



Contents

1. Board Objectives for 2019-2020.....	1
2. Board Responsibilities and Behaviours	2
3. Responsibilities of Individual Board Members	4
4. Conflicts of Interest.....	5
5. Non-Participation in Discussions	6
6. Register of Interests.....	6

1. Board Objectives for 2019-2020

These objectives are aimed at setting out how the Board will interact to facilitate the achievement of the Corporate Objectives and continue to set an appropriate ‘tone from the top’.

As well as monitoring the performance of the Coal Authority against the Corporate Objectives we will:

- Undertake to challenge robustly progress on the delivery of the objectives of our 5 year plan and our new People Plan. We will focus particularly on the timely delivery of agreed outcomes.
- Spend time on making sure that our customer focus is developing in the right way.
- Champion the value of diverse views and styles around the Board table and focus our debates on issues that really make a difference to outcomes for the Authority.
- Ensure the organisation embeds and brings to life the new Mission, Purpose and Values
- Open up the Boardroom to presentations from external parties that have experience and expertise relevant to the issues we are facing. Equally we will welcome input from our own experts. We will be careful to celebrate and value difference in all dimensions throughout the Authority.
- Make sure that we continue to prioritise continuous improvement in the efficient and effective delivery of our existing core business, including learning relevant lessons, whilst taking care to maintain and enhance our rigorous culture around health, safety and wellbeing.

- Focus on supporting our people to bolster their resilience and physical and mental wellbeing as we pursue continuing transformational change.
- Encourage each other to interact frequently and informally on all aspects of the business. We will ensure that we give each other honest and open feedback to further improve our effectiveness.

2. Board Responsibilities and Behaviours

The Board of the Coal Authority:

Formulates the long-term vision:

- Pro-actively identifies strategic issues which may impact on the Authority's operations in the foreseeable future;
- Considers the reports or recommendations of ad hoc major reviews affecting the Authority; and
- Engages in free ranging, non-decision making discussion on any issue affecting the Authority.

Sets and communicates strategic intent and direction:

- Agrees long-term strategic plans for submission to and approval by Ministers (including but not limited to business strategies, funding, status, organisation, financial and service objectives);
- Regularly reviews strategic plans to ensure they remain in line with overall government direction;
- Ensures the Authority's strategic intent and direction is clearly communicated to its entire staff; and
- On an annual basis, agrees the clear and measurable corporate objectives that translate the strategic plans into operational targets for the year.

Makes major strategic decisions that cannot be delegated:

- Decides on major or sensitive investments that have a long-term or far-reaching impact on the strategy of the Coal Authority (for example, major capital and technology investments, new market development that requires major financial investment; major HR policies and programmes); and
- Decides on issues of high political or public sensitivity.

Monitors and challenges corporate business performance:

- Receives regular reviews of progress against the corporate objectives, and of key financial and performance data;
- Agrees targets for submission to Minister and monitors performance against these;
- Identifies major risks to and opportunities for the business and develops plans to manage them;
- Ensures that arrangements for succession planning at Board level are adequate;
- Initiates independent reviews as appropriate;
- Ensures that a positive approach to the management of Health & Safety and environmental matters is fostered and encouraged; and
- Encourages effective coaching at all levels in the business to maximise the performance and development of staff.

Monitors and challenges its own performance as a Board:

- Has clear objectives and development plans for both the Board and its individual members, and appraises performance against these annually;
- Acts as a role model for the Authority's values and behaviours;
- Conducts its proceedings in an efficient and effective manner, supporting constructive challenge and surfacing and dealing with difficult issues;
- Communicates decisions clearly and promptly throughout the Authority; and
- Initiates an independent review of its performance on a biennial basis.

Promotes a good relationship with stakeholders:

- Ensures that a stakeholder management plan is in place;
- Ensures that Non-Executive Directors have the opportunity to meet the senior staff from the Department for Business, Energy and Industrial Strategy (BEIS) and other appropriate government departments as required; and
- Regularly reviews the effectiveness of relationships with key stakeholders including Ministers, partners and customers.

Through its Audit Committee, ensures that the business is effectively controlled.

Through its HR and Remuneration Committee, sets the HR and remuneration policies for the Coal Authority.

Through its SHE Committee ensures that safety, health and environmental issues are prioritised and managed effectively.

3. Responsibilities of Individual Board Members

Individual Board Members must follow the Seven Principles of Public Life set out by the Committee on Standards in Public Life (the Nolan Committee). Those principles are set out below:

Selflessness - Holders of public office should act solely in terms of the public interest.

Integrity - Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family or their friends. They must declare and resolve any interests and relationships.

Objectivity - Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability - Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

Openness - Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty - Holders of public office should be truthful.

Leadership - Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

Members must:

- act in good faith and in the best interests of the Authority;
- not use information gained in the course of their service with the Authority for personal gain or for political purposes, nor seek to use the opportunity of public service to promote their private interests or those of connected persons, firms, businesses or other organisations; and ensure that they comply with the Authority's rules on the acceptance of gifts and hospitality.

4. Conflicts of Interest

- 4.1. Members must be aware of, and abide by, the statutory requirements relating to their interests that are set out in paragraph 6 of Schedule 1 to the Coal Industry Act 1994; those provisions are set out below:
- 4.2. A Member of the Authority who is in any way directly or indirectly interested in any matter that is brought up for consideration at a meeting of the Authority shall disclose the nature of his/her interest to the meeting.
- 4.3. Where such a disclosure is made, the disclosure shall be recorded in the minutes of the meeting and the Member shall not take any part in any deliberation or decision of the Authority with respect to that matter if either:
 - a. it relates to any application made to the Authority or to any licence or contract which the Authority has granted or entered into or is considering granting or entering into;
 - or
 - b. the Authority determines that the nature of the matter, the extent of the Member's interest and any prejudicial effect of his/her joining in the consideration of that matter are such that the Members should not take part.
- 4.4. For the purposes of sub-paragraph (a) above, a general notification given at a meeting of the Authority by any of its Members to the effect that:
 - a. he/she is a member of a specified body corporate or firm, and
 - b. he/she is to be regarded as interested in any matter involving that body or firm which falls to be considered after the giving of the notification,
 - c. shall be regarded as a sufficient disclosure of his/her interest in relation to any such matter.
- 4.5. A Member of the Authority who is required under this paragraph to make a disclosure at any meeting need not attend in person at the meeting in order to make the disclosure if he/she takes reasonable steps to secure that the disclosure is made by a notice which is taken into consideration and read at the meeting.
- 4.6. In addition to the obligations set out at paragraph 4.2-5 above, Members should declare any personal or business interests which might conflict with their responsibilities as Board Members. Such interests should include:
 - a. direct or indirect pecuniary interests which members of the public might reasonably think could influence judgement;
 - b. non-pecuniary interests of Members which relate closely to the activities of the Authority; and
 - c. interests of which Members are aware of close family members and persons living in the same household as the Member.

- 4.7. It is emphasised that, in relation to the declaration of interests of “close family members and persons living in the same household”, the criterion should be that they are interests which members of the public might reasonably think could influence judgement. In general, an interest of such a person in a matter which does not impinge in any sensible way on the activities of the Authority need not be declared.

5. Non-Participation in Discussions

- 5.1. Members will not participate in the discussion or determination of matters in which they have a direct pecuniary interest, or in any deliberation or decision of the Authority with respect to any matter in which a Member is directly or indirectly interested, unless the Authority determines that the nature of the matter and the extent of the Member’s interest are such that there would be no prejudicial effect if he/she were to join in the consideration of that matter.
- 5.2. Where, in accordance with paragraph 3.1 above, a Member does not participate in the discussion or determination of a matter, he/she should withdraw from the meeting until the discussion has ceased or the determination has been made.

6. Register of Interests

- 6.1. A Register of Interests declared by Members under the provisions of either paragraph 2.1 or 2.2, will be maintained by the Authority. The Authority will make that Register open to the public and its contents will be included in the Annual Reports of the Authority.
- 6.2. Members will be asked, not less frequently than once a year, to confirm their interests for inclusion on the Register. Nevertheless, Members should advise of any changes in their interests as they occur, both for the purposes of the Register and, if necessary, for formal reporting to the Authority.