

Introduction

The International Society for Quality in Health Care (ISQua) Company Limited by Guarantee (CLG) is an Ireland registered company and Ireland registered Charity. Board Members have a duty of loyalty to ISQua, its Members, staff and other Board Members. The key roles of Board Members, both individually and collectively are:

- To be a Director of ISQua
- To hold ISQua's Directors to account for the performance of the Board and the organisation
- To represent the interest of ISQua's Members and stakeholders

Responsibilities and Duties

In performing the core functions, the Board Members have a number of responsibilities and duties:

- Bring independence, external skills and perspectives, and challenge to strategy development within the frame of the organisation's purpose and consistent with its values.
- Hold the CEO and staff to account for the delivery of strategy.
- Offer purposeful, constructive scrutiny and challenge when necessary.
- Chair or participate as Members of key committees that support accountability.
- Actively support and promote a positive culture for the organisation and reflect this in their own behaviour.
- Satisfy themselves of the integrity of financial and quality intelligence.
- Play a key role as ambassadors, and in building strong external partnerships.
- Contribute to evaluation of the Board effectiveness.

To perform the above noted roles and responsibilities Board Members should possess the following competencies:

- Leadership experience
- Governance experience
- Strategic and critical thinking
- An understanding of the mission of ISQua
- Specific expertise e.g. financial, legal, information technology, accreditation, business
- Teamwork
- Communication
- Accountability
- Financial oversight
- Innovation

Board Term of Office

The terms of office are in accordance with article 18.1 of the Articles of the Association “Elected Directors will be elected for a period of three (3) years and at any time may serve no more than two (2) consecutive terms of three (3) years.”.

Board member Commitment

Board meetings are normally scheduled every two months and take place no fewer than six times annually. Most meetings are held via a videoconferencing platform. Two face-to-face meetings shall be scheduled as part of the annual requirements. Expenses are covered for the Board meetings.

In addition to Board meetings Board Members will be assigned to participate as Members of both governance and advisory committees and may be appointed as Chair of one or several committees as well.

As ambassadors Board Members are asked to:

- create content such as social media posts and blogs;
- represent ISQua at events
- be familiar with the vision, mission and goals
- identify events and/or opportunities for ISQua to partner and/or add value
- encourage colleagues to become Members and circulate information about Membership of ISQua via existing networks

Statutory Requirements

As a registered legal entity in Ireland ISQua must comply with Irish company legislation (Companies Act 2004) as well as legislation as set down by the Charities Regulator in Ireland (Charities Act 2009). Board Members elected to the Board are required to be registered as a Director of ISQua with the Irish Companies Registration Offices as well as registered as a [Charity Trustee](#). As ISQua is a not for profit organisation, with no share capital, registration as a Director and a Charity Trustee is fulfilling the company legal requirements in Ireland and has no financial implications for Board Members.

ISQua External Evaluation Association

The ISQua External Evaluation Association (IEEA) has been established by the International Society for Quality in Health Care to deliver its external evaluation services. The IEEA commenced operations in 2019 and provides third-party external evaluation services to health and social care external evaluation organisations and standards developing bodies around the globe. The IEEA is a separate legal entity which is based in Geneva, Switzerland.

When Board Members are elected to the ISQua Board they become Members of the IEEA as well as Board Members of the IEEA. Board Members of the IEEA are required to meet at least two times a year via videoconference. In addition, the Members of the IEEA hold an annual General meeting. Board Members of the IEEA are required to obtain apostilled documentation to register as a Director of IEEA in Geneva.

Remuneration

A Board member does not receive any remuneration in performance of ISQua duties.