



## **Role Description for Chairperson 2024**

### **1. Introduction**

This role description sets out the particular duties and responsibilities that attach to the Chairperson of the Association and to the Convenors of the Association's sub-committees. The responsibilities described here are additional to those set out in the Role Description for Board Members. It should be considered alongside the Association's Rules, Standing Orders, Code of Conduct and Entitlements, Payments and Benefits Policy .

This role description will be used to support the annual review of the Board's effectiveness. It will be used to appoint the Chairperson and sub-committee Convenors after each AGM. Board Members who wish to be considered for this office will be invited to say how, if elected, they will carry out the duties that are set out here before the election takes place.

In the event that the Chairperson is unable to fulfil their responsibilities, the Vice-Chairperson will carry out the duties of the Chairperson.

The Chairperson of the Association should not also serve as the Convenor of a sub-committee, and each sub-committee should elect a different Convenor.

An overview of the Role of the Chairperson is outlined in Rule 59.6 of the Association's Rules.

The Chairperson will be elected by the Board each year at the first Board meeting following the AGM. Whilst the Chairperson can be re-elected, in accordance with Rule 59.11 of the Rules, they cannot serve a continuous term of more than five years. There is no expectation that the Chairperson must serve the full five year maximum term.

### **2. Key Responsibilities**

The Chairperson (or Convenor) must act, and be seen to act, at all times on behalf of the Board. Their key responsibilities are:

- To lead the Board [or sub-committee] constructively, provide direction and manage meetings effectively
- To develop an open and inclusive relationship amongst Board members and support strong and effective governance
- To develop and maintain a constructive and positive working relationship between the them and Chief Executive/senior staff

- To uphold the Association's Code of Conduct and promote good governance
- To ensure decision making complies with Standing Orders and Scheme of Delegation
- To be a positive and effective ambassador for the Association
- To ensure that the Association's business is conducted effectively between meetings and that emergency decisions are taken appropriately when required and are reported to the Board
- To be accountable for their actions

### **3. Leadership and Direction**

The Chairperson is expected to:

- Lead by positive action and example
- Represent the Association positively and effectively
- Set the style and tone of Board [or sub-committee] meetings to ensure effective and participative decision making
- Promote and uphold the Code of Conduct for the Board
- Ensure that the necessary arrangements are in place to enable the Association to honour its obligations, achieve its objectives and meet agreed targets
- Demonstrate and support the principles of good governance at all times
- Ensure that the governing body has access to the range of skills, knowledge and experience necessary for the achievement of the Association's aims and objectives and for the fulfilment of the Board's responsibilities
- Ensure that the Board has access to the necessary advice, information and support to fulfil its responsibilities and that, where appropriate, external and/or specialist advice is sought
- Provide support to new and experienced Board members by promoting access to relevant induction, training and development opportunities
- In the event that it is necessary, be responsible for the implementation of the protocol that provides for investigations into an allegation that a Board member may have breached the Code of Conduct

### **4. Working with the Chief Executive**

The Chairperson should:

- Establish a constructive relationship with the Chief Executive and ensure that their respective roles of leading and managing are recognised and promoted effectively. Sub-committee Convenors should establish similar relationships with the relevant senior staff member.
- Work in partnership with the Chief Executive to ensure the effective conduct of the Board's business
- Ensure that the conduct of the Association's business continues effectively between meetings of the Board and act under delegated or emergency authority when necessary

- In the event of a vacancy, ensure that effective arrangements are implemented for the recruitment and appointment of a Chief Executive, in accordance with the Association's agreed recruitment practices
- Carry out, with at least one other Board member, the Chief Executive's annual appraisal (including setting objectives, overseeing performance and requiring professional development) and report to the Board
- Ensure that appropriate arrangements are in place and implemented effectively for the support and remuneration of the Chief Executive
- In the event that it is necessary, be responsible for dealing with a grievance or disciplinary action in respect of the Chief Executive, in accordance with the Association's agreed procedures

## **5. Promoting Good Governance**

The Chairperson is required to:

- Promote and demonstrate the highest standards of ethical conduct and integrity
- Build and sustain constructive relationships with other office bearers, members of the Board and senior staff
- Initiate any investigation under the terms of the Association's Code of Conduct
- Chair all general meetings in accordance with the Rules
- Chair all Board meetings, in accordance with the Rules and Standing Orders
- Ensure that all Board members have access to appropriate information and have an opportunity to contribute to discussion and consideration of all matters requiring their attention
- Ensure that effective induction and ongoing training and support are provided to all Board members and that annual performance reviews are conducted in accordance with the Association's policy
- Manage meetings inclusively and effectively to ensure that there is sufficient time for the consideration of all relevant issues; for performance to be monitored effectively and for risk to be assessed realistically
- Ensure that all delegated authorities are monitored and reporting arrangements are implemented effectively

## **6. Conduct of Business**

The Chairperson is expected to:

- Ensure that the Association's business is efficiently and accountably conducted between Board meetings
- Sign (or otherwise authorise) payment instructions and documents requiring the Board or the Chairperson's authorisation, in accordance with the Standing Orders
- Take decisions on behalf of the organisation in the event of emergencies that occur outside the regular meeting cycle and report these back to the Board for ratification
- Ensure that the range of skills, knowledge and experience required to lead effectively is available to the Board and that the Board is able to access specialist support when necessary

- Lead the Board’s succession planning and recruitment process to ensure good governance and regulatory compliance.

**7. Monitoring and Review**

This role description will be subject to review at least every 3 years or where required as a result of any changes to the Associations Standing Orders and Delegated Authority or other relevant documents and codes associated with Corporate Governance.

**September 2024**

Policy Review Consultation Process

<b>RECOMMENDED BY THE FINANCE, AUDIT AND CORPORATE GOVERNANCE COMMITTEE</b>	<b>5<sup>th</sup> September 2024</b>
<b>APPROVED BY THE BOARD OF MANAGEMENT ON</b>	<b>26<sup>th</sup> September 2024</b>
<b>Date of Next review</b>	<b>September 2027</b>

Approved