

Role:	Senior Independent Director (SID) & Trustee
Location:	London and via Zoom
Start date:	September 2021, or sooner
Time commitment:	0.5 days per month on average
To apply:	Please send a letter of application and CV to Caroline Diehl, Executive Chair. caroline@togethertv.com
Closing date:	Midday, Thursday 24 th June 2021
Interviews:	Late June & early July

About the role of Senior Independent Director at Together TV (The Community Channel)

This is a new role for our board, instigated by the Chair, and supported by the full board.

As our Senior Independent Director (SID), you will play a key role in our governance, our strategy, and liaison with external stakeholders particularly those in the media and digital sectors, who underpin the Channel with significant technical, content and marketing support.

You will play a key role in supporting the Chair, CEO and Non-Executive Directors, including in appraising the Chair's and board's performance and role, and succession planning and nomination (with a committee) of a new Chair, CEO and Non-Executive Directors, as required.

As SID you will also be a valuable, respected and more 'independent', contact for external stakeholders including our major supporters across the media and digital sector.

You will have a role in reviewing and supporting our wider governance and diversity, including board representation of our Members (community shareholders) and our media supporters.

As a Director and Trustee, your skills and experience will make a direct difference to Together TV and everyone we work with, supporting and developing our work including our strategy and future plans, our aims, objectives, goals and policy decisions. You will also help ensure that we remain accountable to our Members (community shareholders), stakeholders, beneficiaries, regulators and the public in general.

You won't be on your own, you will be joining a board of Directors and Trustees drawn from the media industry, Media Trust, the charity sector, our staff and our Members.

You will ideally bring

- High-level experience and skills in board management, NED roles, governance, diversity and inclusion, and senior executive management, ideally in the media or digital sectors.
- In-depth knowledge and experience of the UK media and digital sectors, and how they can best engage with, support and benefit from the Channel as a strategic partner.
- Ability to engage with a range of external and internal stakeholders, particularly at senior leadership level, with sensitivity and excellent judgement, and inspiration to strengthen our partnerships.

- Experience and skills to contribute to strategy at board and senior team level.
- A strong and proven interest in social impact-driven organisations and charities.

Together TV (The Community Channel)

Together TV is the UK's social purpose media brand – we aim to 'inspire positive change'. Our entertaining and motivating content is a catalyst for personal and social change, inspiring millions of people to engage in activities, campaigns and causes through TV, VOD and social videos.

We are also the world's only national broadcaster owned and operated as a charitable cooperative – we are a Community Benefit Society (CBS) with over two hundred owners (community shareholders). Our legal constitutional name is still The Community Channel, which originally launched in 2000 as a subsidiary of The Media Trust, moving out of Media Trust and restructuring as an independent CBS in 2016, and re-branding as Together TV in 2019. We operate as Together TV.

We reach 25m homes through our 24-hour broadcast TV channel on Freeview, Sky, Virgin and freesat, along with millions more through streaming, on-demand and short-form video clips on Facebook, Instagram, YouTube, My5 and DailyMotion.

We are powered by support from 20 leading media companies including the public service broadcasters, platform operators, web giants and newspaper groups, who provide pro bono TV & digital bandwidth, content and marketing support. We work with leading causes and campaigns, and partner with charities and social enterprises to drive social impact.

Over 50m people around the world engaged with our content last year.

Overview of Trustee/Director board and general role

The CBS Board of Trustees and Directors is the governing body of the CBS (The Community Channel operating as Together TV) and is ultimately accountable for everything it does. The Trustees must act in the best interests of the Society and its beneficiaries and exercise a duty of care as a prudent person of business would.

Trustees have overall control of the charitable Society, including its trading subsidiary, and are responsible for making sure it's doing what it was set up to do.

The trustees are the people who lead the charity and decide how it is run. Being a trustee means making decisions that will impact on people's lives, making a difference to local communities and to society as a whole.

Trustees use their skills and experience to support their charities, helping them achieve their aims. Trustees also often learn new skills during their time on the board.

A fundamental role of the Trustees is to ensure that the organisation has a clear strategic direction, is well managed and to ensure that the day to day management and operational matters are delegated to the Chief Executive and Senior Management Team, giving them clear objectives, targets and KPIs.

Our governance structure and CBS Rules allow for 3 paid Directors/trustees on the board, acting as Directors and Trustees. We currently have 2 of these positions in place – the Chief Executive (f/t) and the Executive Chair (p/t: 1 day per week).

It is the duty of the Board of Trustees to safeguard the long-term future of the organisation and deal with governance matters. Governance is about ensuring that the Community Channel CBS has a

clear, shared vision of its purpose, clarity on what it is aiming to achieve and how it will go about doing it.

The main role of the Trustees is:

- To determine our mission and purpose
- To develop and agree our strategic plan
- To develop and agree our policies
- To uphold our ethos and values
- To ensure that all our activities are within the law
- To ensure accountability as required by law and to others such as employees, volunteers, beneficiaries, donors etc
- To ensure that we have adequate resources
- To ensure that our property, assets and resources are managed effectively
- To agree the overall budget and monitor overall financial performance
- To monitor our reserves and accumulated funds

Each of our trustees also has a range of external outreach and representation to stakeholder groups, whether media, charity, members or others.

Most trustees and board directors are also board members of Together TV Trading Ltd, the wholly-owned trading subsidiary of the charity, which covenants profits to the parent charity, as agreed by the two boards.

As our SID we would advise that you should be on both boards, to minimise any potential conflict of interest, and to ensure best governance of both companies and the Group structure.

Role description and person specification for Senior Independent Director (SID)

Post	
Role title	Director and Trustee (Senior Independent Director)
Location	Central London
Accountable to	The Chair of the CBS board (Caroline Diehl)

Role Profile	
Purpose of Role	<p>This is a new role for our board, instigated by the Chair, and supported by the full board.</p> <p>As our Senior Independent Director (SID), you will play a key role in supporting the Chair, CEO and Non-Executive Directors, in appraising the Chair's performance and role, including succession planning and nomination (with a committee) of a new Chair, CEO and Non-Executive Directors, as required.</p> <p>As SID you will also be a valuable, respected and more 'independent', contact for external stakeholders including our major supporters across the media and digital sector.</p> <p>You will have a role in reviewing and supporting our wider governance, including board representation of our Members (community shareholders) and our media supporters.</p> <p>As a Director and Trustee, the commitment and energy you display will make a direct difference to Together TV and everyone we work with. You will bring your skills and energy to supporting and developing our work including our strategy</p>

	<p>and future plans, our aims, objectives, goals and policy decisions. You will also ensure that we remain accountable to our Members, beneficiaries, regulators and the public in general.</p> <p>You won't be on your own, you will be joining a team of Directors and Trustees drawn from the media industry, Media Trust, the charity sector, our staff and our Members.</p>
Time Commitment	<p>Every Trustee is expected to prepare for and participate in regular Board meetings (4 per annum each lasting 3 hours) and will be asked to serve on a board committee or working group.</p> <p>Trustee are also expected to attend an annual Strategy Day and an annual Trustee Appraisal/Objective-setting meeting with the Chair.</p> <p>As SID, you will need to have meetings related to your role, both with board members/fellow trustees, and with external stakeholders at senior leadership level across our key media and digital partners.</p> <p>You may also be asked to attend events or support senior staff with certain projects, initiatives or areas in which you may have specialist skills, knowledge or experience, and to represent the organisation at stakeholder events and meetings, both in the day and evenings.</p> <p>The time commitment is roughly half a day per month.</p>
Eligibility	Only persons who are aged 18 years or more may serve on the Board of Trustees.

Responsibilities	
Duty of Compliance	<p>To ensure that the Community Channel complies with its governing document, law and other relevant legislation or regulations.</p> <p>To ensure that the Community Channel prepares reports on what it has achieved and annual returns and accounts as required by law.</p> <p>To ensure that the Community Channel does not breach any of the requirements or rules set out in its governing document and it remains true to the charitable purpose and objectives set out there.</p> <p>To ensure that the Community Channel applies its resources exclusively in pursuance of its objectives.</p> <p>To act with integrity and avoid any personal conflicts of interest or misuse of funds and assets.</p>
Duty of Care	<p>To use reasonable care and skill in the role of Director and Trustee, using personal skills and experience as needed to ensure that the Community Channel is well-run and efficient.</p> <p>To consider getting external professional advice on all matters where there may be material risk to the Community Channel or where trustees may be in breach of their duties.</p>
Duty of Prudence	<p>To ensure that the Community Channel is, and will remain, solvent.</p> <p>To ensure that the Community Channel applies its resources exclusively in pursuance of its objectives.</p>

	<p>To avoid undertaking activities that might place the Community Channel assets, funds or reputation at undue risk.</p> <p>To safeguard the good name and values of the Community Channel and to comply with the Code of Conduct for Trustees</p>
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Key Duties	
Strategic Direction	<p>To ensure that the Community Channel has a clear vision, mission, set of values and strategy, and that there is a common understanding of these by directors, shareholders, staff and volunteers.</p> <p>To contribute actively to the Board's role in giving firm strategic direction to the organization, setting overall policy, defining goals, setting targets and evaluating performance against agreed targets, including upholding and developing equality and diversity across all aspects of the business.</p> <p>To ensure that the operational plans and budgets and the fundraising strategy support the vision, mission and strategy.</p> <p>To regularly review the external environment for changes that might affect the Community Channel (e.g. PEST analysis)</p> <p>To regularly review the need for the Community Channel, its work, strategic plans and priorities.</p>
Performance Management	<p>To ensure that the Community Channel measures its impact and progress towards its strategic objectives.</p> <p>With the wider board, to hold the Chief Executive to account for the management and administration of the CBS.</p> <p>To ensure that the Chief Executive receives regular, constructive feedback on his/her performance in managing the CBS and in meeting his/her annual and longer-term objectives.</p> <p>To ensure that the Community Channel values are understood and put into practice by trustees, staff and volunteers.</p> <p>To ensure that the Community Channel has effective employment policies and processes in place, to recruit, train and develop staff and volunteers.</p>
Prudent Management of Assets	<p>To ensure that the Community Channel's legal, financial and regulatory obligations are met and that there are adequate financial controls in place.</p> <p>To monitor the financial position of the organization and ensuring that it operates within its means and objectives, and that there are clear lines of accountability for day-to-day financial management.</p> <p>To act reasonably and prudently in all matters relating to the Community Channel and always in the interests of the Community Channel.</p> <p>To ensure that intangible assets such as organizational knowledge and expertise, intellectual property, the Community Channel's brand, good name and reputation are recognized, used and safeguarded.</p>

	To ensure that major risks to the Community Channel are regularly identified and reviewed and systems are in place to mitigate or minimize these risks.
Good Governance	<p>To ensure that the Community Channel has a governance structure that is appropriate to a CBS of its size/complexity, stage of development, its charitable objects, and reflects the diversity of its beneficiaries.</p> <p>To ensure that Board decisions are recorded in writing by means of minutes.</p> <p>To ensure that the responsibilities delegated to the Chief Executive are clearly expressed and understood, and directions given to him/her come from the Board as a whole.</p> <p>To ensure that the Board regularly reviews the Community Channel's governance structure and its own performance.</p> <p>To ensure that major decisions and policies are made by the Directors acting collectively.</p> <p>To ensure that there is systematic, open and fair process for recruitment of Trustees, subject to the CBS rules.</p> <p>To ensure that all members of the Board receive appropriate induction on their appointment and that they continue to achieve appropriate advice, information and training.</p> <p>To ensure that the Trustees have a Code of Conduct and comply with it, and that there are mechanisms for the removal of Trustees who do not abide by the Code of Conduct.</p>

Person Specification (Essential)	
Board & senior management experience	Skills and experience to take on the role of Senior Independent Director, and to advise the Chair and board across a range of areas. Authority and contacts to be able to support the Chair, board and CEO with high level stakeholder engagement across the media and digital sector, regulators and government. In-depth experience to be able to advise on business plan and strategy, budget and accounts, with the support of the Finance & Resources Committee.
Commitment	<ul style="list-style-type: none"> • Ability to understand and accept the legal duties, responsibilities and liabilities of being a Trustee and SID. • Strong empathy with and commitment to the vision, mission, aims of the Community Channel. • A willingness and ability to devote the necessary time and effort.
Focus	<p>Ability to</p> <ul style="list-style-type: none"> • think creatively and strategically, and exercise good, independent judgement. • keep mission-focused. • analyse and evaluate management information and other evidence.
Communication	<p>Ability to</p> <ul style="list-style-type: none"> • communicate clearly and sensitively and to take an active part in discussions. • influence and engage. • work effectively in a group.

	<ul style="list-style-type: none"> • express their own opinion in a reasoned way, while also listening to the views of others. • challenge constructively and ask questions appropriately.
Accountability	<p>Ability to exercise sound and independent judgment.</p> <p>Willingness to make and stand by collective decisions, including those which may be unpopular.</p> <p>Ability to manage difficult and/or challenging situations.</p> <p>Ability to maintain confidentiality on confidential and/or sensitive information.</p>

Person Specification	
Management	Strategic development, fundraising and income generation
Specialist Expertise	<p>Essential:</p> <ul style="list-style-type: none"> • High level experience and skills in board management, NED roles, governance and senior executive management. • In-depth knowledge and experience of the UK media and digital sectors, and how they can best engage with, support and benefit from the Channel. • Ability to handle a range of senior external and internal stakeholders across the media and digital sector, including regulators and government, with sensitivity and excellent judgement. • Experience and skills to contribute to strategy at board and senior team level, and to recruitment of board members and senior staff. <p>Preferable:</p> <ul style="list-style-type: none"> • Experience and interest in business development and planning. • Understanding and experience of social impact-driven organisations and charities, including regulatory and communications requirements. • Confidence to engage directly in fundraising, securing in-kind resources and income generation.

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June 2021