EDIS Development Board: Role Descriptions

Minimum Term: 1st May 2020 until 1st November 2021 (18 months)

Annual Commitment: Minimum 6 days (4 annual 0.5-day meetings plus preparation)

Financial means should not be a barrier to participation in the Development Board and we will pay all reasonable, legitimate and justifiable expenses you incur. Diversity and Inclusion is a priority at EDIS. We encourage applications from all backgrounds, communities and industries, and are committed to having a team that is made up of diverse skills, experiences and abilities.

About EDIS

EDIS is a coalition of 17 organisations working within the science and health research sector founded by a publicly funded research institute (The Francis Crick Institute), an independent funding charity (Wellcome Trust) and a commercial partner (GlaxoSmithKline). Membership is open to any organisation active in the area of science or health research or a closely related field or be an institution or organisation active in supporting the objectives of EDIS. EDIS will continue to draw together organisations across the science and health research field to develop a coalition with power to influence, learn and drive evidence-based change.

The aspiration is for EDIS to develop into an independent entity in line with appropriate timescales and funding opportunities. Wellcome Trust has agreed to act as the host organisation of EDIS during the development phase and will house staff contracted with the sole purpose of coordinating the coalition.

Aims and objectives of EDIS

Vision: For everyone to have equal opportunities and access to a successful career within science and health, its research and its outcomes.

Mission: EDIS will build a powerful, connected and coordinated movement to advance equality, diversity and inclusion in science and health research.

Desired Impact: Equal and better science and health outcomes.

About You

We are looking for individuals with a range of skills, knowledge, experiences and personal attributes, including:

- Enthusiasm about EDIS’s mission and vision
- Excellent communication and influencing skills with the ability to share networks and make new relationships to further the interests of EDIS
- Capacity to both challenge and support the EDIS membership and team
- Knowledge of current legislation and policy related to D&I in the UK
- Ability to work collaboratively to achieve a shared goal

Expected behaviours:

- Ensure that the organisation holds diversity and equality as positive values in its policies and practice
- Be able to maintain confidentiality on sensitive and confidential information
- Be constructive about other Board members’ opinions in discussions, and in response to staff members’ contributions at meetings
• Be able to act reasonably and responsibly when undertaking such duties and performing tasks
• Be supportive of the values and ethics of EDIS
• Understand the importance and purpose of meetings, and be committed to preparing for them adequately and attending them regularly
• Be able to analyse information and, when necessary, challenge constructively
• Be willing and able to make collective decisions and stand by them
• Be able to respect boundaries between executive and governance functions
• Understand the environment in which the organisation operates, and how other similar organisations operate

Specifically, for each of the roles we will be recruiting for we also are looking for the following skills and/or experience:

a) Representative from host organisation (Wellcome)
This individual will be an employee of Wellcome and have knowledge of how the organisation works. They will have in depth knowledge across at least one of the areas Wellcome supports: science, population health, medical innovation, the humanities and social sciences, education and public engagement. They will understand how Wellcome functions as a funder, supporter and partner in various other projects, programmes and initiatives.

b) Governance/legal skills & experience
This individual will have broad and in-depth knowledge of types of governance and legal implications of multiple non-profit organisation types. It would be of benefit if they have supported non-profit organisations through periods of growth and maturation. They should have experience in developing relevant governance documents, partnership agreements, policies and other relevant documentation (including documentation related to conflicts of interests, risks and current legislation and regulations relevant to EDIS). This individual will also have strong knowledge of current UK Equality law and legislation.

c) Financial skills & experience
This individual will have experience and understanding of the various funding mechanisms available in the UK for non-profit organisations and how to navigate them. They will have knowledge and experience in managing budgets, forecasting, and raising funds for similar organisations. They will have business development understanding and experience including with start-ups and new charities. They will have relevant experience to support and develop EDIS’s system of internal controls, financial controls, performance reporting, policies and procedures and regularly review these. They will be able to make decisions to protect the personnel, assets and property of EDIS to ensure fulfilment of the EDIS’s vision and mission.

d) Strategy Development skills & experience
This individual will have experience in developing business strategies in a non-profit environment so that business objectives align with the organisational mission, vision and ethics. This individual will have knowledge, understanding of the development of organisations of similar size and type to EDIS and how to scale similar initiatives. It would be of benefit if this individual has experience in supporting organisations through periods of growth and maturation.

e) Representative with research experience
This individual will have extensive experience within the science and health research sector. They will bring their insights and knowledge of the culture, processes, career structures and funding mechanisms to the
development board. They will have a broad understanding of the types of organisations that can be EDIS members, how they work and how they connect and collaborate within the sector. They will have developed strong relationships with multiple stakeholders in the sector throughout their career and be excellent at influencing and advocacy work.

**About the Role**

**The Term**
The term of appointment for Development Board Members will be to the end of the Development Phase and the planned transition to an independent entity, at which point the governance arrangement will have been reviewed and new structures potentially implemented. For the avoidance of doubt, Members of the Development Board are not precluded from participating on a future Board after the Development phase is completed.

**Development Board responsibilities**
- To oversee budget and resources
- To set broad strategies, objectives, policies and direction of EDIS
- To govern the progress of EDIS against its objectives and report this back to the member organisations
- To oversee the Secretariat
- As required, to create and manage an effective system of working groups, their structure, membership and authority to ensure that the work of EDIS Members is complementary with each other and with the secretariat

**Development Board Powers**
- The Development Board appoints its own officers: Chair, Vice-Chair and Treasurer.
- The Development Board decides on the need for patrons/champions and appoints these positions as it sees fit. These individuals will act as an advocacy platform for EDIS helping communicate its aims, achievements and identifying funding and collaboration opportunities.
- The Development Board delegates day-to-day authority for running EDIS to the EDIS Director.

**Selection process**
A formal voting process to form the Development Board will be used at the EDIS Members’ meeting on Wednesday 29th April 2020. Written nominations are to be received by 17:00GMT on Tuesday 31st March 2020. Nominations of individuals are self-nominated, there is no need for a nominator. Nominees will be standing as individuals, not representing any organisation.

Written nominations will take the following format:
- Full title and name of individual
- Current affiliations (although they will be standing as an individual)
- Which board position they wish to be considered for
- Up to 700 words biography and experience that would deem them appropriate for the role

All member organisations will cast 1 vote for each of the Development Board positions open. Re Open Nominations (RON) will be listed as a candidate for all open positions and should be selected if a member deems none of the nominees suitable for the role. Voting will be on a first past the post system (including any ballots marked RON). In the unlikely instance of a tie, the EDIS director (who does not ordinarily vote) will have the deciding vote.
About the Development Board

To help achieve the vision, mission and desired impact of EDIS, we are recruiting a Development Board to provide strategic advice, direction and streamline the decision-making process for the coalition. Drawing from multiple sectors and a depth of experience and skills, the Development Board will ensure that EDIS continues to grow and develop to meet its aspiration to develop into an independent entity.

The Development Board will be formed to oversee EDIS through the Development Phase. Its composition, remit, and operational details will be reviewed (and require change) as part of the planned transition to EDIS becoming an independent entity.

Composition

The Development Board will ordinarily comprise five individuals in accordance with the following skills/experience criteria:

<table>
<thead>
<tr>
<th>Criteria</th>
<th>Number of positions allocated</th>
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<tbody>
<tr>
<td>a) Representative from host organisation (Wellcome)</td>
<td>1</td>
</tr>
<tr>
<td>b) Governance/legal skills &amp; experience</td>
<td>1</td>
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<tr>
<td>c) Financial skills &amp; experience</td>
<td>1</td>
</tr>
<tr>
<td>d) Strategy Development skills &amp; experience</td>
<td>1</td>
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<tr>
<td>e) Representative with research experience</td>
<td>1</td>
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</tbody>
</table>

- EDIS will seek broad representation from across the sector in the Development Board and encourage nominations to support this.
- Development Board Members sit as individuals, regardless of any affiliation they may or may not have to a member organisation.
- While Development Board Members need not come from within a member organisation or the host organisation, member organisations and the host organisation are encouraged to put forward suitable individuals from within their organisations for election.
- The Development Board may temporarily co-opt individuals to the Development Board (in line with the skills/experience criteria) to rectify an unexpected drop in numbers.

EDIS aspires to build diversity within its own structure and welcomes nominations to ensure this.

- The Development Board may co-opt up to 3 additional board members to ensure it is fit for purpose and represent the broadest range of experiences and backgrounds to support decision-making.

Decision making processes

At Development Board meetings there is a quorum of 3 Members, and where there is not clear unanimity, decisions will be taken by majority vote (subject to the host organisation having the final decision/veto on use of EDIS funds and resources, management of staff, activities and legalities as decided by the EDIS Director).

The Development Board will take diversity into consideration when considering any matter to ensure multiple aspects of personal experience are utilised when making good decisions. Therefore, an initial task will be to reflect on the Membership of the Development Board and consider co-opting non-voting board Members, patrons or advisors for specific future decision making.

The EDIS Director (Head of D&I at the host organisation) will attend all Development Board meetings.
How EDIS is Run

Host organisation

Wellcome will act as the host organisation of EDIS for the development phase. Whilst undertaking this responsibility as host organisation, Wellcome will have the final decision/veto on the use of EDIS funds and resources, management of staff, activities and legalities. This veto will be used in instances such as those where Wellcome reasonably considers that the activities of EDIS would likely bring Wellcome in to disrepute, or that would expose Wellcome to legal challenge and/or liability.

EDIS Membership information (relevant for Development Board responsibilities)

All prospective Memberships will be reviewed by the Development Board who will decide on whether to accept the prospective member’s request. The Development Board has the discretion to terminate the Membership of any member, in particular where continued Membership by that organisation may bring EDIS into disrepute or cause other material concerns. Prior to exercising the discretion to terminate a member’s Membership the Development Board would ordinarily engage in discussions with the member concerned to try to resolve the matter constructively. Members agree to support the objectives of EDIS and contribute resources.

Member commitments:

- To nominate a named sponsor with sufficient seniority for EDIS within their organisation, with the clear ability to advocate for change at a decision-making level within their organisation. This individual will be identified on the EDIS website and is expected to make reasonable efforts to attend Members’ meetings.
- To pay Membership (and any other) fees due to in a timely manner to EDIS.
- To make an explicit and visible commitment to change where necessary, both internally and as part of the broader science and health research field, to help achieve the aims and objectives of EDIS.
- To report annually to EDIS on progress made against delivering on its commitments in a manner agreed upon by the Members and Development Board in advance.
- To participate fully in EDIS, including to share knowledge, lessons learned and best practices with EDIS and with other member organisations.
- At Members’ meetings the Development Board may seek the views and advice of Members on strategic matters. This may also happen outside of formal meetings e.g. by email.

Accountability for delivering on Membership commitments

Members agree to be held accountable to the member commitments set out above, on the basis that a continued failure to meet these commitments may ultimately result in Membership being terminated by the Development Board.

If a member does not fulfil its Membership commitments, the Development Board will ask that member to explain why and to agree a time-bound action plan to remedy the situation constructively.

If the member organisation cannot or will not agree to the action plan, or if it does not remedy the situation by delivering upon the agreed action plan, the Development Board may (at its discretion) terminate the member’s Membership with immediate effect, and with no refund of Membership fees already paid. Prior to exercising this discretion, the Development Board would ordinarily seek to engage further with the member organisation to understand the nature of the problem and if there are any alternative solutions.
Members’ meetings

- Members’ meeting will ordinarily be held quarterly, with reasonable notice being provided in order to ensure as wide an attendance as possible.
- There is no formal requirement for quorum, and any decisions made will be by simple majority of those present.
- All Members will be invited to the meeting, and their nominated representative should make all reasonable efforts to attend. If they are not able to attend, it is permitted for a delegate to attend in their place.
- Other stakeholders may be invited to Members’ Meetings at the discretion of the Development Board (in discussion with the Secretariat).
- Minutes and all other outputs from each meeting will be shared electronically with all Members.

Role of EDIS Members

- Members are encouraged to play an advisory role in helping to influence and shape the strategic direction of EDIS
- The Development Board will ordinarily seek the views and advice from Members to help inform decision making
- In coordination with the Members, the Development Board may establish Members’ working groups in which specific strategic matters can be discussed or developed, in order to feed into decision making