to its Committees, the Chair, the Chief executive and others to enable the business of the organisation to be carried out effectively between Board meetings; ensure the Board oversees and monitors the use of these delegated powers
- Uphold and comply with Tai Calon's policies, procedures and standing orders as set and amended from time to time by the Board
- Chair meetings effectively, seeking consensus and encouraging all Non-executive Directors to participate and take collective ownership
- Ensure that clear decisions are reached, recorded and implemented

- Ensure that the Board receives professional advice when it is needed, either from its senior staff or from external sources
- Leads by example and promotes a culture of teamwork across the Board and Executive, whilst understanding the respective roles and maintaining the strategic/operational distinction at all times
- Acting between full Board meetings of the Board in authorising action to be taken intra vires (within its powers) and in line with approved delegated authorities
- Ensure that Board agendas are set that are strategic and reflect the key responsibilities of the Board
- Ensure the risk appetite is set by the Board, is regularly reviewed and activities are monitored to ensure Tai Calon remains within its risk appetite.

Evaluating and Improving Performance

- Make sure effective Board succession planning including recruiting and selecting new Board Members are in place that reflect the diversity aspirations of Tai Calon
- Ensure that Board members understand their roles and responsibilities
- Ensure effective systems of personal development and appraisals are in place for individual members and the Board and Committees collectively and address under performance (either in relation to skills, knowledge, behaviour or commitment) of individual Board members
- Make sure that an annual appraisal of governance arrangements is undertaken by the Board and Executive Management Team and an independent review is undertaken every three years
- Undergo appraisal of your own performance, including 360 appraisal as appropriate and agreed by the Board

- Attend induction, training and performance review sessions and other such sessions or events as are reasonably required by Tai Calon.
- Ensure the Board meets its potential via strong leadership, encouragement and support of learning and development activities
- Ensure proper arrangements to appraise the performance of the Chief Executive and determine the remuneration of the Chief Executive