

Role profile – CIC Member

Purpose of the role

Members are an important part of Sirona's governance arrangements.

The central role of Members is to ensure that the organisation's activities are wholly carried out for the benefit of the communities it serves and that its assets are only used for this purpose.

While the Board is responsible for leading and managing the organisation, Members provide oversight, assurance and constructive challenge, helping to ensure that Sirona remains true to its purpose and values.

Members bring different experiences and perspectives, helping to inform discussions, provide challenge and support effective governance.

Term of appointment

Members are appointed for an initial three-year term. If they wish to continue, they may be reappointed for up to two further terms, subject to Board approval, to a maximum of nine years in total.

Time commitment

We want the Member role to be accessible to people with a range of commitments, while ensuring Members have enough time to contribute effectively. Meetings are planned in advance wherever possible, usually for the year ahead, to help Members plan around work, caring responsibilities and other commitments.

Members are expected to attend:

- Quarterly Members' Meetings and additional meetings where necessary.
- Induction, training and development sessions.
- Occasional workshops.
- Recruitment and appointment activities where possible.

Members should normally expect to commit around one day per month to fulfil their responsibilities.

Remuneration

This is a voluntary role and is not paid. Reasonable expenses will be reimbursed to help ensure that people can participate fully in the role.

Member responsibilities

Member powers and responsibilities

Members have a number of important responsibilities under legislation, Sirona's Articles of Association and the Membership Agreement. These include:

- Approving amendments to the Articles of Association.
- Appointment and reappointment of auditors.
- Supporting the appointment, reappointment and oversight of the Chair and Non-Executive Directors.
- Other matters reserved to Members under Sirona's governance framework.

Community purpose and assurance

- Provide independent assurance that Sirona remains focused on delivering benefit to the communities it serves.
- Consider whether the organisation continues to operate in accordance with its Community Interest Company purpose.
- Support transparency, accountability and good governance throughout the organisation.
- Seek assurance that the organisation is delivering safe, effective and sustainable services.

Oversight and accountability

- Review information relating to organisational performance, quality, workforce, finance and governance.
- Consider whether appropriate arrangements are in place to support the achievement of Sirona's objectives and community purpose.
- Ask questions, seek clarification and provide constructive challenge where appropriate.
- Contribute to a culture of openness, transparency and continuous improvement.

Community and stakeholder engagement

- Support positive engagement with communities, partners and stakeholders where appropriate.
- Share relevant perspectives and insights from communities, service users, partners or sectors to help inform discussions.

Authority and boundaries

Members are not Directors and are not involved in the day-to-day management of Sirona or the delivery of services. Members do not make operational decisions, represent individual complaints, or act on behalf of a particular organisation, sector or interest group.

Members may bring insight from their professional, personal or community experience, but they are expected to exercise their responsibilities in the best interests of Sirona and its community purpose, rather than representing any individual organisation, sector or interest group.

Conflicts of interest

Applicants must declare any actual, potential or perceived conflicts of interest as part of the application process, including any personal, professional, financial or organisational interests

that could reasonably be seen to influence their ability to contribute independently to the Member role. Where applicants are unsure whether something may constitute a conflict, they should discuss this with Sirona in advance.

Any actual, potential or perceived conflicts of interest identified through the application process will be considered in line with our policy. This will include considering whether the interest is compatible with the Member role and whether it can be appropriately managed through proportionate safeguards.

How Members are expected to work

Members are expected to work in a way that reflects Sirona's values. This includes acting with integrity, respecting confidentiality, engaging constructively with others, supporting inclusion, and promoting openness, transparency and accountability.

Who we are looking for

We are looking for people who can bring a range of skills, experiences and perspectives to the Members' Group and who:

- Have a genuine interest in improving health and wellbeing.
- Share Sirona's commitment to community benefit and public service.
- Can think strategically and consider issues from a governance perspective.
- Are willing to provide independent assurance and constructive challenge.
- Can review information and ask insightful questions.
- Demonstrate integrity, sound judgement and professionalism.
- Can work effectively and respectfully with people from a wide range of backgrounds.
- Are committed to equality, diversity and inclusion.
- Can maintain confidentiality.
- Have sufficient time to fulfil the role.

Previous governance or board experience is welcome but not essential.

Experience and perspectives

Service User Members

We are interested in people who can:

- Bring insight from personal experience of health and care services, caring responsibilities or community involvement, whilst helping to ensure wider service user perspectives are considered.
- Help ensure that discussions consider the needs of diverse communities and the people who use Sirona's services.
- Consider wider perspectives rather than focusing solely on individual experiences.
- Support discussions relating to accessibility, inclusion and reducing barriers to participation.

Strategic Partner Members

We are interested in people who can:

- Bring a broader system or partnership perspective, including from sectors or organisations that are not currently represented on the Members' Group.
- Share insights from organisations and sectors that contribute to health and wellbeing.
- Help ensure that discussions consider the needs of local communities, partners and wider health and care systems.
- Contribute external perspectives that support effective governance, accountability and community benefit.