

# Board Member role profile

## Purpose of role

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To take overall responsibility for strategic direction, effective performance and sound governance across the Newlon Group. To take individual and Board wide responsibility for determining the strategy and overseeing the delivery of Newlon Housing Trust services, ensure financial viability, ensure risks are identified and managed effectively and to ensure proper governance in accordance with regulatory and other requirements.

## Key accountabilities

All Board Members, whether executive or non-executive, share responsibility for its decisions. At a Newlon Board meeting each Board Member should vote only in the interests of Newlon and not on behalf of any constituency, interest group or subsidiary. Board Members should put the interests of the organisation before their own interests. Management – that is the implementation of Board policies – is delegated to staff.

## Leadership and direction

- To define the vision and values of the organisation and ensure that these are realised and upheld.
- To define the direction of the business.
- To ensure clear accountabilities and communication within the Group and monitor the activities of all parts of the Group.
- To maintain a clear service user and community focus.
- To support the Chair in providing strategic leadership and creating a positive climate among the Board team which fosters constructive challenge to assumptions about the business.
- To review Board composition, performance and succession plans regularly.
- To appoint (and, if necessary, remove) the Chair.

## Strategic development

- To set the key strategic objectives and determine the strategic aims and outcomes required.
- To drive the development of the corporate business plan, providing constructive challenge and contributions to co-create and ensure the effectiveness of the plan.
- To approve an annual business plan, budgets for both revenue and capital expenditure and treasury strategy that support the achievement of the corporate strategy and plan.
- To establish a framework for approving and regularly reviewing policies and plans to achieve business objectives.
- To ensure that all assets are managed efficiently and effectively, and capacity is properly utilised, so as to maintain longer-term viability and sustainability of the organisation and its homes.

## **Risk management**

- To establish and oversee a framework for the identification, management and review of risks, including agreeing risk capacity and tolerance
- To contribute to the review and evaluation of strategic risks in both the external and internal environments and receive regular reports on these and on crystallising and emergent risks.
- To ensure that a positive culture of managing opportunities, threats and uncertainties is embedded throughout the organisation.
- To determine policies and decisions on all matters that might create a significant financial or other risk to the organisation, or which raise material matters of principle:
- Setting and reviewing Health & Safety policy.

## **Internal controls framework**

- To establish and oversee a framework of delegation and systems of internal controls.
- To draw up a schedule of significant matters specifically reserved for the Board's decision.
- To obtain systematic information that provides assurance on the effectiveness of internal controls.

## **Performance monitoring**

- To regularly review and monitor performance in relation to Newlon's corporate and other plans, budgets, controls and decisions.
- To obtain and consider performance information in relation to customer and stakeholder feedback and benchmark against comparable organisations and activities.

## **Probity and integrity**

- To approve each year's accounts prior to publication.
- To obtain assurance that Newlon's affairs are conducted lawfully and in accordance with generally accepted and specific standards of reporting, performance and probity.
- To ensure Newlon's compliance with all relevant regulatory requirements and with the NHF's Code of Governance 2020.

## **Transparency and openness**

- To oversee a policy about access to information and documentation and review regularly Newlon's openness arrangements, taking account of further good practice developments.
- To establish Newlon's policy for communicating with, and involving, residents and others in the community about its work and performance.
- To establish Newlon's policy for shareholding membership.

## Ambassadorial role

- To promote Newlon at key events and other meetings, and establish constructive, high quality relationships with key current and potential partners and stakeholders, both internal and external.
- To monitor, safeguard and enhance Newlon's reputation.

## Executive and management arrangements

- To appoint (and, if necessary, dismiss) the Chief Executive and approve his/her salary, benefits and terms of employment.
- To be represented and/or participate in the appointment of key directors.
- Ensure there are appropriate policies and systems to recruit, develop, retain and remunerate staff.

## Responsibility lines

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Each Board Member may also be Chair of a subsidiary or committee, and a member of certain others. These responsibilities will be agreed on appointment and may vary over time depending on Newlon's requirements.

Where a Newlon Housing Trust Board Member is also the Chair or a member of a subsidiary board, they must always vote in the interests of the subsidiary at meetings of that organisation.

Individual Board Members are responsible through the Chair of Newlon Housing Trust, for the achievement of the objectives of the Trust. The Chair will ensure: the efficient conduct of the Board's business; that all Board Members are given the opportunity to express their views; that the Board makes proper and appropriate arrangements for its own appraisals and that of Board Members and for a succession plan for Board Members.

## Contacts

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### External

- Lenders and funders.
- Regulators and inspectors.
- Community and neighbourhood leaders.
- Partners and contractors.
- Regional and local authority members/staff.
- Other HA board members and executives.
- MPs, Government, Civil Servants.
- Local, national and trade press.
- Residents and service users.

### Internal

- Board Members.
  - Subsidiary Board Members.
  - Chief Executive and senior management team.
  - Other staff.
  - Residents and service users.
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## Newlon Housing Trust Board – core competencies

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Newlon has identified 11 core competencies that all Board Members need (in alphabetical order).

<b>Analytical skills</b>	Able to analyse and integrate complex issues and focus on the core.
<b>Communication</b>	Able to communicate clearly combined with good listening skills.
<b>Decision making</b>	Able to weigh issues and make balanced and reasonable decisions at a strategic level, in concert with others, for the benefit of the organisation.
<b>Influencing and negotiation</b>	Able to influence others and negotiate with them.
<b>Leadership and motivation</b>	Able to lead and motivate effectively.
<b>Performance management</b>	Able to establish clear aims and objectives and ensure regular review and feedback on Newlon's performance against both financial and non-financial measures.
<b>Numeric/financial awareness</b>	Has high level of numeracy combined with financial awareness.
<b>Representation</b>	Able to represent Newlon externally to partners and other stakeholders.
<b>Risk consciousness</b>	Conscious of risk and able to seek assurance that risks are being managed effectively, integrating risk assessment into mainstream business.
<b>Strategic approach</b>	Able to take a strategic approach. Understands the wider environment in which Newlon operates and contributes to the development of Newlon's strategy and business plan.
<b>Working with others</b>	Appreciates and respects others' views. Works well with people from a diverse range of backgrounds.

## Personal qualities

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All Board Members need to appreciate and demonstrate the key values and environment in which Newlon operates. In particular, Board Members must:

- Maintain high standards of integrity.
- Be committed to continuous improvement and high standards of governance.
- Be committed to the values of social inclusion and diversity.

# Newlon Housing Trust - Board Member obligations and support

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## Obligations of Board Members

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### General

Uphold Newlon's values and objectives:

Uphold Newlon's core policies, including those for Equality and Diversity, Health and Safety.

Contribute to, and share responsibility for, the Board's decisions.

Prepare for, and attend, meetings, training sessions and other events.

Attend and participate in reviews linked to individual performance and/or that of the whole Board.

Represent Newlon positively externally.

Declare any relevant interests.

Respect confidentiality of information relating to Newlon's business or the Board's decisions.

Uphold the NHF's Code of Governance 2020 and Newlon's Code of Conduct for Board Members.

Comply with the NHF's Code of Conduct 2022.

### Specific

- Complete an annual declaration of interests and promptly declare any subsequent interests that arise.
- Commit to a minimum of the approximate equivalent of 26 days per annum.
- Attend at least three out of four regular Board meetings.
- Attend at least three out of four regular meetings of Committees or other ad hoc groups of which they are a member.
- Attend a tailored induction programme.
- Attend all Board training events and away days/away weekends.
- Keep up to date with the external framework and operating environment for the sector.
- Commit to fulfilling Personal Development Plans.
- Support other board members, especially new recruits.
- Be available to chair an agreed Committee or Subsidiary, taking responsibility for delivering relevant parts of the business plan.
- Attend a sector conference or seminar each year.

## **Support for Board Members**

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### **General**

- Annual allowance to cover the cost of essential equipment and consumables.
- Travel expenses incurred within policy reimbursed within 21 working days of claim.
- Subscription to Inside Housing or another trade journal, delivered to home address.
- Regular policy briefings on sector-wide and Group-specific issues.
- Regular Board training to update and enhance knowledge, team working, technical and communication skills.
- Regular Board away days/away weekends.
- Opportunities to visit new and existing housing and other Newlon projects.
- Opportunities to attend relevant conferences and courses.
- Board Members' administrative support available.
- Online access to key documents and information.

### **Specific**

- Structured six-month induction programme for new Board Members.
- Mentor for new Board Members.
- IT training if required.
- Individual appraisals with the People and Governance Committee.
- Training and support identified in Personal Development Plans.

### **Remuneration**

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Currently £7,116.39 per annum, paid in monthly instalments. Amount reviewed annually by the People and Governance Committee.