

**BOARD OF DIRECTORS NOMINATIONS FOR ELECTION 2014**

In order to help members consider their nomination for the Director position, the following information is enclosed:

1. **GENERAL INFORMATION - NOMINATIONS AND ELECTIONS FOR MEMBERS OF THE BOARD OF DIRECTORS**
2. **THE ROLE OF THE BOARD OF DIRECTORS**
3. **THE NOMINATIONS PROCESS**
4. **NOMINATIONS FORM, PERSON SPECIFICATION FORM AND CONFIDENTIAL INFORMATION FORM**
5. **GENERAL INFORMATION - NOMINATIONS AND ELECTIONS FOR MEMBERS OF THE BOARD OF DIRECTORS**

The current Board of Directors of England Netball comprises of:

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| ***Elected*** |  | ***Appointed for a three year term*** | |
| Chairman | Cheryl Danson OBE | Appointed Director | Martyn Wilks |
| Vice Chairman | Lyn Carpenter | Appointed Director | Julie Moon |
| Treasurer | Lindsay Sartori | Appointed Director | Alex Scott-Bayfield |
| Elected Director | Sally Horrox | ***Staff member*** |  |
| Elected Director  Elected Director | Kerrie Jones  Anita Navin | Chief Executive Officer | Paul Clark |
| Elected Director | Fran Steele |  |  |

During the 2013 AGM, several changes to the appointment of the Directors and Officers were agreed by the Membership and are currently being incorporated into the Memorandum and Articles of Association, which will be circulated with the 2014 AGM Notices for the Membership to consider and adopt at the 2014 AGM. The changes agreed by the Members to the Memorandum and Articles of Association for the appointment of the Directors and Officers provide for the Board to have up to seven Elected Directors and for the Officers (Chair and Treasurer) to be appointed by the Board based on suitable skills and experience. Elected Directors will continue to serve a term of four years, at which point they will either retire or could stand for a second term, to bring their consecutive service on the Board to a maximum term of eight years.

Cheryl Danson and Lindsay Sartoriwill be retiring at the AGM in September 2014. Cheryl Danson has announced her retirement from the Board and will not be standing for re-election. All of the remaining Elected Directors will have served for three years or less of their current term as at the date of the forthcoming AGM. Therefore, we are seeking nominations from the Membership for either any Individual or Independent Member to stand for nomination to the Board as Elected Directors.

Candidates should be nominated primarily for their business knowledge and experience and their ability to actively contribute to the running of a small-to-medium-sized enterprise. The Board assesses the skills and experience currently available on the Board and have identified some areas where the Directors would like to strengthen. In order to continue to grow and excel as an organisation and sport, it is very important that the Board of Directors is strong and experienced in all aspects of running a highly successfully National Governing Body, therefore the Board of Directors are particularly requesting nominations from candidates with any of the following skills and experience:

* An accountant with the ability to verify that the Board meets its financial oversight responsibilities by ensuring the adequacy, integrity and effectiveness of accounting, budgeting and financial reporting, internal controls and risk management. The individual should also have the experience of ensuring that all recommendations are based on the financial position preferably within a not-for-profit environment. An individual with these skills and experience could potentially be appointed into the Treasurer position by the Board.
* Knowledge and experience of advocacy within a sporting environment and an understanding of best practices when trying to influence whilst maintaining a strong reputation of the brand. The individual will be able to engage with government and government agencies and make recommendations to the Executive Team on strong advocacy positioning.
* Understanding and experience of commercialising medium size organisations or products preferably within the sporting arena.

Discussions and decisions regarding technical Netball and sporting issues will normally be dealt with in the relevant National Advisory Forums, therefore there is less emphasis on Directors having specialised technical Netball expertise.

1. **THE ROLE OF THE BOARD OF DIRECTORS**

The Companies Act 2006 defines Directors’ duties as:

* To act within the Company’s powers.
* To promote the success of the Company for the benefit of the members as a whole, including;
  + considering the impact of a Company’s actions on the interests of the employees
  + the need to foster business relationships with customers/suppliers
  + considering the impact of the Company’s actions on the community and the environment.
* To exercise independent judgement.
* To exercise reasonable care, skill and diligence.
* To avoid conflicts of interest.
* Not to accept benefits from third parties; and
* To declare an interest in proposed transactions or arrangements.

Additionally, England Netball have defined that The Board is collectively responsible for:

* Custodians: To act, on behalf of the members, as custodians of the values, history and heritage of the game.
* Leadership:
  + To act as a catalyst to high quality thinking on the strategy; constructively challenging, asking good questions, feeding in insights from other sources, but also trusting the expertise in the team
  + To help create an environment conducive to high achievement; clarity of focus, ambition with stretching goals and high standards, effective strategy, empowerment, accountability and teamwork
  + To give people in the sport a voice in the leadership of Netball; to bring ideas and issues back to the Board and to the staff team
  + To help engage the sport and key partners behind this direction; to act as an ambassador for the vision and strategy
* Governance:
  + Accept ultimate responsibility for the sport and the organisation
  + Ensure the sport and business operates in an ethical way
  + Protect the future of the sport and the Governing body
* To make decisions of strategic importance:
  + On the strategy
  + On policy
  + On business management
* Monitor performance against the agreed plans; which links to the above point on performance environment.
* Specific management responsibility for:
  + The Chief Executive Officer
  + Finances and other statutory responsibilities as a company limited by guarantee

To perform this role, Directors require the following skills and attributes:

* Strategic perception and strategic leadership skills. The ability to establish strategies and guide their implementation.
* Decision-making skills. The relevant knowledge and experience for England Netball to be able to make informed decisions on a variety of matters.
* A willingness and ability to challenge and probe. The ability to discuss and debate and to constructively challenge ideas and decisions where necessary.
* Strong interpersonal skills. The ability to form good working relationships both within and outside the Board.
* A clear understanding of the role of the Board and its relationship with the Association's management team.
* Availability. Board Members must commit to:
* Preparing and attending six Board meetings per annum (dates agreed in advance and may include either week days or weekends) and induction and training days as agreed by the Board itself (these may be either week days or weekends).
* Participating and in some cases chairing Committees and Advisory Forums where necessary
* Carrying out the ambassador role at events, games and member gatherings including the AGM.
* Being contactable during office hours and the preferred mode for communicating documentation is via email.

The Board of Directors are particularly looking to strengthen some of the skills and experience on the Board and are therefore requesting that individuals with any of the following skills and experience consider submitting a nomination:

* An accountant with the ability to verify that the Board meets its financial oversight responsibilities by ensuring the adequacy, integrity and effectiveness of accounting, budgeting and financial reporting, internal controls and risk management. The individual should also have the experience of ensuring that all recommendations are based on EN’s financial position preferably within a not-for-profit environment. An individual with these skills and experience could potentially be appointed into the Treasurer position by the Board.
* Knowledge and experience of advocacy within a sporting environment and an understanding of best practices when trying to influence whilst maintaining a strong reputation of the brand. The individual will be able to engage with government and government agencies and make recommendations to the Executive Team on strong advocacy positioning.
* Understanding and experience of commercialising medium size organisations or products preferably within the sporting arena.

1. **THE NOMINATIONS PROCESS**

The Articles, allow for any Individual or Independent Member to stand for nomination to the Board. Individuals will need to be nominated by any Voting Group Member to stand as a candidate. This nomination must be seconded by another Voting Group Member. Voting Group Members may nominate or second only one candidate for each vacant post. Voting Group Member are Schools (paying the higher rate school’s membership fees), Clubs, County Associations, Regional Associations, Young Persons Groups, Honorary Life Membership Clubs.

If more than one nomination is received for a Director position, an election shall be held by postal ballot before the AGM.

If you are appropriately qualified and experienced, particularly with the skills and experiences that the Board have identified as required and would like to informally discuss your nomination prior to submission, please contact either:

Cheryl Danson, Chair of England Netball, [Cheryl.danson@englandnetball.co.uk](mailto:Cheryl.danson@englandnetball.co.uk) or 07786 546185.

Paul Clark, CEO, paul.clark@englandnetball.co.uk or 01462 442344

Vicky Annis, Company Secretary, [vicky.annis@englandnetball.co.uk](mailto:vicky.annis@englandnetball.co.uk) or 01462 442344

If you wish to be considered by the Membership for election to the Board and you are a member of England Netball, the process is as follows:

1. Read the information provided and complete the Person Specification Form
2. Attach this to the completed and signed Nomination and Confidential Information Form.
3. Return the Nomination Form, along with the Person Specification Form and Confidential Information form (marked Private and Confidential) to Vicky Annis, Secretary at England Netball 1-12 Old Park Road, Hitchin Herts SG5 2JR to arrive no later than 12 noon on 7 July 2014**.**

**ENGLAND NETBALL’S GOVERNANCE STRUCTURE**

Governing the game and driving forward the strategic direction is not solely down to the Board of Directors; England Netball has a series of committees and advisory forums that provide feedback, recommendations and advise on England Netball initiatives and/or specific areas of expertise at a National level and has similar structures in the Regions and Counties.

Committees are specialist groups which, with more time and expertise, provide in-depth scrutiny and monitoring on behalf of the Board; making recommendations and providing assurance. The Board Committees are as follows:

Advisory Forums are a network of groups and forums, established by the Board, Committees and/or Executive Team to provide feedback and advice on EN initiatives and/or specific areas of expertise; they recognise that the Board and staff can’t operate in isolation and the importance of gaining feedback and opinion from a broader perspective. Examples of the Advisory Forums are:

In the main, these Committees and Advisory Forum are manned by volunteers. If you feel that you have the appropriate skills, expertise, time and commitment to contribute to one of these Committees and Advisory Forums, England Netball and the sport would really appreciate your contribution. Please do not hesitate to contact Paul Clark, CEO or Vicky Annis, Company Secretary to discuss the opportunities for volunteers to get involved within the governance structures.