



**Role Description for the Board of Directors of Welsh Triathlon Ltd.
With Specific Responsibilities for Director of Development.**

Welsh Triathlon's purpose is to develop a triathlon community that enhances the well-being of current and future generations in Wales. Our vision is to enhance well-being in Wales by driving a successful, accessible, and inclusive sporting community.

Position: Board Director of Welsh Triathlon Ltd

Responsible to: The Members of Welsh Triathlon Ltd

Responsibilities:

Fiduciary Duties

1. To act in accordance with the Company's constitution, and to use powers only for the purposes for which they were conferred;
2. to promote the success of the Company for the benefit of its members;
3. to exercise independent judgment;
4. to exercise reasonable care, skill and diligence;
5. to avoid conflicts of interest;
6. not to accept benefits from third parties;
7. to declare to the Company's other directors any interest a director has in a proposed transaction or arrangement with the Company, this is a new duty of disclosure.

Directors' Obligations

8. In particular the Director shall:
 - 8.1. attend all Board meetings called during the year unless prevented by exceptional circumstances;
 - 8.2. act as a member of such Committees of the Board as the Board shall decide, attending all meetings unless prevented by exceptional circumstances;



- 8.3. place on the agenda for meetings of the Board or Committees any matters relating to the Company's business which the Director considers should be discussed including but not limited to the matters stated to be decided by or referred to the Board.

Board Obligations

9. The Director will:

- 9.1. ensure that the decisions of the Board are fully, promptly and properly carried out;
- 9.2. challenge and contribute to the development of strategy constructively, specifying key outcomes and resources available, and monitor progress of the Company in implementing the strategy;
- 9.3. scrutinise the performance of executive staff in meeting agreed goals and objectives and monitor the reporting of performance;
- 9.4. satisfy themselves that the integrity of financial information and that financial controls and systems of risk management are robust and defensible;
- 9.5. ensure that they are consulted upon and the Board decides the appointment, dismissal and remuneration of senior staff;
- 9.6. ensure that they are consulted upon and receive adequate information in a timely fashion about the finances, proposed strategy plans and activities which would have a Material Effect on the Company;
- 9.7. ensure that they fully understand:
 - the business of the Company and its services;
 - the sport and territories in which the Company operates;
 - the roles of staff in the Company;
 - the Company's organisation, structure and methods of working;
- 9.8. ensure that they understand the views of Welsh Triathlon Members, major funding partners and sponsors;
- 9.9. insist on a comprehensive, formal and tailored induction;
- 9.10. seek continually to develop and refresh knowledge and skills to ensure any contribution to the Board remains informed and relevant;
- 9.11. ensure that any concerns which cannot be resolved about the running of the Company or a proposed action are recorded in the Board minutes; on resignation provide a written statement to the Chair, for circulation to the Board, with regard to any such concerns.



Personal Obligations

10. The Director will:

- 10.1. ensure that they comply with all their obligations as a Director required by law, the Company's Memorandum and Articles of Association, decisions of the Council approved in a general meeting;
- 10.2. obtain independent professional advice at the Company's expense should they consider that this is required in order to enable them to discharge their duties as a Director provided that they first obtain the permission (not to be unreasonably withheld) of the Chair who shall promptly report such request to the Board;
- 10.3. disclose immediately any personal interest in any activity of the Company and take no further part in any Board or committee discussion of the matter;
- 10.4. accept such outside appointments as shall be agreed by the Board:
 - to be compatible with the Company's demands on the Director's time, and
 - not to be detrimental to the interests of the Company.

Additional Portfolio Responsibilities

Non-executive Director for Development

At Welsh Triathlon inclusive participation activity at all levels is fundamental in pursuit of our purpose and vision. Operational and day to day steering of the Head of Development is the responsibility of the Welsh Triathlon CEO and is not the remit of this role.

11. The Director of Development will:

- 11.1 support the CEO and Head of Development staff to oversee the delivery of the Board's agreed strategy and policies in respect of Development, including membership schemes and services;
- 11.3 attend meetings of the Welsh Triathlon Inclusion Committee designed to ensure that the Welsh Triathlon Development Programme meets both Welsh Triathlon's objectives for development and delivery of the sport in Wales;
- 11.4 where appropriate ensure alignment with British Triathlon strategy for Triathlon in the UK, and that good practise is shared between British Triathlon and Welsh Triathlon with efficient and effective deployment of resources;



11.5. contribute to any sub committees relating to Development or membership;

11.6. attend strategic meetings of representatives of Triathlon England, Triathlon Scotland and Welsh Triathlon to ensure cooperation across the three Home Nation's Associations;

11.7 provide the Board with expert advice in the area of Development;

11.8 check challenge and support recommendations and policies taken by the Inclusion Committees for approval or discussion at Board;