

DFC Board of Directors Roles and Responsibilities

v.3 06/03/24

Purpose of the Board

The Board of Directors provides accountable leadership by:

- setting the strategic direction of the DFC
- ensuring it adheres to its charitable aims and objectives, and in the best interests of the documentary community.
- runs efficiently within a framework of prudent and effective controls, according to the Rules in line with co-operative values and principles.

Time commitments and capacity

- Approx. 1 day per month
- Prepare for and participate in regular Board meetings (5 per annum each lasting 1.5 hours) and may be asked to serve on a sub-committee
- The role is unpaid at present, but we intend to pay the freelance members of our board as soon as we have the resources to do so.
- Board members can only serve for a term of 3 years. After 3 years they can be re-elected.

Meetings

- Meetings will take place online or in person/hybrid.
- Reasonable adjustments for meetings and communications will be provided to ensure they are accessible.

Requirements

- To act in the best interest of the organisation
- To uphold and advocate on behalf of its ethos and values

- To actively participate in working groups, using expertise and industry connections for the benefit of the DFC
- To represent the DFC during meetings with external stakeholders and at industry events and festivals where necessary
- To take responsibility for strategic planning and act in an advisory capacity to the CEO
- To support membership growth and diversity
- To ensure accountability to employees, volunteers, beneficiaries, and donors
- To ensure that the DFC has adequate resources and that these are managed effectively
- To contribute to fundraising efforts and have oversight of the overall budget and monitor financial risk and performance.
- To ensure the activities of the organisation are compliant with its policies and procedures (not just those required by law)¹
- To ensure the DFC Board has a balance of skills and experiences and a succession plan.

Equity, Diversity and Inclusion

- Ensure the board is representative of the diversity of the membership, paying particular attention to those who have been historically marginalised
- To proactively ensure that DFC cultivates change in the independent documentary film community through treating all people fairly and with dignity and respect, and to actively working to prevent discrimination on the basis of race, creed, colour, religion or belief, gender, sexual orientation, gender identity/expression, class, socio-economic status, region, disability, age, genetic information, veteran status, marital status, pregnancy or related condition (including breastfeeding), and any other basis protected by law.

Duty of compliance

- Ensure that DFC complies with its governing document, law and other relevant legislation or regulations.
- Ensure the DFC remains true to the charitable purpose and objectives set out in its governing document
- Ensure that DFC prepares reports on what it has achieved and annual returns and accounts as required by law.
- Ensure that DFC applies its resources exclusively in pursuance of its objectives
- Act with integrity, and avoid any personal conflicts of interest or misuse of funds and assets.

¹ For example, these include anti-slavery policy; health and safety policy; sickness, annual leave, grievance and disciplinary procedures; approaches to diversity and inclusion; data protection policies; safe-guarding policy and so on.

Duty of care

- Use reasonable care and skill in the role as Director, using personal skills and experience as needed to ensure that DFC is well-run and efficient.
- Placing the needs of the membership, and the beneficiaries (the UK independent documentary film sector) at the forefront.

Duty of Prudence

- Ensure that DFC is, and will remain, solvent.
- Ensure that DFC applies its resources exclusively in pursuance of its objectives
- Avoid undertaking activities that might place DFC assets, funds or reputation at undue risk.
- Ensure that major risks to DFC are regularly identified and reviewed and systems are in place to mitigate or minimise these risks.
- Safeguard the good name and values of DFC and to comply with the Code of Conduct for Directors.

Strategic Direction

- Ensure that DFC has a clear vision, mission, set of values and strategy, and that there is a common understanding of these by Directors, members, staff and the beneficiaries.
- Contribute actively to the Board's role in giving strategic direction to the organisation, setting policy, defining goals, setting targets and evaluating performance.
- Ensure operational plans and budgets and the fundraising strategy support the vision, mission and strategy.
- Review the external environment for changes that might affect DFC (e.g. PEST analysis)
- Review the DFC, its work serving the UK independent documentary community and review of strategic plans and priorities.

Performance Management

- Ensure that DFC measures its impact and progress towards its strategic objectives.
- Hold the CEO to account for the management and administration of the CBS.
- Ensure that the CEO receives regular, constructive feedback on their performance in managing the CBS and in meeting their annual and longer term objectives.
- Ensure that DFC values are understood and put into practice by Directors, members, staff and volunteers.
- Ensure that DFC has effective employment policies and processes in place, to recruit, train and develop staff and volunteers.

Good Governance

- Ensure that DFC has a governance structure that is appropriate to a CCBS of its size/complexity, stage of development and its charitable objects.

- Ensure that the Board and governance structure reflects the diversity of DFC's members and beneficiaries
- Ensure that Board decisions are recorded in writing by means of minutes.
- Ensure that the responsibilities delegated to the CEO are clearly expressed and understood, and directions given to them come from the Board as a whole.
- Ensure that major decisions and policies are made by the Directors acting collectively on behalf of the membership, in line with the Rules of the Society
- Ensure that there is systematic, open and fair process for recruitment of Directors, subject to the CCBS rules
- Ensure that all members of the Board receive appropriate induction on their appointment and that they continue to receive appropriate advice, information and training
- Ensure that the Directors have a Code of Conduct and comply with it, and that there are mechanisms for the removal of Directors who do not abide by the Code of Conduct.