

Sport England Main Board and Regional Sports Board Code of Practice

The Role of the Chair

The Chair is responsible for leadership of the board, ensuring its effectiveness on all aspects of the role and setting its agenda. The Chair is pivotal in creating the conditions for overall board and individual board member effectiveness, and ensures constructive relations between board members and staff.

These specific responsibilities are in addition to the Chair's responsibilities as a board member:

- i. **Setting the agenda:** The agenda should take full account of the issues and the concerns of all board members. Agendas should be forward looking and concentrate on strategy, rather than focusing on management issues.
- ii. **Ensuring that board members receive accurate, timely and clear information:** to enable the board to make sound decisions, monitor effectively and provide advice to promote the success of the region.
- iii. **Managing board meetings:** to ensure that sufficient time is allowed for discussion of issues, and where appropriate, arranging informal meetings beforehand to enable thorough preparation for the board discussion. It is particularly important that board members have sufficient time to consider critical issues and are not faced with unrealistic deadlines for decision making.
- iv. **Liaising with the Chief Executive/Regional Director**
- v. **Member Development:** taking the lead in inducting and developing individual board members, with a view to enhancing the board's overall effectiveness as a team.
- vi. **Member Engagement and Mobilisation:** Encouraging active engagement by all members of the board. Setting

tasks and work plans for members to assist in the achievement of the board's goals.

- vii. **Performance Assessment:** Providing an assessment of performance of individual board members on request, when they are being considered for reappointment or for appointment to the board of another public body.

Board Members

Duties

Duty to comply with the governing document

Board members must be familiar with and comply with the provisions of the Royal Charter.

Duty of care

Board members are expected to act reasonably and prudently in all matters relating to the organisation and in its long-term interest. For RSB Members in practice this means that you need to be aware of the issues affecting your region, though you are not expected to have expert knowledge.

If you state that you have expertise in a given area, you will be expected to act with a higher duty of care in the context of that expertise.

Duty to protect the organisations resources

Board members have a duty to protect all the resources belonging to the organisation or within their region, for instance by ensuring that there are adequate financial controls and that any buildings funded are well built and insured.

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

Duty to act in the best interests of the public and avoid conflicts of interest.

When you sit down at the board meeting table, all your outside interests have to be left outside, or if they can't, they must be properly managed. 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.

Board members should read and comply with Sport England's conflicts of interest policy, included as Appendix 3.

Duty to act collectively

Board members are jointly and severally 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.

Conduct

A 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.

Attendance

It is the Role of the Chair of the Board/Committee to identify appropriate behavioural standards at their meetings; The Chair may choose to deprive members of their membership of the Board/Committee in writing if any member has, without the permission of the Chair, been absent from meetings of the Board/Committee to the extent that it inhibits their ability to provide a valid contribution.

It is at the discretion of the Chair in conjunction with the CEO and the Director of Governance, Risk and Assurance as to whether the inappropriate conduct should be deemed serious enough for removal from the Board.

Personal Liability

Although any legal proceedings initiated by a third party are likely to be brought against Sport England, 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. Sport England 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.