

POSITION STATEMENT

BOARD OF DIRECTORS

RESPONSIBLE TO: Members

RESPONSIBLE FOR: The overall Policy and Strategic Direction of the Credit Union

MAIN FUNCTION: Ensure the Credit Union is properly managed in the interests of the Members.

Develop the strategic direction of the Credit Union and define the desired image and profile in the market place.

Plan the strategy of the Credit Union, prepare short, medium and long term objectives and plans to achieve them and ensure these plans are realised.

THE ROLE OF THE BOARD:

1. The business of the Orange Credit Union (OCU) is managed by the Board of Directors (OCU Constitution).
2. The Board is responsible for the overall policy and strategic direction of OCU.
The principal functions and operations of the Board are to:
 - 1.2.1. set the long term goals for OCU and provide direction for the management of OCU;
 - 1.2.2. approve major operating plans;
 - 1.2.3. approve annual budgets and long term financial plans;
 - 1.2.4. establish and determine the powers and functions of all Board Committees;
 - 1.2.5. review the annual progress and performance of OCU against approved plans and budgets;
 - 1.2.6. approve Financial Statements for presentation to members at the Annual General Meeting;
 - 1.2.7. report to members about OCU on a regular basis;
 - 1.2.8. appoint the Chief Executive Officer and set the terms of appointment for the Chief Executive Officer;

THE ROLE OF THE BOARD *continued*:

- 1.2.9. direct the Chief Executive Officer as to the requirements of the Board and OCU;
- 1.2.10. review and monitor the performance of the Chief Executive Officer;
- 1.2.11. review the remuneration of the Chief Executive Officer and other relevant senior executives.

NB- 11.6.2013 – Remuneration Committee role now performed by full Board.

KEY RESPONSIBILITIES:

1. Deliberate about the strategic direction of the Credit Union. Agree such matters as the "unique selling proposition", the desired market profile and client profile, the vision of what the credit union should look like into the future and the corporate culture to be impressed onto the employees. Decide on the desired rate of growth in market share over the next five years. Agree on the marketing philosophy and overall strategy.
2. Design and agree on the organisational structure and job description of senior executives, and generally put in place board measures and systems that will enable the Credit Union to achieve its long term objectives.
3. Consider what main suppliers and products best fit the desired market and client profiles. Decide on the nature of relationships to be established with suppliers and members.
4. Delegate to the Chief Executive Officer the responsibility of leading the executive team to achieve desired financial and market share results.
5. Consider and participate in the development of plans and budgets submitted by the Chief Executive Officer and provide support in the task of achieving overall results.
6. Monitor actual results achieved each month as reported in the financial statements. Agree on any corrective or other action considered desirable to capitalise on opportunities to neutralise threats or weaknesses.