



CSW Sport Executive Board Terms of Reference

1. Name

1.1 The Name shall be the “CSW Sport Board”

2. Purpose

2.1 The purpose of the CSW Sport Board is to provide leadership and develop policy on behalf of the CSW Sport and work with key agencies and other sub regional partners to develop sport and its infrastructure across Coventry, Solihull and Warwickshire. It champions and advocates sport, physical activity and active recreation, the work of the CSW Sport and its partners.

3. Role of the Board

3.1 **Strategic planning:** Working with CSW Sport Officers to develop sub regional plans that determine sub regional priorities within the context of the regional plan for sport in the West Midlands – ‘Sign up for Sport’

3.2 **Leading and partnering:** Development of strong and appropriate links with organisations within the public, private and voluntary sector, sub regional development agencies (eg Coventry, Solihull and Warwickshire Partnership) and other sub regional organisations with an interest in sport

3.3 **Management of financial resources:** Determining the allocation of funding awards received by CSW Sport based on local priorities. Opportunity to inform the assessment process for all Sport England Community

Investment Fund applications received from local projects. It will also strive to secure additional resources and investment in sport in the region from a variety of sources.

3.4 **Engage in policy formulation and consultation:** Develop future CSW Sport policy and contributing and responding on behalf of the CSW Sport Board to consultation processes on future national and regional policies.

3.5 **Induct new Board members:** Ensure the quality of governance in the region by effectively inducting new board members. It develops individuals who can contribute skills and experience and provide the best leadership for the sub region.

3.6 Carry out Board business efficiently: Keeping its own house in order by conducting productive meetings where key issues are dealt with in an efficient way. It engages in regular self assessment and development activities to strengthen its effectiveness.

3.7 Understanding and respect the relationship between board and staff: by recognising areas of staff responsibility and avoiding interference in operational matters that are the domain of staff

3.8 Management of Staff: CSW Sport Director to become responsible to the Chair of the CSW Sport Board. It is important note that the Board does not have any responsibilities regarding the employment or direct management of CSW Sport staff

Board Governance.

Executive Board members will sit on the Executive Board for an initial period of two years. *Board Members can hold a position for no more than two (2) consecutive periods of office.* Board members shall consist of the following members appointed through the specified process:

Position/Expertise	Appointment Process
1. Chairman (voting)	Advertised through open recruitment process
2. Vice – Chairman (voting)	From the Board representatives 3 to 13 below
	<i>Open recruitment from the following areas</i>
3. Skills Member (voting)	Health/Physical Activity/Active Recreation Sector
4. Skills Member (voting)	FE/ Training/Skills/Third Sector
5. Skills Member (voting)	Sports College/LEA/School Sport Partnership Sector
6. Skills Member (voting)	NGB
7. Skills Member (voting)	NGB
8. Skills/Geographic Member (voting)	Private Sector/ Economic Sector
9. Skills/Geographic Member (voting)	University Sector
10. Host Agency (voting)	Appropriate Chief Officer of Host Agency if not already represented
11 1-Local Authority (voting)	One nominate officer
12 1-Local Authority (voting)	One nominated officer
13 Skills/Geographic Member (voting)	Officer from a Sport, Leisure Trust or private operator
14. Ex-Officio (Non voting)	Sport England
15. Ex-Officio (Non voting)	Partnership Director

Recruitment to the Board

Recruitment to the Board will be an open process with positions being advertised publicly.

A panel made up from the existing Board, with one member being the Chair, will be appointed to undertake the appointment of new Board members. Panel members will recommend appointment of a nominee to the Board, in line with them being able to demonstrate the necessary skill set and experience against the Person Specification list.

Voting rights

Voting rights are given to those Board Members who are voting members. If a appointed Board Member is unable to attend a meeting, they may send a delegated officer on their behalf who will hold a proxy vote.

Board members will only be able to miss 2 Board meetings annually.

Co-optee

It is recognised that the agenda and opportunities for sport will continually change due to a number of external factors. The Board has the option of bring on a Co-optee on to the Board as a non voting member for a period of time, to advise the Board accordingly on specific areas that are not able to be supported by the existing Board's skills and knowledge. The Co-optee will be brought on for a specific period of time as deemed appropriate by the Board

4. Role of the Chair

4.1 The Chair has particular responsibility for providing effective leadership.

4.2 The Chair will be the leading advocate for CSW Sport and will encourage support and investment of member agencies.

4.3 The Chair will present the Business Plan and Annual Report to member agencies.

4.4 The Chair will manage the Executive Board, set the agenda in conjunction with the Partnership Director and chair meetings, lead and facilitate agreement, negotiate and influence agreed outcomes, make statements to member agencies, confirm decisions and communicate policy.

4.5 The Chair will inspire new Executive Board members and encourage them to use their influence and expertise for the advancement of CSW Sport.

4.6 The Chair will ensure the Partnership Director is supported and managed.

4.7 The Chair will be supported by the Vice Chair in undertaking the above roles.

5. Role of Board Members

Board members actively promote and improve sport every day using both their networks and expertise. Sound judgment is central to the board members role. The objectivity and fresh perspective acquired through their relative distance from day to day matters, combined with experience acquired elsewhere, is the basis for challenging the accepted thinking of the partnership and encouraging stronger performance. In addition to the collective responsibilities of the CSW Sport Board listed above:

5.1 **Developing Policy:** Board members should actively and constructively contribute to and challenge the development of strategy.

5.2 **Risk:** Board members should satisfy themselves that financial information is accurate and that systems of risk management are robust and defensible

5.3 Decision making: ensuring that, in reaching a decision, the board takes into account any relevant guidance that maybe issued by the regional sports board

5.4 Overseeing results: ensuing the delivery of planned results by monitoring performance against agreed strategic objectives and targets

5.5 Individual skills, knowledge and experience: Board members are drawn from a range of local agencies. They should use any specific skills, knowledge or experience they have to promote sport, improve the work of the CSW Sport Board and its partners, and help the board reach sound decisions.

5.6 Equity and Inclusion: ensuring that equity and inclusion underpins the work of the Partnership.

6. Responsibilities of Board members

6.1 Duties

Duty to comply with agreed policies and governance procedure.

6.2 Duty of care

Board members are expected to act reasonably and prudently in all matters relating to CSW Sport and in its long term interest.

6.3 Duty to protect the organisations resources

Board members have a duty to protect all the resources belonging to the CSW Sport, for instance by ensuring that there are adequate financial controls and risk assessments.

Board members also have a duty to protect the organisation's reputation and it's intellectual property such as branding and databases.

6.4 Duty to act in the best interests of the public

Your first duty as a board member is to the public, which means you must act in the best interests of the public as a whole. Inevitably, board members have a wide range of interests in private, public and professional life, and those interests might, on occasion, conflict. You have a general responsibility to avoid such conflicts of interest, especially where they involve financial transactions.

6.5 Duty to act collectively

Board members are responsible for the activities of the board and you must act together. No board member acting alone can bind his or her fellow board members, unless specifically authorised to do so.

6.6 Conduct

There will be an agreed code of conduct for board members ensures that the highest personal standards are observed at all times.

The board adopts the Nolan Committee's 'Seven Principles of Public Life', prepared by the Committee on Standards in Public Life in 1994. These principles should be followed in all aspects of board members involvement and activity:

Selflessness: Board members should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Integrity: Board members should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

Objectivity: In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, board members should make choices on merit.

Accountability: Board members are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate.

Openness: Board members should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty: Board members have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership: Board members should promote and support these principles by leadership and example.

6.6 Personal Liability

Although any legal proceedings initiated by a third party are likely to be brought against CSW Sport, in exceptional cases civil, or in certain cases, criminal, proceedings may be brought against a Chair or other individual board members. For example, a board member may be personally liable if he or she makes a fraudulent or negligent statement, which results in loss to a third party. Board members who misuse information gained by virtue of their position may be liable for breach of confidence under common law or may commit a criminal offence under insider dealing legislation. However, the Government has indicated that individual board members who have acted honestly, reasonably, in good faith and without negligence will not have to meet out of their own personal resources any personal civil liability, which is incurred in execution of purported execution of their board functions. CSW Sport hereby indemnifies its board members against legal proceedings brought against them personally in execution of their board duties, provided they have acted in accordance with this paragraph.

7. Operations

Time frames

7.1 The CSW Sport Board meetings will be held a minimum of four times per year. All meetings will be at a nominated venue. Meetings will be scheduled 12 months in advance.

7.2 A partnership forum to which all partner organisations will be invited will be held on an annual basis. Principally to present the annual report and financial accounts.

Quorum

7.3 The quorum for the Board is five members

Record of meetings

7.4 The Chair of the CSW Sport Board, in conjunction with Partnership Director, will be responsible for setting the agenda. The agenda and supporting papers will be circulated a minimum of one week prior to any meetings.

7.5 CSW Sport will be responsible for servicing meetings and recording minutes/actions for the meeting, which will be circulated a maximum of two weeks after the meeting, has taken place.

7.6 Minutes of the meeting and supporting papers will be made available on the CSW Sport website.