

Basketball England

(Company Number 01429756)

Elected/Independent Directors Roles and Responsibilities

Appointment to the Executive Board as an Elected/Independent Director of Basketball England carries with it considerable responsibility. The Board sets strategy and monitors its execution, working effectively with and supporting the management to achieve its goals safely with well managed finances and risks.

Specific Skills Required/Person Specification:

- Enthusiastic about supporting the goals of Basketball England
- Must have the time and capacity to attend all Board meetings and contribute fully to meetings and the decision-making process
- Must be willing to undertake assignments as part of a committee and complete appropriate reports to the Board.
- Committed to driving the sport forward in a positive direction and working with other people in sport
- Financially literate and with experience of business operations
- Able to act as an ambassador for the sport including through represent the Board and Basketball England at events, meetings with stakeholders and external partners
- Must have the ability to communicate effectively and be committed to equality and inclusivity
- Must treat others at all levels with respect and be able to demonstrate a fair and balanced approach
- Prepared to take corporate responsibility for decisions
- Experience of governance in practice including preferably other board membership.
- Experience of engagement with local/regional communities and participation

Legal and Governance responsibilities

Basketball England is a company limited by guarantee. Some of the key legal and other requirements of directors are set out below.

Director's Duties:

- **Acting in the best interests of the Company (s.172 of the Companies Act):** Each Director must act in accordance with the best interests of the company taking into account the effects on stakeholders including employees, contractors, communities and the environment.
- Directors must not place themselves in a position in which there is a conflict

- between their duties to the company and their personal interests. Each director is required to declare any interest that may cause a conflict in making a decision in the best interests of the company at every board meeting
- **Duty of Skill and Care:** Directors are required to exercise *"such care as an ordinary person might be expected to take on their own behalf."* The degree of skill expected is *"such a degree of skill as may reasonably be expected from a person with (the Director's) knowledge and experience."* The law accepts that Directors may make errors of judgement and they will not be liable for such errors provided that due care was exercised in the decision-making process.
 - **Duty to Prepare Accounts:** The Directors of every company must ensure that accounts are prepared in each 12-month accounting period, presented to the company (membership) in general meeting and delivered to the Registrar of Companies
 - **Code of Conduct:** Each Director must act in accordance with the Basketball England Code of Conduct.
 - **Articles of Association:** All Directors should familiarise themselves with their obligations as covered by the company's Articles of Association
 - **Disclosure and Barring Service:** All Directors are required to complete a DBS check at the time of appointment
 - **Safeguarding:** Each Director will receive appropriate safeguarding training.
 - **UK Sport and Sport England Governance Code:** Basketball England is committed to compliance with the sport governance Code and directors are expected to support that in their activities.

Basketball England is fully committed to equality in terms of opportunity and open access. This includes commitment to protecting and tackling discrimination and ensuring that no employee, applicant, volunteer or member receives less favourable treatment on the grounds of the protected characteristics of age, sex, race (including colour, nationality, ethnic or national origins), disability, religion or belief, sexual orientation, marriage and civil partnership, gender reassignment, pregnancy and maternity).

The Executive Board – Terms of Reference:

- Directors are fully accountable members of the Executive Board and are expected to adhere to the powers and duties of the Executive Board as set out in Articles 32 to 63 of the organisation's Memorandum and Articles of Association
- Each Director is a member of Basketball England (Article 8a) and four Directors are required for there to be a quorum for a Board meeting (Article 34)
- Board meetings are generally held every two to three months.

Primary Duties:

- To establish policies, procedures and strategies regarding the governing of Basketball England's operations
- To set the strategic direction and priorities for the organisation
- To identify and manage risks
- To employ, manage and work with the Chief Executive
- To monitor and evaluate organisational achievements
- Each Director should apply the level of skill and judgement that may reasonably be expected of a person with his or her knowledge and experience
- Directors with special skills and knowledge are expected to apply those skills and knowledge to matters that come before the Board

Personal Attributes and Skills:

Every Director should ideally also have the following abilities:

- To prepare for, attend and contribute to Board meetings by reading all Board meeting documents prior to meetings in order to contribute to the analysis and decision making and actively debating the issues
- To see the big picture and the implications and impact on issues in the broader sense
- To distinguish between the separate but complementary roles of governance and management
- To understand the position of the organisation in its markets and its relationship to key stakeholders
- To look beyond the short-term and ensure that the Board adopts a longer-term strategic approach to increasing basketball participation in England
- Possess significant knowledge of the fundamental elements of the game including participation, talent development, coaching, officiating and volunteering
- To remain objective and measured under pressure
- To participate actively and harmoniously, respecting and valuing the contributions of others and contributing to effective teamwork
- To promote equality of opportunity and have the ability to positively influence change within the basketball community.

Additional information:

- This role is non-remunerated
- All reasonable out-of-pocket expenses will be reimbursed in accordance with established criteria
- The term of office is three years
- Meetings are held across the country but can be arranged with consideration to the convenience of all Board members.

Purpose and Function:

Basketball England's purpose is to serve its members' interests and the Executive Board is directly accountable to its members. Directors have a responsibility to ensure that the culture of the organisation reflects this purpose.

A prime function of the Executive Board and its Directors is to provide leadership and governance for the sport of basketball in England. In doing so, the Directors should promote, by example, the values identified by the Committee on Standards in Public Life (the Nolan Committee) as follows:

- **Selflessness:** Holders of public office 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:** Holders of public office 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, holders of public office should make choices on merit
- **Accountability:** Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office
- **Openness:** Holders of public office 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:** Holders of public office 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:** Holders of public office should promote and support these principles by leadership and example.