



### Welsh Rowing- The Role of the Board

The Welsh Rowing Board of Directors are the key decision making body for the Company.

The Welsh Rowing Board consists of a maximum of 10 Directors. The Board is a skills-based Board, with a 50:50 split between rowing community members. Each Director is elected for a term of 3 years.

#### **Role of the Board of Directors of Welsh Rowing**

The Welsh Rowing Board's role is to:

- Provide leadership and expertise in a specific area to the company within the framework of prudent and effective controls that enable risk to be assessed and managed
- Set the vision of Welsh Rowing and strategic aims and ensuring that the necessary financial and human resources are in place for the company to meet its objectives, and review management performance
- Set the Welsh Rowing values and standards and ensure that its obligations to the Welsh Rowing members and others are understood and met.

#### **Key elements of a Director's role**

The following four headline elements summarise the Directors role in generic terms:

*Strategy* – Directors should constructively challenge and help develop proposals on vision and strategy

*Performance* – Directors should scrutinise the performance of management, particularly the COO, in meeting agreed goals and objectives and monitor the reporting of performance

*Risk* – Directors should satisfy themselves on the integrity of financial information and that financial controls and systems of risk management are robust and defensible

*People & information* – Directors should constantly seek to establish and maintain confidence in the conduct of the company as well as a need to build recognition of their contribution in order to promote openness and trust amongst fellow board and their membership.

All Welsh Rowing Directors are expected to:

- Uphold the highest ethical standards of integrity and probity.
- Bring valuable, external experience to the board.
- Support, where and when necessary, the COO in their leadership of the business while monitoring their conduct.

- Support and work with the relevant staff member for the portfolio.
- Question intelligently, debate constructively, challenge rigorously and decide dispassionately.
- Listen sensitively to the views of others, inside and outside the board.
- Gain trust and respect of other board members.
- Promote the highest standards of corporate governance for the Welsh Rowing and seeks compliance wherever possible.
- Promote the strategic interests of Welsh Rowing internally and externally.
- Must not put themselves in a position where the interests of the Welsh Rowing conflict with personal interests or duty to a third party.

### **Eligibility to be a Company Director**

Subject to any provision in the company's articles, any person can be a Director unless they have been disqualified from so acting under the Company Directors Disqualification Act 1986 or by being an undischarged bankrupt.

Note also that a Director or shadow Director of a company which has gone into insolvent liquidation is prohibited for five years from being a director or shadow director, or being involved in the formation or running of a company which has the same, or a very similar, name to the liquidated company. (Insolvency Act 1986, sec216).

Finally all applicants must be 16 years of age or over.