Board of Directors

23rd April 2018

report	Draft Terms of Reference
author	Jonathan Wells
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purpose	For approval

Board of Directors - Terms of Reference

1. Purpose.

The purpose of the Board is to ensure the business of the SUN Network is conducted legally, correctly and in accordance with its status as a Community Interest Company – so that it consistently achieves or exceeds its business objectives.

2. Functions.

The main functions of the Board are:

- To monitor and amend where necessary the practices of the organisation so that it remains compliant with its status as a CIC and with its Articles of Association
- To ensure compliance with best practice with regard to governance and financial probity
- To scrutinise the performance of the organisation in terms of its contracts with commissioners so that performance indicator are achieved
- To model and promote the values and behaviours expected in the organisation

- To ensure the organisation is a good employer – promoting the well-being of staff, members volunteers and the public

3. Membership.

The Board members are the Executive Director and Non Executive Directors including the Chair the Vice Chair and any other appointed Non Executive Directors (NEDs).

4. Quorum.

A minimum of two Board members present will constitute a quorum. This must be made up of the Executive Director and either the Chair or the Vice Chair.

5. Frequency.

Meetings will be quarterly.

6. Other Points.

The Executive Director (ED) 's report, the Finance report, the Chair's report and questions from the public will be standing agenda items.

Annually there will be a General Meeting which will approve the annual report and the financial report.

All Board meetings will be advertised to the public and held in public, with the opportunity for questions from the public. Minutes will be placed on the website.

Supporting information can be found in the governance policy.

7. Review.

These terms of reference will be reviewed annually.