**TOWN AND COUNTRY HOUSING GROUP**

###### ROLE OF THE GROUP CHAIR & DEPUTY CHAIR

**1. Overall purpose**

1.1 The Board must be headed by a properly appointed and skilled Chair, who is aware of his or her duties as head of the board and the clear division of responsibilities between the board and the executives. The Deputy Chair will assume the duties of the Group Chair, in the absence of the Group Chair.

**2. Duties and responsibilities**

2.1 In carrying out his/her duties, the Chair should always remember that he or she is acting on behalf of the board and TCHG. The Chair should seek the advice of other Board Members or the Chief Executive, as necessary. In exceptional circumstances the Chair may need to seek external independent advice.

2.2 The responsibilities of the Chair are to:

* Ensure the efficient conduct of the Board’s business and the Company’s general meetings;
* Ensure that the Group provides appropriate role profiles and competency frameworks for all Board Members;
* Ensure that all Board Members are given the opportunity to express their views and that appropriate standards of conduct and behaviour are maintained in accordance with the Code of Conduct approved by the Board;
* Establish a professional and constructive working relationship with, and provide support for, the Chief Executive and ensure that the Board as a whole acts in partnership with Executive Staff;
* Ensure that the Board delegates sufficient authority to its Committees, the Chair, the Chief Executive and others to enable the TCHG’s business to be carried on effectively between meetings of the Board; also ensure that the Board monitors the use of these delegated powers;
* Ensure that the Board receives professional advice when it is needed, either from its senior staff or from external sources;
* Ensure that the Group follows the recommendations of the NHF’s Excellence in Governance: Code for members;
* Represent the Organisation as appropriate;
* Take decisions delegated to the Chair;
* Approve minutes prior to circulation;
* Ensure there are proper arrangements for the appraisal of the Chief Executive’s performance;
* Ensure the roles of subsidiary boards in these matters are clear;
* Ensure that, when necessary, the Chief Executive is replaced in a timely and orderly fashion;
* Ensure that he/she leads on the appraisal process to ensure proper and appropriate arrangements for the overall appraisal of Boards and that of individual Board Members;
* Ensure that a succession plan is implemented for future Board Membership;
* Ensure that the level of Board remuneration results from an approved process that minimises the potential for conflicts of interest;
* Ensure that the role of the Deputy Chair or Senior Independent Director, where there is one, is agreed.