

Scottish Cyclists' Union
(Reg No. SC261263)

Director of Scottish Cycling (Voluntary) - Role Description

General Roles and Responsibilities:

Scottish Cycling is the trading name of the Scottish Cyclists' Union (a company limited by guarantee) and while it has members rather than shareholders, it is still legally required to have Directors. Directors have the legal responsibility of making sure that the Company operates within the law and within its own rules and regulations (the Memorandum, Articles of Association, Byelaws and Rules). They have the duty to make sure that the assets and resources of Scottish Cycling are used in the proper manner to further the objects of the Company.

On a day-to-day basis the Directors delegate much of this function to paid employees through the Chief Executive Officer, but they may not delegate or avoid the legal responsibilities imposed on them by their position.

Directors should continually seek to establish and maintain confidence in the activities of Scottish Cycling and its employees. They should be independent in judgement and have an inquiring mind. To be effective, Directors need to build open and trusting relationships with the other Directors, the Company's employees, members and stakeholders.

Directors should ensure they are well-informed about Scottish Cycling and the sporting and commercial environment in which it operates. Once in post, Directors should develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant.

Directors are required, as members of the Board, to take collective responsibility for five key areas:

General Duties:

- **Strategy** Directors should constructively challenge and help develop proposals on strategy; set Scottish Cycling's vision, values and standards and ensure that its obligations to the membership are understood and met. Directors should also set Scottish Cycling's strategic aims and ensure that the necessary human and financial resources are in place for Scottish Cycling to meet its objectives.
- **Finance** Directors should satisfy themselves on the integrity of financial information and financial controls.
- **Performance** Directors should scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance.
- **Risk** Directors should provide leadership of Scottish Cycling within a framework of good corporate governance, and prudent and effective controls, which enable risk to be assessed and effectively managed.
- **People** Directors should be aware of the interests of all stakeholders and Directors have a prime role in appointing and reviewing the performance of the Chief Executive Officer.

We recognise that candidates may not have all the attributes below but ideally, **Directors should be able to demonstrate some of the following:**

- experience from professional or managerial roles and/or operating in a committee or board environment
- a knowledge of and commitment to Scottish Cycling and its objectives
- commitment to promote the highest standards of corporate governance
- the ability to represent Scottish Cycling, always acting as an ambassador for the organisation
- a knowledge of the structures and politics of Scottish sport
- the highest standards of integrity
- the ability to question intelligently, debate constructively, challenge rigorously and decide dispassionately
- the ability to work strategically as part of a team
- the ability to attend approximately four Board Meetings per year, an Annual General Meeting and any other meetings as required (approximately 8-10 days per year). This will include leading or playing an active role in a Board sub-committee/s. Meetings are generally scheduled at times to avoid clashes with the working day.

It is important that Directors are independent in character and judgement and have no relationships or circumstances which could affect or appear to affect the Directors' judgement. As such, **Directors should not have:**

- been a former employee of the Company for at least three years
- had within the last three years, a material business relationship with the Company either directly or as a partner, shareholder, Director, or senior employee of a body that has such a relationship with the Company
- received or receive additional remuneration from the Company apart from Directors' expenses
- close family ties with any of the Company's advisers, Directors, or senior employees
- become bankrupt or made any arrangement or composition with creditors