

Updated October 2021



## **Guidance for Directors**



## The Offer

**Your role:** The role of a non-executive Director is to provide a creative contribution to the board by providing independent oversight, constructive challenge and strategic guidance, offering specialist advice and holding management to account.

**Time:** Directors are expected to attend Board meetings every six weeks and the Annual General Meeting. You are expected to contribute additional voluntary effort, such as reading papers and reports sent to you and responding as necessary. Additional involvement may include representing PEC Homes at events. Most Board members also take on other roles, usually by serving on one or more sub-committees concerned with specific areas of activity.

**Duration:** Appointments to the Board of Directors are for three years. All Directors are subject to a maximum of three consecutive terms of office (three x three years). Retiring directors are eligible for re-appointment. Each year a maximum of one-third of the elected Directors are required to seek re-election. Co-opted Directors are appointed until the next AGM.

**Location:** Meetings are currently held online, but are likely to be in central Plymouth in the future.

**Salary & expenses:** Non-executive Directors and Trustees are voluntary roles. As a charitable organisation, it is not our policy to pay expenses to attend Board meetings. This can be reconsidered in exceptional circumstances if the cost of attendance at meetings is a significant barrier to an elected or co-opted board member being able to support the organisation. Reasonable expenses of Directors will be considered if undertaking additional engagement activities.

**Start date:** Co-opted ASAP, elected after AGM.

**Further details:** Email [alistair@plymouthenergycommunity.com](mailto:alistair@plymouthenergycommunity.com) to arrange an informal chat.

**Application process:** Please email Alistair a CV and covering letter describing your motivations and suitability for the role.



## About Plymouth Energy Community

Plymouth Energy Community (PEC) is a multi-award winning charity and a social enterprise, with a cooperative ethos. PEC's mission is to empower our community to create a fair, affordable, zero carbon energy system with local people at its heart. It is a family of community-led organisations offering a range of projects that: bring local people together to tackle fuel poverty and the climate crisis, increase local ownership and influence over local energy solutions; improve community confidence to engage in the zero carbon transition; and enable people to heat and power their homes affordably.

Since 2013, PEC has:

- Developed and generated 21 MWh of clean power from a community owned solar farm and 32 roof top arrays,
- Saved schools and community organisations over £0.5m from their energy bills through renewable power and energy efficiency improvements,
- Supported 21,000 households and delivered direct improvements to 2,400 homes visits saving each an average of £400 pa,
- Saved a total of 15,000 tonnes of carbon.
- Grown to an annual turnover of £1.5m, with a dedicated staff team of 14 full-time equivalent positions.

PEC is currently working with local businesses to deliver over 14MWs of new solar arrays; trialling models for community owned renewable heat, and providing a domestic energy advice service targeted at helping the fuel poor and those with long- term health conditions. In addition to this, PEC disperses grants to fuel poor households as part of the City's Covid response package, works with local creatives to give Plymouth a voice and platform at the UN Climate Conference (COP26) and has established a community led housing developer, to focus on the innovation required to deliver affordable homes in a way that is consistent with the UK's carbon reduction targets.

The PEC family is powered by a passionate and highly skilled team. Short bios for current team members are found [here](#).

PEC Trust (t/a Plymouth Energy Community) is a charitable company limited by guarantee, with cooperative principles built into its articles. The PEC Family also includes PEC Renewables Ltd and a Community Land Trust called PEC Homes Ltd. Both of these are established as independent Community Benefit Societies. Current Trustee and Director bios are available [here](#).



## About PEC Homes

PEC Homes is a Community Benefit Society, set up in 2020 by Plymouth Energy Community. Plymouth Energy Community established PEC Homes in March 2020 as a Community Benefit Society to establish locally owned net-zero affordable housing developments in and around Plymouth.

PEC Homes is registered as Community Benefit Society under the Co-operative and Community Benefit Societies Act 2014, this makes it a corporate body. Accordingly its Board of Directors are considered to have the same level of responsibilities as directors of other corporate bodies such as companies.

PEC Homes abides by the internationally recognised co-operative aims and principles. As a membership body the composition of its Board of Directors reflects the nature of the membership, therefore the Board has a number of places reserved for different categories of members. Depending upon the category Directors are either appointed or elected to the Board and the Board has the right to co-opt up to 4 additional directors in order to bring in additional expertise.

Appointments to the Board of Directors are for three years. All Directors are subject to a maximum of three consecutive terms of office (three x three years). Retiring directors are eligible for re-appointment. Each year a maximum of one-third of the elected Directors are required to seek re-election. Co-opted Directors are appointed until the next AGM.



## **Director Responsibilities**

As the Board is representative in nature whilst it is important the Directors are aware of their responsibilities under the law and in relation to good corporate governance, the Board's focus in the main is to lead the strategic thinking and focus of the organisation.

The common law duties of Directors are codified in the Companies Act 2006, and they are considered to apply to Directors of Industrial & Provident Societies. The duties are explained in more detail below:

### **Duty of care**

Directors have a duty of care, which includes:

- Ensuring they have sufficient knowledge and understanding of the business,
- Understanding the principal risks faced by the business,
- Seeking professional advice when appropriate,
- Delegation of functions when appropriate and supervision of these.

### **Due diligence**

Directors are in charge of the organisation's affairs and are fully liable in law. Ignorance is no protection under the law. They must always act with due diligence and will hold greater responsibilities on matters in which they are professionally qualified or experienced.

### **Confidentiality**

Directors are in a position of trust both for the Board and the organisation as a whole. They act as trustees and agents for the organisation and its members, and must not disclose confidential matters.

### **Audit**

It is the duty of the whole Board to ensure that the company accounts are presented properly to its members by presenting a true and fair reflection of its actions and financial performance and that the necessary internal control systems are put into place and monitored regularly and rigorously.