

# BF Board Director - Responsibilities

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Last Approved by Board: 21/09/2017

## 1. Purpose of Document

As a member of the BF Board, a Director is responsible for the effective governance of the organisation, setting the BF strategy and policies and supporting and monitoring delivery.

## 2. Responsibilities

- To understand and act upon the legal obligations and duties of the Board of Directors as the legal authority for British Fencing.
- To serve as a Director of the British Fencing Association Ltd (the Company) in the best interests of the Company, acting with honesty and good faith towards its staff, members, principal funding partners, sponsors and of the communities within which the Company operates.
- To help set the strategic direction for the sport and establish corporate and other objectives.
- To monitor delivery of strategic objectives.
- To deploy personal and professional skills together with such contacts, experience and judgment as s/he may possess with integrity and independence to optimise both the short-term and the long-term performance of the Company.
- To help the Board arrive at balanced and objective decisions in the performance of its agreed role and functions.
- To act as a representative of the company with external parties.

## 3. Directors' Obligations

- Act in the best interests of the organisation as a whole (rather than a particular group or constituency), and in a manner consistent with their legal duties
- Act at all times, with integrity, in a forthright and ethical manner and in accordance with BF's Conflict of Interest policy.
- Attend all Board meetings called during the year unless prevented by exceptional circumstances.
- Attend the Annual General Meeting.
- Act as a member of such Committees of the Board and of BF as the Board shall decide, attending all meetings unless prevented by exceptional circumstances.
- Attend any additional meeting as and when required.
- To ensure that all matters discussed are kept confidential, except where the Board specifically agrees otherwise.
- To adhere to the BF Board Directors Code of Conduct
- To display personal high standards of behaviour, governance and financial probity.
- To adhere to all British Fencing policies and procedures
- No director may participate in the discussion of, or vote in respect of, a matter in which they have a material conflict of interest.

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### 4. Person Specification

#### Key skills, experience and qualifications required

- Sound understanding of corporate governance and the duties of directors.

#### Key skills, experience and qualifications preferred

- Experience, knowledge and skills in one or more areas of Board governance, such as: strategy; finance; operations; risk management; marketing and communications; human resources; commercial and business development; sport development and performance.
- Experience and knowledge of any of the following fencing matters: grass roots fencing, club development, coaching, world class fencing.
- Qualifications in any of finance, accountancy, legal and marketing.

#### Behavioural competencies and qualities required

- Behaves at all times in a professional manner and displays the Nolan Principles: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- Ability to build and maintain strong, transparent relationships with key stakeholders.
- Ability to work positively within a team.
- Drive and commitment and the ability to demonstrate it to others.
- Strong interpersonal, communication and negotiation skills and the ability to develop effective, sustainable partnerships.
- Commitment to the sport and organisation.
- Strong intellect and analytical ability; innovative thinker and ability to focus on the Board's and BF's issues & responsibilities.
- Resilience and ability to make things happen.
- Willingness to devote the necessary time and effort.
- Willingness to be an ambassador for the organisation and the sport.
- Willingness to be available to staff for advice and enquiries on an ad hoc basis.

Please Note: Board Directors are expected to provide their own computer, email address and have a basic ability to work with standard MS Office Software and File Sharing mechanisms such as DropBox and Google Drive. British Fencing Head Office is not able to provide IT support and training to Board Directors, nor will hard copies of Board Papers be provided. All Board Papers will be distributed electronically, in standard MS Office file formats, meeting reasonable accessibility requirements.

### 5. Senior Independent Director

Senior Independent Director means an independent director who is appointed as such by the Board, and whose responsibilities include:

- providing a sounding board for the chair;
- serving as an intermediary for the other directors when necessary;
- acting as an alternative contact for stakeholders to share any concerns if the normal channels of the chair or the organisation's management fail to resolve the matter or in cases where such contact is inappropriate; and
- leading on the process to appraise the chair's performance.