



# Brief for Nominess Board of Directors

# Welcome from the National Chair

Dear FSB Member

I am delighted that you are interested in joining our Board of Directors.

The Federation of Small Businesses (FSB) is a 'not-for-profit' organisation, formed in 1974, and has been making the case to the Government and political decision-makers at all levels on the issues that matter to our members. We are proud of our heritage as the UK's grassroots business organisation, representing small businesses and the self-employed across the UK, in every nation, region and local community.

FSB is the voice of our members and the 5.5 million-strong small business and self-employed community. We exist to protect those, like you, who start out on their own, by making sure we're on their side when they need help – by providing services and support when they are needed most and connecting like-minded small businesses in all local communities across the UK. We also exist to promote the very concept of starting your own small business, celebrating the benefits it brings and encouraging the next generation of start-ups.

Throughout, we lobby the Government in Westminster, the devolved nations and local decision-makers on the issues that matter to our members – small businesses and the self-employed. Through our campaigning we bring attention to the day-to-day impacts you are facing, and propose new solutions to help, that those in power can adopt. This gives you a powerful collective voice to those who make decisions across the UK. Our research is impactful through, for example, our 'Big Voice' community survey which creates a true grassroots picture and enables our members to have their say and share their experience.

Most recently, we pitched for and secured the energy relief package which saved many small businesses from unsustainable gas and electricity bills that would have made many close; and securing cuts to Employer and self-employed National Insurance. These amount to billions of pounds of direct help to our members up and down the country. With an eye on the future, we have also persuaded the Government to pilot a new grant scheme to help small businesses invest in Net Zero on their premises with, for example, solar panels or heat pumps - this builds on FSB's success in exempting these entirely from the business rates system.

Since FSB's inception, we also developed and extended our membership offer to include an essential set of products and services, designed to assist with the difficult problems that small businesses face in today's economy, including 24/7 legal advice, free access to legal documents, tax investigation and jury service cover, workplace pensions, action for late payments and more recently solutions for Making Tax Digital. The services for members constantly evolve to provide solutions and support relevant to the current business challenges.

With communications activities around both FSB's lobbying and the practical solutions for members, FSB goes from strength to strength and is featured daily across all media, from headline slots on national and regional television, radio, online and print media, to engagement and digital advocacy through social media channels.

FSB's Board of Directors is legally responsible for FSB through an oversight role. The Board oversees and promotes the strategy and purpose of FSB and ensures that its values, activity, and culture align with that purpose. The Board is responsible for the long-term sustainable success of FSB by identifying opportunities to create and preserve value and overseeing and managing risks.

FSB's Board is a vibrant team selected for their skills, experience and knowledge and we are keen to strengthen the Board with two new appointments, with Commercial and Policy experience.

As we celebrate our 50th anniversary in 2024, we will be firmly looking to the future, and there has never been a better time to get involved to help us define what we plan to do in our next 50 years. Our volunteers are pivotal to this, and we look forward to receiving your nomination.



**Martin McTague**  
National Chair  
Federation of Small Businesses

# Main Director Duties

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## Overall purpose of the Director office

We are governed by our Board of up to 12 Directors, responsible for providing appropriate oversight, governance and strategic leadership to FSB in the pursuit of its purpose to protect, support, promote and further the interests of small businesses and the self-employed.

The Board scrutinises the performance of senior management in meeting agreed goals and objectives, and monitors the reporting of performance. The Board should satisfy itself as to the integrity of financial and other information, and that financial controls and systems of risk management are robust and defensible. The expectations of the Board of Directors as a body are:

## Corporate objectives

To play a vital role in working towards the delivery, on behalf of members, of our corporate objectives:

1. To be fully representative of the whole UK small business community
2. To provide support, advice and solutions to our community of members
3. To advocate on behalf of small businesses and the self-employed, providing a powerful voice heard by Governments and key decision makers
4. To create a financial climate which ensures best value for members and safeguards FSB for the future

## Strategy

- Contributing to constructive debate regarding the strategic development of FSB and any other material and significant issues facing the organisation.
- Establishing clear objectives to deliver the agreed plans and strategy and regularly review performance against those objectives.
- Ensuring the effective implementation of Board decisions by the Chief Executive and Senior Management Team and holding the Chief Executive to account for the effective management and delivery of the organisation's strategic aims and objectives.
- Ensuring the long-term sustainability of FSB.
- Building and maintaining close relations with FSB's members and stakeholders to promote the effective operation of the organisation's activities.
- Ensuring the Board of Directors sets challenging objectives for improving performance.

## Compliance & performance

- Ensuring that FSB complies with its constitution and any other applicable legislation and regulations.
- Maintaining financial viability, using resources effectively, controlling and reporting on financial affairs.
- Ensuring the best use of financial and other resources in order to maximise value for members' money.
- Ensuring that financial controls and systems of risk management are robust and that the Board is kept fully informed through timely and relevant information.
- Participating in the appointment of senior staff.
- Promoting the highest standards of corporate governance and compliance with regulatory requirements and best practice.
- Ensuring that FSB meets its commitments to members and that services provided are of a high standard.

## Board activities

- Participating fully in the activity of the Board, contributing to the corporate responsibility of the Board of Directors.
- Membership of Board committees where appropriate and attending other ad hoc meetings of the main Board.
- Collaborating with the Chief Executive and Senior Management Team.
- Liaising and co-operating with the Board's Advisory Committee (the Scrutiny Body), and having due regard for their opinions, as appropriate.
- If required, attendance at quarterly Regional meetings within the geographic locations allocated by the Board and attendance at Regional Chairs Forum meetings.
- If required, in collaboration with the Board's Environmental, Social and Governance (ESG) Committee, and Procedures Committee, support regional governance to function effectively and within FSB guidelines.
- Support the alignment of local activity to FSB purpose, values and corporate objectives.
- Support/chair other activity and the volunteer validation process as requested.
- Participating in any Board induction, ongoing training and evaluation identified for the individual Board member and / or as part of the Board or committee.

## Miscellaneous

- Upholding the values of FSB by example.
- Ensuring that the organisation promotes equality, diversity and inclusion for all its stakeholders, and demonstrating this in individual behaviours.
- Upholding the highest standards of integrity and probity, recognising and declaring interests as appropriate and ensuring that the Board and its members work only in the interests of FSB.
- Safeguarding the good name and reputation of FSB.
- Acting as a director of subsidiary companies, where appropriate.

## The Volunteer context and expectations

It is recognised that members who volunteer for director level leadership offices have their own businesses to run. FSB staff are sensitive to this, and our structure supports it. Whilst FSB volunteer member leaders are expected to set the strategic objectives, FSB staff advise, support and facilitate the delivery of any objectives set. The Board is supported by the FSB Senior Management Team, which is collectively responsible for the executive leadership of FSB's business; proposing strategy to the Board; delivering the business plan; managing risk on a day-to-day basis; and ensuring the Board receives the necessary information to provide assurance and to enable effective decision-making.

On behalf of the Board, the Directors ensure there is effective communication and engagement between the Board and FSB volunteers. They ensure that when matters are put before the Board for decision, the potential impact on members is considered and that the member perspective is taken into account in all Board discussions. As members of the Board, Directors have collective responsibility leading to the achievement of FSB's vision, mission and corporate objectives.

# Who we are looking for

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## Who we are looking for

The skills, experience and knowledge sought for these two new Board appointments are:

### General experience

- An understanding of issues facing small businesses and the self-employed.
- An understanding and interest in the issues FSB seeks to address/represent.
- Ability to facilitate timely decision-making and being capable of communication via digital technology (video conferencing, virtual collaboration) along with a strong understanding of social media applications.
- Ability to empathise with, and advocate for, members.
- Ability to effectively mediate and resolve issues.
- Well-developed interpersonal and communication skills.
- Ability to demonstrate an understanding of FSB's mission and corporate objectives.
- Strong business and financial acumen.
- Effective leadership skills.
- Ability to understand complex strategic issues, analyse and resolve difficult problems.
- Additional experience of larger businesses (e.g. more than 250 employees) could add further value to your contribution and therefore your nomination.
- Ability to successfully complete the requisite conflict of interest and fit and proper person checks.

### Specific experience in addition to the above:

#### For Director with Policy experience

- Expertise in Policy/Lobbying
- Experience of policy related activity

#### For Director with Commercial experience

- Building strong commercial relationships and networks
- Overseeing/monitoring the performance of commercial activities
- Developing and implementing commercial strategies to promote growth
- Successfully identifying opportunities for business expansion
- Sponsorship and Brand development
- Strategic-level procurement e.g. project bidding

# Specific Director Duties and Terms of Appointment

## Remuneration

These are volunteer roles which are offered with an honorarium. The honorarium should not be considered to be a salary and it does not imply an employment nor worker relationship. You have no contractual right to such payment nor is it a fixed payment. Any honorarium paid by FSB to an office holder is entirely discretionary.

This office is voluntary and does not entitle the office holder to any payment for any activity other than agreed expenses for which FSB chooses to pay from time to time.

## Eligibility

Any FSB member may express an interest as long as they:

- Produce evidence of owning and running a current ongoing small business, as determined by the Board.
- Are a fully paid-up FSB member entitled to vote at the time of nomination.
- Do not hold a self-employed service contract with FSB or its subsidiaries.
- Are not a service provider to FSB or its subsidiaries.
- Can demonstrate a commitment to FSB.
- Provide at least one form of reference, preferably from an FSB member.

## Appointment Term and Structure of Board Meetings

The appointment is offered on a term of between one and three years.

In order to discharge its duties effectively, the Board usually meets monthly on the first Wednesday of every month from 9:30am/10.00am. The Board also holds strategically focussed sessions as and when required.

All Directors are expected to devote such time as is necessary including attendances at:

- The above scheduled meetings.
- Other meetings as required.
- Unscheduled Board/ad hoc meetings that may be called at any time with notice.
- Annual Board strategy planning days.
- Annual General Meetings.
- Regional/policy meetings – when necessary and appropriate.
- Meetings with the Chief Executive Officer and other directors.

## Specific Director duties

Directors appointed to the Board form the central authority of FSB and in carrying out their functions owe a series of legal duties to FSB, including the following under the Companies Act 2006 sections 171 to 177.

- Duty to act within powers.
- Duty to promote the success of the company.
- Duty to exercise independent judgement.
- 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 an interest in a proposed transaction or arrangement.

# How to submit an expression of interest

To make a formal expression of interest, please visit the FSB [website](#) and complete the forms available there. You will be asked to complete a nomination form, including a cover letter and CV.

Please note that on acceptance of your nomination, you will be asked by our Governance department to also complete a declaration, conflict of interest and 'fit and proper person' form.

FSB carries out verification checks, politically exposed persons (PEP) and sanctions checks where appropriate.

If you have specific queries about the opportunities or appointment process, we ask that you email these to our advising consultant, Parna Taylor on Starfish Search, in the first instance: [Parna.Taylor@starfishsearch.com](mailto:Parna.Taylor@starfishsearch.com) A confidential discussion about the opportunities with FSB directly can also be arranged.

## Timetable of Appointment

Closing date: Thursday, 30 November 2023.

We would also be grateful if you would complete the Equality and Diversity monitoring form if you wish to do so. This form is optional for monitoring purposes only and is not treated as part of your application. The form is available [online](#).

Selection stage	Anticipated timescale
Role promoted via email	By Friday 10 Nov 2023
Closing date for nominations	By 4pm on 30 Nov 2023
Selection Panel shortlisting	By 7 Dec 2023
Selection Panel interviews	From 14 Dec 2023
Board meeting to consider Selection Panel recommendations	Dec 2023 / Jan 2024
Nominees notified of outcome	Dec 2023 / Jan 2024

## Equality, Diversity and Inclusion

FSB is committed to and values diversity and inclusion in everything we do. The strength of FSB rests on the diversity of our self-employed and small business owners who reflect the whole of the UK business population, both as members and volunteers. With this, we want to ensure all small business owners and the self-employed, from whichever communities they belong, feel welcome and a part of FSB.

We do not condone discrimination of any kind and we aspire to have a diverse and inclusive environment, where everyone is able to bring their whole self to any volunteering role they undertake. We would therefore welcome applicants from all backgrounds.

We are committed to ensure our selection processes are barrier free. Please let us know if you need any adjustments or changes to be made to the selection process because of a disability or long-term health condition by emailing [accessibility@fsb.org.uk](mailto:accessibility@fsb.org.uk) or by calling 0141 343 7307.

### Find out more

Further information can be found on our [website](#) and the FSB's Annual Report and Accounts are available [here](#).

For more information about FSB visit [our website](#).

If you require this document in an alternative format please email [accessability@fsb.org.uk](mailto:accessability@fsb.org.uk)

