

## Non-Executive Director Recruitment 2024

### Inverness Chamber of Commerce

Inverness Chamber of Commerce is one of the region's main business support organisations. We are a membership organisation and our member businesses are drawn from a number of sectors and range in scale from sole traders to multi-national plcs.

We organise events for our members to network and connect to each other, lobby on their behalf, create opportunities for them to speak to local and national government, and help to raise their profile. Above all we try to create an environment in which the business community of Inverness and the wider Highlands can thrive.

We also manage **Developing the Young Workforce Inverness and Central Highland (DYWICH)** which is a national network of industry led groups tasked with strengthening and developing employer engagement with education. We engage directly with key stakeholders, including educators, to understand how businesses can better prepare our young people for the world of work and we use this knowledge to enhance and expand engagement and partnerships between schools and the business community.

### Board Directors

This is an exciting time to become a Director. Our CEO has been in post since May 2023 and 50% of our Board members joined around the same time. We are developing our strategy for the next five years which will focus on how we can support our member businesses better, and how we can help to improve the environment in Inverness and the Highlands for businesses to thrive. We are working hard to integrate DYW more successfully with the Chamber and to ensure that we are supporting their School Co-ordinators, who work remotely, while creating innovative employer engagement activities for young people in a range of growth and emerging sectors. Directors can play a strong part in all that work.

### Company Structure

We are a business limited by guarantee and are governed by a Board of Directors comprising the Chief Executive as Executive Director and up to nine further Non-Executive Directors, two of whom will be selected from the Board to serve as President and Vice-President. The role of Non-Executive Director is not remunerated.

The Board of Directors are from the membership of Inverness Chamber of Commerce which helps to ensure we are always working in our members' best interests. The Board members are elected by the membership but as far as possible we try to have a Board of Directors who are well balanced with regard to: gender; business sector; business location; business size.

As a Non-Executive Director of Inverness Chamber of Commerce, you will give your time and business expertise and will contribute significantly to the development of the organisation during your term of office. We ask that you:

- strongly advocate Chamber to your peers and networks
- participate in Chamber events on a regular basis
- prepare for and attend meetings
- represent your business sector and the wider membership
- approve potential members for membership
- identify potential problems and deal with risk.

Day to day management of the Chamber is devolved to the Chief Executive and major decisions will be suggested by the CEO and approved by the Board of Directors.

**The following areas are reserved for Board decisions:**

- Approval of budgets, strategies and vision
- Chief Executive appointment, removal, terms and conditions
- Accounting and management control policies and practices
- Approval of major contracts
- Approval of any long-term agent or distribution agreements
- Identification of goods or services which should be procured through a tender process
- Establishing Board Sub-Group Structure and Terms of Reference.

**Board Responsibilities**

Board responsibilities are governed by our Articles of Association and by company law. There will be an induction process for all new Board members to ensure that their legal responsibilities are fully understood.

In summary:

Directors are responsible for setting strategy and for risk management and for ensuring that appropriate financial systems are in place. They are also responsible for managing the performance and effectiveness of the CEO.

We expect Directors to act with integrity, sound judgement and high ethical standards at all times. Directors are also expected to be willing to challenge, to embrace change, to be politically astute, to take a long term strategic view and to bring their business acumen and an enquiring mind to the role.

## **Nomination Process**

Representatives of member businesses that have been in membership for at least one year may stand for election to the Board of Directors of Inverness Chamber of Commerce.

They may be nominated for election by a member business or they may nominate themselves, but all nominations must be supported by two member businesses who are not the nominee's own business.

Nomination forms should be submitted to Paula Nicol, Deputy Chief Executive, by email (paula@inverness-chamber.co.uk), along with confirmation that the nominee is willing to serve on the Board if elected.

Nominated representatives should submit a headshot profile picture and short biography, as well as a statement outlining their reasons for standing for election, and the skills and experience they would bring to the Board if elected.

The deadline for receipt of nominations for 2024 is Thursday 4 April.

A ballot will be held by email prior to Inverness Chamber's AGM on Friday 26 April if the number of nominations exceeds the number of vacancies and the result will be announced at the AGM. If an election is held the statement, bio and headshot will be shared with the electorate.

## **Term of Office and Board Meetings**

The term of office for Directors elected to the Board is three years. Directors may serve for a second term of three years with agreement of the Board. The President serves for two years and these may be in addition to their two terms.

Five board meetings are held each year, approximately every six weeks outwith holiday periods. Board meetings are generally held on Tuesdays, from 2.30pm to 4.30pm, at the Inverness Chamber of Commerce offices at Metropolitan House, 31-33 High Street, Inverness.

There may be an occasional requirement to attend additional meetings for specific purposes, for example to review or plan strategy.

Following Inverness Chamber's AGM on Friday 26 April, the remaining board meeting dates for 2024 are:

Tuesday 25 June  
Tuesday 10 September  
Tuesday 26 November.