Care Alliance Ireland

Board of Trustees/Board of Directors Governance Handbook

Approved by Board of Directors on Sept 9th 2025

Introduction

The Purpose of this Handbook

This handbook sets out Care Alliance Ireland (CAI)'s governance framework for the benefit and guidance of the company's Directors/Charity Trustees (the 'Governance Handbook or 'Handbook') as well as all interested stakeholders. Each charity trustee is also a company director under company law and the term 'Director' and 'Trustee' will be used interchangeably throughout the Handbook.

The handbook also documents the legal obligations of our charity's trustees as well as the roles and responsibilities of the Board of trustees (the 'Board') and senior management to ensure the charity meets good governance standards, including those set out in the Charities Governance Code

Principles guiding the Board of Trustees (the 'Board') of CAI:

The Board is committed to the principles of the Charities Governance Code. The Handbook is structured to demonstrate how the Board and senior management are committed to and implement these six principles that guide us in delivering on our strategy and objectives. Each member of the Board of Care Alliance Ireland is understood to commit to:

1. Advancing the Charitable Purpose of Care Alliance Ireland
2. Behaving with integrity
3. Leading people
4. Exercising control
5. Working effectively
6. Being accountable and transparent.

CAI is currently fully compliant with the Charities Governance Code. This compliance was last assessed by the CEO and confirmed by the board in June 2024.

This handbook will be reviewed every three years, although changes can be proposed at Board meetings and the handbook adapted accordingly. Any change that would affect the constitution of the charity must be ratified at an Annual General Meeting or Emergency General Meeting.

1. Advancing the Charitable Purpose of CAI

Charitable purpose has a specific meaning in charity law. The Charities Act 2009 sets out four categories of charitable purpose: prevention or relief of poverty or economic hardship; advancement of education; advancement of religion; and any other purpose that is of benefit to the community – Charities Governance Code.

1.1. The main objectives of Care Alliance Ireland are to provide support, education, training, research and dissemination of information to community, charitable, and voluntary organisations who currently support or are seeking to support Family Carers as well as direct online support to Family Carers. (Please refer to a full copy of our Constitution here.)

1.2. These objectives fall under the definition of charitable purpose for public benefit as set out in the Charities Act 2009, and we articulate them through our Vision and Mission, which is as follows:

'Our vision is an Ireland in which the role of family carers is fully recognised and where family carers are adequately supported.'

'Care Alliance Ireland works to enhance the wellbeing of family carers so that they are better able to care for their loved ones. We provide direct support to family carers as well as indirectly supporting them by working with researchers, statutory actors and other not-for-profits.'

1.3. CAI is satisfied that any private benefit arising to anyone employed or providing services to Care Alliance Ireland is reasonable, necessary and ancillary to the public benefit that our charity provides.

1.4. CAI conducts a strategic planning process involving the charity trustees, management, staff, volunteers and other stakeholders and develops a 5-year strategy (Please find a copy of our latest 5 year strategic plan here).

1.5. As further outlined in section 4, the Board is responsible for developing and overseeing the implementation of the company's strategy to deliver on our vision. Our strategy contains 5 priorities and the intended outcomes that will help us achieve our mission.

1.6. The Board commits to ensuring that CAI has the resources it needs to carry out planned activities.

1.7. The Board regularly reviews our work to ensure we continue to act in line with our charity's purpose and provide public benefit. We regularly review our constitution.

2. Behaving with integrity

Ethics are fundamental in the charity sector. Statements about ethos can undoubtedly play an important role, but it is when these values are lived out that they are at their most powerful. Charity trustees have the power to create an ethical culture and set a tone where agreed values are reflected in everything the charity does. The behaviour of individual charity trustees is very important; they must lead by example – Charities Governance Code.

2.1 The Board has agreed the Guiding Values of Care Alliance Ireland and publicise them widely (for example, on our website, annual report). Our work is infused with three core values:

'We are professional, collaborative and evidence-informed in everything we do.'

2.2 The Board endeavours to demonstrate these Values in all the work we undertake and expect the same of our employees. They are the guiding principles and beliefs that provide CAI with purpose and direction and help foster our ethical culture.

2.3 CAI has a Conflict of Interests and Compliance Statement (Appendix 1) which all charity trustees are required to sign on joining the Board.

The purpose of this is to assist the Trustees to effectively identify, record and manage any conflicts of interest or loyalty in order to protect the integrity of CAI and to ensure that CAI's trustees act in the best interest of the charity.

A conflict of interest is any situation in which a charity trustee's personal interests or loyalties could, or could be seen to, prevent the trustee from making a decision in the best interests of the charity. This personal interest may be direct or indirect, and can include interests of a person connected to the trustee. These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of the charity and therefore must be managed accordingly.

2.4 Care Alliance Ireland has a Code of Conduct (Appendix 2) which all charity trustees are required to sign. This document sets out the standard of behaviour expected from trustees in order to ensure that:

- Care Alliance Ireland is effective, open and accountable
- the highest standards of integrity and stewardship are achieved
- the working relationship between charity trustees and any volunteers or employees is productive and supportive.

3. Leading people

The most essential resource of any charity is its people. This means people should feel valued and have clarity around their own roles and the roles of others. Charity trustees are responsible for providing leadership to volunteers, employees and contractors. This includes taking their duty of care towards these people seriously and promoting a culture of respect – Charities Governance Code.

3.1 All new charity trustees joining the Board receive an induction where their roles and duties as trustees are outlined. All new board trustees are provided with the organisation’s Governance handbook.

3.2 CAI has developed a Volunteer Policy in order that volunteers are clear about their roles and have all the support they need in carrying out their duties.

3.3 Care Alliance Ireland has arrangements in place that comply with employment legislation for staff members all of which are captured in our Employee Handbook which is approved by the Board and reviewed every 3 years.

3.4 In addition to policies contained within the Employee Handbook, CAI has a comprehensive range of other governance and operational policies. The Board are responsible for the review and approval of all the charity’s policies. See Policy Schedule in Appendix 3.

4. Exercising control

All charities, no matter what their complexity, must abide by all legal and regulatory requirements that are relevant to the work they do. The charity trustees are responsible for making sure this happens. Charity trustees must understand that the governing document of a charity is a legally binding document in its own right. The trustees are also responsible for a charity's funds and any property or other assets that it holds. As much as is possible, they must also consider and reduce risks to which their charity is exposed – Charities Governance Code.

4.1 Constitution

CAI is a non-profit organisation and is registered as a charity. As such, it is governed by the Charities Act 2009 (the 'Act'). The Board is responsible for ensuring it remains aware of and informed by future changes to the Act.

CAI is a company limited by guarantee not having share capital. As per the legal requirement of a company, the constitution of CAI is comprised of a Memorandum and Articles of Association, which comprise the governing documents for Care Alliance Ireland.

All trustees are provided with a copy of the CAI constitution on joining the Board. In line with legal requirements, the constitution is lodged with the Companies Registration Office (CRO) and Charities Regulatory Authority (CRA) and is publicly available on our website. The Board is responsible for ensuring the constitution accurately describes the organisation's structure and activities.

Where there is a change in charity mission, objectives or structure, or a significant change in activities or governance procedures, the constitution is reviewed and amended if necessary. Legal advice may be sought where any significant changes are made and changes are made at an AGM or EGM. The Company Secretary ensures the CRA and the CRO is informed of any changes.

Section 165 of the Companies Act will be adhered to, specifically; any director (the "appointer") of the company may from time to time appoint any other director of it or, with the approval of a majority of its directors, any other person to be an alternate director (the "appointee") as respects to him or her. Any appointment so made may be revoked at any time by the appointer or by a majority of the other directors or by the company in general meeting.

The office of Director shall be automatically vacated if:-

a) in the case of a Director co-opted, the Director breaches his or her contract of appointment; or
b) he or she shall have served six consecutive years as a Director;

c) the Director adjudged bankrupt in the State or in Northern Ireland or Great Britain or makes any arrangement or composition with his or her creditors generally; or
d) the Director becomes prohibited from being a Director by reason of any order made under Part 14 of the Companies Act, 2014; or
e) the Director becomes of unsound mind or otherwise becomes incapable of discharging his or her duties as a Director; or
f) the Director is convicted of an indictable offence unless the Board of Directors otherwise determines; or
g) the Director resigns by notice in writing upon receipt thereof by the Company, or
h) the Director is requested in writing by a majority of the other Directors to resign, or
i) the Director is absent for three or more consecutive meetings of the Board of Directors, unless the other Directors otherwise determine.

4.2 The CEO of Care Alliance Ireland provides a full compliance report relating to the Governance Code to the Board once a year. The CEO may provide updates on some items during the year if needed.

The CEO is responsible for informing the Board of any significant issues in a timely manner, determined by the nature of the issue. In serious or urgent matters requiring Board input, the Chairperson is informed as soon as possible. The Chairperson in conjunction with the CEO then determines the next steps in resolving the issue and ensures the Board is updated within an appropriate timeframe.

4.3 Internal Controls

The Board is responsible for setting, reviewing and approving CAI's Finance Policy which outlines a number of key finance principles we adhere to, and sets down the internal controls (policies, procedures and processes) on the key aspects of the organisation's financial management. This policy also includes clarity on the level of financial authority given to the CEO and other staff as applicable.

Financial Controls

CAI takes seriously its duty to maintain proper books of account and does so in accordance with the Finance Policy of the charity. The Finance, Quality, Audit and Risk Committee ('FQARC') receives copies of the management accounts in advance of each FQARC meeting and reviews the finances of the organisation regularly. Due to the nature of the Committee's work, at least one member must have a financial qualification. The CEO and Treasurer present management accounts at every second board meeting.

Filing Accounts

Ensuring that the filing of accounts takes place at the appropriate time is the responsibility of the Secretary in collaboration with the CEO. CAI takes seriously its duty to file an Annual Return and Annual Accounts, that are SORP compliant and include:

- Balance sheet
- Statement of financial activities
- Directors' report
- Auditor's report

Auditing
As per the legal requirements of a company, Care Alliance Ireland accounts are audited annually. The audit is an examination of CAI's financial statements, providing an informed statement regarding to what extent the financial statements:

- have been prepared according to: the Companies Act, relevant legislation and standard accounting practices, and:
- give a true and fair view of the state of the company's affairs, profit or loss for the financial year and assets and liabilities at the end of that year.

The Board is responsible for ensuring there are adequate internal financial controls and risk management practices including: budgeting and planning, appropriate financial procedures, monitoring of these and adherence to relevant legislation. Specific tasks are delegated to the FQARC on behalf of the Board which are outlined in its Terms of Reference (which can be found here on CAI's website).

Auditor
The appointment, remuneration and removal of the auditor is dealt with by the FQARC in the first instance, but approval for any such decision must be granted by Board. The removal of the auditor needs to be passed by ordinary resolution at a general meeting of the company.

Remuneration and Charity Trustees
Charity trustees on the Board of Care Alliance Ireland are entirely voluntary and receive no payment for their professional services. Expenses are reimbursed in accordance with CAI's Finance Policy. Charity trustees can choose not to reclaim expenses if they so wish.

4.4 Risk Management

The Board is responsible for ensuring that the charity has an appropriate and proportionate risk management framework in place. This involves the identification, measurement, mitigation and reporting of key risks to the organisation as well as ensuring the right risk governance is in place to define roles, segregate duties, and assign authority to individuals, committees, and the Board for approval of core risks, risk limits, exceptions to limits, and oversight in general.

CAI has a Risk Management Policy, which it reviews and approves at least biennially. In addition, the Board has developed and maintains a Risk

Register for the identification and prioritisation of the company's key risks, which it reviews regularly, in order to ensure it has the appropriate controls in place to manage and minimise those risks, where possible. The Risk Register is reviewed at least annually by the Board and is updated as required.

CAI takes advice on insurance needs as required and has appropriate and adequate cover in place including Public Liability, Employers Liability, Professional Indemnity, Directors & Officers Liability, and Personal Accident. Any excess in the current directors and officers liability insurance we have in place shall be paid for by CAI.

5. Working effectively

Running a charity well means you need capable charity trustees who work together as an effective team. Board meetings are especially important, as this is where charity trustees exercise their collective authority. It is also important that there is a good mix of skills, experience and background amongst charity trustees and that these are refreshed on an ongoing basis. It is vital that new charity trustees receive a proper induction to the charity – Charities Governance Code. Finally, it is important that roles and responsibilities for both trustees and senior management positions are clearly outlined.

5.1 Trustee recruitment, due diligence and appointment

Charity trustees are appointed to the Board of Care Alliance Ireland in accordance with CAI's constitution and the Charities Act 2009/2024. When recruiting new trustees, Care Alliance Ireland also follows the guidance from the Charities Regulator as set out in their documents:

- Succession Planning
- Due Diligence for prospective Charity Trustees
- Recruitment and Induction of Charity Trustees and
- Induction Pack Checklist

Skills Mapping

Before recruiting a new trustee, the Board will always consider what is working well with the current Board and what could work better. The Board will also be mindful of what skills, experience and knowledge are available to it already from existing trustees. This process is led by the Chairperson and should help to identify any competency / skills gaps on the Board. Nominated Directors would ideally have backgrounds and expertise relevant to the business of CAI but also have wider expertise in one or more of the following areas:

- Health and Social Care
- Family Caring
- Finance
- HR
- Governance & Law
- Strategic Planning
- Communications, Marketing & PR
- Risk Assessment

Procedure for Nomination and Election of Directors

- The Chairperson or CEO shall arrange for an information pack providing details of the organisation and the expectations of the role, and an application/nomination form to be sent to the applicant.

- The applicant should complete and return the nomination form to the Chairperson or CEO, including details of the nominating organisation where applicable.
- The Chairperson or CEO and at least one other serving Director shall review the application form to ensure the applicant meets the qualifying criteria.
- The Chairperson and CEO shall arrange to interview the applicant and to clarify any queries they may have in relation to the role.
- Applicants shall offer their name for election at the AGM. The Board may decide to co-opt the applicant in advance of the AGM, but co-opted Directors must be elected at the next AGM.
- The Chairperson/CEO shall write to the newly appointed Director, welcoming them to the Board and shall arrange for them to be inducted to the Board.

Induction

The induction process for new charity trustees to the Board involves the provision of an induction pack, and a meeting with the Chairperson and CEO. The induction pack will include the following key documents:

- The charity's governing document
- A brief history of the charity and an outline of the current work
- A recent progress report describing the charity's position in relation to any targets or goals
- An organisation chart
- A list of current charity trustees and the Chairperson, the charity secretary and their contact details
- The minutes of recent board meetings
- A schedule of forthcoming board meetings
- A list of the board committees, and names of trustees serving committees
- The annual report and accounts for the past two years
- The charity's Code of Conduct for charity trustees
- A Register of Interests form (See Appendix 4)
- A list of all policies and an indication of where they can be obtained
- Details of the guidance documents available on the Charities Regulator's website
- The Charities Governance Code.
- Recent media coverage

5.2 Board governance

- The Board has outlined its scope, responsibilities and functions within a Terms of Reference document (the 'ToRs') which provide a framework for how the board operates, detailing roles, membership, meeting frequency, and reporting obligations.
- In addition, the Board has identified the particular decisions or actions that only it can make, ensuring that significant decisions—such as approving budgets, adjusting financial controls, or changes to CAI's strategy—are made at the highest level, maintaining accountability

- The Board has also established Committees of the Board to deal with ongoing areas of work or to progress specific pieces of work. The following committees are currently in place:
    - Finance, Quality, Audit and Risk Committee ('FQARC')
    - Research Committee
- Each Committee's scope, responsibilities and functions are also outlined within the relevant Committee ToRs

Further detail on the board's overall governance practices and processes, including Director appointments, how meetings are run, and how decisions are made can be found in the Board's and Committees' ToRs which can be found here on CAI's website).

5.3 **Role and responsibilities**

5.3.1 Individual Trustees

- Comply with the CAI constitution
- Ensure that CAI is carrying out its charitable purposes for the public benefit
- Act in the best interests of CAI
- Act with reasonable care and skill
- Manage the assets of CAI
- Make appropriate investment decisions
- Ensure that CAI is registered on the Charities Regulator's Register of Charities
- Ensure that CAI keeps proper books of account
- Ensure that CAI prepares and furnishes financial accounts and an annual report to the Charities Regulator
- Ensure the Charities Regulator is informed if you are of the opinion that there are reasonable grounds for believing a theft or fraud has occurred (Disclosure obligation)
- Ensure that you comply with directions issued by the Regulator

Trustees are committed to resolving problems and emerging issues as quickly as possible and in the best interests of Care Alliance Ireland. This is achieved by:

- Effective engagement in the strategic planning process
- Holding regular board meetings and ensuring that emerging problems or issues are included in the CEO's report or put on the meeting agenda
- Board committees reviewing and assessing emerging issues or problems
- The development and review of the Risk Register and
- Comprehensive Finance Policies

5.3.2 Role of the Chairperson

Each board of charity trustees should have a Chairperson whose duties include:

- Leading the Board of charity trustees

- Promoting good governance among fellow trustees

To ensure smooth running of Board meetings:
Liaising with the CEO and Company Secretary to ensure all relevant items are on the agenda.
- Consulting with other trustees to ensure concerns are reflected in the agenda.
- Allowing sufficient time for discussion and ensuring that meetings are kept to time (prioritising discussions when necessary).
- Ensuring adequate information is available for productive discussion.
- Promoting maximum participation from all directors.
- Ensuring decisions are understood, recorded, implemented and/or followed up on.

To promote good governance:
Initiating annual performance reviews/skills audits/etc.
- Leading on recruitment of new trustees.
- Supporting new trustees thorough induction.

To supervise and provide support to the CEO:
The CEO reports to the Board, and the Chairperson is line manager to the CEO.
- To support the CEO in leading Care Alliance Ireland at the strategic level.
- To act as a Spokesperson for the Board or for Care Alliance Ireland if required (e.g. The Chairperson of the Board may be required to act as media spokesperson, supported by the CEO.)

In the case where the Chairperson is aware that they will be unable to attend a Board meeting, he/she will appoint another trustee to chair the meeting in their absence. In the case where the Chairperson is unable to attend and does not give advance notice of same, the trustees who are in attendance may approve one trustee from their number to chair the meeting.

5.3.3 Role of the Company Secretary

- Sign the annual return to the Company Registration Office (CRO)
- Certify that the financial statements attached to the annual return are true copies of the originals
- Ensure that statutory forms (e.g. annual returns, reports from external auditors, etc.) are filed promptly and within the prescribed time limits with the CRO
- Ensure the safe keeping the company’s minutes of board of directors meetings and committee meetings (if applicable) and general meetings on behalf of the directors
- Ensure that statutory forms (e.g. annual returns, reports from external auditors, Change of Director/Secretary, etc.) are filed promptly with the Registrar of Companies
- Ensure that CAI holds the Annual General Meeting (AGM) within the time limits specified (each year and not more than 15 months since the date of the AGM. (A quorum for a general meeting is at least 7 member organisations who are

eligible to vote and who are present by their authorised representative or prox).

- The Company Secretary will be one of the directors of the company supported by a member of staff. However, it is the Company Secretary's responsibility to ensure duties are completed. The duties of the Company Secretary follow the guidelines and requirements of the Companies Registration Office.

5.3.4 Role of the Treasurer

- The Treasurer is responsible for overseeing the financial management of the charity, ensuring transparency, accountability, and compliance with legal and financial regulations.
- The role supports the organisation in maintaining a stable financial foundation and provides guidance on financial matters to the CEO and Board of Directors.
- This may be a part time volunteer Non-Executive role, where the Treasurer is not an employee of Care Alliance Ireland.
- The Treasurer may also be a member of, or Chair the, Finance, Quality, Audit and Risk Committee ('FQARC').

Key Skills

- The Treasurer will have a solid understanding of financial management and accounting and be comfortable reviewing and interrogating financial reports presented to them.
- They will also be able to explain to other board members in simple language various financial terminology and reports and the implications of financial decisions taken by the organisation.

Key Responsibilities:

1. Financial Oversight:

- Ensure that the charity's finances are properly managed and in line with Care Alliance Ireland's (CAI's) Finance Policy, regulations and best practices.
- Present regular management accounts to the Board of Directors, outlining the charity's financial status, income, expenses, and any financial risks.
- Provide leadership and direction in managing the charity's financial strategy, including investments, reserves, and sustainability.
- Approve certain expenditures and payments in line with CAI's Finance Policy including staff salaries.
- Be available to take an active role in the FQARC.
- Ensure the timely review of finance policies.

2. Budgeting and Planning:

- Oversee the preparation of the annual budget in collaboration with the CEO.

- Monitor the charity's spending against the budget throughout the year communicating material variances to the Board in line with CAI’s Finance Policy, and advise on any necessary adjustments.

3. **Financial Records and Reporting:**

- Ensure proper maintenance of financial records, accounting systems, and financial statements in accordance with the charity’s policies and relevant laws.
- Oversee the charity’s annual audit, ensuring all necessary documentation is provided to auditors.
- Ensure timely filing of financial statements and compliance with regulatory requirements (e.g., charity returns, tax filings).

4. **Collaboration:**

- Work closely with the Chair, CEO, or other staff members to ensure financial goals align with the charity’s mission.
- Attend Board meetings and contribute to strategic decision-making from a financial perspective.
- Engage with stakeholders as relevant to the role and present the Charity’s financial results to CAI’s members at the Annual General Meeting

6. Being accountable and transparent

Accountability for your charity does not just mean accounting for the money you have brought in and spent (although that is clearly very important). It involves being open and transparent about all charity matters. It is about being able to: stand over what your charity does and how it does it; and justify this to any person or group who queries what your charity has done or is doing. As an organisation set up to provide public benefit, this means you should be able to explain this to anyone who asks – Charities Governance Code.

6.1 Care Alliance Ireland displays our RCN, CRO and CHY numbers on our official Charity letterheads, website, emails, annual report and social media platforms.

6.2 CAI stakeholders are any individuals or groups of people who have a legitimate interest in our work. Identifying who they are is important in order for us to consider how we might communicate with them and how they might communicate with us. Care Alliance Ireland stakeholders include:

- Beneficiaries
- Members
- Employees and volunteers
- Partner organisations and supporters
- Funders and donors
- Regulators
- Public representatives
- The general public

Care Alliance Ireland has a communications strategy in place to ensure that all stakeholders are communicated with and can easily communicate with Care Alliance Ireland.

6.3 Care Alliance Ireland involves relevant stakeholders in the strategic planning process and, where appropriate and possible, involves stakeholders in other significant decisions involving Care Alliance Ireland.

6.4 Care Alliance Ireland has a Complaints and Compliments policy in place detailing the procedures to be followed in the event of a complaint being made or compliment being received. The policy is displayed on the CAI website.

6.5 Care Alliance Ireland is committed to following the reporting requirements of all of our funders and donors, both public and private.

Appendix 1 – Conflict of Interests and Compliance Statement for Board of Directors

Conflict of Interests and Compliance Statement

I am aware of my obligations as member of the Board of Directors of Care Alliance Ireland (CAI) to comply with the conflict of interests and loyalty policy.

I undertake to furnish to the Company Secretary **full particulars of my interests which shall include my employment, all business interests and community involvement, including voluntary work for charities (hereinafter referred to as "Interests") which might involve a conflict of interest or might materially influence me in relation to the performance of my functions as a member of the board of Directors or my partiality.** I also undertake to notify the Company Secretary of any changes to these Interests.

I will declare at a meeting of the Directors of the Company the nature of any Interests I may have in:

- any initiative taken by the Company; or
- any contract or proposed contract with the Company in which I or a person connected with me is directly or indirectly involved; or
- any matter from which I or a person connected with me may stand to benefit directly or indirectly from my position as a Director or from the operation of the Company.

Where I have declared an Interest at a meeting of the Directors of the Company, I understand that I am entitled to make a statement to the Directors on the issue and that I will answer any questions put to me on that issue by any of the other Directors. Following such declaration of Interests, any statement I make and answering any questions that may be put, I will leave the meeting of the Directors and I will not be entitled to vote on the matter in which I have declared an Interest. The other Directors shall make a decision regarding the matter in my absence and on my return to the meeting, I shall be informed of the decision of the Directors by the Chairperson of the meeting, following which no further discussion of the issue will take place.

In circumstances where I am unsure as to whether an interest I have constitutes a conflict of interest or not, I understand that I may inform the Chairperson either orally or in writing and that the Chairperson shall, at his or her own discretion and having regard to good governance and best practice, determine whether the interest constitutes a conflict of interest in relation to the matter being discussed by the Directors.

I understand that a **Director shall be deemed to have an interest if the person is;**

1. **that Director's spouse, parent, brother, sister, child or step-child, other relative or co-habitee;**
2. **a body corporate controlled by a Director within the meaning of Section 26(2), (3) and (4) of the Companies Act 1990;**
3. **a person acting as the trustee of any trust, the beneficiaries of which include the Director or the persons at (1) or (2); and**
4. **a person acting as a partner of a Director or of any of the persons at (1) to (3) above.**

Signed: Date:

Appendix 2 – Code of Conduct for Board of Directors

Code of Conduct

- I will ensure to the best of my ability that Care Alliance Ireland (CAI) will interact with both internal and external stakeholders in an ethical manner.
- Integrity, honesty and trustworthiness will be the hallmarks of all my conduct when dealing with CAI colleagues and external agencies.
- I will fulfil my legal requirements as a CAI Board Director and will endeavour to ensure CAI complies with all relevant legislation.
- I will support the vision, mission, values, aims, objectives and strategy of the organisation, and I will abide by the organisation's Constitution, Governance Handbook and its policies and procedures.
- I will always strive to act in the best interests of the organisation as a whole.
- I understand my responsibility to act as a champion for the organisation by promoting its work and reputation.
- I will declare any conflict of interest, or any circumstance that might be viewed by others as a conflict of interest, as soon as it arises and I will submit to the judgment and decision of the Board as regards potential conflicts of interest. Where a conflict of interest arises, I will absent myself from any discussion or vote taken on the matter by the other Directors.
- I have read and understand my fiduciary duties as a Director as set out in the organisations Constitution.
- If I have been nominated by, or am a representative of a Member or stakeholder organisation, I accept that my primary responsibility as Director is to CAI. Where a conflict of loyalty arises, I will submit to the judgment and decisions of the Board.
- I will establish open, respectful, supportive and courteous relationships in my role as Director and will cultivate a positive atmosphere at meetings.
- I will not speak as a Director of this organisation to the media or in a public forum without the prior knowledge and approval of the CEO and/or Chairperson. When I am speaking publicly as a Director of this organisation, my comments will reflect current organisational policy even if this does not agree with my personal views.
- I will strive to uphold the reputation of the organisation and those who work in it.
- I will respect organisational, board and individual confidentiality
- I will not gain materially or financially from my role as Director, beyond seeking out-of-pocket

reimbursement expenses.

- I understand that acceptance of gifts, hospitality and other benefits is permissible if they:

  - are unsolicited and not being offered to influence decision-making
  - are infrequent and of minimal value of less than €50, for example, low-cost promotional objects, simple meals, or souvenirs with no cash value
  - arise out of activities or events related to Care Alliance Ireland duties
  - are declared on receipt to the CEO/most senior staff member
  - are within the normal standards of courtesy, hospitality or protocol; and
  - do not compromise or appear to compromise in any way my integrity with respect to my connection with Care Alliance Ireland
  - are not likely to embarrass the organisation

- I will strive to punctually attend all board meetings (and other relevant meetings), giving apologies ahead of time to the Chairperson or CEO if unable to attend. Should I not be in a position to attend all bar one board of director meetings in any given year, I shall discuss with the chairperson in advance whether it is more appropriate for me to resign my position as director either on a temporary basis and or on a more permanent basis.

- I will study the agenda and other information sent me prior to the meeting and be prepared to engage in debate, and if necessary vote, on agenda items during the meeting.

- I will respect the authority of the Chairperson.

- I will accept a majority board vote on an issue as decisive and final.

- I will take an active involvement in the organisation, including contributing to committees and working groups as required and I will promptly undertake actions that I have agreed to take on during meetings.

- I will participate in induction, training and development activities for Directors.

- I will support the CEO in his/her executive role but will not interfere with his or her work or undermine his/her authority. The same applies to other staff.

- I understand that substantial breach of any part of this code may result in my removal from the board.

- Should I plan to resign from the board, I will inform the Chairperson in writing in advance, stating my reasons for resigning.

Signed: ________________________________

Date:

Approved by the Board;

For Review;

Appendix 3 – Policy Schedule

Committee/Board owned list of Policies/Artefacts for periodic review

Policy/Artefact	**Committee review/ approval**	**Review frequency**
Finance Policy*	FQARC review	Every 2 years
Equality and Diversity Policy and Procedures		Every 3 years
Data Protection Policy		Every 3 years
Governance Handbook		Every 3 years
Board ToRs (& matters reserved for the Board)		Every 2 years
Code of Conduct for Directors		Every 3 years
Complaints and Compliments Policy	FQARC review	Every 3 years
Health and Safety Policy & Statement	FQARC review	Every 3 years
Volunteer Policy		Every 3 years
Conflict of Interest (and Loyalty) Policy (for Board)		Every 3 years
Conflict of Interest (Staff)		Every 3 years
Confidentiality Policy		Every 3 years
Protected Disclosures (Whistleblowers) Policy		Every 3 years
Recruitment Policy		Every 3 years
Business Continuity Policy	FQARC review	Every 3 years
Risk Register	FQARC review	Annual
Risk Management Policy	FQARC review	Every 3 years
ToRs FQARC	FQARC review	Every 2 years
ToRs - Research Committee	Research Committee review	Every 2 years
Board Evaluation		Every 3 years
Directors Report and Financial Statements		Annual
5 year Strategic Plan		Every 5 years
Environmental Sustainability Policy		Every 3 years
Constitution		Every 5 years
Donations Policy	FQARC review	Every 3 years
Gifts Policy	FQARC review	Every 3 years
Client Disclosure Policy		Every 3 years

Shaded policies/artefacts denote FQARC review

^All Policies will be reviewed and updated as required, if necessary, outside their standard review date.

*Note the Finance Policy incorporates several underlying policies including the Expenditure and Payment Policy, Expense Policy, the Reserves Policy and the Investment Policy

Appendix 4 - Register of Interests of Directors template

Care Alliance Ireland

Name of charity trustee	Date of appointment	Description of interest	Has the board of charity trustees been notified of the interest?	Date of disclosure

Signed: Date: [/ /]

[Insert name of charity trustee]

Appendix 5 – Strategic Plan 2025-2030

Care Alliance Ireland Strategic Plan 2025–2030

Introduction

This Strategic Plan builds on our Strategic Plan 2019–2024 and is the result of both mid-term and end-term internal reviews. We commissioned an external stakeholder to perform an independent consultation of our operations in late 2024. We learned that our team and our work are valued, our adherence to high governance standards is admired, and our lean operations are delivering considerable return on investment in terms of impact. Although our representative activities with stakeholders, submissions and research are well regarded, our engagement with member organisations is moderate. Furthermore, our clarity of purpose needs improvement and while our recent pivot into direct family carer support interventions is welcomed, it was noted that this should be reflected in our new Strategic Plan. The findings also indicate that we unnecessarily fly under the radar and we do not get sufficient credit for our work over recent years. We acknowledged the feedback and developed a Strategic Plan for 2025–2030, which our Board approved in March 2025.

Our why

Family carers are people who provide **unpaid help with daily activities or other supports** to a family member, neighbour or friend with a disability, long-term illness or issue related to old age. Family carers provide the majority of care within our society.

Family caring can have considerable **benefits** for individuals, communities and societies as a whole. The intensity and duration of caregiving can create **challenges**, however. Further progress is required to achieve full appreciation of these benefits and challenges.

Family carers may experience **social, health and financial exclusion** associated with their caring responsibilities. Not every family carer experiences exclusion in the same way, with minority carers often feeling these impacts more strongly.

We believe unequivocally that all family carers **deserve to be recognised and supported** in their role.

Our values

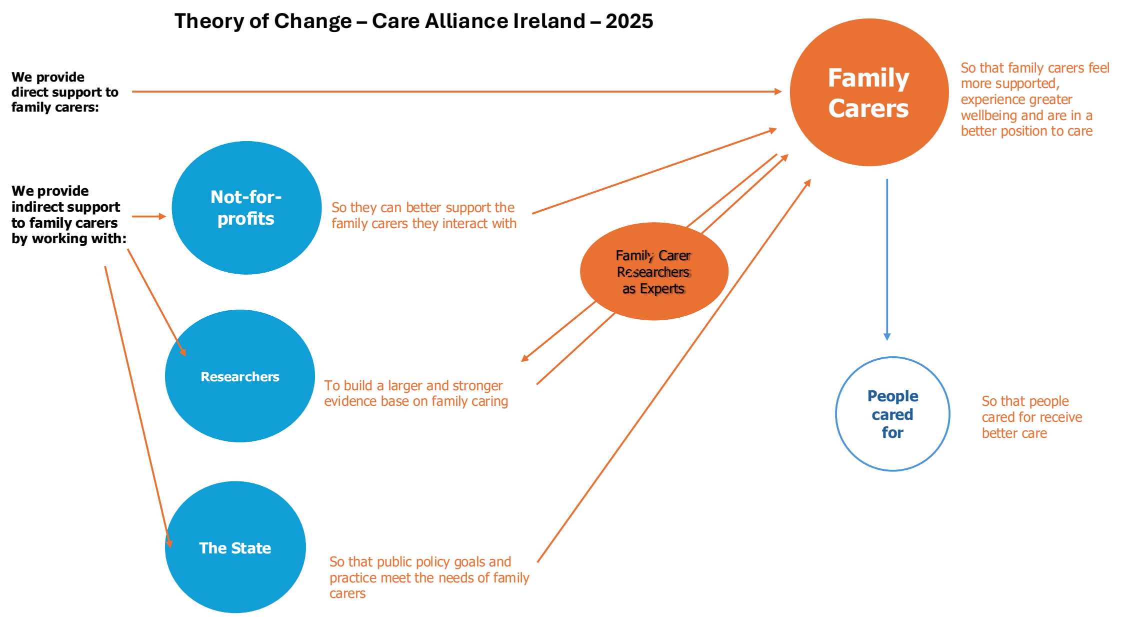
Our work is infused with three core values. We are **professional**, **collaborative** and **evidence-informed** in everything we do.

In practice this means that we will maintain high standards of work; be transparent, open and honest in all our interactions; and value the contributions of all our stakeholders. We will seek to collaborate at all times as we believe this increases our collective impact. The existing and emerging evidence about what actions and interventions are effective in improving the situation of family carers will inform our work.

Our mission

Care Alliance Ireland works to **enhance the wellbeing of family carers** so that they are better able to care for their loved ones. We provide direct support to family carers as well as indirectly supporting them by working with researchers, statutory actors and other not-for-profits.

How we make a difference



Our vision

An Ireland in which the role of family carers is fully recognised and where family carers are adequately supported.

Strategic Priorities

We have formulated five Strategic Priorities, reflecting our work with our four primary stakeholder groups (family carers, not-for-profits, researchers and the State). The fifth is an enabling aim, ensuring we as an organisation are in a strong position to undertake our vital work. Each Strategic Priority has equal weighting.

During the period 2025–2030, Care Alliance Ireland will:

1. Offer responsive and inclusive support interventions to family carers

2. Make meaningful contributions to the family caring research agenda

3. Influence public policy to improve the lives of family carers

4. Work with other not-for-profits to effectively support family carers

5. Be a well-known, financially viable, well-governed and high-performing organisation

1. Offer responsive and inclusive support interventions to family carers

Objectives:

1.1 Provide a professionally moderated and safe online support group for family carers

1.2 Deliver intensive employability supports to cohorts of current and former family carers

1.3 Signpost family carers to relevant resources and opportunities

1.4 Coordinate an annual National Carers Week that recognises the valuable role of family carers

Desired outcome: Family carers feel more supported, experience greater wellbeing and are in a better position to care.

Measured by:

- Positive feedback from family carers about our services
- Levels of participation in our online projects
- Engagement by current and former family carers in education/training/volunteering/employment opportunities
- Engagement by not-for-profits in National Carers Week annually

2. Make meaningful contributions to the family caring research agenda

Objectives:

2.1 Promote the need for ongoing resourcing of family carer research

2.2 Support early-stage researchers with their research

2.3 Be central to the delivery and/or dissemination of high-quality collaborative and accessible primary research that informs policy and service development for family carers

2.4 Produce thought-provoking and analytically rigorous research briefings and discussion documents

2.5 Create opportunities for successful collaboration in family carer research across the academic, statutory and not-for-profit sectors, both nationally and internationally

Desired outcome: Generation of a larger and stronger evidence base for family caring.

Measured by:

- Involvement in advocacy activities related to resourcing family carer research, and engagement with key philanthropic and statutory sources
- Meaningful engagement with early-career researchers
- Dissemination of research primarily through Open Access routes, and primarily guided by a Public and Patient Involvement (PPI) framework at every stage of the process – from design to knowledge dissemination – supported by a research advisory group
- Involvement in new research collaborations
- Engagement of a greater number and range of individuals with our Family Carer Research Group and our research dissemination events

3. Influence public policy to improve the lives of family carers

Objectives:

3.1 Use policy submissions, national representative opportunities and any other relevant means to influence and inform policymakers and implementers of policy about family caring

3.2 Provide robust up-to-date information about the family carer experience and agitate for evidence-informed solutions to address any associated exclusion

Desired outcome: Public policy goals and practice meet the needs of family carers.

As measured by:

- Referencing of our research work and policy advice within national policy documents
- Publication and implementation, in a collaborative manner, of a new National Carers Strategy that is funded and that includes ambitious but achievable goals for improving the lives of family carers
- Inclusion of family carer issues in other emerging national policy documents
- Expansion of existing and new family carer support initiatives with dedicated budgets
- Delivery of more impactful and collaborative carer support services by a range of providers

4. Work with other not-for-profits to effectively support family carers

Objectives:

4.1 Increase the number of not-for-profit organisations that join our alliance

4.2 Provide opportunities for member organisations to collaborate with each other and with other stakeholders

4.3 Encourage the active participation of member organisations in all aspects of our work

4.4 Share relevant information with member organisations on an ongoing basis, including information about funding opportunities in line with our stakeholder engagement strategy

4.5 Provide guidance to not-for-profits on effectively supporting family carers, with a particular focus on online supports

4.6 Develop international links and participate in international networks to facilitate knowledge exchange

Desired outcome: Increased support to the family carers with whom our members interact.

As measured by:

- Applications for and approvals of membership
- Engagement from member organisations, including greater numbers of member organisations contributing to our discussion documents and policy submissions and getting actively involved in National Carers Week
- Bidding by organisations and subsequent securing of funds to implement new interventions to support family carers
- Use by organisations of online carer support interventions

5. Be a well-known, financially viable, well-governed and high-performing organisation

Objectives:

5.1 Continue to build sustainable funding sources and our unrestricted reserves to successfully implement our Strategic Plan

5.2 Implement exemplary governance structures and processes that provide a solid basis for the way we manage and deliver our work

5.3 Support the ongoing development of our staff and volunteers

5.4 Raise the profile of Care Alliance Ireland generally to all relevant stakeholder groups in line with our stakeholder engagement strategy

Desired outcome: A strong organisation making measurable progress in achieving its vision.

As measured by:

- Funding on a multi-annual basis, together with greater diversification of funding sources
- Engagement and performance of staff and volunteers
- Engagement by media and through social media
- Regarded as a leader in governance, management and operational delivery
- Seen as the go-to organisation in family carer research, policy and online support

Translating the Plan into action

Each year, we will establish an operational plan that will inform the work of our volunteers and employees. These annual plans will contain targets for each objective, and we will track our performance relative to our Strategic Priorities every year with a summary in our annual Directors' Report.

Reviewing the plan

We will undertake a mid-term review of the Strategic Plan 2025–2030 towards the end of 2027 and course-correct as necessary. We will then undertake an end-term review towards the end of 2030 in preparation for a new plan.