

## BOARD DIRECTOR ROLE DESCRIPTION

### **Role**

- Board Members are required to become Directors of the BID Company, Canterbury Connected CIC, and to serve on the BID Board in a positive and collaborative manner, promoting the work of the BID representing it positively and working in the best interest of all levy payers.
- To contribute to the development of BID strategy for the city centre and the ability of the BID to positively influence other decision makers in support of this.
- To ensure that the interests of levy payers are represented professionally and that ‘best value’ is delivered by all BID activities on their behalf.
- To ensure that the BID’s operational and financial performance is of the highest standard and that the outcomes of all BID activities are aligned with the agreed Business Plan.
- To provide strategic oversight of the BID Executive Team.
- Board Members must also ensure that the organisation they represent makes payment of the BID Levy in full within 14 days of the date of the request from the BID.

### **Key Requirements**

- Attend Board Meetings on a regular basis and participate positively. Directors are also expected to attend the Annual General Meeting.
- There are four (4) Board Meetings each year lasting approximately 2 hours and 30 minutes. It is expected that a Board Member will attend a minimum of 75 per cent of Board Meetings annually.
- The BID holds regular networking events, training events and sector group meetings and forums, and Board Members are expected to attend on a number of occasions each year to ensure that levy payers are able to meet them and interact with everyone on the Board during the course of a year.
- Board Members are expected to represent their sector or part of the city to the extent possible, bringing any concerns or views they have heard to the table and communicating back through their networks.
- Board Members will ideally also join one of the BID’s sub-committees or working groups, such as Marketing and Events, Finance, Strategic Development, Purple Flag/Evening and Night Time Economy, District Watch, etc.
- For those organisations with a designated position on the Board, their representative shall remain in post for as long as the organisation exists, wants their representative in post, or for as long as the individual is an employee of that organisation.

### **Other duties you must perform as a company director include:**

- Not misusing the company’s property
- Applying confidentiality about the company’s affairs

### **Length of Service**

- Board Members shall serve for terms of three years up to a maximum of nine years. At the end of each term, Directors may nominate themselves for another term such re-appointment to be subject to the approval of the Nominations Committee, and if needed, a members’ vote.

### **Remuneration**

- Board Members do not receive any remuneration. However, if they are requested to undertake activities on behalf of the BID that may incur a cost, this will be agreed in advance and the costs may be reimbursed by the BID.

### **Code of conduct**

Board Directors will:

- Act in the interests of Canterbury Connected CIC, prioritising the organisation's best interests and avoiding conflicts of interest. Should a conflict of interest arise, a register of declared interests will be kept, and members may be asked to withdraw from any business where the conflict would be relevant.
- Act with integrity and objectivity, and be honest, fair, and impartial in their decisions and actions.
- Treat all members with courtesy and respect, valuing diverse viewpoints.
- Take responsibility for their decisions and actions, and should be transparent about them.
- Protect sensitive information and avoid unauthorised disclosure.
- Be open and transparent about decisions and provide public reasons for them when appropriate.
- Disclose any potential conflicts of interest.
- Handle organisational resources responsibly and avoid misuse.
- Maintain a professional demeanour and avoid any behaviour that could damage the organisation's reputation.

### **Note**

To clarify, Canterbury BID is a Community Interest Company, a Private company limited by guarantee without share capita, and as such, liability of each Director is limited to £1, being the amount that each undertakes to contribute to the assets of the company in the event of its being wound up while being a Director or within one year after ceasing to be so.