

Director Role Description

The Scottish Rights of Way and Access Society (ScotWays) regularly seeks to appoint new members to its board of directors to replace retiring directors' skills and knowledge and to broaden its base of director expertise. ScotWays' office is in central Edinburgh, but we welcome board members from across Scotland as it is possible to attend meetings remotely. As ScotWays is a registered charity as well as a company limited by guarantee, all directors are also trustees of the charity. This is a brief description of the role that a director is asked to fulfil.

The main role of the board of directors

- To agree ScotWays' strategic direction
- To ensure that ScotWays is financially viable
- To ensure that ScotWays is delivering against its charitable objectives
- To ensure that ScotWays is complying with its legal and regulatory obligations

We rely on the dedication and expertise of the people who volunteer to become board members. We welcome applications from people who have an interest in the outdoors and enthusiasm for defending and promoting public access rights in Scotland. Skills and experience that are particularly useful are:

Strategic management • Organisational management • External communications and/or public relations • IT/Digital Skills • Fundraising & financial management • Law • Human Resources • On-the-ground access experience • Working with government, both local and central

Previous experience of being on a board, love of the outdoors and a knowledge of Scotland's outdoor access rights are all useful, but not essential.

Potential candidates who don't have traditional charity board skills or experience (such as finance or management experience) should still feel they can apply if they have something to offer, such as organisational and problem-solving skills. ScotWays needs directors with energy, enthusiasm and the determination to drive initiatives forward, so these attributes are often as important as the more concrete board skills.

ScotWays expects new directors to commit to being a director for at least three years, unless there are exceptional changes to their personal circumstances.

ScotWays' directors have collective responsibility for the oversight and development of the charity in conformity with OSCR regulations and applicable law. The directors agree strategy and governance arrangements and work with the staff to deliver ScotWays' services efficiently and effectively.

What being a director involves

We are seeking directors who wish to contribute actively to ScotWays' activities. As well as attending board meetings and contributing to board business between meetings as necessary, directors are expected to join and assist with the work of one or two sub-committees.

Currently, the **four sub-committees** and a summary of their remits are:

Finance & Risk: To monitor the financial administration of the charity and report to the board of trustees at regular intervals on its state of financial health, in line with best practice and in

compliance with the governing document and legal requirements; to lead on risk management for the charity.

Operations: To have oversight of the strategy and direction of the organisation; to develop and maintain an operations activity plan.

Legal & Access: To have oversight of the legal information provided by the charity; to assist staff, where asked, in the provision of legal information; to seek to improve the law and practice of the law of access rights in Scotland.

Communications: To develop and deliver a communications action plan; to develop and monitor policy regarding the delivery, look and feel, content and messaging of all forms of external communications, as well as providing guidance on work in these areas.

In addition, occasionally issues arise which may require a discussion, a meeting or a visit to resolve. Representing ScotWays to outside bodies and at events may be required.

Directors are not expected to attend the office frequently but are encouraged to visit from time-to-time to become familiar with the work of the office and to speak to staff.

Directors should make time to build relationships, get to know their fellow board members and members of staff in order to foster a team spirit and understand the challenges that colleagues face and the responsibilities they carry.

Directors should try to keep up with external developments and trends that might impact the work of the charity. They can then bring this information into the board discussions and understand what could present threats and opportunities for the charity.

As a board we need to be aware that the governance landscape is always changing. Directors need to learn and develop and stay abreast of new developments, best practice and legislation.

Time Commitment

There is no set amount of time that a director will be expected to contribute but, as a guide, there are five board meetings a year, which can be attended in person in Edinburgh or on Teams. Board meetings generally start at 10.30 and we aim not to exceed three hours. Directors are expected to read the board papers before the meetings and should set aside enough time to read, understand, contemplate and be able to query the information. The frequency of sub-committee meetings varies, but are generally every one to two months depending on activities, and dates are usually set well in advance. Again, there will be some preparation and associated work involved. Sub-committee meetings generally take place remotely, via Teams.

Directors are expected to attend the AGM, which takes place in November. Its location varies.

Communications

Meetings held on Teams or in person are necessarily involved, and much communication between board members and staff also takes place by email. The National Secretary will normally email communications about board meetings and directors must be able to receive papers by email and to be able to access regularly ScotWays' documents on our SharePoint system. Training will be provided. Board discussion and decisions may be taken by email as well as at board meetings.

Governance

ScotWays is a company limited by guarantee. The directors are also charity trustees. As such, they must ensure that the charity complies with its governing document (the Articles of Association) and complies with both charity and company law and with other laws and regulations applicable.

Ultimate responsibility for the governance of ScotWays lies with the directors, to direct how it is managed and run. Directors must act in the charity's best interests, manage its resources responsibly, act with reasonable skill and care, maintain oversight and ensure that it is working towards its charitable objectives. However, they are not expected to micro-manage the charity's affairs: ScotWays employs experienced and knowledgeable staff to deal with the main run of the charity's work.

A director must be or become a member of the ScotWays and, as such, guarantee to pay no more than £1 if ScotWays were to be wound up.

It should be noted that, by law, some people may not act as a director, e.g. someone who is bankrupt or has an unspent conviction for offences involving dishonesty or deceit. Directors are also required to verify their identity with Companies House on appointment to enable the registration process to be completed.

Directors must declare if on any occasion they have a personal interest which may conflict with the interests of the Charity.

Training

New directors will get support from other board members and staff. An induction pack will be provided.

Expenses

The role of director is unpaid, but travel expenses to board and other necessary meetings will be met in line with ScotWays' expenses policy, as will board and lodging. Expenses to attend the AGM are not paid.

How to apply

Applicants should send their C.V. along with a covering letter to the National Secretary, Alison Riddell, either by email to: secretary@scotways.com or by post, marked 'confidential', to ScotWays, 24 Annandale Street, Edinburgh, EH7 4AN.

The covering letter should address the following questions:

- What has drawn you to apply to join the ScotWays board?
- What aspects of ScotWays' work most interest you and why?
- What skills and experience could you bring to ScotWays that would enable you to contribute to our work?
- What personal qualities do you feel would help you to do a good job as a director?
- Optional: What outdoor activities do you undertake, and what is your level of knowledge about public access rights in Scotland?

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