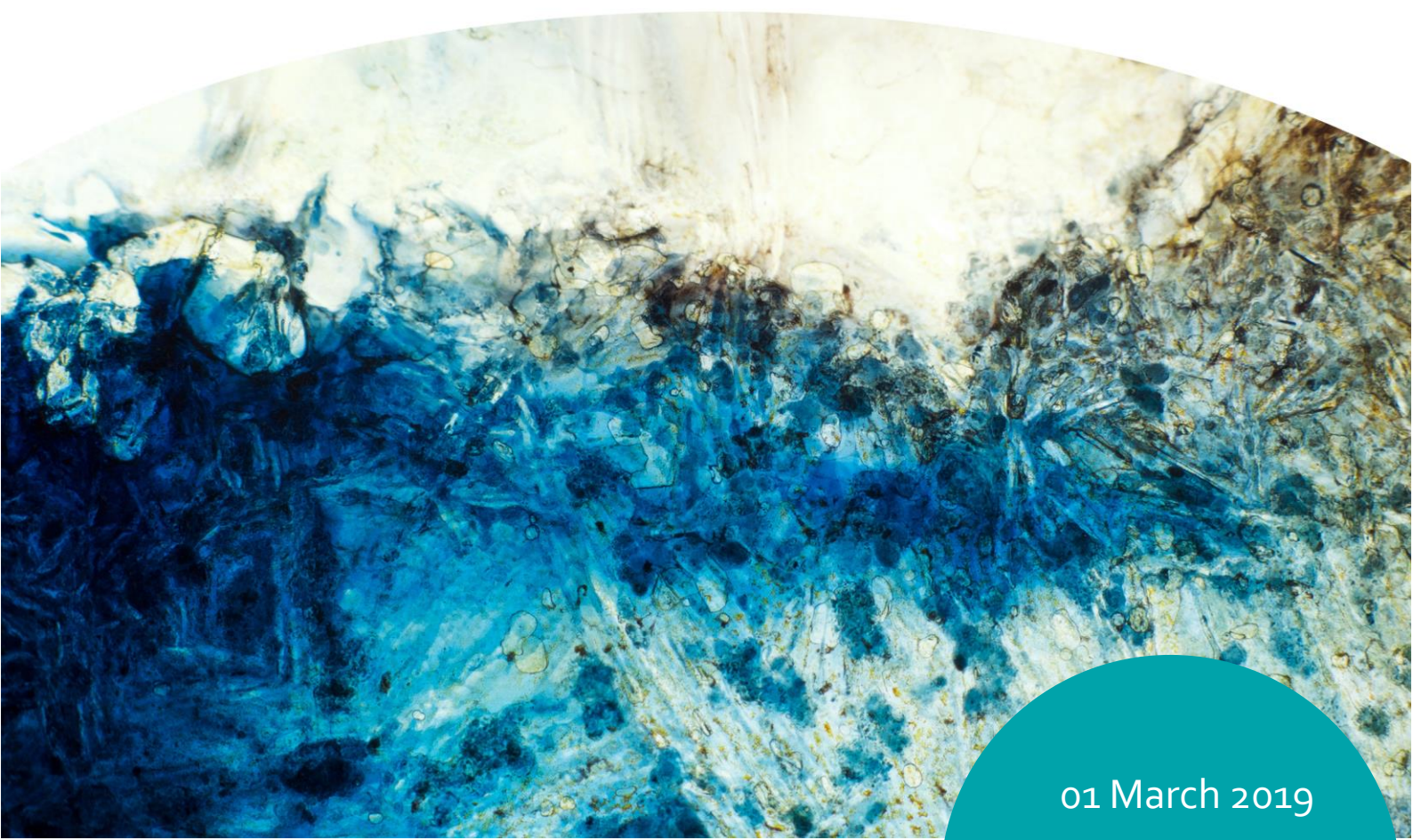




LEVIN SOURCES

Job Pack

Non-Executive Director



01 March 2019

Job Pack Non-Executive Director

Hello, and thank you for taking the time to read this job pack.

Levin Sources is a consultancy and social venture that moves more raw materials through systems that generate sustainable value for society at large. For nine years, we have been at the forefront of responsible mining and sourcing, with unique expertise and experience in issues surrounding raw material sustainability and Artisanal and Small-scale Mining (ASM).

We influence policy and practice in the public and private sectors, taking on challenges for clients that few others can. Our diverse project pipeline and income streams can be demonstrated through recent project examples:



- Supporting the governments of Kenya and the Democratic Republic of the Congo (DRC) with the development of national strategies for their ASM sectors;
- Helping large-scale mining companies develop ASM management systems and/or chain of custody management systems and 'clean mineral' frameworks that allow them and their clients to make sustainability claims about their products;
- Developing diverse strategies to drive impact in the ASM sector for a Fortune 100 mega-brand, helping build its profile as a sustainability influencer and lead change in responsible sourcing practices;
- Scoping and identifying the most impactful NGOs for tackling child labour in an African nation so a responsible minerals initiative could identify the right partners;
- Establishing due diligence and ASM sourcing strategies for the world's biggest gold refiner and the UK's smallest but most pioneering jewellery brands, amongst others;
- Carrying out supply chain risk assessments for human rights, sustainability and responsible business conduct risks across a variety of minerals for a broad spectrum of clients;
- Striking new ground to drive improved environmental performance in mining by leading research into 'Forest-Smart Mining' for the World Bank;
- Leading a \$2 million sub-component of a multi-year program for USAID on responsible minerals trade from DRC (trade facilitation for gold from DRC);
- Completing comprehensive baseline assessments of the economic importance of ASM to local and national development in Guinea (gold & diamonds), Central African Republic (gold & diamonds) and Uganda (low value 'development' minerals).

In a competitive market, our offer is distinct because we understand the needs of both private and public stakeholders, work closely with our clients to achieve the best outcomes for them instead of delivering off-the-shelf answers, and because authentically combine our social mission with a for-profit operating model.

We are a core team of 13 strategists, researchers, project managers, educators and communicators with multidisciplinary abilities and collective expert knowledge in sustainable supply chains, extractives, biodiversity and conservation, human rights and vulnerable groups, responsible business conduct and good governance. Our staff have previously held diverse positions in government, NGOs and industry. When projects call for it, we expand our team through a network of over 100 talented associates and strategic partnerships with leading NGOs, social ventures, and SMEs.

We are trusted by the full diversity of players in the minerals system, from FTSE 100 and Fortune 100 companies and SMEs to industry associations and certification bodies to NGOs and civil society to governments in fragile states and in G20 economies. We facilitate all these actors to optimise their activities in the minerals system to deliver more sustainable futures, for all of us.



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Levin Sources has experienced a significant growth phase, tripling our turnover from £461,000 in 2014/15 to £1.25 million (est.) in 2018/19. We are poised for another significant growth phase that will require diversifying our product offerings and engaging in new partnerships that may require spin-off businesses. We also wish to change the business' identity to be somewhat delinked from the founder.

We are seeking the input of a Board of talented Non-Executive Directors with wide-ranging experiences and a commitment to impact and commercial success to support this step-change and added complexity. This will be our first Board, and you will have the opportunity to shape the next 5 to 10 years of our business.

We hope you find the information you need to guide your decisions on the follow pages. If you have any questions, please reach out to the role's recruiter, Karen Leigh Anderson, at k.anderson@jbs.cam.ac.uk.

Thank you, and we look forward to hearing from you!

Estelle Levin-Nally

Founder and CEO
Levin Sources

For more information on Levin Sources, visit us online at www.levinsources.com

You can also find us on Twitter ([@levinsources](https://twitter.com/levinsources)), LinkedIn (linkedin.com/company/levinsources) and Instagram ([@levinsources](https://www.instagram.com/levinsources))



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Non-Executive Director Job Description	
Role Title	Non-Executive Director (NED)
Appointed by	Current Board in accordance with their Memorandum and Articles of Association
Location	Board meetings will alternate between Skype (or a similar teleconferencing arrangement) and in Cambridge, UK (timings of which will be agreed with the Board)
Remuneration	The Company is a social venture and would therefore expect its Directors to be engaged on a voluntary basis.
Expenses	All reasonable expenses will be reimbursed in accordance with the Company's Expenses Policy
Time commitment	Whilst we would estimate a time commitment of approximately ten days per annum, there is no fixed time commitment for this role. This will include Board Meetings and representing the Company at various events and meetings with key stakeholders
Term	Eighteen-months term, subject to review, with no exclusion from being re-elected
Probation	There will be a three-month probationary period during which the appointment will be reviewed by a panel drawn from the Board
How to apply	<p>To apply, please send the following to Karen Leigh Anderson – k.anderson@jbs.cam.ac.uk:</p> <ul style="list-style-type: none"> • Your CV • A letter containing a brief personal statement (no more than two sides of A4) detailing why you are interested in the position and when you feel you can bring to the role
Deadline	<p>All applications must be received by Thursday 18 April 2019</p> <p>Successful candidates will be invited to interview by Friday 26 April 2019</p> <p>Interviews will be held in Cambridge, UK, on Friday 10 and Tuesday 14 May 2019 (candidates will be given a choice of either date)</p>
Role purpose	<ul style="list-style-type: none"> • To ensure the effective governance of the Company, in line with its purpose and aims, specifically including regulatory and legal compliance. • As a Director of the Company, you will be responsible for the strategic management of the company. • In addition, we are currently seeking people with experience in one or some of the following: Small and Medium-scale Enterprise (SME) strategic financial management, investment raising, R&D/innovation and product development, SME commercial business development, strategic marketing, strategic IT development, management consultancy, as well as industries aligned to Levin



Job Pack Non-Executive Director

	Sources' work in sustainability, integrity, human rights, government, mining, supply chain management, procurement, conservation and biodiversity, and innovation for impact.
Duties (Statutory)	<ul style="list-style-type: none"> • To ensure the Company complies with its Articles of Association, Company Law and any other relevant legislation or regulations • To contribute actively to the Board's role in giving firm strategic direction to the organisation, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets • To support the Management team with risk and opportunity identification and management • To safeguard and promote the good name and values of the Company • To ensure the financial stability and future growth of the Company • To monitor the performance of and support the Management team
Duties (Other)	<p>In addition to the above statutory duties, each Director should use any specific skills, knowledge or experience they have, to help the Board of the Company reach sound decisions.</p> <p>This may involve:</p> <ul style="list-style-type: none"> • Scrutinising Board papers • Leading discussions • Focusing on key issues • Providing guidance on new initiatives • Leveraging their networks to promote the Company and its interests • Overseeing compliance • Other issues in which the Director has special expertise
Key Competencies	<ul style="list-style-type: none"> • Strategic Orientation - Makes a significant contribution to the creation of a compelling vision for the future and implementation of measurable strategies necessary for success. • Leading for Performance - Demonstrates clarity of purpose and direction inspiring and motivating professional staff and volunteers to exceed performance expectations in line with the Company's strategic and operational objectives. • Making things happen - Takes a dynamic results-based approach to the work of the Company concentrating on achieving outcomes that support strategy and operational objectives. • Communicates with Purpose - Purposely and persuasively communicates with others to achieve support, buy-in and enhance effective business relationships. • Decisive Judgements - Makes intelligent timely decisions and judgements that support the Company's strategic intent in relation to all stakeholders. • Customer Engagement - Clearly demonstrates the importance of customer engagement and service excellence to delivering positive outcomes in support of the business.



Director Code of Conduct

1. Purpose of this code

- To highlight what is expected of directors of Levin Sources Ltd. as a social venture.

2. Ethical Principles

- **Confidentiality**

Directors should respect the confidentiality of all personal information accessed in their role, and abide by the confidentiality agreement in their agreement.

- **Competence**

Directors should act with accuracy and rigour, and contribute professional skills only in areas of current competence.

- **Integrity**

Directors should act with honesty and integrity, adopting the highest standards of professional conduct, openness and fairness.

- **Safety**

Directors should be alert to the ways in which their conduct might affect others, and respect the rights, wellbeing and safety of other directors.

- **Responsibility**

Directors should act honourably, responsibly and lawfully, and uphold the reputation and standing of the Company

- **Leadership**

Directors should aspire to high standards of leadership, and actively promote public awareness and understanding of the impact and benefits of greater diversity of thought.

- **Veracity**

Directors should be objective and truthful in any statement made to other directors, whether at a Company event or one-to-one.

- **Conflict of Interest**

Directors should be alert to any potential conflict of interest and have a duty to communicate the conflict and act to seek an equitable resolution.

3. Expectations of directors

- All Directors are expected to actively engage in the activities of the Company and share their knowledge, expertise and contacts where appropriate.
- Directors need to ensure they know the policies that apply to them and provided in the Induction Pack
- All directors are expected to promote the aims of the Company and represent the Company positively using the language set out in the Company communication briefing notes.



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4. Practical requirements of Directors

- All Directors who sign up for an event or meeting should ensure they meet this commitment except in exceptional, unavoidable circumstances. Those who drop-out at short notice for several events may be asked to leave the board.
- When replies are needed in order to settle dates for meetings and events it is hoped that all Directors involved in the particular event reply within 48 hours if possible.
- All Directors are expected to have access to the internet and the technology needed to access both the Company's collaborative tools and communications platforms.

5. Responsibilities

It is the responsibility of the Directors to:

- Act within the constitution and the law. Be aware of the contents of the Company's governing document and the law as it applies to the Company.
- Act in the best interest of the Company as a whole. Consider what is best for the organisation and its beneficiaries and avoid bringing the Company into any disrepute.
- Manage conflicts of interest effectively. Register, declare and resolve conflicts of interest, and do not seek to gain materially or financially unless specifically authorised to do so.
- Respect confidentiality. Understand what confidentiality means in practice for the Company, its Board and the individuals involved with it.
- Have a sound and up-to-date knowledge of the Company and its environment. Understand how the Company works and the environment within which it operates.
- Balance the company's prerogatives to generate a profit *and* drive and report on meaningful social impact in line with its Articles of Association.
- Prepare fully for meetings and all work for the Company by reading papers, querying anything you don't understand and thinking through issues in good time before meetings.
- Actively engage in discussion, debate and voting in meetings. Contribute positively, listen carefully, challenge sensitively and address areas of conflict with openness, compassion, courage and sensitivity.
- Act jointly and accept a majority decision. Make decisions collectively and stand by them. Do not act individually unless specifically authorised to do so.
- Work considerately and respectfully with all. Respect diversity, different roles and boundaries, and avoid giving offence.

According to the Company Articles of Association, a Director will automatically cease to hold office if:

- they become disqualified from being a Director under The Companies Act 2006;
- they become incapable for medical reasons of carrying out his/her duties as a Director - but only if that has continued (or is expected to continue) for a period of more than six months;
- they give the organisation a notice of resignation, signed by him/her;
- they are absent (without good reason, in the opinion of the Board) from more than three consecutive meetings of the Board - but only if the Board resolves to remove them from office;
- they are removed from office by resolution of the Board passed at a Directors' meeting.