

Role Description

Title: Chair

Remuneration: The role of Chair is voluntary and is not accompanied by any financial remuneration. Certain expenses may be claimed by agreement.

Location: Water of Leith Conservation Trust, 24 Lanark Road, Edinburgh, EH14 1TQ.

Reporting: to Board of Trustees

The Chair must always act in accordance with the Water of Leith Conservation Trust's (WOLCT) Articles of Association. This Role Description is consistent with the principles set out in the Trust's governing documents and policies.

Main tasks:

- Provide leadership to the charity and its Board.
- Act as an ambassador for the purposes and mission of the organisation.
- Lead the Board in fulfilling its responsibilities for the good governance of the Trust and maintaining focus on our charitable work.
- Work in partnership with the Chief Executive helping them to achieve the Trust's objectives.
- Optimise the relationships between Board Members and between the Board, staff and volunteers
- Run effective Board meetings and ensure effective executive leadership of the organisation.
- Ensure that the Board regularly reviews its structure, composition and effectiveness, including board reviews and succession planning.
- Support development and maintenance of a positive organisational culture and promote equality and diversity.
- Fulfil the duties of the Chair as defined in the Trust's Articles of Association.

Main duties:1. Ensuring that the Board fulfils its responsibilities:

- Chair meetings of the Board; see that it functions effectively, focuses on its charitable work, and carries out its duties in accordance with the Articles of Association and the Trustee adhere to Trustees' Responsibilities (listed in Appendix 1).
- Ensure that the Board sets overall strategy objectives that protect and improve the Water of Leith, and that it reviews these on a regular basis.
- Ensure WOLCT Policies are implemented and reviewed by the Board on a regular basis, in accordance with the Governance Action Plan and Policy Checker.
- Ensure all sub-groups fulfil their remit and report back to the board as required.
- Ensure that the combined skills and experience of the Board are deployed to support and enhance the work of staff team.
- With the Chief Executive ensure statutory and regulatory compliance across all its functions and operations and completes all necessary statutory and regulatory returns.
- With the Chief Executive ensure that all Board members receive appropriate advice, training and information relating to their role.

2. Helping the Chief Executive and Staff Team achieve WOLCT's strategic aims:

- Provide ongoing support and guidance to the Chief Executive.
- Ensure that the Board develops a long-term strategy with outcomes which can be monitored.
- Monitor progress of the Strategy actions towards achieving agreed aims.
- Ensure that appropriate resources are secured with which to achieve agreed outcomes.

3. Optimising the relationship between Board members and between Board members and staff/volunteers:

- Responsible for ensuring members of the Board to work together and with staff/volunteers in a constructive and positive manner.
- To acknowledge the distinction between governance (the responsibility of the Board) and management (the responsibility of the Chief Executive) and to seek to ensure that the Board and Chief Executive discharge their respective responsibilities in ways that encourage constructive relationships for the benefit of the whole organisation.
- Undertake any necessary investigation under the terms of WOLCT's Complaints, Grievance and Incident Policies, and to report to the Board as necessary.

4. To run effective meetings of the board:

- With the Chief Executive develop appropriate and relevant agendas for meetings of the Board.
- Keep order and make sure that every board member has a fair hearing and an opportunity to express their views on the subject matter under discussion.
- Decide on all matters of order, relevancy and at his/her discretion, alter the order of business at any stage of the meeting.
- Exercise a second and deciding vote in the event of a tie in the vote of the Board.
- With the Chief Executive monitor that decisions taken at meetings are implemented.

5. To ensure effective executive leadership of the organisation:

- Arrange for the annual appraisal of the Chief Executive, and report results to the Board.
- Ensure that in the event of a vacancy, in conjunction with other members of the Board, that the post of Chief Executive is filled in a timely and orderly fashion, in accordance with WOLCT's recruitment policy and procedure.
- Where necessary initiate any disciplinary action relating to the Chief Executive.

6. To ensure that the Board regularly reviews its structure, role, relationship to staff and implements agreed changes:

- In close consultation with the Chief Executive make recommendations on the composition of the Board and future Chairs of the Board (with a view to succession).
- Work in consultation with the Chief Executive to recruit Board members and co-optees with specific relevant expertise.
- Conduct an annual review meeting with each Board member to assess the member's contribution to the Board and to consider any training and development needs.

7. Support organisational culture and equality & diversity:

- Embody the vision of the organisation, ensuring that positive examples are championed.
- Foster an environment which rejects discrimination, harassment and negative corporate culture.
- Support the Chief Executive in promoting equality and diversity across all areas of WOLCT's work, including within the workplace, through recruitment, and for members, volunteers and service users.

8. To fulfil the duties of the Chair as defined within the Rules in the Article of Association:

- Together with the Chief Executive convene meetings of WOLCT members as may be required.
- Together with the Chief Executive arrange Agendas and papers for distribution for all general or special meetings.
- To Chair meetings of members in accordance with the Rules.

NOTE: Some of the duties outlined above may be carried out by a Vice-Chair.

Person Specification

In addition to the qualities required of a Trustee of the charity (see appendix 1), the Chair must also meet the following requirements:

Personal Qualities:

- Demonstrate a strong and visible passion and commitment to the charity and its strategic objectives.
- Exhibit strong inter-personal and relationship building abilities and be comfortable in a leadership role.
- Demonstrate tact and diplomacy, with the ability to listen and engage effectively. Be able to commit sufficient time to conduct the role well.

Experience

- Experience of operating at a senior strategic leadership level within an organisation.
- Experience of charity governance and working with or as part of a Board of Trustees.
- Significant experience of chairing meetings.

Knowledge and skills

- Broad knowledge and understanding of the voluntary sector and issues affecting it.
- Strong leadership skills, ability to motivate staff and volunteers and bring people together.
- Financial management expertise and a broad understanding of charity finance issues.
- Good understanding of charity governance issues.

In addition to chairing the main Board meetings, the Chair has the right to attend subcommittees, which tend to meet quarterly.

Application procedure: CV plus covering letter detailing how you meet the personal specifications of the Role Description (above) and any directly relevant experience emailed to CEO helen.brown@waterofleith.org.uk by 9.00 am on 18th February 2025

Appendix 1 Role Description - Trustee – Water of Leith Conservation Trust

Remuneration The role of Trustee is not accompanied by any financial remuneration. Certain expenses maybe claimed by agreement.

Location Water of Leith Conservation Trust, 24 Lanark Road, Edinburgh, EH14 1TQ.
Reporting to Board of Trustees

Job Description

To be a Trustee of an organisation is an exciting and fulfilling role. The most effective Boards are ones which benefit from individuals from a diverse range of backgrounds, experiences and skill sets. The role of a Trustee is to ensure that Water of Leith Conservation Trust fulfils its duty to its beneficiaries, fulfills its purposes and delivers on its strategy.

The organisation's purposes are to:

- conserve the Water of Leith and its environs,
- promote the natural and built heritage of the river,
- advance education and benefit the community,

by:

- Raising awareness of the river.
- Operating the Water of Leith Visitor Centre as an educational visitor attraction and community resource.
- Encouraging the protection and enhancement of biodiversity along the river and its environs.
- Enabling volunteers and the public to take practical action to conserve and enhance the natural and built environment.
- Encouraging responsible access to, and recreational use of, the river and its walkway
- Promoting the sustainable use and management of the river.
- Working in partnership with others.

The statutory duties of a trustee are:

- To ensure the organisation complies with its governing documents.
- To ensure that the organisation pursues its objectives as defined in its governing documents.
- To ensure the organisation applies its resources exclusively in pursuance of its objectives - the charity must not spend money on activities which are not included in its own objectives, no matter how 'charitable' and 'worthwhile' those activities are.
- To contribute actively to the Board of Trustees' role in giving firm strategic direction to the organisation, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets.
- To safeguard the good name and values of the organisation.
- To ensure the effective and efficient administration of the organisation.
- To ensure the financial stability of the organisation.
- To protect and manage the property of the organisation and to ensure the proper investment of the organisation's funds.
- To appoint the Chief Executive and monitor his or her performance.

In addition with other trustees to hold the charity "in trust" for current and future beneficiaries by:

- Ensuring that the charity has a clear vision, mission and strategic direction and is focused on achieving these.
- Being responsible for the performance of the charity and for its "corporate" behaviour; ensuring that the charity complies with all legal and regulatory requirements.
- Acting as guardians of the charity's assets, both tangible and intangible, taking all due care over their security, deployment and proper application.
- Ensuring that the charity's governance is of the highest possible standard.

As well as the various statutory duties, any trustee should make full use of any specific skills, knowledge or experience to help the board make good decisions.

The above list of duties is indicative only and not exhaustive. The Trustee will be expected to perform all such additional duties as are reasonably commensurate with the role.

The Water of Leith Conservation Trust (The Trust) was established on 1 Nov 1988 under the Companies Act as a Private Company Limited by Guarantee and not having share capital, (No.SC114294), with relevant Memorandum of Association (as amended 30 Nov 2009) and Articles of Association (as amended 19 Sept 1996). The Trust is registered as a charity in Scotland, No.SC000015

Person specification

Individuals are sought who have a strong empathy with our mission to conserve the Water of Leith as a haven for wildlife and an educational and recreation resource for all.

Experience, skills, and expertise in Voluntary sector management, Finance, IT, Education, Business, Marketing, Charity Management, Project management, Planning or outdoor learning would be an advantage. An interest in Volunteering, environmental and conservation issues as well as a passion for the River, combined with an in-depth understanding of our work and ambitions are particularly sought.

The Board of Trustees are jointly and severally responsible for the overall governance and strategic direction of the charity, its financial health, the probity of its activities and developing the organisation's aims, objectives and goals in accordance with the governing document, legal and regulatory guidelines.

All trustees, should also be aware of, and understand, their individual and collective responsibilities, and should not be overly reliant on one or more individual trustees in any particular aspect of the governance of the charity.

Experience:

- Successful experience of operating within a board or committee of a charitable, public sector or commercial organisation is desirable but not essential
- Demonstrable experience of building and sustaining relationships with key stakeholders and colleagues to achieve organisational objectives
- Be able to demonstrate sound judgment and effective decision making
- Be able to demonstrate impartiality, fairness and the ability to respect confidences
- Be able to demonstrate a commitment to promoting equality and diversity

Knowledge, skills and understanding:

- Commitment to the organisation and a willingness to devote the necessary time and effort
- Preparedness to make unpopular recommendations to the board, and a willingness to speak their mind
- Willingness to be available to staff for advice and enquiries on an ad hoc basis
- Good, independent judgement and strategic vision
- An understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
- An ability to work effectively as a member of a team
- An understanding of the respective roles of the Chair, Trustees and Trust Manager

Accountable to:

The Board are responsible and liable for the governance and functioning of the charity. To varying degrees they are accountable to a range of stakeholders including: OSCR, Companies House, funders, members and other key stakeholders

Time Commitment:

Trustees are expected to prepare for, and attend Board meetings which usually occur once every 6 weeks. Meetings are generally held on weekday evening at 6.30pm typically last a couple of hours. Barring exceptional circumstances, trustees are expected to attend all meetings. Attendance at the AGM is also expected, this is held in late October. Involvement in any working groups run by the board is encouraged where you have relevant skills to offer. Contact outside of meetings will be expected via email and occasionally by telephone. Trustees are elected for a 4 year term and may serve a maximum of 3 terms, after which time they must retire. This is with exception of the Chair, who may serve an additional term.

Trustees' Responsibilities

1. Act in the interests of the Trust
 - Put interests of the Trust first
 - Declare conflicts of interest, avoid discussions or decisions where you have conflict of interest, and ensure other committee members do the same
2. Seek, in good faith, to ensure that the Trust operates in a manner that is consistent with our objects and purposes
 - Ensure that all activities of the Trust fall within our objectives
 - Ensure that the Trust adheres to its Articles and Memorandum of Association
 - Ensure that our assets are not applied to non-charitable purposes
3. Act with the care and diligence that it is reasonable to expect of a person who is managing the affairs of another person
 - Ensure the Trust is run properly, responsibly and lawfully
 - Act as guardians of the Trust's assets
 - Ensure that the Trust is solvent

- Ensure other Trustees are “fit for purpose” and that everyone on the committee is working together
 - Apply a duty of care to paid staff and volunteers
4. Ensure that the charity complies with legislation governing charities and limited companies
- Submit accounts, annual returns, directors report, change of directors, change of registered address, resolutions, and changes to governing documents to Companies House
 - Keep financial records, prepare accounts, and subject these to external scrutiny
 - Submit annual return, accounts, and any changes to governing documents to OSCR
 - Ensure details of the Trust are accurate on Scottish Charity Register
 - Submit accounts and governing documents to members of the public
 - Ensure that the Trust complies with employment laws, health & safety legislation, Data Protection Act, and any other relevant legislation