

# GREATERSPORT

## Terms of Reference of the Board

### **Name**

GreaterSport Board of Trustees (called the 'Management Committee' in the Articles of Association of the Company).

### **Membership**

The Board shall be constituted according to the Articles of Association of the Company i.e. comprise of at least three persons and not more than twelve.

### **Role of the Board**

1. Make high quality decisions to allow GreaterSport to grow its value.
2. Be the ultimate decision-making body and accordingly exercise all the powers of the organisation.
3. Be responsible for setting the strategic direction of the organisation and to maintain the vision, purpose and values.
4. Provide leadership in developing, approving and monitoring the implementation of the Changing Lives Together Business Plan.
5. Ensure that the company operates to the highest standards of governance and risk management.
6. Complies with its governing document, charity law, company law and any other relevant legislation or regulations.
7. Agree strategic priorities for funding and investment and ensure that financial information is accurate and that controls, monitoring and reporting systems are robust and defensible.
8. To provide scrutiny and constructive challenge with regard to operational matters
9. (delivery plans, policies, performance).
10. Fully support child protection and safeguarding issues.

### **Role of Board member (statutory duties)**

1. To ensure that GreaterSport complies with its governing document (Articles of Association), charity law, company law and any other relevant legislation or regulations.
2. To ensure that GreaterSport pursues its charitable objectives as defined in its governing document.
3. To ensure GreaterSport uses its resources exclusively in pursuance of its objectives.

4. To actively contribute in giving firm strategic direction to GreaterSport, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets.
5. To safeguard the good name and values of GreaterSport.
6. To ensure the effective and efficient administration of GreaterSport.
7. To ensure the financial stability of GreaterSport.
8. To protect and manage the property of the Charity and to ensure the proper investment of the Charity's funds
9. To appoint the Chief Executive Officer (on recommendation of the Nomination/Remuneration Sub-Committee) and monitor their performance.

#### **Powers of the Board of Trustees**

- The Trustees shall manage the business of the Charity and may exercise all the powers of the Charity unless they are subject to any restrictions imposed by the Act or the Articles.
- Any meeting of Trustees at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Trustees.
- The Trustees may act regardless of any vacancy in their body but, if and so long as their number is less than three, the remaining Trustees may act for the purposes of increasing the number of Trustees or winding up the Charity, but for no other purpose.
- Decisions reserved to the Board are outlined in our Levels of Delegated Authority.

#### **Quorum**

The quorum necessary for the transaction of business shall be four Trustees.

#### **Frequency of meetings**

The group will hold quarterly half-day meetings, plus up to one additional day per year for Board review and development work.

#### **Chair**

The Chair will be determined in accordance with the Articles of Association.

#### **Company Secretary**

The Company Secretary or their nominee will act as the secretary of the committee and be responsible for organising meetings, taking minutes and circulating them

#### **Notice of meetings**

Notice of meetings shall be circulated by the Company Secretary. An Agenda and minutes of the previous meeting shall be sent to all members of the committee a week before the meeting.