

RECRUITMENT PACK

Non-Executive Director, Age Cymru Enterprises

May 2018

CONTENTS

Welcome	3
Your application	4
About Age Cymru	5
The board	8
Our team	9
Role description	10
Person specification	11
Trustee Commitment	11
Liability of Trustees	12
Key dates	12
Code of Practice for Trustees	13
Equalities and Diversity Monitoring Form	15

WELCOME

Thank you for your interest in being a non-executive Director of Age Cymru Enterprises. I hope that you will find this pack informative and useful in supporting your decision to apply.

Age Cymru is the leading charity for older people in Wales, working in partnership with a range of trusted local partners, delivering both nationally and locally. Age Cymru Enterprises is a wholly owned subsidiary of Age Cymru.

The charity was born in 2009 as the result of the merger of Age Concern Cymru and Help the Aged in Wales, two long established and respected charity brands, and we are an essential component within the Age UK network that includes our counterpart charities in England, Scotland and Northern Ireland.

We are looking to recruit a non-executive Director of Age Cymru Enterprises who is dedicated and will support the operation to new levels of success, and ensure that it is fully able to contribute to improving the lives of older people in Wales.

Age Cymru is committed to equality and diversity and believe that the governance of our charity and our subsidiaries is enhanced when we have trustees from a diverse range of backgrounds and skills.

I very much look forward to receiving your application.

Please do contact me if you wish to have an informal discussion about the role/organisation or if you have any other questions to help you decide whether to apply.

You can contact me on 029 20431555 or by emailing victoria.lloyd@agecymru.org.uk.

I look forward to hearing from you.

Kind regards

Victoria Lloyd
Chief Executive

YOUR APPLICATION

Thank you very much for your interest in applying to be a non-executive Director of Age Cymru Enterprises. On the following pages you will find information about Age Cymru and Age Cymru Enterprises.

In order to apply you should submit:

- An up-to-date CV which shows your full career history – we recommend that this is no longer than three pages;
- A supporting statement explaining why you are interested in this role detailing how you are a good candidate for this post and how you fulfil the person specification – we recommend that this is no longer than two pages;
- The equalities monitoring form, this is not mandatory, but is requested for monitoring purposes in line with our commitment to equality and diversity.

Please note that applications can only be considered if all the documentation is complete.

Please send your application, preferably in MS Word format by email to:
victoria.lloyd@agecymru.org.uk

ABOUT AGE CYMRU

Age Cymru is **the** national Charity for older people in Wales.

We work with our local Age Cymru Partners to deliver positive change with and for older people.

Our vision is an age friendly Wales and our mission is to create that age friendly Wales.

Age Cymru is a member of the Age UK Group. Age Cymru has 2 wholly owned subsidiary companies – **Age Cymru Enterprises Limited** and **Age Cymru Trading Limited** which each have their own board of trustees.

Legal Objects

Age Cymru is a charitable company limited by guarantee and registered in England and Wales so our trustees are both charity trustees and company directors. (Charity registration number 1128436, Company Registration Number: 6837284).

The charity's purposes, as set out in its objects contained in the Articles of Association, are:

- Preventing or relieving the poverty of older people
- Advancing education
- Preventing or relieving sickness, disease or suffering in older people (whether emotional, mental and/or physical)
- Promoting equality and diversity
- Promoting the human rights of older people in accordance with the Universal Declaration of Human Rights
- Assisting older people in need by reason of ill-health, disability, financial hardship or disadvantage
- Promoting training, arts, culture and heritage for the benefit of older people; and other charitable purposes for the benefit of older people as the Trustees may from time to time decide.

Our age friendly goals

To create an age friendly Wales we have identified a series of goals that identify the areas in which we will develop our work:

Rights & Participation. “I can expect employers, service providers and the public to include me and know how to do it”. “I am protected from discrimination and exclusion by comprehensive, enforceable civil and human rights”.

Informed & Included. “I have access to the right level of information, advice and advocacy when I need it”.

Social Inclusion. “I have access to appropriate social activities and learning opportunities when I want them”.

Quality Social Care. “I can access excellent quality social care & support should I need it, that is directed by me”

Quality Healthcare. “I can understand and manage any health issue I have & expect the highest quality health care”.

Financial Inclusion. “I have enough money to meet my needs and to live a good quality life”.

Homes & Communities. “I can live in my home and community without environmental or social barriers to prevent my participation”

Transport. ‘I can access the transport I need to help me get out and about’

Our Values

Our values shape and guide the way we will seek to achieve our goals:

- We are caring
- We are determined
- We are effective
- We are empowering and
- We are inclusive.

Our priorities

What we do:	How we do it:
Work to create an age friendly Wales	With a strong and sustainable organisation
<ul style="list-style-type: none">• Delivering information and advice• Combatting loneliness and isolation• Promoting wellbeing – money, services• Promoting and supporting good care• Supporting effective safeguarding and advocacy• Ensuring older people’s voices are heard	<ul style="list-style-type: none">• Increasing our income• Increasing the profile of our work with a clear identity• Value our staff and volunteers – be a good place to work• Supporting our partnerships• Increasing volunteering• Measuring, monitoring and evaluating our impact

AGE CYMRU ENTERPRISES

Age Cymru Enterprises Limited was originally established in 2008 and adopted its current constitution in 2011.

Why we trade

To fund its charitable work, Age Cymru needs a constant flow of independent income. It seeks to achieve this through a balance of traditional fundraising and trading activities. The trading activities of Age Cymru Enterprises are designed to meet the needs of people in later life.

Age Cymru Enterprises offers a range of products and services, which include Home, Car and Travel Insurance, Personal Alarms, Funeral Plans and more. We also have aids for the home, including the Age UK Bathing Range and Stairlifts.

A recent restructure has concentrated operations in our office in Pontypridd with outreach work extending Throughout RCT, Merthyr, Bridgend, Cardiff, Vale of Glamorgan and South West Wales.

Our Regulatory Statement

Age Cymru Enterprises Limited is a limited company. Registered in England and Wales No: 6776928. Registered Office: Ground Floor, Mariners House, Unit A, Trident Court, East Moors Road, Cardiff, CF24 5TD.

Age Cymru Enterprises Ltd is a wholly owned subsidiary of Age Cymru, registered charity number 1128436 and registered company number 6737284, and donates its net profits to Age Cymru.

Age Cymru Enterprises Limited is an Appointed Representative of Age UK Enterprises Limited, which is authorised and regulated by the Financial Conduct Authority for insurance mediation. Financial Services Register number 311438.

Age UK Home, Car and Travel Insurance are administered by Ageas Retail Limited. Age Co Funeral Plans are provided by Dignity. Brought to you by Age UK Enterprises Limited. Age UK Personal Alarms are provided by PPP Taking Care Limited, a subsidiary of AXA PPP healthcare Group Limited, and brought to you by Age UK Trading CIC.

THE BOARD

Role

The role of the board of Age Cymru Enterprises is to provide strategic advice and guidance on performance, governance and business development.

Current directors are Victoria Lloyd (Chief Executive) and Peter Hamilton (Trustee, Age Cymru).

Board meetings are also attended by Zoe Newland, General Manager, Keith Jones (Age Cymru Deputy Chair and Approved Person) and Debra McGrill (Age UK Enterprises).

ROLE DESCRIPTION

Position: Non-executive Director

Location: Meetings are normally held in Cardiff

Reports to: Chair

Overall Responsibility:

As a member of the Board, it is the responsibility of non-Executive Directors to constructively challenge and help develop proposals on strategy. Non-executive directors should scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance. They should satisfy themselves of the integrity of financial information and that the financial controls and risk management are robust and defensible.

Specific Duties:

1. To ensure that Age Cymru Enterprises complies with its Memorandum & Articles of Association, relevant company law and any other relevant legislation or regulations.
3. To safeguard Age Cymru Enterprises' good name and principles.
4. To maintain proper governance by ensuring that the Board:-
 - agrees the company's strategic direction and goals;
 - ensures that risk audits are conducted regularly and that strategies for risk management are in place;
 - defines the boundaries of management authority and delegates to management the implementation of plans and budgets;
 - monitors performance on a regular basis and holds management accountable for outcomes;
 - ensures that proper processes are in place for the appointment, dismissal and monitoring the performance of the Chief Executive;
5. To ensure the financial stability of the company.
6. To protect and manage Age Cymru Enterprises property and to ensure the proper investment of its funds.
7. To represent properly any agreed Board position or decision when speaking publicly.
8. To ensure that proper processes are in place to review the Board's performance annually.
9. In addition to the statutory duties of all directors, each director should use any specific knowledge or experience to help the Board reach sound decisions. This will involve scrutinising Board papers, participating in discussions, focusing on key issues and providing advice and guidance requested by the Board on new initiatives or other issues relevant to the area of Age Cymru Enterprises work in which the director has special expertise.

PERSON SPECIFICATION

All individuals selected will be expected to demonstrate the abilities to deliver against the essential criteria.

Requirements	Essential/ Desirable
<ul style="list-style-type: none"> Commercial expertise and an interest in the sector 	E
<ul style="list-style-type: none"> Business acumen with the ability to balance risk and opportunity in order to grow the company. 	E
<ul style="list-style-type: none"> A commitment to the aims and values of Age Cymru. 	E
<ul style="list-style-type: none"> An understanding and acceptance of the legal duties, responsibilities and liabilities of company directorship. 	E
<ul style="list-style-type: none"> A willingness to devote the necessary time and effort to their duties as a director. 	E
<ul style="list-style-type: none"> Ability to identify potential problems and deal with risk 	E
<ul style="list-style-type: none"> Experience to think strategically and creatively. 	E
<ul style="list-style-type: none"> Ability to make sound, independent judgement. 	E
<ul style="list-style-type: none"> Ability to know when to seek professional advice. 	E
<ul style="list-style-type: none"> Ability to work effectively as a member of a team. 	E
<ul style="list-style-type: none"> Commitment to Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership. 	E
<ul style="list-style-type: none"> Ability to speak Welsh. 	D

COMMITMENT

Each individual director is expected to attend Board meetings on a regular basis and to make all reasonable efforts to avoid other commitments on these occasions. These meetings require preparation time prior to the Board meeting to read papers. Each director may also be required to attend other such meetings as are determined by the Board.

The term of appointment is 2 years.

Trustees will be provided with an induction to Age Cymru Enterprises on their appointment. Some trustees will be members of Committees, either of a standing or ad hoc nature.

There is no remuneration for these positions. However, reasonable out-of-pocket expenses will be paid in line with Age Cymru Enterprises agreed policy and practice.

LIABILITY OF DIRECTORS

Although non-executive directors are not responsible for the company's day to day management, since they have the same legal responsibilities and duties as executive directors, they are similarly liable to disqualification under the Company Directors Disqualification Act 1986. If a company's board of directors is investigated for 'wrong doing' then such an investigation will include the actions or omissions of non-executive directors.

In general, a director can be disqualified for general misconduct in connection with companies or for being unfit to act as a company director. The maximum period of disqualification is 15 years.

Disqualifications

You are disqualified from being a charity trustee or a company director if you:

- have an unspent conviction for an offence involving deception or dishonesty
- are an undischarged bankrupt
- have been removed from trusteeship of a charity by the Court or the Commissioners for misconduct or mismanagement
- are under a disqualification order under the Company Directors Disqualification Act 1986
- are under sixteen years old

Statutory Duties

The Companies Act 2006 place the following statutory duties on executive and non-executive directors alike. Section 171-177 of the Companies Act 2006 state that all directors have:

- a duty to act within powers set out in the company's memorandum of association
- a duty to promote the success of the company
- a duty to exercise independent judgement
- a duty to exercise reasonable care, skill and diligence
- a duty to avoid conflicts of interest
- a duty not to accept benefits from third parties, and
- a duty to declare interests in proposed transactions or arrangements.

Age Cymru is a registered charity no: 1128436.