

The Barnet Group of Companies (the “Group”)¹

Role profile

Role: **Board Member**

Responsible to: **The Chair of the Board**

Purpose of role:

To contribute relevant experience, expertise and insight in order to add value in the creation of the mission, vision, strategy, values and policy which ensures the longer-term viability and sustainability of the Group of and, in particular, the Relevant Company served by the Board Member.

To ensure that business decisions are made to facilitate achievement of the Relevant Company's and the Group's strategy whilst ensuring that the views and interests of all stakeholders are represented at a strategic level.

Key accountabilities:²

1 Leadership

- To share, with other Board Members, accountability for both the direction and control of the relevant Company and to take collective responsibility for decisions of the Board.

2 Strategy

- To help set both the short and long term objectives for the relevant Company in line with those of the Group and to determine the strategic aims and outcomes required.
- To drive the development of the Relevant Company's business plan and provide a constructive challenge to the executive team in order to co-create the plan.
- To contribute to and initiate the review and evaluation, with respect to the Relevant Company, of present and future opportunities, threats and risks in the external environment and current and future strengths, weaknesses and risks in the external environment to ensure effective strategic decision-making.
- To ensure that all decisions taken by the Board are compatible with the vision and business plan of the Relevant Company and the Group.
- To ensure that the strategic objectives of the Relevant Company are achieved, through appropriate delegation and relevant operational plans

3 Financial control

- To ensure the financial viability of the Relevant Company through effective business planning and budgeting. In addition to agree annual business plans and budgets and to

¹ The Barnet Group of Companies comprises The Barnet Group Limited and all direct and indirect subsidiaries of The Barnet Group Limited (herein, in the singular, referred to as the “Relevant Company”). This role profile is relevant to all Boards of all entities that make up the Barnet Group of Companies

² Please also refer to the overall Board Terms of Reference

ensure that these drive the outcomes set out in the Group business plan and underlying strategies.

4 Performance monitoring

- To assist in the regular review and monitoring of performance of the Relevant Company against objectives and to ensure management information provided is both necessary and sufficient to enable the Board of the Relevant Company to do this.

5 Risk

- To ensure a framework of prudent and effective controls which enable risk to be identified, assessed and managed, is in place.

6 People

- To ensure the human resources (capacity and capability) are in place for the Relevant Company to meet its objectives.
- To ensure appropriate human resource policies are in place with respect to recruitment, remuneration, training and development.
- To participate in the recruitment and selection of new Board Members and provide support to them as necessary.

7 Legal and regulatory

- To ensure the Relevant Company complies with the provisions of its Articles of Association and/or other relevant governing documents, as well as all legal and statutory obligations are met.
- To ensure all regulatory requirements, including the provisions of any Code of Governance applicable to the Relevant Company, are met.
- To ensure that the Board's actions and decisions comply with the relevant policies and procedures of the Relevant Company and are taken in the best interests of the Relevant Company and the Group.
- To ensure compliance with any Shareholder's Agreement or Intragroup Agreement that the Relevant Company may be a party to.
- To ensure compliance with contractual obligations.

8 Governance

- To participate in the review and appraisal of the Board's collective performance and Board Member's individual performance.
- To ensure the Board has the skills necessary to govern the Relevant Company and has access to independent advice.
- To participate in individual and collective development and training of board members
- To promote openness, transparency and accountability in the Relevant Company's dealings with stakeholders.
- To ensure that the Relevant Company's affairs are conducted in a manner that promotes equality, diversity and community cohesion.
- To help establish and oversee the Relevant Company's system of delegations and internal controls and ensure that these are reviewed regularly.
- To declare any relevant personal or professional interests in any matters being discussed by the Board.

9 Representation

- To enhance the reputation of the Relevant Company by representing it as an ambassador at key events and interfaces with stakeholders, customers and other interested parties, both internally and externally, e.g. employee conferences, sector conferences, government agencies and the London Borough of Barnet.

10 Self-Management

- To be both well informed and contribute specialist knowledge, experience and expertise to the work of the Relevant Company and the Group.
- To proactively seek and gain knowledge and information of the Relevant Company's customers and other stakeholders.
- To contribute to both personal and Board learning and development by participating in such activities as identified by the Chair of the Board.
- To attend and participate in Board induction programmes as and when appropriate.
- To adequately prepare for and attend Board meetings and meetings of any Committees of the Board of which the Board Member is a member.
- To contribute effectively to discussions of the Board, challenging appropriately and showing due respect for the decision-making framework of the Relevant Company.
- To respect colleagues, uphold the Group's Code of Conduct and maintain the highest standards of probity.
- To respect the confidentiality of information where its release would compromise the interests of the Relevant Company, the Group or stakeholders.

11 Time Commitment

- To devote such time as is necessary for the proper performance of your duties. Overall, we anticipate that you will spend a maximum of twenty days a year on work for the Company after the induction phase.
- To prepare for and attend quarterly Board meetings, Board awaydays, meetings with the non-executive directors, meetings with shareholders, meetings with managers and non-managerial members of the workforce, meetings with key stakeholders (including suppliers and customers), meetings forming part of the Board evaluation process and updating and training meetings.
- To consider all relevant papers before each meeting.
- To attend the meetings outlined in this paragraph and as minimum attendance to at least 90% of all Board and committee meetings held by the Company unless urgent and unavoidable circumstances prevent you from doing so.

Board Member Competencies

Competency	Characteristics
Personal Qualities	Understands, and is committed to: <ul style="list-style-type: none"> • The Group's culture ethos and values • The Relevant Company's objectives • The Group's diversity objectives • The Group's commitment to customer service
Personal development	<ul style="list-style-type: none"> • Is open to learning and keen to use new learning • Is in touch and up-to-date with relevant issues
Leading and motivating	<ul style="list-style-type: none"> • Sets and maintains standards • Expresses a view about appropriate behaviours • Develops and maintains relationships with people (e.g. senior management team members)
Directing strategy	<ul style="list-style-type: none"> • Takes a broad overview and sees the long-term implications • Offers creative ideas or perspectives • Spots opportunities or possibilities • Contributes to planning, controlling and monitoring • Contributes to setting and prioritising objectives • Ensures diversity and equality issues are considered • Advises on how to properly manage risks
Networking	<ul style="list-style-type: none"> • Attends events in addition to board meetings • Acts responsibly and appropriately • Makes contact with people in the organisation, through appropriate channels • Makes contact with people outside the organisation, through appropriate channels • Demonstrates loyalty to the organisation • Creates or maintains a good image of the organisation
Analysing and scrutinising	<ul style="list-style-type: none"> • Analyses data to determine key issues • Spots omissions (e.g., from the presented information) • Examines various facets of a problem or issue • Explores the implications of a proposal or action • Takes an original perspective • Offers appropriate and relevant comparisons or parallels • Keeps to the appropriate level of detail

	<ul style="list-style-type: none"> • Considers social and commercial aspects • Weighs up the pros and cons
Team-working	<ul style="list-style-type: none"> • Supports the board's aims and goals • Respects the roles of others - inside and outside the board • Challenges freely and constructively • Compromises when appropriate and sticks to the board's decision • Does not let personal relationships interfere with fulfilling the board's purpose
Group decision-making	<ul style="list-style-type: none"> • Influences others through persuasive discussion • Sticks to the point - does not dominate or waste discussion time • Listens - allows others to contribute and sees the others' views • Contributes at an appropriate time • Ensures equality dimension is considered • Puts time and effort into reaching a decision • Can confront and challenge without appearing aggressive and can express opinions that contradict those of others (e.g. the chair) • Gives a reasoned, thought-through contribution, reaches conclusions based on a rational interpretation of the available information

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