

accessible knowledge for



# NON-EXECUTIVE DIRECTOR

with experience in publishing sales and market trends

Practical Action Publishing is an independent publishing company and an integral subsidiary of Practical Action, an innovative international development group, putting ingenious ideas to work so people in poverty can change their world.

We put affordable knowledge into the hands of people who need it most, whatever their location, in a language and format that suits them best. Rooted in hands on community development experience, we innovate and respond to what change-makers need. Our books range from manuals to monographs; online, in print and open access formats. They address today's pressing global challenges including agriculture and food, climate resilience, energy, water, sanitation and hygiene, social development, and resilient construction and housing.

Our website is optimized for institutional use, as well as for individual customers worldwide. It houses our entire collection of online resources (eBooks and journal articles) and showcases our complete catalogue of print books.

The business is operated by a small, skilled team of five staff and a Board of Directors that includes senior colleagues in post with Practical Action group.

**We are currently recruiting for a Non-Executive Director with considerable experience in the publishing industry, to support the company's global sales strategy.**

**Application Deadline:** 1<sup>st</sup> March 2024. Apply to Andrea Johnson, Head of Publishing, at [publishinginfo@practicalaction.org.uk](mailto:publishinginfo@practicalaction.org.uk)

**Remuneration:** Non-executive out of pocket expenses only

**Location:** Twice-yearly meetings in Rugby, United Kingdom and/or remotely

**Term:** Three-year fixed term position with the option for renewal

## **Duties expected to fulfil key responsibilities**

### **1. Ensure that the Company has a clear strategy, and is focused on achieving this, by consulting with other Directors in:**

- a) Agreeing the Managing Director's strategic business plan, ensuring that there is a common understanding of this throughout the Company, and that it is reviewed by the Board on a regular basis.
- b) Agree effective mechanisms to consider changes in the external environment that may affect the Company's ability to achieve its strategy and review these on a regular basis.

### **2. Be responsible for the performance of the Company and for its corporate behaviour by:**

- a) Agreeing Board policies and agreeing and overseeing a method for objectively measuring performance and progress of the Company towards achievement of its strategic objectives, business plans and annual targets.
- b) Ensuring that the fundamental values and guiding principles of the Company are articulated and reflected throughout the Company as well as individually as a Director.
- c) Ensuring that the Managing Director receives regular, constructive feedback on personal performance in managing the company and that all staff review their own performance and regularly receive feedback.
- d) Ensuring that the Company gives high priority to staff training and development with the Managing Director playing a vital role.
- e) Ensuring that there are mechanisms for any party to bring to the attention of the Board of Directors any activity that threatens the probity of the Company.
- f) Ensuring that as an individual Director they/he/she has sufficient awareness, knowledge and understanding of the Company's activities to hold management accountable for carrying out the Company's programme of work.

### **3. Ensure that the Company complies with all legal and regulatory requirements by:**

- a) Being aware of and ensuring that the Company complies with all statutory and regulatory requirements particularly Company law and Companies House regulations. As a legal director of the Company, a Director is expected to read the General Duties of Directors and agrees to abide by their/his/her legal responsibilities and duties referred to therein.
- b) Being familiar with the Company's Memorandum and Articles of Association and ensuring that the Company and their/ his/her fellow Directors act within its powers, does not breach any rules set out in the constitution, and reviews the constitution regularly.

### **4. Ensure that adequate financial and management control systems are in place:**

- a) Ensuring that the Company has satisfactory procedures to ensure that monies are invested to the maximum benefit of the company, within the constraints of the law, as well as ethical or other policies laid down by the Board.
- b) Ensuring that the systems of control are rigorous and regularly evaluated. Directors are accountable for the solvency and continuing effectiveness of the Company.
- c) Ensuring that the major risks to which the Company is exposed are reviewed annually and that systems have been established to mitigate or minimize these risks.

- d) Ensuring that the income and property of the Company is applied for the purposes set out in the Memorandum and Articles of Association and that all income due to the Company is received, all tax benefits obtained, and all rating relief claimed.
- e) Acting reasonably, prudently, and collectively in all matters relating to the Company, using reasonable skill and care in their/his/her work as Director and acting always in the Company's best interests and avoiding any personal conflicts of interest.
- f) Ensuring that intangible assets such as the Company's good name, knowledge, expertise, and intellectual property are properly valued, utilized, and safeguarded.

**5. Ensure that the Company's governance is of the highest possible standard by:**

- a) Making sure that the Company has a governance structure that is appropriate to a company of its size and complexity, stage of development and its objects and that major decisions and Board policies are made by the Directors acting collectively.
- b) Reflecting annually on the Board's performance as well as their/his/her own performance as a Director and ensuring the Board has the skills required to govern the Company well and has access to relevant external professional advice and expertise.
- c) Advising the Directors and Management on issues relating to Publishing.
- d) If requested, reviewing/commenting on methods and procedures used in the Company's work or on evaluations of the same.
- e) Ensuring that adequate attention is provided to international publishing markets and trends in the Company's work and in the strategic planning and budgeting processes.

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## **THE COMPANIES ACT 2006**

### **GENERAL DUTIES OF DIRECTORS**

1. Duty to act within the powers conferred by the company's constitution.
2. Duty to promote the success of the company.
3. Duty to exercise independent judgment.
4. Duty to exercise reasonable care, skill, and diligence.
5. Duty to avoid conflicts of interest.
6. Duty not to accept benefits from third parties.
7. Duty to disclose any interest in a proposed transaction or arrangement with the company.
8. Duty to declare any interests in existing transactions or arrangements with the company.