

## **IARS Board Member (Trustee/ Non-Executive Director) Role description**

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### **ROLE PURPOSE:**

To ensure, in common with fellow Board members, that the IARS International Institute operates in a manner which enables it to fulfil its aims and objects as effectively as possible.

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### **SPECIFIC RESPONSIBILITIES & TIME COMMITMENT:**

1. To commit to spending 1 day per month on supporting IARS (flexible)
  2. To attend and contribute constructively to the quarterly Board meetings and annual Away Day.
  3. To appoint, line manage, supervise regularly and appraise the Executive Director.
  4. To ensure the effective governance of IARS and ensure that its activities are compliant with its charitable status, company law and constitution.
  5. To have a full understanding of IARS' vision, mission, strategic objectives, charitable objects and constitution.
  6. To agree the strategic direction for Independent Academic Research Studies.
  7. To agree the staff structure, terms and conditions of service.
  8. To monitor the organisational work plan.
  9. To agree the budget, monitor financial performance and produce annual reports and accounts as per the Charity Commission and Companies House requirements.
  10. To ensure that IARS's equal opportunities policies are followed through in practice of the organisation.
  11. To treat with confidentiality any information about IARS members, users and staff that is personal, private or sensitive.
  12. To represent IARS in a positive light and safeguard the good name of the charity to external stakeholders.
  13. To be a champion and an ambassador for IARS and its mission and help raise funds.
  14. To receive training and appraisal when appropriate and work collaboratively with the Executive Director, the Founder, staff, interns and volunteers.
  15. To comply fully with IARS' constitution, standing orders and policies and procedures.
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### **STATUTORY DUTY OF CARE:**

Section 1(1) of the Trustee Act 2000 sets out the "duty of care", i.e. the duty to exercise such care and skill as is reasonable in the circumstances having particular regard to:

- any special knowledge or experience that the trustee has or holds himself or herself out as having
- where a trustee acts in the course of
- a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession

The duty of care applies to trustees in their exercise of a number of specified powers conferred on them by the Trustee Act 2000, primarily in the areas of investments, acquisition of land, insurance and the appointment of agents, nominees and custodians and review of their performance. It also applies in trustees' exercise of the same type of power derived from IARS's memorandum and articles of association.

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### **RELATED PARTY TRANSACTIONS:**

Board members are required to disclose any transactions between them and IARS and/or between a party related to them and IARS. Transactions are defined as:

- purchases, sales, leases
- donations
- supply of services
- payments and other benefits made by IARS to Board members under the provision of the governing document or in fulfilment of IARS' charitable objectives

Parties related to Board members are defined as:

- close relatives
  - partnerships, companies, trusts or other entities in which members have a controlling interest
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### **EXPENSES AND PAYMENTS:**

Board members may be paid in accordance with the IARS' constitution (e.g. all reasonable out-of-pocket expenses incurred in attending meetings or in connection with IARS' business). Claims should be made on the appropriate IARS form and copies of receipts must be attached. Any member instructed to act in their professional capacity by the Board is entitled to charge and be paid all usual charges for work done for IARS by her/him or her/his firm. However, no member may act as auditor for IARS.

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### **DISQUALIFICATION:**

A Trustee's term of office automatically terminates if he or she:

- (1) is disqualified under the Charities Act from acting as a charity trustee;
  - (2) is incapable, whether mentally or physically, of managing his or her own affairs;
  - (3) ceases to be a member of IARS
  - (4) resigns by written notice to the Trustees
  - (5) is removed by resolution of the members present and voting at a general meeting after the meeting has invited the views of the Trustee concerned and considered the matter in the light of any such views;
  - (6) is absent from Board meetings held within a period of six consecutive months.
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## **TERM OF OFFICE**

The trustees must first be members of IARS. IARS Trustees' term of office is 1 year. A retiring Trustee who remains qualified may be re-appointed for a maximum of 5 consecutive terms of office (maximum of 5 years). Election takes place at the General Meeting and as provided by the IARS constitution. Co-option is allowed in accordance with IARS' Constitution.

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## **ADDITIONAL INFORMATION RELATING TO THE ROLE OF TREASURER**

The role of the Treasurer is to maintain an overview of IARS' financial affairs, ensuring both its financial viability and that proper financial records and procedures are maintained.

The Treasurer's role is also to work in conjunction with the Director, Operations Manager and Finance Manager, supporting them to achieve the financial aims of the organisation.

The responsibilities of the Treasurer are:

- Chairing the quarterly finance sub-committees and report back to the IARS Board at the scheduled full Board meetings
- Overseeing, approving and presenting budgets, accounts, financial statements and reports to board meetings
- Being assured that the financial resources of IARS meet its present and future needs
- Ensuring that IARS has appropriate reserves and investment policies
- Ensuring that appropriate accounting procedures and controls are in place taking into account charities and companies law
- Advising on the financial implications of the IARS' strategic plan
- Ensuring that the accounts are audited and prepared in accordance with legal requirements, and that any auditor's recommendations are implemented
- Ensuring the accounts are included in the annual report and submitted to the relevant bodies such as the Charity Commission and Companies House
- Keeping the board informed about any changes in its financial duties and responsibilities
- Making a formal presentation of the accounts at the annual general meeting and drawing attention to important points

**IARS Person Specification**  
**Board Member (Trustee/ Non-executive Company Director)**

CRITERIA	STANDARD	ESSENTIAL / DESIRABLE
<b>Knowledge &amp; Experience</b>	Strategic & Business planning	Essential
	Understanding of how social policy impacts on practice and how research can inform policy.	Essential
	Charity and Company Law	Essential
	Finance and the fundraising for non profits	Desirable
	Human resources and employment law	Desirable
<b>Commitment</b>	To 2 days per month	Essential
	To human rights, equality and equality of opportunity;	Essential
	To work as part of a team;	Essential
	To Nolan’s seven principles of public life – selflessness, integrity, objectivity, accountability, openness, honesty and leadership;	Essential
	To attending at least 4 board meetings per year, an annual away day and where appropriate Board sub group meetings.	Essential
To line manage and appraise the Executive Director	Essential	
<b>Attitude</b>	Results driven with ability to prioritise effectively, work under pressure and meet deadlines.	Essential
	Empathy with the aims and objects of IARS.	Essential
	Willingness to work unsocial hours and/or to stay away from home overnight. Willingness to travel.	Desirable
	A strong personal commitment to equality of opportunity.	Essential
	Ambitious and self-motivated characterised by integrity and diligence.	Essential
	Commitment to the values of dialogue, transparency, non-adversarial methods of conflict resolution and restorative justice.	Essential

**Additional Person specification for Treasurer**

All requirements listed in the Person Specification of IARS Trustee. In addition:

- Experience and skills in charity finance
- An understanding of fundraising
- A willingness to be available to give financial advice and answer enquiries from staff on an ad hoc basis