



BOARD MEMBER RECRUITMENT PACK

Role of IPPOSI Director (Board Member)

Note: IPPOSI board members sign a contract for services and not a contract for employment.

Terms of Appointment

Board appointments are for an initial term of three years commencing from the next AGM unless otherwise terminated by, and at the discretion of, either party upon three months written notice. Continuation of the contract of appointment is contingent on re-election at forthcoming AGM's. Non-executive directors are typically expected to serve two, three-year terms.

Time Commitment

Time commitment is anticipated to be a half day per month. This includes attendance at the bimonthly board meetings, involvement in one of the board sub-committees and attendance at the annual general meeting. In addition, you will be expected to devote appropriate preparation time ahead of each meeting. By accepting the appointment, board members have confirmed that they are able to allocate sufficient time to meet the expectations of the role.

Role

The company's act sets down the responsibilities for directors of all limited companies. The board as a whole is collectively responsible for the success of IPPOSI.

The main functions of the board are as follows:

- Provides leadership of the organisation
- Sets the organisation's strategic aims, ensures that the necessary financial and human resources are in place for the company to meet its objectives and reviews management performance
- Sets the organisation values and standards and ensures that its obligations to members and others are understood and met
- Promote the IPPOSI mission and vision at all appropriate opportunities

IPPOSI Directors are non-executive positions and are expected to participate actively in the boards work including attending board meetings, sub-committee meetings, AGMs and other events as appropriate.

All directors must take decisions in the honest belief that they are acting in the best interests of the organisation as a whole. In voluntary organisations, conflicts of interest may arise and it is important that these are identified and managed.

Directors are encouraged to actively suggest and approach individuals with an appropriate skill set, attributes, or background for consideration as a future IPPOSI director.

In addition to these requirements of all directors, the role of a non-executive director has the following key elements;

- **Strategy** – non-executive directors should constructively challenge and help develop proposals on strategy;
- **Performance** – non-executive directors should scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance;
- **Risk** – non-executive directors should satisfy themselves on the integrity of financial information and the financial controls and systems of risk management are robust and defensible.

Fees – no remuneration is payable in respect of service on the board of IPPOSI. The organisation will reimburse you for all reasonable and properly documented expenses you incur in performing the duties of your office.

Other Interests

It is accepted and acknowledged that directors have interests other than those of IPPOSI and have declared any conflicts that are apparent at present. In the event that directors become aware of any potential conflicts of interest, these should be disclosed to the chairman and company secretary as soon as apparent.

Confidentiality

All information acquired during the appointment is confidential to IPPOSI and should not be released, either during the appointment or following termination (by whatever means), to third parties without prior clearance from the chairman.

Insurance

The company has directors' and officers' liability insurance and it is intended to maintain such cover for the full term of the appointment.

Person specification

- ✓ A proven track record of sound judgment and effective decision-making
- ✓ A history of impartiality, fairness and the ability to respect confidences
- ✓ Commitment to IPPOSI, its strategic objectives and cause
- ✓ Tact and diplomacy, with the ability to listen and engage effectively
- ✓ Strong networking capabilities
- ✓ Able to commit time to conduct the role well, including travel and attending events
- ✓ Willingness to be available to staff for advice and enquiries on an ad hoc basis
- ✓ Good, independent judgment and strategic vision
- ✓ An understanding + acceptance of the legal duties, responsibilities and liabilities of the role
- ✓ An ability to work effectively as a member of a team
- ✓ An understanding of the respective roles of the Chairperson, Director and Chief Executive

Selection, Election and Appointment process

- In order to serve as a director of IPPOSI individuals must be nominated by one of our member organisations using the nomination form on page 5 of this pack.¹
- IPPOSI will engage in a regular recruitment drive to identify interested members, through a combination of referrals and word-of-mouth, an annual request for referrals from existing members to seek candidates from among colleagues, associates and members of their professional networks, publicizing within the IPPOSI network to ask for candidates interested in board membership as well as canvassing to fill board openings as they arise.
- This process to identify suitable candidates together with the application email gathers basic information about each interested party and nominee.
- Submitted nomination forms will be reviewed by the IPPOSI board governance sub-committee twice a year whereupon a shortlist of candidates will be compiled.
- Shortlisted candidates will be invited to submit detailed CVs / letters of motivation. The email asks for a CV and letter of motivation which together contains:
 - biographical information
 - why they want to join the board
 - what they hope to bring to the board
 - what they would like to get from their board membership
 - any questions they might have
 - insofar as possible, a face-to-face meeting with either the Chair or CEO for each of the candidates shortlisted should be convened.
- The governance subgroup will subsequently decide which candidates to recommend either to the Board, and/or to our membership at the AGM.

¹ **Note:** Scientific members serve on the Board in their own individual capacities and do not purport to represent their institution. However, individual scientific members need to be proposed by an appropriate individual from their institution (e.g. head of discipline/department/school) in order to be considered for an IPPOSI board member position. This does not imply that the institution is an IPPOSI member organisation.

- The governance sub-committee should choose potential new board members based on selection criteria in terms of skills-set fit, public profile, as well as their ability to fit with the board and IPPOSI in terms of values, attitude and personality.
- The review of possible board members is scheduled twice yearly for formal review by the governance committee.
- Proposed new board members' CV and letter of motivation is communicated to the board members only at a board meeting for the final decision and confirmation of appointment.
- Appointments will be confirmed in writing, subject to the outcome of the vote at the Board and/or AGM to officially invite the individuals to join the board.
- Full orientation for new directors will take place in advance of attendance at first board meeting.

Board member nomination form

Please return this form to info@ipposi.ie

CANDIDATE FORM:

| | |
|--------|------|
| Name: | |
| Email: | Tel: |

Please provide 400 words about yourself, the relevant skills and experience you would bring to the IPPOSI board and your reasons for applying.

I declare that:

- I am eligible to serve as an IPPOSI director
- I have not been disqualified from acting as a director
- I am not listed on the insolvency register

Signature:

Print Name:

Date:

PROPOSER FORM: *

| |
|-----------------------------|
| Name: |
| IPPOSI Member Organisation: |

Please write 250 words in support of the candidate's nomination.

Signature:

Print Name:

Date:

* IPPOSI Scientific members serve on the Board in their own individual capacities and do not purport to represent their institution. However, individual scientific members still need to be proposed by an appropriate individual from their institution (e.g. head of discipline/department/school) in order to be considered for an IPPOSI Board member position. This does not imply that the institution is an IPPOSI member organisation.