Non-Executive Director
Appointment Brief

October 2025

Charity bank

About Charity Bank

Charity Bank is a dedicated lending and savings bank with a core strategy aimed at supporting positive social change.

Our vision is for a society that fosters vibrant communities and a healthy planet, giving every individual the opportunity to thrive. The bank 'of the sector and for the sector', Charity Bank is 100% owned by charities and social purpose investors and is dedicated to supporting, mainly through the provision of finance, UK charities and social enterprises.

A well-established ethical banking brand targeting a UK customer base that shares our mission and values, Charity Bank facilitates positive social change across a range of critical issues through the financial and other support we provide to our charity and social enterprise borrowers. We also aim to change the way that people think about their money and how it is used; savers are increasingly attracted by the idea of their deposits being used to support positive social change.

Since our establishment in 2002, we have leveraged the funds entrusted to us to provide over £594 million in loan finance to a diverse range of organisations across the UK. These organisations encompass the arts, community development, education, environmental conservation, faith-based initiatives, healthcare, housing, regeneration projects, social care, and sports sectors.

Our Impact Strategy

Our strategy for 2025-2029 is sharply focused on growing our social impact. In 2024 we reached a new record – disbursing £70.0 million of new loans to UK charities and social enterprises, compared to £53.5 million in 2023. Approvals of new loans also hit a record high at £85.4 million, giving the bank strong momentum into 2025. You can find a summary of our social impact in our 2023-2024 Impact Report.

We aspire to be the lender of choice for UK impact-driven organisations, uniquely positioned to support entities with a recognised social model and purpose. Our goal is to prioritise organisations addressing the most urgent societal and environmental needs. Specifically, we will proactively seek out underserved and underfunded organisations, with a particular emphasis on those serving the most vulnerable.

In pursuit of this vision, what more can we do for our client base? In an ever-changing landscape, which services will our clients require? As we continue to grow, how do we ensure that our operations and risk management framework scale accordingly? How can we broaden our capital raising efforts? We are actively seeking two individuals with significant knowledge and experience in the banking sector to join our Board and assist us in addressing these critical questions.

Why join our Board?

Joining our Board presents an opportunity to help shape our strategic direction and support the management team in addressing the challenges ahead. By becoming a Board member, you will play a pivotal role in fulfilling the future financing needs of the social sector and championing our belief that banking can serve as a tool for good.

Your banking expertise, which may include capital raising, risk management, and IT and innovation, ideally combined with exposure to the social investment sector, will bring invaluable insight to Charity Bank.

This is an exciting and pivotal time to join a unique organisation which blends commercial drive and experience with ethical values to address real social needs. Charity Bank has a diverse stakeholder group which covers a range of social purpose investors, regulators, the social investment community and the broader charity and social sectors. You would join a community of socially motivated individuals all working to bring about social change at a national and system-wide level.

Board's Commitment to Diversity & Inclusion

Charity Bank's Board places a strong emphasis on diversity within its leadership team. We believe that a diverse board, with a rich mix of skills, experiences, perspectives, and characteristics, is vital for effective leadership and decision-making. We are dedicated to fostering a culture that embraces diverse viewpoints, encourages respectful dialogue, and recognises that diversity is a strategic asset.

For us diversity is about social justice; it's also a key driver of Charity Bank's success. Diverse teams bring innovation, problem-solving skills, and adaptability needed in today's complex world. Learn more about Charity Bank's commitment to Equity, Diversity, and Inclusion (EDI) here.

As an equal opportunities employer, we warmly welcome applications from all backgrounds. Our appointments are solely based on merit, ensuring we bring in individuals with unique perspectives and skills to our Board. Our commitment is to create an inclusive and equitable environment where every voice is valued, and all contributions are respected.

Meet the **Team**

We benefit from a strong staff, executive team and non-executive board of directors. You can find bios for each of them here.

Alan Hodson
Chair

Caspar Mackay
Executive Director of Risk Management

Paul Berry
Non-Executive Director

Ambreen Shah
Non-Executive Director

Jonathan Britton
Non-Executive Director

Edward Siegel
Chief Executive

Mike Crabb
Non-Executive Director

Prashant Solanky
Non-Executive Director

Yashmin Harun BEM
Non-Executive Director

Toby Walter
Non-Executive Director

Rebecca MacDonald
Non-Executive Director

Purpose & Main Dimensions of the Role

The role of a non-executive Director at Charity Bank is to support and challenge the CEO and executive management and to drive strategy by assisting and guiding them in achieving the aims of Charity Bank. The leadership of the board is critical to the long-term success of Charity Bank.

Charity Bank is entering an exciting new growth phase focused on delivering positive social changes. As such, we are seeking to appoint two new NEDs with extensive experience in the banking sector, who can contribute to the development of Charity Bank's strategy and offer their expertise and insight across one or more of the following areas:

- Risk management and compliance
- Finance, audit, internal controls
- IT and innovation
- Deposits and operations/process improvement.
- M&A and capital raising

In addition, we are looking for candidates who have knowledge and understanding of the charity and social enterprise sector and ideally have experience with social investment.

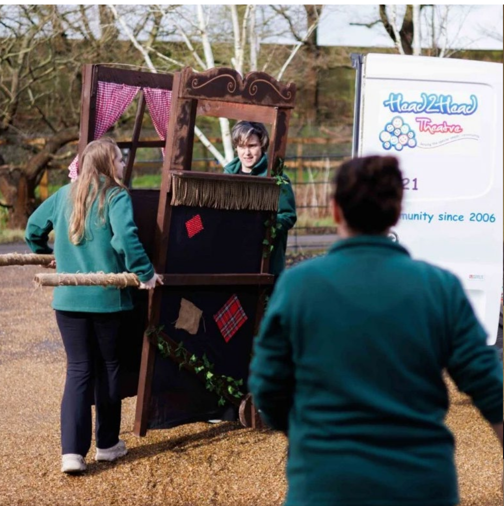
The candidate will be expected to participate fully in Board meetings, seeking to ensure the interests of the social sector are balanced with the needs of a regulated bank. The candidate will be expected to sit on one of the Audit or Risk sub-committees and also to act as an ambassador for Charity Bank, representing and promoting it to external stakeholders and other contacts as appropriate.

Our objective is to cultivate an inclusive workplace and contribute towards creating a more equitable society that values diversity, ensuring all individuals, regardless of their background, enjoy fairer access to opportunities, resources, and support to thrive. We aim to have a diverse board, leading this mission. We hope this role will be interesting, challenging and rewarding for the appropriate candidate, with the opportunity to truly impact the future of our organisation.

One of the two NEDs will be representing Better Society Capital (BSC) on the board of Charity Bank. BSC is Charity Bank's majority shareholder and is the leading social impact investor in the UK dedicated to growing investments that tackle social issues and inequalities.

Directors are individually and collectively responsible for ensuring that Charity Bank complies with its governing documents, company law, shareholder and other relevant agreements, and all relevant legislation, regulation and policy. Thorough training on these issues will be provided.

The candidate will be expected to perform all such additional duties as are reasonably commensurate with the role, as agreed from time to time with the Chair of the Board.



Job Description

Role Titles	1. Independent Non-Executive Director 2. Non-Executive Director representing Better Society Capital on the board of Charity Bank
Remuneration	Charity Bank's ethos is deeply rooted in promoting social impact and breaking down social barriers. The role of non-executive director is not accompanied by any financial remuneration, although reasonable expenses and an attendance of £250 per board and committee meeting may be claimed.
Location	Meetings take place either in London or at our head office in Tonbridge, Kent. An option to join by video is offered.
Time commitment	Approximately 15 days per year. There are normally six Board meetings per year, including one Strategy meeting. Other ad-hoc meetings or conference calls may be arranged, as required. The Risk Committee meets at least 5 times per year, and the Audit Committee at least 4 times per year. The individual should expect to be in contact with other board members, in particular the chairs of other board committees, and key members of staff, in between meetings. Every effort will be made to accommodate NEDs, and arrangements that work for you will be discussed, but typically meetings take place during working hours. The BSC-connected NED will also be expected to engage with BSC two to three times per year, to discuss strategic initiatives and ensure alignment with BSC's objectives.
Reporting to	The Board. The individual will be required to participate in an annual board evaluation process.
Tenure	Maximum tenure of nine years, subject to annual retirement and, reappointment by shareholders.
Committee Membership	Board committee membership is expected – depending on the candidate's profile: risk committee; audit committee; and/or governance committee.
Regulatory	Non-Executive Directors must act in a manner consistent with their statutory duties and uphold the highest standards of integrity. Directors are individually and collectively responsible for ensuring that Charity Bank complies with its governing document, company law, shareholder and other relevant agreements, and all relevant legislation, regulation and policy. Training on these issues will be provided as required.

Person **Specification**

The candidate is expected to demonstrate the following:

Personal Qualities

- A strong and visible passion and commitment to Charity Bank, its strategic objectives and social mission.
- Good independent judgement, impartiality and the ability to think creatively in the context of Charity Bank and the external environment.
- Tact and diplomacy, with the ability and willingness to listen but also to challenge constructively.
- Ability and willingness to commit time to perform the role effectively.
- Ability to foster and promote a collaborative team environment and respect the confidences of colleagues.

Experience

Essential

- Extensive experience in the banking sector.
- Experience of operating at a senior level, reporting directly to a Board and with a strong focus on risk management and/or internal controls within a regulated environment.
- Strong communication and leadership skills, ability to work with others and contribute as a team player.
- Commitment to furthering equity, diversity and inclusion.

Desirable

- Experience across one or more of the following areas:
  - *Risk management*
  - *Internal controls*
  - *Finance and audit*
  - *IT and innovation*
  - *Deposits and operations / process improvement*
- Board committee experience.
- Commitment to the charity/social sector, and the ability to bridge the banking/finance sector with the social sector.
- Expertise in M&A and capital raising.

Registered Office:

The Charity Bank Limited, Fosse House, 182 High Street, Tonbridge, TN9 1BE. Company registered in England and Wales No. 4330018. Authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. Financial Services Register No.207701. Member of the Financial Services Compensation Scheme (FSCS).

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