



ENGLISH INSTITUTE OF SPORT

BOARD TERMS OF REFERENCE
Last updated: June 2021
Date of next review: June 2023

Role of the Board

- To provide strategic direction to the EIS and to advise the EIS Senior Leadership Team on strategic planning issues;
- To ensure the EIS is financially managed and resourced appropriately, such activity to include monitoring expenditure and approving budgets, reviewing audit recommendations and approving statutory accounts;
- To develop and facilitate strategic relationships with, and influence, key stakeholders, funders and other external bodies, including government;
- To ensure the EIS has appropriate systems in place to identify and manage risk;
- To ensure the EIS has in place appropriate corporate governance policies and procedures;
- To agree on high-level KPIs and monitor performance against them;
- To approve significant organisational policies, including finance, HR, health and safety, IT, technical and operational;
- To authorise significant contractual commitments;
- To provide advice to EIS officers in relation to significant operational matters raised at Board meetings;
- To appoint the EIS National Director, subject to prior approval from UK Sport.

Corporate Structure

- The EIS is a Company Limited by Guarantee and was incorporated in April 2002.
- UK Sport is its sole member.

Board Membership

- The Board must be comprised of not less than four and not more than twelve directors, one of whom is the Chair;
- UK Sport shall be entitled to appoint three directors to the Board, one of whom shall be appointed as the Chair;
- The Board is responsible for appointing all other directors and the Company Secretary, subject to prior approval from UK Sport;
- The Board must include a minimum of two directors who are also EIS employees;
- At least 25% of the Board shall be Independent Non-Executive Directors with one such Independent Non-Executive Director being appointed as the Senior Non-Executive Director.

Board Meetings

- The Board is required to meet at least four times a year;
- The quorum for board meetings is four directors;
- UK Sport is entitled to send two observers to each board meeting;
- The EIS is entitled to have an independent observer at each board meeting.
- UKS Chair would be invited to attend at least one meeting per year

Conflicts of Interest

- All directors are required to complete a declaration of interests form on appointment and annually thereafter;
- Declarations of interest will be published annually on the EIS website;
- Any significant conflicts should be discussed with the EIS Chair;
- At any meeting where a potential conflict arises, the relevant director should abstain from discussions relating to the area of conflict.

Board Induction

All new Board members should be provided with copies of the following:

- Board terms of reference;
- Current financial summary;
- Risk management strategy;
- Strategic risk register;
- Most recent approved statutory accounts and any related audit reports;
- Recent KPI reports;
- Organisation charts;
- Board minutes for last 12 months;
- EIS Financial Memorandum;
- Memorandum and Articles of Association;
- Code of Conduct for Board Members of Public Bodies;
- Guidance on how to claim back travel expenses.

Board Members are encouraged to visit EIS sites as part of their induction.

Board members will be provided with an overview of the current strategy.

Terms of Reference

- These terms of reference should be reviewed and updated on a biennial basis.