

## **Responsibilities Of The Senior Independent Director**

The Senior Independent Director (SID) will be a non-executive director (NED) with all the general duties of a NED but with additional enhanced duties. These duties are required in the normal running of the business but become vital if there is a period of stress for the Board. In the time of stress the SID should work with the Chairman and other director and members to resolve the major issues.

### **Responsibilities**

- Working closely with the chairman, acting as a sounding board and providing support.
- Being available to members and other NEDS to address any concerns or issues they feel have not been adequately dealt with through the usual channels of communication (i.e. through the chairman, the chief executive or finance director).
- Meeting at least annually with the NEDs to review the chairman's performance and agree the Chairman's objectives and carrying out succession planning for the chairman's role. They would also be expected to meet with the other NEDs on other occasions when necessary.
- Be the focal point for board members for any concerns regarding the Chairman, or the relationship between the Chairman and the Chief Executive.
- Take the initiative in discussion with the Chairman or other board members if it should seem that the Board is not functioning effectively.
- Attend sufficient meetings with members and stakeholder to obtain a balanced understanding of their issues and concerns.
- Chair the Nominations Committee when it is considering succession to the role of Chairman of the Board.