

## Roles & Responsibilities – Company Officers & Chief Executive

### Chair of the Board

The Chair has a vital leadership, strategic and management function in British Orienteering. The appointment of the Chair will be by the Board for a term of one-year (and up to a maximum of three consecutive terms of three-years) in a voluntary capacity. The purpose of this document is to set out the key role, responsibilities and skills required.

The key to a successful Board, even with dedicated Board members and solid objectives, is the Chair. The smooth management and creative achievements of the Board are in direct relation to the Chair's ability to lead and direct the Board's functions and work closely with Directors and Chief Executive. To be effective the Board needs a Chair who will accept responsibility while encouraging others to offer thoughts and recommendations on the Board's activities.

#### Chair, Overall Responsibility

- Ensure the Board sets the vision and strategic plan for British Orienteering
- Ensure the Board oversees the implementation of the operational plan to deliver the vision and strategy

#### Chair, Specific Duties & Responsibilities

In regard to the Board:

- Provide leadership to the Board.
- Ensuring that the work of the Board is consistent with its agreed remit and that issues of interest to other committees (or to the wider organisation) are appropriately referred.
- *Plan Board meetings:* The Chair consults with the Chief Executive and other key members of the Board in planning the Board's agenda within the framework of the Board's responsibilities. The entire program of Board work responsibilities should be thoroughly reviewed so that individual Director assignments can be made effectively.
- Ensure Board members have the information they need to make informed decisions. This may include ensuring the Board receives professional advice when it is needed, either from senior staff or from external sources.
- Ensure that the members of the board receive accurate, timely and clear information, in particular about the organisation's performance, to enable the board to take sound decisions, monitor effectively and provide advice to promote the success of the organisation;
- *Conduct all Board meetings:* The Chair directs the Board's work; he/she maintains the Board's focus, stimulates thinking, encourages and channels discussions, ensure that all directors contribute, weighs the value of expressed ideas and suggestions, summarizes constructive suggestions and seeks out decisions by consensus where possible. Ensure that sufficient time is allowed for discussion of complex or contentious issues, where appropriate arranging for informal meetings beforehand to enable thorough preparation for the board discussion. It is particularly important that directors have sufficient time to consider critical issues and are not faced with unrealistic deadlines for decision-making;
- *Maintain records and information:* The chair ensures that accurate minutes are kept, actions recorded, necessary reports prepared and a record of Board work maintained. In addition, the chair remains constantly informed regarding the progress of individual director's assignments.
- *Delegating authority:* Ensure that the Board delegates sufficient authority to its committees, the Chair, the Chief Executive and others to enable the business of British Orienteering to be carried on effectively between meetings of the Board; and to ensure that the Board monitors those delegated powers.

- *Getting Action:* The chair must motivate directors toward active participation and involvement in Board activities. With overall objectives in mind, the chair must channel the interests and talents of individual directors into productive efforts and ensure the necessary follow-up action.
- Monitoring the implementation of agreements and action points from previous meetings.
- Consult with other directors and providing advice and support.
- Ensure all new directors receive a properly constructed induction programme that is comprehensive, formal and tailored, facilitated by the company secretary.
- Takes the lead in identifying and meeting the development needs of individual directors, with the company secretary having a key role in facilitating provision.
- Ensure all Directors maintain the appropriate standards of behaviour in accordance with the Code of Conduct approved by the Board
- *Act as the committee's lead representative or spokesperson:* explaining aims, plans and actions and, when necessary, safeguarding the good name of British Orienteering.
- Ensure effective communications with the Membership and ensure that the members of the board develop an understanding of the views of the Membership.
- Determine composition and structure of the Board is fit for purpose.
- Ensure that the Board makes proper and appropriate arrangements for its own appraisal and that of Directors, including the Chair's own appraisal, and for implementing a succession plan for Board membership. It is the responsibility of the Chair to address the development needs of the board as a whole with a view to enhancing its overall effectiveness as a team.
- Ensure the Board makes proper arrangements to appraise the performance of the Chief Executive, and to determine the remuneration of the Chief Executive and other senior staff
- Supporting, on completion of the term of office, the incoming Chair through the provision of advice and de-briefing.

In addition, the Chair will:

- Ensure the efficient conduct of the Board's business and of British Orienteering's General Meetings;
- Establish a constructive working relationship with, and provide support for, the Chief Executive and ensure the Board as a whole act in partnership with executive staff;
- Take decisions delegated to the Chair in a timely and conscientious manner;
- Ensure, when necessary, that the Chief Executive is replaced in a timely and orderly fashion.

An effective Chair:

- Upholds the highest standards of integrity and probity;
- Promotes effective relationships and open communication, both inside and outside the boardroom, between directors and staff;
- Builds an effective and complementary board, initiating change and planning succession in board appointments, subject to board approval;
- Promotes the highest standards of corporate governance and seeks compliance wherever possible;
- Ensures a clear structure for, and the effective running of, board and committees;
- Ensures effective implementation of board decisions;
- Establishes a close relationship of trust with the chief executive, providing support and advice while respecting executive responsibility;
- Provides coherent leadership of the organisation, including representing the organisation and understanding the views of the Membership;
- Ensuring the organisation pursues its objects as defined in the Articles of Association; and
- Safeguards the good name and values of the organisation.

## Vice-Chair

The Vice-Chair acts for the Chair when the Chair is not available and undertakes assignments at the request of the Chair.

### Vice-Chair, Overall Responsibility

- To deputise for the Chair as required
- To meet with the Chief Executive and Chair periodically to review the work of the Board and Committees, and be kept informed of all aspects of British Orienteering's work
- To take a leading role in representing British Orienteering to outside organisations and the general public

### Vice-Chair, Specific Duties & Responsibilities

In regard to the Board:

As with the Chair

## Treasurer

### Treasurer, Overall Responsibility

- To maintain an overview of the financial affairs of British Orienteering, ensuring it is viable and that proper financial records and procedures are maintained.
- To report on the financial affairs of British Orienteering to the members and in particular at the AGM.

### Treasurer, Specific Duties & Responsibilities

- Fulfilling the duties as a Director of British Orienteering;
- Acting as the members' representative to ensure that all financial policies and controls are adhered to, and that the assets of British Orienteering are properly managed and accounted for, this includes liaising with the Auditors as they finalise their annual report;
- Giving guidance on financial matters to British Orienteering's Accounts Manager and Chief Executive (except where these need the authority of the Board);
- To liaise with designated staff about financial matters;
- Ensuring that British Orienteering remains in a healthy financial position, with adequate cash flow to meet its commitments, this includes forecasting the organisation's reserves for a suitable number of years ahead and ensuring that appropriate actions are being taken where necessary;
- Advising the Board on the financial situation and making recommendations on future membership fees and levels of event levy and other areas of income generation and expenditure;
- Meet with the Chief Executive and Accounts Manager on a regular basis to go over invoices and cheques, to review the bank statements, and to monitor the preparation of quarterly statements for the Board.
- Contributing to the progress and development of British Orienteering by participating in all major decisions taken by the Board, in particular ensuring that the financial impacts (where relevant) of proposals are properly scoped and known to those taking decisions;
- To monitor the budget and inform the Board as to whether projections are turning out as predicted in order that joint decisions can be made on appropriate adjustments;
- To report to the general membership on finances, including presenting the accounts at the annual general meeting (AGM);
- To ensure tax regulations are complied with (e.g. VAT registration and reporting);
- To sign cheques (with a second signatory from the Board or staff);
- To report to the Board on the state of accounts and the financial performance of British orienteering;
- To work with the appointed auditors in the finalising of annual accounts;

- To support the Chief Executive in ensuring any recommendations of the auditors are implemented;
- To ensure financial compliance with company law;
- To ensure accounts meet the conditions of contractual agreements with external agencies such as funding and statutory bodies;
- Monitor all the financial resources of British Orienteering and advise on the use of those resources for maximum advantage;
- To advise on the organisation's reserves policy and investment policy;
- To ensure that there is no conflict between any investment held and the aims and objects of British Orienteering;
- To monitor the financial risks to British Orienteering and advise as appropriate on the mitigation of those risks.

**Limits to authority:**

The post holder may not, without the consent of the Board, enter into any agreement or contract with any other person, organisation or company. The post holder may not order any goods or services outside of a budget approved by the Board, without the express consent of the Chairman or Chief Executive.

The post holder may, with the prior approval of the Board, appoint volunteers to aid them in the fulfilment of the post.

**Reporting structure:**

The post holder is directly responsible to the Chairman for the specific areas of responsibility listed above, and collectively responsible, along with other Directors, to the membership for the overall management and administration of British Orienteering.

## Director

**Director, Overall responsibility**

- To uphold the values and objectives of British Orienteering
- To uphold our core policies
- To contribute to and share responsibility for the Board's decisions
- To prepare for and attend meetings, training sessions and other events
- To participate in reviews aligned to performance of the Board as a whole and of individual Directors
- To represent British Orienteering as appropriate, being a good ambassador for the sport and the organisation
- To declare any relevant interests
- To respect confidentiality of information
- To uphold British Orienteering's Code of Conduct for Directors.

## Chief Executive

The responsibilities of the Chief Executive include:

Providing British Orienteering with high quality professional management and ensuring the continued development of the sport of orienteering

- Ensuring the provision of high quality administrative support for British Orienteering's Officers, Board, steering groups, committees and working groups
- Representing British Orienteering in its dealings with Sports Councils and other external bodies, and at relevant conferences, meetings and seminars
- Preparing and presenting the four year strategic and annual operational plans, as well as annual reports
- Preparing and presenting all grant applications to Sports Councils and other funding bodies, managing and monitoring the expenditure of grant income, and ensuring compliance with all grant terms and conditions
- Leading the implementation of all aspects of the Equality & Inclusion Policies and Procedures including the Equality Action Plan
- Managing British Orienteering's finances and preparing annual budgets for consideration by the Treasurer and the Board
- Attending meetings of the Board
- Co-ordinating the provision of information and advice for British Orienteering's members, clubs and associations
- Ensuring the implementation of British Orienteering's marketing plan and its publicity, promotion, public relations, and membership strategies
- Acting as British Orienteering's Anti-Doping Officer
- Overseeing the implementation of the Child Protection Policies and Procedures to include the role of the Lead Officer for the Safeguarding of Children & Vulnerable Adults
- Liaising with the International Orienteering Federation
- Acting as Company Secretary for the British Orienteering Federation Ltd, and ensuring that the Federation adheres to its Articles of Association and complies with company law
- Ensuring the professional management of British Orienteering's National Office and employees, including the maintenance of proper employment procedures (discipline, grievance, health and safety, etc.), with due regard to all statutory obligations
- Providing line management for the members of the Senior Management Group
- Ensuring all HR policies are compliant with legislation and are updated as required
- Such other duties as from time to time may be required by the Chairman of British Orienteering