



Duties of APCI Directors

General duties

1. Observe all APCI procedures and protocols.
2. Attend Directors' Meetings (10 per year)¹.
3. Attend General Meetings (1 per year).
4. Attend Committee Meetings (where applicable).
5. Take Minutes of meetings (by rotation).
6. Undertake duties relating to their department or project work (as applicable) between meetings.
7. Receive occasional² escalation calls from **APCI Response**.
8. Comply with any requests for information from the banks, financial and/or regulatory authorities.

Legal duties

1. The Directors are responsible for ensuring that the company is run in accordance with the law and with the Articles of Association, and for keeping proper company records. This obligation lies with all directors individually. Directors are expected to exercise their judgement independently and not allow their powers to be controlled by others.
2. Directors have a general duty to act in good faith in the interests of the company and to disclose any potential conflict of interest which may arise. They must perform their role with reasonable care, skill and diligence.
3. Comply with Companies House reporting requirements.
4. Further details are contained in the leaflet 'Directors' Duties'.

¹ Under Article 30(g), a Director ceases to be a director as soon as he or she has been absent from all directors' meetings for a period of six consecutive months.

² **APCI Response** operates on a 24/7 basis.