



Role of a Board Director in RAAP

Ver 1.2

Approved by the Board: 19th March 2026

1. Purpose of the Role

A Board Director is responsible for providing strategic leadership, oversight, and stewardship to ensure that the Organisation fulfils its mission, operates legally and ethically, and serves the interests of the Organisation. Directors act collectively as the governing body.

2. Core Responsibilities

2.1 Strategic Leadership and Direction

Directors are responsible for:

- Setting and reviewing the organisation's mission, vision, values, and long-term goals
- Approving and monitoring the strategic plan
- Ensuring activities align with the organisation's constitutional objects
- Making decisions that support organisational sustainability

2.2 Governance and Legal Compliance

Directors must ensure the organisation complies with:

- Companies Act 2014
- The Organisation's Constitution / Memorandum & Articles
- Policies on data protection (GDPR), employment law, health and safety, etc.

This includes:

- Ensuring proper governance structures are in place
- Keeping statutory registers, AGM documentation, and filings up to date
- Understanding and fulfilling fiduciary duties

2.3 Financial Oversight

Directors must:

- Approve the annual budget and financial statements
- Monitor financial performance throughout the year
- Ensure adequate internal controls, risk management, and reserves
- Safeguard the organisation's assets and ensure funds are used appropriately

2.4 Accountability to Members and Stakeholders

As a membership organisation, Directors must:

- Act in the best interests of all members, not any particular group
- Ensure transparent communication with members (e.g., through AGMs, reports, engagement)
- Uphold fairness in membership processes (admissions, discipline, voting rights)

2.5 Oversight of Management and Operations

Directors must:

- Appoint, supervise, support, and evaluate the CEO
- Delegate operational responsibility while retaining ultimate accountability
- Avoid involvement in day-to-day management
- Ensure operations remain aligned with governance standards

40 Northumberland Avenue, t: (01) 278 8724
Dun Laoghaire, Co. Dublin, e: info@raap.ie
A96 RK44, Ireland w: raap.ie



2.6 Risk Management

Directors are responsible for:

- Identifying key organisational risks (financial, legal, reputational, operational)
- Ensuring that a risk register and mitigation plans are in place
- Monitoring significant incidents and ensuring corrective action

2.7 Ethical Leadership

Directors must uphold ethical behaviour, including:

- Acting with integrity, honesty, and in good faith
- Demonstrating loyalty to the organisation and its mission
- Maintaining confidentiality regarding sensitive information
- Promoting a culture of equality, diversity, inclusion and respect

2.8 Compliance with Directors' Statutory Duties

Under the Companies Act 2014, directors must:

- Declare and manage conflicts of Interest in accordance with RAAP's Conflict of Interest Policy
- Not use information or assets for personal gain
- Exercise care, skill, and diligence consistent with their role
- Act in the best interests of the company

3. Personal Responsibilities of Board Directors

3.1 Engagement and Attendance

Directors should:

- Attend Board meetings consistently
- Prepare in advance by high-quality reading of the board/committee papers
- Participate constructively in discussions
- Serve on committees where needed
- Contribute effectively and pull your weight on the board

3.2 Training and Development

Directors should:

- Undertake induction training on governance and legal obligations
- Participate in ongoing development (e.g., financial literacy, risk, IT/Technology)
- Stay informed about the organisation's sector and challenges

4. Collective Responsibilities of the Board

While Directors have individual duties, the Board collectively must:

- Provide effective and ethical governance
- Monitor performance and outcomes
- Ensure long-term sustainability
- Represent the interests of members and uphold democratic processes
- Review the Board's own effectiveness

40 Northumberland Avenue, t: (01) 278 8724
Dun Laoghaire, Co. Dublin, e: info@raap.ie
A96 RK44, Ireland w: raap.ie