

Board Member Candidate Brief



As a member-led Society, we're always on the lookout for fresh eyes and new representatives from our communities: people who are prepared to step forward to represent others like them and to help guide Lincolnshire Co-op into the future. We hope the following few pages will give you the information you need to decide if this responsibility is right for you.

About the Society

Formed in 1861, the Society is one of the most successful independent consumer co-operatives in the UK, operating in Lincolnshire and the surrounding counties.

The Society employs around 3,000 colleagues and has around 220 outlets with the principal trading activities being convenience food stores, a bakery, pharmacies, funeral homes and crematorium, travel agencies, post offices, and property development. The Society is owned by its 300,000 members, approximately one third of the population of Greater Lincolnshire.

The Society's purpose is to bring together ideas, energy and resources to make life better in our communities. As a co-operative the Society reinvests all its profits locally. Ways of doing this include paying dividend to members on their purchases, investing in new and improved services, and supporting community groups through our Community Champions scheme.

Key responsibilities of the Board

The role of our Board of Directors is to:

- To agree the strategy for the Society in consultation with the CEO and to monitor its implementation.
- To agree the risk appetite of the Society and ensure that a robust risk management framework is in place.
- To ensure that the interests of the members and other stakeholders are duly taken into account in decision making.
- To ensure high standards of governance are maintained.

Role of a Non-Executive Director

Non-Executive Directors (NEDs) provide informed oversight of the Society's activities providing an independent view of the Society that is removed from the day-to-day operations, with particular focus on (but not limited to) the following responsibilities:

- Overall leadership of the Society in accordance with the agreed strategy, and setting the Society's values and standards in line with co-operative values and principles determined by the International Co-operative Alliance.
- A purpose driven approach that ensures active and transparent engagement with key stakeholder groups including the Society's members.
- Strong oversight of the Society's Executive Leadership Team ("ELT") ensuring accountability for the successful execution of the Society's overall trading and financial performance.
- Strong governance that respects applicable laws and regulations, the Society's published Rule Book and published corporate governance best practice.
- The maintenance of sound management and internal control systems across all areas of the Society, which ensure a robust approach to financial, audit and risk management activities.
- Proactive succession planning for the Board and ELT to maintain an appropriate balance of skills and experience within the Society and on the Board.
- Adequate arrangements for colleagues and other stakeholders to raise concerns, in confidence, about potential wrongdoing, allowing for proportionate and independent investigation of such matters and appropriate follow up action.

Opportunity & requirements of the role

The Society is looking for potential candidates with relevant skills and experience who want to make a difference in the local communities in which the Society operates to stand for election to the Board of Directors.

The Society's Board is composed of up to nine Directors elected by the members. In addition, up to three further directors may be appointed ("Appointed Directors") to fill any skills gaps.

Ideally Board members should:

- Have sufficient experience to be able to contribute to the broad range of work undertaken by the Board.
- Possess very good interpersonal and communication skills.
- Have the necessary skills to be able to build and maintain the confidence of members, colleagues, external stakeholders and peers alike.

- Have the ability to formulate and discuss strategic subjects in a board room environment in a coherent and structured way.
- Be able to contribute effectively and constructively challenge in group discussions involving a wide range of subject matter and people, including technical specialists and professionals.
- Have sufficient availability to attend Board meetings, committee meetings and additional forum meetings as required.
- Be committed to working as part of a team which is engaged and ambitious for the Society to prosper.
- Must identify strongly with the Society's values, purpose and ethos, particularly its focus on people and communities.
- Be strongly committed to adhering to the principles contained in the Co-operative Corporate Governance Code and the UK Corporate Governance Code which, amongst other provisions, requires the annual performance of Board members to be assessed.
- Board members must comply with the Society's Code of Conduct for Directors at all times.
- Be independent in character and judgement and have the ability to relate knowledge and experience to the benefit of the Society.

Terms of appointment

An induction programme is provided to all Directors to ensure that all the relevant information is available for members to perform their duties. All Board members performance will be assessed on an annual basis and further training provided.

Under the Society's Rules elected directors may serve no more than three consecutive three-year terms of office.

The Board normally meets 10 times a year, with at least one awayday and training day each year.

The Board has four sub-committees, which normally meet at least three times a year and are as follows:

- Audit and Risk Committee
- Member Engagement Committee
- Remuneration Committee
- Search and Governance Committee

Terms of Reference outlining each of the sub-committee's roles and responsibilities can be found here: www.lincolnshire.coop/about-us/board-of-directors

Most meetings will be held at the Support Centre in Lincoln, which is a short walk from Lincoln bus and train stations, parking may also be available at the Support Centre.

Time commitment & remuneration

The time commitment expected of Board members is typically 12 hours per month after the induction phase. In addition to attending Board meetings, directors are normally expected to serve on one or more Board Committees, and as members of the Board of the Society's subsidiary businesses.

Other involvement may include representing the Society at other events. Board members may also take on other roles, including serving on one or more of the board's committees. You will also be expected to devote appropriate preparation time ahead of each meeting.

The fee payable to Board Members is currently £8,913 per annum.

Eligibility requirements

To stand for election to the Board you must:

- Be aged 18 years or over
- Have been a member of Lincolnshire Co-op for at least 3 years
- Have spent at least £1,500 with the Lincolnshire Co-op over the past 3 years, with at least £500 per year in two of those years.

How to apply

Candidates should complete all the required sections within the online application form found here: www.lincolnshire.coop/joinourboard

As part of this application, you will need to upload a copy of your most up to date CV.

The closing date for receipt of completed nomination forms is 9 March 2024.

All nominations will be acknowledged - if you have not received an acknowledgement within five working days, please contact Jon Burch on 01522 785 187. To discuss any aspect of the election process in more detail please contact Robert Allen.

Candidate assessment

Candidates will be evaluated on the extent to which they meet the competencies and experience set out above. Candidates will be evaluated on merit at all stages. Candidates will be invited to stand for election in May 2024.