**The Duties and Responsibilities of SANA Directors and Associated Committee Members**

This document aims to inform a mutual understanding amongst those engaged in the administration and day to day operations of The Scottish Anglers National Association (SANA), in particular Directors and Committee Members. This document does not constitute legal advice, however it is based on and annotated from the Memorandums and Articles of Association of SANA.

**President**

* The primary role of the President is to ensure that the board and its associated committees is effective in its task of setting and implementing SANA’s direction, Objectives and strategies.
* The President should strive to gain an intimate knowledge of all aspect of SANA, its committees, its stakeholders and the work they carry out.
* The President’s other duties include chairing meetings of the board, setting meeting agendas, managing and providing leadership to the board as well as acting as a direct liaison between the Board of Directors, the associated committees, the members and all external parties and stakeholders.
* The President will represent SANA as it’s spokesperson at external meetings or gatherings.
* The President is responsible for ensuring that each board meeting is planned effectively, as well as ensuring that matters are dealt with in an orderly and efficient manner.
* In a voting situation where votes are equal the President will hold a casting vote
* The President must ensure that all directors meet the necessary criteria to be eligible to be a director of the organisation. (See Articles of Association)
* The President must not put himself/herself in a position where the interests of SANA conflict with his/her personal interests or his/duty to a third party.
* The President must act Bona Fide in what he/she considers is in the interests of SANA as a whole and not for any collateral purposes.

**Vice President**

* The Vice- President should liaise regularly with the President to ensure that he/she knows and understands enough about the current affairs within the board and SANA to be able to deputise effectively, efficiently and at short notice.
* In the absence of the President the Vice-President will chair board meetings ensuring that such meetings are conducted fairly efficiently and in line with the organisation’s guidelines.
* In the absence of the President the Vice-President will assume the role of the President to include making decisions between board meetings.
* In the absence of the President all of the above concerning the President will apply to the vice-President.
* The Vice-President will be the natural successor to the President unless a counter proposal forwarded.

**Finance Director**

* The Finance Director has a watchdog role over all aspects of financial management working closely with other members of the finance committee to safeguard the SANA finances.
* The Finance Director will provide the board with sound financial administration so as that all aspects of SANA funds are properly managed and accounted for.
* The Finance Director will be responsible for the SANA accounts and petty cash as well as cheque books.
* The Finance Director will liaise with the secretary to manage and collect any outstanding or due funds that are payable to SANA.
* The Finance Director will keep all records and accounts safely for the duration of his/her office and hand them over in their entirety to his/her successor. This includes registering new bank signatories when handing over the committee accounts.
* The Finance Director will prepare for each financial period a balance sheet and a profit and loss account, these accounts should be forwarded to the company accountant to be audited, then presented to the members at the Annual General Meeting before being sent to registrar of companies.
* The Finance Director will regularly report the financial position at board meetings.
* The Finance Director must not put himself/herself in a position where the interests of SANA conflict with his/her personal interests or his/her duty to a third party.
* The Finance Director must act Bona Fide in what he/she considers is in the interests of the organisation as a whole and not for any collateral purposes.

**Directors**

* The role of a Director is to participate at board meetings and offer help and support to any tasks that need completing.
* Directors should strive to attend as many board meetings as possible thus allowing themselves to be current and knowledgeable with the affairs of SANA.
* Directors must carry out agreed actions set by the board efficiently and effectively within the allocated time.
* Directors are expected to display a certain amount of skill and exercise reasonable care in the performance of their work
* To maintain cohesion and ensure compatibility Directors must make decisions as a collective group and hold joint responsibility for decisions and actions taken by the board, even in their absence.
* Directors are responsible for ensuring that all decisions are taken in the best interests of SANA and in line with SANA directive’s as well as ensuring that their role is carried out effectively.
* Directors have the ultimate responsibility for directing the activity of the committee that he/she represents by ensuring it is well run and delivers the outcomes for which it has been set up.
* Directors must act Bona Fide in what he/she considers is in the interests of SANA and not for any collateral purposes.
* Directors must not put themselves in a position where the interests of SANA conflict with their personal interests or their duty to a third party.
* A Director must not make a personal profit out of his position as a director unless he/she is permitted to do so by the board

**Secretary**

* The role of the Secretary is to be responsible for the efficient administration of SANA, particularly with regard to ensuring compliance with statutory and regulatory requirements.
* The Secretary will ensure that all records are up to date and current.
* The Secretary will arrange board meetings as directed and take minutes.
* The Secretary will distribute the minutes to the board, these minutes must be treated as confidential and distributed to comply with company requirements
* The Secretary will ensure that essential documents are filed and safeguarded.
* The Secretary liaising with the president will plan and ensure that all decisions and actions agreed by the board are allocated and implemented.
* The Secretary will ensure that the board are kept informed regarding all SANA enquiries, opportunities and activities.

**Tasks of the board and indicators of good practice**

**Establish vision, mission and values**

* Determine SANA’s vision and mission to guide and set the pace for its current operations and future development.
* Determine the values to be promoted throughout SANA
* Determine and review SANA’s goals
* Determine SANA policies

**Set strategy and structure**

* Review and evaluate present and future opportunities, threats and risks in the external environment; and current and future strengths, weaknesses and risks relating to SANA
* Determine strategic options, select those to be pursued, then decide the means to implement and support them.
* Ensure that SANA’s structure and capability are appropriate for implementing the chosen strategies.
* Determine that SANA’s appetite for risk and to engage in the process of backing a robust risk management programme focused on SANA’s business and its activities.

**Delegate to committees**

* Delegate tasks and authority to committee members, and then monitor and evaluate their progress ensuring that all activities are carried out within SANA policies and procedures.
* Determine monitoring criteria to be used by board.
* Ensure that internal controls are effective
* Communicate with committee members

**Exercise accountability to members and be responsible to relevant stakeholders**

* Ensure that communications to members and stakeholders is relevant and effective.
* Understand and consider the interests and opinions of the members and relevant stakeholders.
* Monitor relations with members and relevant stakeholders by gathering appropriate information and feed back
* Promote the goodwill and support of members and stakeholders.

**Associated Committees**

Each committee within SANA is faced with unique problems, circumstances and challenges that must be addressed for SANA to be truly successful. Likewise, the drivers of SANA i.e. the board of directors as a whole face universal challenges and a number of strategic tasks that must be performed and overcome in order for the board’s central purpose to be achieved.

Committees can find themselves rushing through agenda’s, making decisions in haste along the way. It is crucial that a generous amount of time is allocated to a meeting to allow adequate reporting and debate in order to reach the desired and most effective outcomes. Committee members carry out a vital role, often their role is not necessary about doing, but delegating and ensuring that tasks get done.

It is of course impossible to list or quantify every task that each individual committee member has to manage, however at the end of the day, it is important to be clear that these challenges and tasks determine the effectiveness of the board. Whilst each individual director has a distinct and unique contribution to make, it is the **collective** responsibility of the associated committees to ensure the committees successful operation.

**The role of associated committee members**

* The role of a committee member is to participate at committee meetings and offer help and support to any tasks that need completing.
* Committee members should strive to attend as many committee meetings as possible thus allowing individuals to be current and knowledgeable with the affairs of the committee.
* The committee members must carry out agreed actions set by the committee efficiently and effectively within the allocated time.
* To maintain cohesion and ensure compatibility committee members must make decisions as a collective group and hold joint responsibility for decisions and actions taken by the committee, even in their absence.
* Committee members are responsible for ensuring that all decisions are taken in the best interests of the committee and in line with SANA directives as well as ensuring that their role is carried out effectively.
* Committee members must act Bona Fide in what he/she considers is in the interests of the committee as a whole and not for any collateral purposes.
* Committee members must not put themselves in a position where the interests of the committee conflict with their personal interests or their duty to a third party.