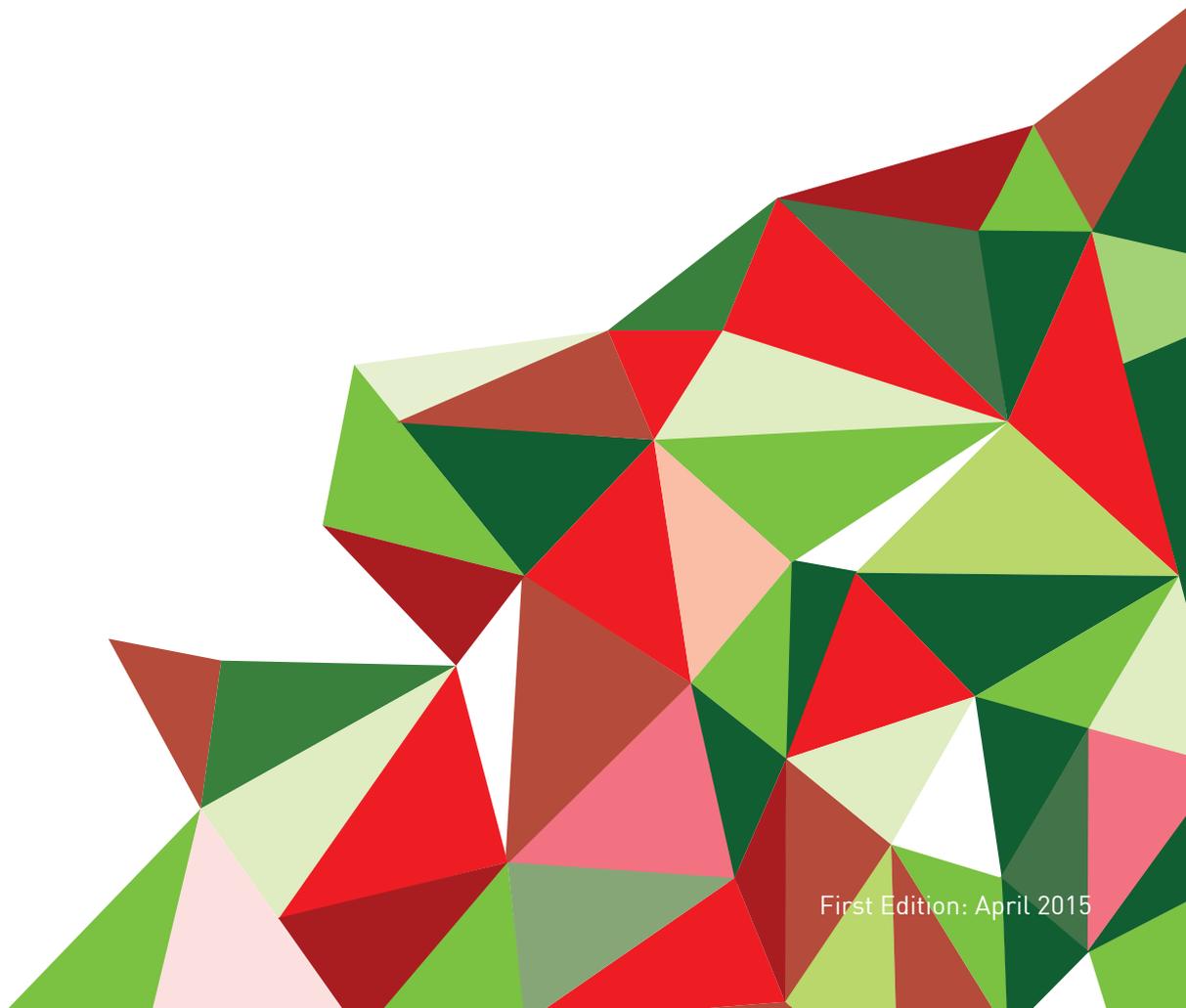


# GOVERNANCE AND LEADERSHIP FRAMEWORK FOR WALES

Developed for the Sector, by the Sector

First Edition: April 2015



The Framework is designed for the sport and recreation sector in Wales

## FOREWORD



**Neil Ward**  
CEO  
Welsh Football Trust

The sport and recreation sector in Wales (referred to in this document as the “Sector”) has wanted for some time to achieve a significant cultural shift in governance and leadership and following extensive consultation has now developed a Framework that is “for the Sector, by the Sector”.

The Sport and Recreation Alliance’s (Alliance) Voluntary Code of Good Governance was identified as an excellent template to work from and one that best represented the diverse nature of the Sector in Wales.



**Helen Phillips**  
Chair  
Welsh Gymnastics

Pleasingly, the Alliance agreed to work with us to develop a Governance and Leadership Framework (“Framework” as we are calling it for short) which is jointly branded and modified to reflect the expectations, focus and behaviours that were identified as part of the consultation process.

Over 50 organisations were consulted and agreement was reached that the Framework would be adopted and owned by the Sector. Feedback gathered from the consultation events was collated and standards or “Minimum Expectations” were developed and set as priority areas that organisations could include within their governance and leadership improvement plans.

The consultation process also highlighted a need to improve organisational culture and leadership which led to the Framework including positive behavioural indicators for Board Members. Due to the diverse nature of the Sector and to ensure discrimination could be avoided, the Framework has also been subject to an Equality Impact Assessment.

We hope you find this document to be a beneficial tool for improving the effectiveness of governance and leadership within your organisation. We would encourage you to be proactive and ambitious in this important area of responsibility and to provide mutual support to each other so that the scale of improvement the Sector is aiming for can be achieved.

# SPORT WALES SUPPORTING STATEMENT

This Framework will embed the good work that we have already undertaken in Wales



**Sarah Powell**  
CEO  
Sport Wales

Setting high aspirations for how the sport sector is governed and led is central to our shared ambition of getting every child hooked on sport for life and developing Wales into a nation of champions.

The production of this Framework developed for and by the sport sector in Wales, is a critical first step in driving forward improved governance and leadership.

We acknowledge how difficult changing the culture of organisations can be and therefore the step by step process that the Framework establishes will be invaluable to ensuring that every organisation can modernise. We would like to take this opportunity to congratulate the sport sector and thank the Sport and Recreation Alliance for their support in the development of this ground breaking document.



**Laura McAllister**  
Chair  
Sport Wales

This Framework will embed the good work that we have already undertaken in Wales, but the real work lies in our collective commitment to making this document a reality in all our organisations. We have confidence that the will is there and now we have the tools.

We look forward to seeing the progress made in this important area through to 2019 and beyond.

# WHAT IS GOVERNANCE AND LEADERSHIP?

Good governance is a key foundation for the success of any organisation in any sector, whether commercial, not-for-profit or sport.

Governance is not the management of day-to-day operations – it is the framework of strategy, risk management, controls and processes. It also relates to the organisation's leadership in terms of culture, values and integrity.

In a well-governed organisation, these elements underpin everything the organisation does and how it does it.

Leadership is also caring more about the cause and the people in your organisation than about your own personal gain and success. Put simply, effective leadership is:

- Someone who inspires
- Someone who has clarity leading to a goal, supported by strategic insight
- Providing challenge and support
- Getting the best out of people (staff/volunteers)
- Excellent communication
- Striving to improve
- Setting an example
- Trust.

Everyone has a view of what good leadership is, but there isn't a one-size-fits-all definition. It can mean guiding others to complete a task, or motivating members of the team but while the definitions may vary, the general sentiments remain the same: leaders are people who know how to achieve goals and who inspire people along the way.

Good leadership is being bold enough to have vision and humble enough to recognise achieving it will take the efforts of many people — people are most fulfilled when they share their experience and knowledge. Leaders create that culture, serve that greater good and let others soar.

The importance of governance and leadership in the Framework is how they interlink with one another. They can be defined as hard and soft governance respectively. One emphasises the systems, policies, procedures and regulations. The other focuses on behaviours, values, ethics and morals. It is imperative that a balance is achieved to develop high performing organisations.

## TERMINOLOGY

### A BOARD BY ANY OTHER NAME

The Framework for Wales refers to boards, which in the context of this document can represent a management committee, council, executive committee, non-executives, directors or trustees.

The term board relates to the strategic decision-making function at the top of an organisation and the principles set out here will apply whichever name is adopted. Your governing document will dictate the name given to your board.

### INDEPENDENT BOARD MEMBERS

The role of an independent board member is to provide objective input to the board's decision-making process without the potential for a vested interest in the decision outcomes.

Their broad aims are to ensure that the board's decisions take full consideration of the environment in which it operates and that decisions are made in the best interests of the activity or organisation.

To be truly independent, candidates for board positions must be free from any other close connection with the organisation and must, from the perspective of an objective outsider, be seen to be independent.

Individuals who are both independent and bring essential skills to the board are often found from industry or other sectors completely unrelated to the activity or organisation.

However, it is recognised that in reality independence can be very difficult to achieve for all board members and that participating in the activity does not in itself prevent an individual from being independent.

Any number of individuals could perform such a role, from a former participant or an athlete from a different sport to an individual with no prior knowledge of the sport but with suitable experience to add to the skills-mix of the board.

### THE SPORT... THE RECREATION... THE ACTIVITY... THE AREA... THE REGION...

The Framework attempts to acknowledge that not every organisation working in our Sector represents one particular sport or recreation. The Framework is intended to be flexible for all organisations to adapt and use appropriately.

A national governing body (NGB) may represent one sport, movement or dance activity; a county association may represent an area; a regional consortium may represent a region; a membership body may represent a number of organisations; a campaigning organisation may work across a range of issues – and many other types of organisations exist in our Sector.

The Framework tries to use language which is relevant to all different types of organisations. Where terminology does not fit exactly with your organisation we hope that you will be able to take the meaning and adapt the wording appropriately.

# WHY IS GOOD GOVERNANCE IMPORTANT FOR YOU?

In the same way that good governance and leadership is a key foundation for a commercial organisation's success, so it is for sport and recreation organisations that provide the pathway of sports opportunities at recreational, participation and elite sport levels.

In smaller organisations, governance and leadership might not be an immediately recognisable part of what the organisation does but all organisations will have a culture, a strategy and processes, whether they're explicit or implicit.

This Framework sets out good governance and leadership for our Sector. It is flexible, allowing adaptation for organisations which may be smaller or larger; professional or entirely voluntary; national, regional or local.

If adopted and put into practice, its principles should ensure that organisations are sustainable, successful and recognised as well run by athletes, participants, members, the media, sponsors and funding organisations.

Sport and recreation governing bodies and membership organisations must ensure that they are fit for purpose, provide value for money and are well-organised and structured bodies.

Whether being publicly funded, either by receiving money from Sport Wales or UK Sport or by being reliant on membership fees, your organisation must ensure it has a high level of accountability and that it uses the resources at its disposal effectively.

Sport Wales and The Alliance, offer support, guidance and training to sport and recreation organisations.

Further details are available on the respective websites, details of which can be found in the Useful Contacts section of this publication.

Sport and recreation organisations need to ensure that stakeholders are engaged, that their organisations are run ethically and with integrity and that they are focussed on a strategy which leads to sustainable development of the sport or recreation activity.

This focus can help the organisation to grow its influence, minimise risks, increase participation and achieve elite success.

The ability to attract new participants and retain existing ones is important, in a world where there is so much choice amongst users and consumers.

Participants are attracted to organisations which show professionalism and in a world of ever-increasing expectations and standards, organisations are scrutinised by the very people for whom they exist.

In an environment where funding is provided by public bodies and sponsors, there will be a strong interest in good governance and leadership which includes robust controls, sound risk management and ethical leadership.

Funding stakeholders are not alone, though, in having an interest in the governance and leadership of an organisation:



Participants are attracted to organisations that show professionalism.



- Athletes, participants and members will not be content with or attracted to poorly run and governed organisations. Similarly, commercial parties or potential charitable donors are more likely to be attracted to organisations that are well run.
- Strategic investors and other stakeholders will have very specific requirements relating to governance and compliance which will be triggers for continuing support.
- Sport and recreation organisations compete with a range of other bodies for media coverage, funds and participants. Well run and governed organisations with clear strategic aims and an inclusive approach are far more likely to thrive in this competitive world.

# WHY ADOPT THE FRAMEWORK?

A recent report published by Birkbeck Sport Business Centre (University of London) has researched the views of organisations which have adopted the Alliance's Voluntary Code of Good Governance 2011 ("the Code").

The survey results, published in November 2014, showed that the Code provided direction, practical guidance and good practice.

All of these have helped sport and recreation bodies not only strengthen their governance structures but also enabled significant and positive organisational growth.

## Key findings from the report include:

- 90% of respondents reported that their organisations are working towards some or all of the principles
- 77% stated that the implementation of aspects of the Code has had a positive impact on their organisations
- 95% stated that the Code has been either effective or very effective in assisting good governance.

Most respondents said they had signed up to the Code to improve governance in general, to adopt best practice, to demonstrate commitment to good governance and/or to use the Code as a framework for positive change within the organisation.

The Framework will not only drive the changes above, but bring these changes to life and, with the inclusion of effective behaviours, will drive excellent leadership within organisations.

“

We are utilising the Code as a framework for progression, it has allowed us to commit time and resources into governance where we may otherwise have struggled. The Code is written so that anybody can understand what the aims are, and is an easy document for Boards to refer back to.

”

Pilot Sport - Welsh Rowing

# WHY IS SPORTS GOVERNANCE DIFFERENT?

The Framework adapts the general principles of good governance and leadership to the sport and recreation sector, recognising that our Sector is different.

We have specific issues to address, such as anti-doping, betting and gambling, safeguarding children and adults at risk.

We also operate in a Sector which is perhaps unique in cutting across socio-economic boundaries, geographies, cultures and demographics and therefore has a greater focus on inclusion and diversity.

Ethics are at the core of sport: organisations may be responsible for setting the rules for participation and competition or for the training and conduct of instructors and coaches.

We cannot be effective in sport without integrity and strong ethical leadership.

Sport and recreation are unique when it comes to 'the product'. Participants and in some cases, athletes, are the product and so they have a pivotal role and need to be involved in decision making.

At the heart of sports governance and leadership is the promotion and protection of participants' rights and their development pathway, whether this is the intrinsic reward of personal achievement or more public success in major events.

# GOVERNANCE, LEADERSHIP AND VOLUNTEERING

Volunteers are critical to sporting organisations, whether large or small and even where there are paid staff. Engaging them in the work of the organisation can be very fruitful but even for volunteers there should be clear expectations.

Clarity of roles, particularly where they may have dual roles (participating in strategic decision making and undertaking a day-to-day operational role) will help your organisation maximise the contribution volunteers make whilst blending this with the work of paid staff.

Stars and sporting heroes may have a role to play as ambassadors – their involvement should be encouraged and appropriate ways of engaging their support and input should be sought.

Icons can inspire others to engage in and enjoy sport or activity and including them as ambassadors means their knowledge is retained. However, this does not necessarily mean they must have a position on the board unless they also have the requisite skills.

# HOW TO USE THE FRAMEWORK

## FLEXIBILITY

This Framework is designed to be flexible and simple. It is not a prescriptive approach to governance and leadership.

It provides the principles of good governance, effective behaviours, practical recommendations and minimum expectations as recognised by our Sector, and that your organisation may wish to consider.

Each organisation is different and what may be appropriate for one may not work in another but think carefully about why you believe your organisation is different and whether a different governance and leadership approach really is required for you.

## SIZE OF ORGANISATION

Our Sector is diverse and includes organisations of all sizes, types and functions.

Size will influence the structures and mechanisms needed to embrace the principles of good governance, but principles of good governance and their related behaviours are relevant to all.

This is not a 'one size fits all' approach to governance. It is not the role of the Framework to dictate what is appropriate for each organisation.

The principles of good governance are intended to be applied in a pragmatic way, which takes into account the size, complexity and level of maturity of an organisation.

This governance approach allows the framework to evolve over time. Your board regularly should set and review expectations in relation to embedding the principles of good governance and related behaviours within the organisation.

### THINKING POINT

Your organisation may wish to adopt an approach where your board annually reviews your progress in embedding the principles of good governance and leadership into your culture.

Some organisations have established governance and leadership working groups which are tasked with implementing governance improvements. Whilst this approach is helpful in managing the process in a structured fashion, it may not work for everyone. The process should match the size, function and complexity of your organisation.

## SIGNING UP TO THE FRAMEWORK

By signing up to the Framework your organisation is making a long-term commitment to aspire to good governance and leadership and to integrate the principles and behaviours across your organisation.

The principles and behaviours offer a guide and a stimulus for you to improve and maintain the governance and leadership of your organisation.

How you use them and what they mean for your organisation is for you to develop. We hope that you, your members and your stakeholders will use the Framework as a guide against which to benchmark yourselves.

You can sign-up to the Framework by visiting the Boardroom section of the Alliance Website [www.sportandrecreation.org.uk](http://www.sportandrecreation.org.uk) or calling 020 7976 3900



This Framework is designed to be flexible and simple.



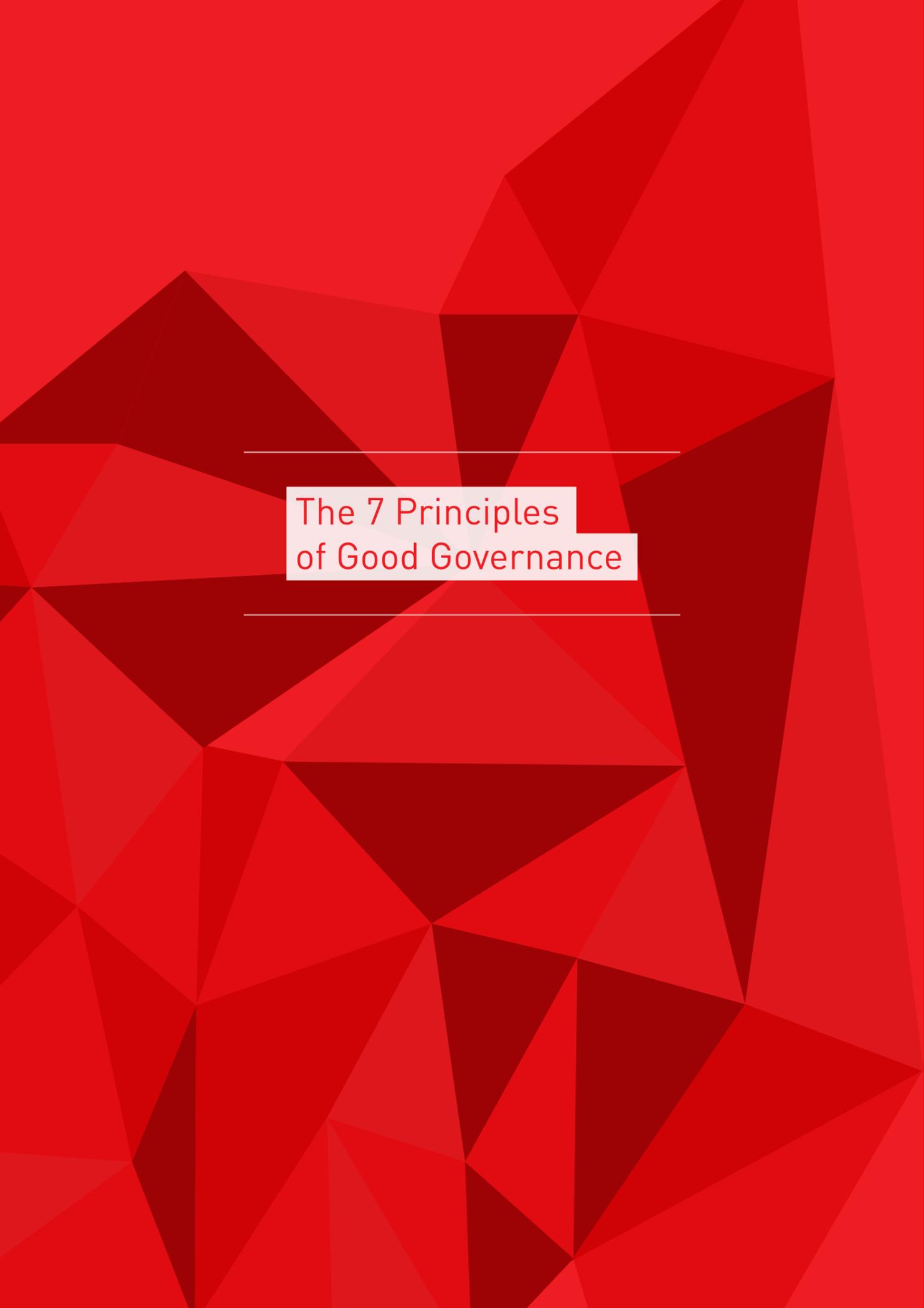
## FUTURE SUPPORT AND DEVELOPMENT

As your organisation examines the Framework there will be areas that you highlight for improvement and development.

Sport Wales and the Alliance have developed a support programme including guidance, toolkits and workshops to help you embed the principles and behaviours.

Toolkits and examples of best practice are available online so that all organisations can benefit and be inspired by examples of success across our Sector.

For more information on the support available please contact [governance@sportandrecreation.org.uk](mailto:governance@sportandrecreation.org.uk)



## The 7 Principles of Good Governance

# INTRODUCTION TO PRINCIPLES, MINIMUM EXPECTATIONS, SUCCESS INDICATORS AND BEHAVIOURS

The following section lists the 7 Principles of Good Governance as contained in the Code. Each is followed by a table listing the “Minimum Expectations” by which organisations can demonstrate how they are putting each Principle into practice, these being the areas identified by the Sector as being of priority.

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It is expected that sport and recreation organisations in Wales will set ambitious targets to meet the “Minimum Expectations” by 2019. Organisations are also encouraged to make progress against the “Other” considerations” which again are useful indicators of how each principle might operate in practice.

The next section provides a table containing “Success Indicators” that will aid organisations to measure improvement or identify what success will look like.

The final table shows the types of behaviours that are both effective and ineffective when demonstrated by board members working within the Sector. You will note that this section has been personalised to assist individual board members to assess themselves against expected behaviours

The section has been written as a series of `Do's and Don'ts and, as many are applicable against more than one Principle, they may appear in more than one section.



# FIRST PRINCIPLE

Integrity: Acting as guardians of the sport, recreation, activity or area

The board must uphold the highest standards of integrity not only in what it does but in the wider environment of its sport, recreation, activity or area.

## MINIMUM EXPECTATIONS

- Maintaining high sporting ethical standards.
- Taking the athletes', participants' and members' views into consideration.
- Ensuring each board member has adequate time to dedicate to their role and does not take on too many roles or duties to be effective.
- Ensuring illegal activities do not impact on the sport (eg corrupt betting).
- Ensuring the organisation is equipped to manage the safeguarding of children and vulnerable adults.
- Being aware of risks to the sport, recreation, activity or area and monitoring and mitigating them.

## OTHER CONSIDERATIONS

- Setting and protecting the vision, mission, values and reputation of the sport, recreation, activity, area and organisation.
- Protecting and promoting the moral and physical wellbeing of participants.
- Actively promoting and monitoring equality and diversity.
- Supporting education and training on anti-doping and other integrity issues if appropriate.
- Determining what fairness of competition means within the sport or activity and upholding it.
- Developing rules and regulations in cooperation with participants and, where appropriate, international federations.
- Maintaining standards to foster the appropriate development of the sport.
- Promoting and communicating the interest of the sport, recreation, activity or area to a wider audience to raise its profile.

## SUCCESS INDICATORS

Values are defined and reviewed in line with the vision & strategy.

Code of conduct is agreed and implemented.

Annual self-review is part of the board evaluation process.

There is evidence of consultation and engagement across the sport.

Organisations can evidence progress against the equality and safeguarding standards.

Individual board roles within the organisation have been defined and are regularly reviewed.

Risk management is an integral part of the board agenda.

Practices and standards are in place to meet legal obligations.

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## EFFECTIVE BEHAVIOURS

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I take a firm position to protect the principles of good governance agreed in our organisation.

I declare any conflicts of interest – and behave in a visibly impartial manner on issues relating to my own personal/professional matters.

I demonstrate the organisation's values in what I say and how I act.

I raise awareness of and champion equality and diversity at every opportunity.

I always use appropriate and respectful language and behaviour.

I maintain a balanced positive disposition in the face of challenges.

I publically support group decisions by the board, even if my personal opinion is different.

I champion these decisions in a credible way with all stakeholders.

I ensure that I am up-to-date with the organisation's risk register and am proactive in anticipating any potential threats to the organisation.

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## INEFFECTIVE BEHAVIOURS (I DO NOT)

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Become inflexibly caught up in promoting my own views.

Gossip or act with bias or prejudice towards others.

Use offensive or discriminatory language or behaviour.

Keep quiet if I have concerns about the organisation.

Fail to deliver on my commitments as a board member.

Publically disagree with decisions that the board takes as a group, even if I have a different personal view.

### THINKING POINT

It is vital that your board members are able to effectively contribute and are not limited by the number of roles or activities with which they are engaged.

It may be helpful to appoint board members who sit on other committees or boards because of the experience or knowledge they will bring. However, this must be balanced with the need for them to have sufficient time to dedicate to playing their role and to understanding the context in which they are operating. You should bear this in mind when appointing board members.

You should also aim to maintain the autonomy and specificity of your sport, in particular the activities under your jurisdiction. If you're a recognised governing body or membership organisation, expectations will be high in respect of the rules, access to membership or services and ethical practices.



# SECOND PRINCIPLE

## Defining and evaluating the role of your board

The board needs to understand and evaluate the role it plays and the way it contributes to the organisation.

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### MINIMUM EXPECTATIONS

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- Creating clear roles and divisions of responsibility and having role descriptions for key roles on the board.
- Recruiting, appointing, monitoring and supporting the CEO.
- Ensuring board members understand their personal legal responsibilities (if your organisation is constituted as a company or charity, your directors or trustees should be aware of company or charity law requirements).
- Running effective induction programmes for board members

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### OTHER CONSIDERATIONS

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- Being familiar with the governing document (eg articles of association, trust deed etc) and abiding by the boundaries it sets.
- Reviewing and updating the governing document.
- Ensuring the structure of the organisation is appropriate.
- Having overall clarity on the role of the board and the various functions it will fulfil.
- Helping to appoint senior staff members and board members (elected, selected and independent – as the governing document allows and dictates).
- Taking responsibility for the welfare of staff including volunteers.
- Having appropriate information on all aspects of their organisation.
- Putting in place codes of conduct and terms of engagement for the board.

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## OTHER CONSIDERATIONS

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- Establishing the division of responsibilities between the chair and chief executive in writing and agreed by the board.
- Providing all board members with on-going training and development to ensure they are adequately informed and effective in their roles.
- Collectively reviewing and running a board evaluation once a year.
- Ensuring each member of the board carries out a self-assessment and has an annual informal one-to-one meeting with the chair.
- Ensuring the chair receives an annual formal review from a designated member or members (two maximum) of the board.

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## SUCCESS INDICATORS

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**Risk is reduced through highly effective recruitment.**

**Governance structure is reflective of company needs and future change/direction.**

**Clear skills matrix, role clarity and role matrix are developed.**

**Comprehensive induction programme is signed by each board member on completion.**

**The performance of all board members is reviewed annually.**

**A standardised induction process is produced and implemented.**

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## EFFECTIVE BEHAVIOURS

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I have a clear role description, and demonstrate my understanding of it and my statutory & legal duties as a director.

I ensure I participate in a comprehensive induction process to learn about the organisation, its staff and stakeholders and my role as a director.

I meet or speak with key board and executive members to enhance my understanding of the organisation and my contribution.

I show interest in the backgrounds & skills of my board colleagues, and consider how we can each contribute effectively.

I actively seek feedback on my own board performance; and ensure we learn and improve as a collective board.

I ensure we seek external advice as appropriate.

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## INEFFECTIVE BEHAVIOURS (I DO NOT)

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Fail to deliver on my commitments as a board member.

Resist change or new ways of doing things.

### THINKING POINT

The idea of each board member having a review may seem unnecessarily formal, particularly if he or she is a volunteer.

However, it is important for each individual to have the opportunity to discuss what they want to contribute and how they feel they have been delivering against their own expectations.

Your organisation may want to take an informal approach and ensure your chair speaks with each board member at a suitable time.

Alternatively it may be more appropriate for a structure to be put in place where a meeting is scheduled for the purpose of review and reflection.



# THIRD PRINCIPLE

## Setting vision, mission and purpose

The board should set the strategy and vision of the organisation and ensure that it is followed without becoming involved in the operational delivery.

### MINIMUM EXPECTATIONS

- Identifying the values of the organisation that will underpin the strategy.
- Creating a strategic plan in consultation with participants, athletes, staff and members which sets a vision of what the sport, recreation, activity or organisation aims to achieve.
- Creating appropriate committees which will be given delegated authority, such as for reviewing budgets and operational plans.
- Delegating operational issues to individuals with a remit to deliver the operational function (eg CEO, finance director/officer).
- Ensuring there are sufficient resources available to deliver the strategic plan and a comprehensive risk register is in place to identify and mitigate any risks to achieving the goals.
- Staying participant, athlete-and member-focused in order to adapt to changing needs.

### OTHER CONSIDERATIONS

- Putting the participant at the core of the mission of the organisation.
- Ensuring the values include inclusivity and diversity.
- Conducting a strategic review.
- Setting challenging yet realistic goals that drive and support the vision, mission and purpose.
- Giving consideration to the needs of strategic partners and stakeholders who share the vision such as sports councils, local authorities, private and third sector organisations.

### SUCCESS INDICATORS

Strategy and policy with clearly defined roles are established.

Values have been agreed and reviewed and drive the organisation.

Visions, mission and strategy unites staff and stakeholders and is used to drive everyday delivery.

Evidence of planning, reviewing and monitoring of progress and action taken to address challenges.

Evidence of clear decision and delegation powers.

Annual organisational review as part of continuous improvement and delivery.

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## EFFECTIVE BEHAVIOURS

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I think about emerging trends, future legislation & policy, and sporting developments in order to contribute ideas to strategic discussions.

I seek to understand and actively listen to the needs and perspectives of stakeholder groups in an open and transparent way.

I actively encourage and participate in long-term strategy planning and ensure this includes discussion and agreement on succession planning for directors and senior executives.

I ensure we look at issues and opportunities from a number of angles and debate alternative strategies.

I demonstrate ambition for our organisation now and for the future.

I explore commercial and expansion opportunities for the organisation.

I identify new and innovative partnerships.

I ensure our Key Performance Indicators are measurable and will lead to sustainable success.

I contribute to robust decision making that concludes with clear actions and ownership.

I ask probing questions of the CEO/executive to check and challenge our progress against our vision and strategy.

I encourage the empowerment of the CEO/ staff to deliver the agreed plans; and encourage celebration of achievements.

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## INEFFECTIVE BEHAVIOURS (I DO NOT)

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Get bogged down in discussing operational detail.

Get defensive when my views are not shared by others.

Try to reopen agreed decisions.

Resist change or new ways of doing things.



# FOURTH PRINCIPLE

## Objectivity: Balanced, inclusive and skilled board

The board should be made up of individuals with the right balance of skills, knowledge and experience to meet the needs of the organisation. This includes independent expertise and for representation of the diversity of the sport and the communities they serve.

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### MINIMUM EXPECTATIONS

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- Putting in place appropriate recruitment practices for new board members.
- Ensuring board succession planning is proactively undertaken.
- Ensuring board composition adequately reflects the community served by the organisation and the diversity of society.
- Having a board that comprises between 8-12 people for effective decision-making.
- Having at least 25% independent non-executive board members bringing knowledge and experience from outside the sport or activity.
- Ensuring that board members are chosen on the basis of their competence, ability, quality, leadership, integrity and experience.
- Ensuring that challenge and discussion are encouraged in a controlled meeting and conflict is resolved appropriately.

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### OTHER CONSIDERATIONS

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- Ensuring a balanced and inclusive interview panel and nominations panel for board appointments.
- Ideally having an independent chairman to bring an objective perspective.
- Using external experts in specific fields when necessary.
- Setting terms of office for board members that are limited in duration to ensure the board is refreshed regularly and a balance of continuity and fresh perspective is maintained.
- Ensuring the voice of the participant is heard or represented to the board (this can be achieved through participant representation, by portfolio responsibility or through committee structures).
- Ensuring diversity is championed on the board (this can be achieved through portfolio responsibility, target setting or mentoring programmes).



## OTHER CONSIDERATIONS

- Ensuring the board has appropriate representation from officers but that their perspective does not disproportionately influence decisions.
- Ensuring all voices are heard in decision-making processes.



Organisations should move towards appointing a skills-based board with appropriate role descriptions for each member.

Larger organisations in particular may benefit from this approach.



## SUCCESS INDICATORS

**The board takes a holistic view and makes effective decisions.**

**Technical committees have clear lines of responsibility.**

**Recruitment of board members is in an open and transparent way.**

**Clear role descriptors are developed for all board members.**

**Board has completed a skills matrix and identified individual and collective training needs.**

**Maximum and rolling terms (2 x 3 or 2 x 4) are agreed for board members. Organisation to be clear about future needs and where future board members may come from.**

**A strong board that provides good leadership and makes tough decisions.**

**Members' satisfaction survey results are improved.**

**Good board members move onto other sports and/or remain within Sport.**

**Good discussion and debate at board meetings - decisions are taken and discussion is not reopened.**

## EFFECTIVE BEHAVIOURS

I make time to build effective relationships with all my board colleagues.

I show interest in the backgrounds & skills of my board colleagues, and consider how we can each contribute effectively.

I consider the composition of the board when discussing committee membership or appointing new board members.

I behave in a professional way that promotes trust and openness between the board and executive.

I ensure effective two-way communication between the board and CEO/staff.

I listen actively and sensitively to encourage and understand the contributions and views of my board colleagues, CEO/staff, and all stakeholders.

I ask questions to understand data and others' perspectives; and to get to the heart of issues and opportunities.

## INEFFECTIVE BEHAVIOURS (I DO NOT)

Dominate board meetings with my views.

Dismiss the views of others.

Allow disagreements or conflicts with others to go unresolved.

### THINKING POINT

Having a wide range of perspectives represented on the board is critical not only to achieve good governance but also to enhance the quality of debate and ultimately to improve decision-making.

Board members are appointed to serve the sport or activity as a whole, not their own region, function, background or group. Organisations should move towards appointing a skills-based board with appropriate role descriptions for each member.

It is recommended that organisations appoint an independent chairman to provide crucial objective challenge, leadership and to ensure sound decision-making. Larger organisations in particular may benefit from this approach. It is acknowledged that smaller, developing organisations may want to appoint a chairman with knowledge of the sport, recreation or activity as this may enable them to grow.

The questions to be asked are: is the role of chairman documented and understood? Can the objective challenge be performed effectively by the chosen individual?

You need people on your board who are able to make decisions in the best interests of the organisation, setting aside their personal position or any potential conflicts or loyalty.

# 5

## FIFTH PRINCIPLE

### Standards, systems and controls

The board needs to be conscious of the standards it should operate to, and of its role in exercising appropriate and effective control of the organisation.

#### MINIMUM EXPECTATIONS

- Complying with regulatory and legal requirements for the organisation.
- Ensuring legal obligations including those on use of personal data are understood and implemented appropriately across the organisation.
- Assessing risks to the organisation and developing mitigation plans.

#### OTHER CONSIDERATIONS

- Ensuring a clear set of key policies are in place and are reviewed annually.
- Putting in place appropriate financial controls.
- Ensuring authority is delegated appropriately through committee structures and that checks and balances are in place to manage inappropriate use of decision making responsibilities.
- Ensuring effective systems and processes are in place.
- Ensuring adequate mechanisms are in place for athletes, participants and members to feed in their thoughts and to be involved with the organisation's development.

#### SUCCESS INDICATORS

Board members have a sound knowledge of the company articles and an understanding of Company Law / Employment Law.

There is a process in place to assess director knowledge and understanding of effective

controls – this can be linked to the board evaluation process.

Finance, legal and risk matters are all included as standing agenda items for board meetings.

#### EFFECTIVE BEHAVIOURS

I have a clear role description, and demonstrate my understanding of my statutory & legal duties as a director.

I declare any conflicts of interests – and behave in a visibly impartial manner on issues relating to my own personal/professional matters.

I take a firm position in protecting the principles of good governance agreed in our organisation.

I ensure that I am up-to-date with the organisation's risk register and am proactive in anticipating any potential threats to the organisation.

I offer or encourage creative actions to mitigate potential risks.

I take time to study our board papers and any additional organisational data, KPIs and targets, to understand our progress, performance and challenges as an organisation.

I ensure I am fully prepared in order to make an active contribution in all board meetings.

I ensure any papers/reports I write are concise and effectively convey the key messages.

I demonstrate a high degree of self-awareness and consider others views and opinions before making a decision.

I encourage the board members to work efficiently and to conclude discussions with clear actions, ownership and follow up mechanisms.

I hold CEO/executives/board colleagues to account for delivering their commitments.

I ensure the board openly yet sensitively discuss any areas of underperformance.

I encourage opportunities in which we can acknowledge and celebrate progress and successes.

#### INEFFECTIVE BEHAVIOURS (I DO NOT)

Fail to deliver on my commitments as a board member.

Turn up unprepared for board meetings.

Get involved in discussing operational detail.

Resist change or new ways of doing things.

Keep quiet if I have concerns about the organisation.



# SIXTH PRINCIPLE

## Accountability and transparency

The board needs to be open and accountable to its athletes, participants and members and its actions should stand up to scrutiny.

### MINIMUM EXPECTATIONS

- Fully engaging with members and participants.
- Running consultations with different stakeholders.
- Informing people about the organisation and board's work.
- Ensuring all processes and decisions are transparent.
- Ensuring there is a conflict of interest policy in place and that declarations of interest are updated at least once a year and declared in relation to agenda items at each board meeting.

### OTHER CONSIDERATIONS

- Putting in place appropriate complaints and appeals procedures.
- Being ethically responsible and treating everyone fairly and equally.
- Embracing diversity and ensuring board representation reflects both the membership and wider society.
- Ensuring published accounts are made available to members.
- Having appropriate mechanisms in place for participants to feed in their thoughts and have their concerns and questions answered appropriately.
- Being able to manage formal communication, engagement with members and social media activity appropriately.

### SUCCESS INDICATORS

An engagement strategy including monitoring arrangements, is developed.

Communication is appropriate for different audiences' e.g. social media for participants, traditional methods for other members etc.

Terms of reference / minutes / policies (or an alternative record of board/committee meetings) are placed on web-sites or made available in other ways.

Board members have a clear understanding of what would be classed as a conflict.

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## EFFECTIVE BEHAVIOURS

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I act impartially and in the best interests of the organisation.

I declare any conflicts of interests – and behave in a visibly impartial manner on issues relating to my own personal/professional matters.

I maintain a balanced positive disposition in the face of challenges.

I publically support decisions the board takes as a group even if my personal opinion is different.

I champion these decisions in a credible way with all of our stakeholders.

I listen actively and sensitively to encourage and understand the contributions and views of my board colleagues, CEO/staff, and all stakeholders.

I ask questions to understand data and others' perspectives; and to get to the heart of issues and opportunities.

I share my views openly and respectfully.

I respect and support peoples' differing communication preferences.

I moderate differences in points of views – mine and others - based on information and perspectives I hear in board meetings.

I behave in a professional way that promotes trust and openness between the board and executive.

I demonstrate flexibility by adapting my communication and delivery style to suit the needs of the situation.

I raise difficult issues through a brave and respectful style of dialogue.

I adopt a facilitative approach as required to seek win-win outcomes to discussions.

I take an active part in effectively engaging and networking with our key stakeholders.

I demonstrate a professional demeanour, and speak with impact, to instil confidence with our stakeholders.

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## INEFFECTIVE BEHAVIOURS (I DO NOT)

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Get inflexibly caught up in promoting my own views.

Gossip or act with bias or prejudice towards others.

Fail to deliver on my commitments as a board member.

Publically disagree with decisions that the board takes as a group even if I personally disagree.

Dominate board meetings with my views.

Dismiss the views of others.

Allow disagreements or conflicts with others to go unresolved.

### THINKING POINT

Where participants may feel aggrieved or tempted to challenge the decision of an organisation, you might want to consider using alternative dispute resolutions or mediators.

The use of an independent organisation such as Sport Resolutions UK can help to demonstrate an open and transparent resolution process.

This type of approach may also protect the organisation from costly legal challenges raised by participants. In addition it may also be worth considering relationships with organisations which represent athletes and participants.

An open and transparent approach should lead to a more effective organisation that is supported by all stakeholders.

“

It may also be worth considering relationships with organisations which represent athletes and participants.

”



# SEVENTH PRINCIPLE

## Understanding and engaging with the sporting landscape

The board needs to be aware of the international and domestic sporting environment and position its organisation appropriately.

### MINIMUM EXPECTATIONS

- Key relationships with other bodies' e.g. strategic investors or commercial partners are understood.
- Links with appropriate international governing bodies are maintained.
- An overview of appropriate links with home country or regional partners and other affiliated bodies is maintained.
- The relationship between the organisation and its clubs, classes, members and participants and the responsibilities the sport has to each constituent is defined.
- Working with like-minded organisations to set similar standards in order to minimise bureaucracy for participants.
- Opportunities are sought at events to promote the sport or activity and to uphold required standards set by other sporting bodies domestically and/or internationally.

### OTHER CONSIDERATIONS

- Understanding the pyramid of competitive sport and the pathways between grassroots and elite level participation.
- Overseeing and agreeing a vision for the development of the sport or activity at each level that is appropriate for members and participants.
- Establishing strategic relationships and working with other organisations to maximise the mutual benefits of partnership.
- Acting in a socially responsible way. For example, working on participant education; working with charities; interaction with the local community; or respecting the environment.
- Ensuring systems are in place to appropriately manage members' queries and expectations.
- Ensuring volunteer management is given sufficient attention within the organisation.
- Identifying and nurturing commercial partnerships to ensure sustainable development.

### SUCCESS INDICATORS

International influencing plans are agreed across countries / home nations.

Clear structure/plan in place for communicating with key partners right across the sporting pathway.

Clear partnership agreements for joint outcomes with relevant partners (industry, other delivery partners, other sectors, health, and education) are in place.

Clear opportunities for engagement are identified. Discussions and decisions are informed based on a clear understanding of the landscape, agreements, regulatory and legal obligations.

A board skills/knowledge matrix that reflects relevant aspects of the sporting landscape is developed.

There are clear opportunities for engagement with consumers.

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## EFFECTIVE BEHAVIOURS

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I take an active part in effectively engaging and networking with our key stakeholders.

I seek to understand and actively listen to the needs and perspectives of stakeholder groups in an open and transparent way.

I think about emerging trends, future legislation & policy, and sporting developments in order to contribute ideas to strategic discussions.

I ensure we look at issues and opportunities from a number of angles and debate alternative strategies.

I explore commercial and expansion opportunities for the organisation.

I listen actively and sensitively to encourage and understand the contributions and views of my board colleagues, CEO/staff, and all stakeholders.

I ask questions to understand data and others' perspectives' and to get to the heart of issues and opportunities.

I demonstrate a high degree of self-awareness and consider others views and opinions before making a decision.

I publically support decisions the board takes as a group even if my personal opinion is different. I champion these decisions in a credible way with all of our stakeholders.

I demonstrate a professional demeanour, and speak with impact, to instil confidence with our stakeholders.

I raise awareness of and champion equality and diversity at every opportunity.

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## INEFFECTIVE BEHAVIOURS (I DO NOT)

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Get inflexibly caught up in promoting my own views.

Get defensive when my views are not shared by others.

Resist change or new ways of doing things. Dismiss the views of others.

Gossip or act with bias or prejudice towards others.

Use offensive or discriminatory language or behaviour.

Publically disagree with decisions that the board takes as a group even if I personally do not agree.

### THINKING POINT

The sporting landscape is continuously evolving and each organisation will have a different perspective on its environment, whether this is an outdoor, movement or dance activity or Olympic and Paralympic sport.

It is important that the board is well informed about the external environment and the organisation's position within it.

In some organisations it may be appropriate for board members to take more of a lead on actively developing strategic relationships across the sporting landscape.

In others this will be the role of the executive, with board members taking on strategic oversight to ensure that all relations are being developed appropriately.

You should establish the level of engagement your board members are expected to have with other organisations and whether this needs to be something they actively do themselves or something they supervise and challenge others to do.

# ACKNOWLEDGEMENTS

## SPORT AND RECREATION SECTOR IN WALES

The Sport and Recreation Sector in Wales, led by Neil Ward (Welsh Football Trust) on behalf of the Chief Executive Officers Forum, and Debbie Austin (Sport Wales), were supported by Helen Bushell (Hockey Wales), Rhian Gibson (Welsh Gymnastics), and Peter Hybart (Cricket Wales) to drive the development of the Framework.

## SPORT AND RECREATION ALLIANCE

The Sport and Recreation Alliance is the umbrella organisation for the governing and representative bodies of sport and recreation in the UK and represents 320 members.

Its role, like every trade association, is to speak up on behalf of its members, represent their views and provide them with the services which make their life easier.

4th Floor Burwood House  
14-16 Caxton Street  
London SW1H 0QT

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W: [www.sportandrecreation.org.uk](http://www.sportandrecreation.org.uk)

 [@sportrectweets](https://twitter.com/sportrectweets)

## SPORT WALES

Sport Wales are the national organisation responsible for developing and promoting sport and physical activity in Wales. They are the main adviser on sporting matters to the Welsh Government and are responsible for distributing National Lottery funds to both elite and grassroots sport in Wales.

They fully subscribe to the Welsh Government's vision for a physically active and sporting nation, as outlined in their strategies Climbing Higher and Creating an Active Wales.

They aim to not only improve the level of sports participation at grassroots level but also provide our aspiring athletes with the support required to compete successfully on the world stage.

Sophia Gardens  
Cardiff  
CF11 9SW

T: 0300 3003111  
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# USEFUL CONTACTS

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## BRITISH OLYMPIC ASSOCIATION

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T: 020 7842 5700  
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W: [www.olympics.org.uk](http://www.olympics.org.uk)

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## CHARITY COMMISSION

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Charity Commission Direct  
PO Box 1227  
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F: 0151 7031 555  
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W: [www.charity-commission.gov.uk](http://www.charity-commission.gov.uk)

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## CHILD PROTECTION IN SPORT UNIT

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T: 0116 234 7278  
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## BRITISH PARALYMPIC ASSOCIATION

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60 Charlotte Street  
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## CHARTERED INSTITUTE FOR THE MANAGEMENT OF SPORT AND PHYSICAL ACTIVITY (CIMSPA)

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SportPark  
Loughborough University  
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## COMPANIES HOUSE

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Crown Way  
Cardiff CF14 3UZ

T: 0303 1234 500  
F: 029 20380900  
E: [enquiries@companies-house.gov.uk](mailto:enquiries@companies-house.gov.uk)  
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## IRISH SPORTS COUNCIL

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T: 003 531 860 8800  
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## SCOTTISH SPORTS ASSOCIATION

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Caledonia House  
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W: [www.scottishsportsassociation.org.uk](http://www.scottishsportsassociation.org.uk)

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## SPORT ENGLAND

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F: 020 7383 5740  
E: [info@sportengland.org](mailto:info@sportengland.org)  
W: [www.sportengland.org](http://www.sportengland.org)

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## NORTHERN IRELAND SPORTS FORUM

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House of Sport  
Upper Malone Road  
Belfast BT9 5LA

T: 028 9038 3825  
F: 028 9068 2757  
E: [info@nisf.net](mailto:info@nisf.net)  
W: [www.nisf.net](http://www.nisf.net)

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## SKILLSACTIVE

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Castlewood House  
77-91 New Oxford Street  
London WC1A 1DG

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F: 020 7632 2001  
E: [skills@skillsactive.com](mailto:skills@skillsactive.com)  
W: [www.skillsactive.com](http://www.skillsactive.com)

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## SPORT NORTHERN IRELAND

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## SPORT SCOTLAND

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Doges – Templeton on the Green  
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Glasgow G40 1DA

T: 0141 534 6500  
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## SPORTING EQUALS

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1301 Stratford Road  
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## UK SPORT

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21 Bloomsbury Street  
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E: [info@uksport.gov.uk](mailto:info@uksport.gov.uk)  
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## WOMEN IN SPORT

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London EC1Y 8RT

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E: [info@womeninsport.org](mailto:info@womeninsport.org)  
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## SPORT WALES

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W: [www.sportwales.org.uk](http://www.sportwales.org.uk)

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## SPORTSCOACH UK

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Chelsea Close, off Amberley Road  
Leeds LS12 4HP

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W: [www.sportscoachuk.org](http://www.sportscoachuk.org)

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## WELSH SPORTS ASSOCIATION

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**SPORT+**  
**RECREATION**  
**ALLIANCE**

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chwaraeon cymru