

ROLE DESCRIPTION

POSITION:	ASET Chair
LOCATION:	ASET, Altens, Aberdeen
TIME COMMITMENT:	Minimum 36 days per annum including all meetings
REPORTING TO:	North East Scotland College Regional Board
REMUNERATION:	£9,000 per annum

Key Objectives

The ASET Chair will provide active, healthy and effective leadership, direction, support and guidance to the ASET Board and ensuring that ASET are committed to delivering, their functions effectively and efficiently. The ASET Chair will work closely with the ASET Chief Executive and North East Scotland College (NESCol, the Parent Company) to ensure that ASET complies with the aims, policies and priorities of the Articles of Association and Memorandum of Understanding.

The ASET Chair will provide a strong, healthy, "challenge function" to both Board Members and the ASET Chief Executive, carefully scrutinising planned and underlying assumptions before decisions are taken by the Board.

Key Responsibilities

- Provide effective leadership to the ASET Board, including chairing meetings and fostering sound decision-making and full participation by other Board members in the exercise of their function and in the work of the Board.
- Ensure that Board members fulfil their duties and responsibilities for the effective governance of the ASET Company
- Ensure that the Board operates within its objectives and provides a clear strategic direction for the organisation.
- Develop the strategy of the ASET Board, including assisting the development approval and monitoring of the ASET Strategic (Business) Plan,
- Ensure that the Board can regularly review potential risks and opportunities, and satisfy itself that robust management systems are in place.
- Oversee the delivery of effective performance of ASET's activities and ensure achievements of its aims, including monitoring the financial position and key financial targets, and ensuring corrective action is taken where required.
- Responsible for determining appropriate levels of remuneration of directors and have a prime role in appointing, and where necessary removing, senior management and in succession planning-
- Coordinate with the ASET Chief Executive and Company Secretary to ensure the ASET Board receives the appropriate quantity and quality of information in a timely manner to enable it to make informed decisions
- Maintain a strong collective sense of delivery, accountability and challenge in income generation between the ASET Board, ASET Chief Executive and NESCol.
- Establish good partnership working between ASET Directors, the ASET Chief Executive, and NESCol.
- Establish and build a strong, effective, constructive and supportive working relationship with the ASET Chief Executive
- The ASET Chair will comply with any conduct rules that apply, including the requirements of any code that applies by virtue of the Ethical Standards in Public Life etc (Scotland) Act 2020 & Companies Act 2006 as a Director.

PERSON SPECIFICATION

Personal Qualities	
Essential	Desirable
Can demonstrate a strong and visible passion and commitment to the role	
Proven track record in relationship building with strong inter-personal skills in a Chair role	
Demonstrate tact and diplomacy with the ability to listen and engage effectively	
Proven track record in networking capabilities that can be utilised for the benefit of the ASET Company	
Proven track record of fostering and promoting a collaborative team environment	
Ability to commit time to the Chair role	
Demonstrate good understanding of corporate governance	
Professional Experience	
Essential	Desirable
Professional background and ability to demonstrate experience of operating at a senior level in one of the following areas: <ul style="list-style-type: none"> o Legal o Financial management o IT/technology/digitalisation o Commercial business entrepreneurship o Law enforcement/risk management/security o Energy and Renewable Sector 	Experience of chairing meetings in the capacity of Chair or Vice Chair
Experience as a Non-Executive Director of a commercial company	

Equality & Diversity

ASET is committed to operating as a diverse and inclusive company. Applications are welcomed and encouraged from people of all backgrounds and protected characteristics

General Terms of Appointment

1 Appointment

The Chair of ASET will hold your office in accordance with the Company's Articles of Association as varied from time to time ("the Articles") a copy of which is enclosed and, in particular, the appointment is subject to any provisions of the Articles dealing with the retirement of directors and vacation of office under certain circumstances.

2 Duties

The Chair shall comply with every rule of law, and code of best practice relating to the conduct of the Companies affairs and the governance of the Company, In addition, any regulations or rules made by the Regional Board of NESCol.

The Chair will be expected to devote such time as is necessary for the proper performance of their duties. Overall we anticipate that the Chair will spend a minimum of days (3) days a month on work for the Company. Further meetings may be required as necessary.

The Chair may be required to serve on Committees, when formed, as the Board may decide but this will be discussed with the Chair following your appointment.

The Chair will at all times comply with all duties under the Companies Act 2006 ("the Act"), which include the following:

- Duty to act within powers
- Duty to promote the success of the company
- Duty to exercise independent judgment
- Duty to exercise reasonable care, skill and diligence
- Duty to avoid conflicts of interest
- Duty not to accept benefits from third parties
- Duty to declare interest in proposed transaction or arrangement

3 Duration

The Chair will be appointed for a period of four years, with a possible extension of a further single four year period. Any such extension will in part be conditional on evidence of satisfactory performance and will require the approval of the Regional Board of the parent Company.

4 Fees and Expenses

The Chair will be entitled to a fee of £9,000 gross per annum from the Company which will be payable to you monthly in arrears subject to deduction through PAYE of any taxes and national insurance contributions. The Company will also reimburse the Chair in accordance with its Articles for all reasonable and properly documented expenses incurred during the performing of duties of the office.

5 **Conduct**

The Chair will comply with any conduct rules that apply to you including the requirements of any code that applies to you by virtue of Part 1 of the Ethical Standards in Public Life etc. (Scotland) Act 2000.

The Chair will observe the following principles of public life:

- **Duty** You have a duty to uphold the law and act in accordance with the law and the public trust placed in you. You have a duty to act in the interests of North East Scotland College and the Board of which you are a member and in accordance with the core functions and duties of that Board.
- **Selflessness** You have a duty to take decisions solely in terms of public interest. You must not act in order to gain financial or other material benefit for yourself, family or friends.
- **Integrity** You must not place yourself under any financial, or other, obligation to any individual or organisation that might reasonably be thought to influence you in the performance of your duties.
- **Objectivity** You must make decisions solely on merit and in a way that is consistent with the functions of the Board and North East Scotland College when carrying out public business including making appointments, awarding contracts or recommending individuals for rewards and benefits.
- **Accountability and Stewardship** You are accountable for your decisions and actions to the public. You have a duty to consider issues on their merits, taking account of the views of others and must ensure that North East Scotland College and Board uses its resources prudently and in accordance with the law.
- **Openness** You have a duty to be as open as possible about your decisions and actions, giving reasons for your decisions and restricting information only when the wider public interest clearly demands.
- **Honesty** You have a duty to act honestly. You must declare any private interests relating to your public duties and take steps to resolve any conflicts arising in a way that protects the public interest.
- **Leadership** You have a duty to promote and support these principles by leadership and example, and to maintain and strengthen the public's trust and confidence in the integrity of the Board and its members in conducting public business.
- **Respect** You must respect fellow members of your Board and employees of the Company and the role they play, treating them with courtesy at all times. Similarly you must respect members of the public when performing duties as a member of the Board.