



## **OA Independent Board Member**

### **Candidate Information pack**

## **Message from the Chair of the Ombudsman Association (OA)**

Thank you for your interest in the role of Independent Board Member. This is an exciting time to join the OA's Board, following changes made in 2023 to both make the Board more effective, and encourage greater diversity, by reducing its size and changing its composition to include non-office holders and independent board members.

The Independent Board Member will bring a perspective from outside that of the OA's members. Alongside sitting on the Board, the Independent Board Member will also chair the OA's Audit and Risk Committee. As a Board Member you will become both a Director of the OA and one of the Company Members.

Further information on what that means and your responsibilities, as well as on the OA itself, can be found in this document.

If you have any further questions about the role please contact Donal Galligan, Chief Executive, [donal.galligan@ombudsmanassociation.org](mailto:donal.galligan@ombudsmanassociation.org) / +44 (0)7442 496024

Kind regards

Margaret Kelly  
Chair

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## 1. Who we are

The Ombudsman Association (OA) is the professional association for ombudsman schemes and complaint handling bodies in the UK, Ireland, the British Crown Dependencies, and the British Overseas Territories.

The OA's [membership criteria](#) are recognised both in the UK and internationally as representing best practice. This is reflected in the UK Cabinet Office's [Guidance for government departments on setting up Ombudsman schemes](#), which addresses the point of when it is appropriate to use the title 'ombudsman', and in the criteria used by UK [Companies House](#) on when a company can use the protected term 'ombudsman'.

The OA came into being in 1993 as the United Kingdom Ombudsman Association, becoming the British and Irish Ombudsman Association (BIOA) when membership was extended to Ireland in 1994. In 2012 the Association was renamed the 'Ombudsman Association' (OA). In 2019 the OA was registered at UK Companies House as a company limited by guarantee. Further information on the OA's history can be found on our [website](#).

The Vision of the OA is that throughout the public and private sectors:

- It is straightforward and simple for people to complain.
- People making a complaint are listened to and treated fairly.
- A complaint is dealt with quickly, fairly and effectively at the earliest stage by suitably trained staff.
- People have access to an ombudsman in all areas of consumer and public services.
- The learning from a complaint is used to improve services.

The objects of the Association are to:

- a) Support and promote an effective system of complaint handling and redress in the United Kingdom, Ireland, Britain's Crown Dependencies and Britain's Overseas Territories.
- b) Encourage, develop and protect the role of an ombudsman in both the public and private sectors as the 'best practice' model for resolving complaints, according to recognition through membership.
- c) Provide an authoritative voice and promote best practice and policy for those involved in complaint handling and redress to ensure an effective service for the public.
- d) Support open and transparent accountability and endorse principles of good complaint handling.

You can read more about our work in our [Annual Report](#).

## 2. The Board

The Ombudsman Association is registered in England and Wales (at Companies House) as a not-for-profit company limited by guarantee (Company registration number: [11976831](#)). The OA's Articles can be viewed [here](#).

The Board is responsible for the business of the OA. Members of the Board are both Directors of the company and Company Members and, apart from the Independent Board Member and the Chief Executive, are elected by the membership at the Annual Meeting

for a term of three years. The Board consists of: five members representing Ombudsman Members (including the Chair and Vice-Chair); one Complaint Handler/ Associate Member; an Independent Non-Executive; and the Chief Executive and Treasurer. You can view the profiles of the current [Board members here](#).

### **3. The Role**

As a Director of the company you have several statutory duties (summarised in a Companies House blog [here](#)), the three major duties being that:

- You have a duty to promote the success of the company;
- You have a duty to act within the powers set out in the OA's Articles;
- You have a duty to exercise independent judgement.

As the OA is a limited company, individual Directors are not personally liable for paying the company's debt and the OA has Directors and Officers liability insurance in place. However, Directors can be held personally liable if they break the law or if they have not acted 'in good faith'.

The Independent Board Member, who will bring a perspective from outside that of the OA's members, will also Chair the Audit & Risk Committee (ARC). The ARC's key responsibilities are (full terms of reference can be found below):

- To appoint the OA's auditors.
- To provide support and advice to the Chief Executive in their management of the audit of the OA's accounts.
- To consider the audit of the OA's accounts and make recommendations to the Board.
- To consider risk and the OA's Risk Register
- To consider any other matter referred to it by the Board.

The OA has two full time employees and an annual income of c.£300,000. The OA's income is derived from annual membership fees and the annual conference. Accountant and payroll services are currently provided by Menzies, and AJ Bennewith & Co act as the OA's external auditors. The OA's accounts can be viewed in our [Annual Reports](#).

#### **Time Commitment**

##### *Board meetings*

There are four scheduled Board meetings a year; two taking place online and two in-person. The in-person meetings are hosted by members of the Board; the location of those physical meetings therefore rotates around the UK and Ireland. Board papers are circulated a week in advance.

##### *Audit & Risk Committee (ARC) meetings*

ARC meetings take place online. The ARC meets at least twice a year, in early spring (ahead of the budget discussions and consideration of the Risk Register at the early spring Board meeting) and in autumn (ahead of the Company AGM that approves the audited accounts), and on other occasions as required.

**Term**

The initial appointment is for a 3-year term. At the end of the first term, the Board may choose to reappoint to a second 3-year term.

**Remuneration**

The role is unremunerated. All travel expenses for attendance at in-person meetings will be reimbursed (in line with the OA's Financial Policies).

**4. Person specification****Essential Criteria**

Applicants must be able to demonstrate that they have:

- a) A minimum of three years' experience of providing appropriate challenge and scrutiny at Board / senior management level, including the ability to question, challenge constructively, and inform decision-making.
- b) A minimum of two years' experience of chairing a committee or board.
- c) At least two years' experience of being a member of an Audit Committee, or group with responsibility for providing scrutiny on financial management and risk management.

**Desirable Criteria**

In addition to the above essential criteria, we reserve the right to only shortlist those candidates who can also demonstrate that they have successfully completed the professional examinations and are a full, current member of a relevant professional body, such as an Institute of Chartered Accounts in the UK or Ireland.

**Skills and knowledge**

Applicants must be able to demonstrate evidence of knowledge / skills in at least four of the following areas:

- 1) Governance, including strategic decision making.
- 2) Financial governance, including risk management.
- 3) Business development and income generation.
- 4) Understanding membership organisations.
- 5) Legal knowledge.
- 6) Creative thinking and challenge.
- 7) Stakeholder engagement, relationship building and influencing.
- 8) Insight into and ability to operate in complex political ecosystems.
- 9) Negotiation and conflict management.

**5. Selection process**

Please submit your CV and a covering letter, setting out how you meet the criteria and knowledge / skills required for the role. Covering letters should be a maximum of two sides. Applications should be submitted to [maz.morgan@ombudsmanassociation.org](mailto:maz.morgan@ombudsmanassociation.org) no later than **12 noon on Friday 10 January 2025**.

Shortlisting will take place week commencing **13 January 2025**. Candidates who demonstrate that they meet the essential criteria and have the knowledge / skills required for the role (and if required, the desirable criteria), will be invited to attend an online interview. Interviews are envisaged to take place **between 21-28 January 2025**. Further details will be provided to candidates invited for interview.

We are committed to providing equality of opportunity for all job applicants. The information you supply in your application will be treated in confidence and will be used solely for assessing your suitability for the role.

## **6. OA Audit & Risk Committee Terms of Reference**

1. The OA's Audit & Risk Committee (ARC) is a sub-committee of the OA Board, chaired by the Independent Board Member (or the OA Chair in their absence).

### **Responsibilities:**

- To appoint the OA's auditors.
- To provide support and advice to the Chief Executive in their management of the audit of the OA's accounts.
- To consider the audit of the OA's accounts and make recommendations to the Board.
- To consider risk and the OA's Risk Register
- To consider any other matter referred to it by the Board.

### **Composition**

2. The Committee consists of: the Independent Board Member, the OA Chair, the OA Vice-Chair, and one other Board member.

### **Quorum**

3. Quorum for meetings is half the members of the Committee, and both the Independent Board member and either the OA Chair or the OA Vice-Chair must be present.

### **Frequency of meetings**

4. The Committee will meet at least twice a year, ahead of the budget discussions and consideration of the Risk Register at the February Board meeting and ahead of the Company AGM in the autumn that approves the audited accounts, and on other occasions as required.

### **Risk**

5. The Audit & Risk Committee will take a proportionate approach to the management of risk, reflecting the scale and resources of the OA.