



Oxfordshire Cricket

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Policy Governance Model

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Purpose

This paper describes the Governance model used by the Oxfordshire Cricket Board (OCB Ltd) to fulfil its responsibilities as a High Performing Cricket Board, and to enable it to service the needs of the Oxfordshire Cricket Community, to the best of its ability.

Brief History

The Oxfordshire Cricket Board was first formed in 1996 from the amalgamation of the Oxfordshire County Cricket Association and the Oxfordshire County Cricket Club. The Governance Model being a series of committees linking into a Board. It was an entirely volunteer model with an ECB employee in county to perform specific duties.

In 2010 at the request of the ECB, all County Cricket Boards (CCBs) were encouraged to Incorporate as Companies Limited by Guarantee. There were two main reasons for this.

1. The National Governing Body and other Funding organisations (Sport England, Chance to Shine etc) wanted more reassurance that the CCBs had robust Governance models.

2. Secondly, the CCBs became accountable for managing their Cricket Development Managers, previously employed by ECB. This marked the beginning of the Board moving from a largely volunteer body to one which employs a full time work force. Since 2013 and the appointment of a full time Business Manager, the workforce has continued to grow as new funding streams emerge.

The purpose of this brief history is to demonstrate that Policy Governance Models (PGMs) do change over time to meet the needs of organisations and key stakeholders as they develop. Our current PGM will be subject to change over the years ahead. It is the role of the Board to review and adapt the PGM, over time, to best support the needs of the organisation in the delivery of its objectives.

What is a Company Limited by Guarantee?

The main reason for an organisation limited by guarantee, particularly a not for profit organisation (like ourselves), is to protect the people from running the company from any debts which the company might incur. In a company limited by guarantee, there are no shareholders, but the company has to have at least 1 or more members.

What are the Articles of Association and the Bye-Laws

Because we are a company, the Oxfordshire Cricket Board has a set of Articles rather than a constitution. The Articles contain

1. The role/powers of the directors and members.
2. The purpose of the company (Objects)
3. How changes to internal regulations are made (Bye-Laws)
4. How decision making and voting is conducted.
5. The process for dissolving the company.

Bye-Laws are company rules which describe how it regulates itself and operates.

Why is The Oxfordshire Cricket Board set up to enable it to become a Charity?

On the advice of our legal advisors we took the opportunity to set up our Articles in such a way that should we decide to become a Charity we could do so without incurring additional fees. To-date this has not become a priority.

Membership

In Oxfordshire we have a mixture of members from the previous organisation and those who have joined post Incorporation (2010). It is the Board's stated intention to maintain and grow this membership. All are members of the Company, OCB Ltd. Full members of OCB Ltd have a limited liability to pay £10 in the event of the Company becoming insolvent.

Who are the owners?

In a company with shareholders the question of ownership can be easily answered. In the case of a Company Limited by Guarantee several factors need to be taken into account.

As a board we have concluded that our owners are the wider Oxfordshire Cricket Community.

Type of Policy Governance Model (PGM)

There is no one size fits all model. Research suggests there are at least ~9 types of PGM, with variances of each. It is the job of the Directors to put in place a PGM which best serves the needs of the Oxfordshire Cricket Community. In addition, expectations set by the National Governing Body and other Funding organisations have to be accommodated.

In the period until 2010 the OCB adopted a model which suited a volunteer body. Operationally focused, the Board managed, as well as governed. This is not untypical of a Board in its founding stages such as clubs, which have no executive workforce and who rely on board members and volunteers to achieve their aims.

From 2010, and more notably from 2013, the PGM has moved to a model whereby the primary focus is results based governance. In this model the board is focused on setting clear direction, 'ENDS', which merge both the National, Regional and Local need.

We employ a Business Manager (BM) (aka a Chief Executive Officer) who is a non-voting member of the board, carrying substantial influence over policy-making and direction and is viewed as an equal partner by other board members. The Board delegates the what we do, the 'MEANS,' to the BM. The what we do, delivers the strategic goals as designed by the Board. At this point of time we haven't documented the executive limitations of the BM. Numerous financial and operational checks exist which mitigate any risks in this area.

Management Teams (MT) form the next layer in the PGM. The Board design and review the MT terms of reference annually (January). Each Director has accountability for working with the BM to form effective MTs which include appointing the Chair and volunteers members. It is the combined job of the MT and the workforce to deliver against the stated strategy relating to that MTs focus area. Progress is reviewed by the Board on a rotational basis throughout the year. MTs should be seen as a functional business area rather than as a free standing committees. They provide a mechanism for the board to delegate its powers in a clear and consistent way. The Board are in effect operating dual and consistent delegation to the BM and the MTs.

It is important that the Board stay in touch with the wider Cricket Community. We do that by establishing forums. These forums are the responsibility of the BM and the Accountable Director. They are interactive groups and provide the Board further communication and feedback opportunities.

Key roles

All of the roles below are documented at a more detailed level. For the purpose of this document a simple summary is provided in the context of the PGM.

1. Board
 - a. Creates the Governing policies which include Strategy, Structure, Mechanics & Policy
 - b. Provide systematic linkage between the organisation and the owners via the Forum structure
 - c. Create the 'ENDS' and measure organisational performance against them

- d. Integrates national and regional policies and initiatives
 - e. Creates and maintains the values of the organisation
2. Chairperson
 - a. Is a Director with the extra responsibility to organise the board and keep it on track
 - b. Provides linkage between the board and the business manager
 - c. The Chairpersons powers are limited by the Board and by the National Governing Body (ECB)
 3. Finance Director
 - a. Financial advisor to the Board on matters of best practice, risk and opportunity
 - b. Provides an internal audit function
 - c. Satisfies the financial statutory and legislative financial requirements of the board
 4. Company Secretary
 - a. Named contact for Companies House
 - b. Recording and storing meeting records
 - c. Data Protection Officer
 5. Inclusivity Director
 - a. Director accountable for the Inclusivity MT
 - b. Chair of the W&G Forum
 - c. Representative on local and regional disability forums
 6. Commercial Director
 - a. Brand Manager
 - b. Specialist advisor to the board and workforce on Marketing and Communications best practice
 - c. Director accountable for the Marketing, Communications and Membership MT
 - d. Responsible for individual membership
 - e. Chair of the Members Forum
 7. Club Development Director
 - a. Director accountable for the Club Development MT
 - b. Chair of club, and competition related forums
 - c. Responsible for Club Affiliation
 8. Youth Pathway Director
 - a. Director accountable for the Youth Pathway MT
 - b. Chair of parents, coaches forums
 - c. Responsible for junior affiliation
 - d. Escalation point for U18 welfare issues
 9. Senior Cricket Director
 - a. Director accountable for the senior cricket MT
 - b. Chair of 'Oxfordshire CCC'
 10. Business Manager

The Oxfordshire Cricket Board have appointed a Business Manager (BM) to act as a single point of delegation to design and the deliver the 'MEANS' to satisfy the 'END' as established by the board. The board however continues to be accountable for the 'MEANS' and cannot abdicate that responsibility. A simple summary is:-

- The BM is responsible for the Workforce and Volunteer performance
- The Chairperson is responsible for the Board performance

- The Directors and the BM are responsible for the performance of the Management Teams
- The Chairperson manages the BM
- The Chairperson and the BM are jointly responsible for the successful linkage between the workforce and board

11. Volunteers are appointed by the Business Manager and MT Chairperson and given the same support and guidance as the workforce including clear terms of reference. As a guiding principle the board does not delegate responsibility to volunteers.

Members

In a company limited by guarantee Full Members do not have the rights of ownership because the profits of the company cannot be distributed to them. Members do have the following powers. These powers are listed in the Articles and the Bye-Laws, but in summary they are:-

- elect and dismiss Directors
- approve changes to the Articles and Bye-Laws of the company
- approve members for Honorary Membership
- be a guarantor to the business should it become insolvent

New members are approved by the Board. There is an appeals process to manage occasions where membership is either rejected or the board deem it necessary to terminate membership.

Directors

The powers of the Directors are detailed in the Articles and the Bye-Laws, as is the process of election. The role of Director is not a matter of status. Directors need to be committed to serving the best interests of the Oxfordshire Cricket Community at all times. Conflict of interests must be declared in any debate. Post debate, they must be committed to support the 'single voice of the Board'.

The number of Directors maps onto the current number of functional areas within the organisation, plus the Officers, as described in the table below.*

1. Chairman*
2. Finance Director*
3. Company Secretary*
4. Inclusivity Director
5. Marketing, Communication and Membership Director
6. Youth Player Pathway Director
7. Club Development Director

As part of its commitment to being a 'High Performing Cricket Board' (see appendix) the Oxfordshire Board is committed to recruiting high quality Directors who can add value to the development of the organisation.

Board policy is to recruit Directors through an open selection process and will advise the Members against other methods as part of their commitment to being a High Performing Cricket Board.

The Board also make use of an Advisor and other subject matter experts when required, including a Welfare Officer. Other Board attendees range from Chairman of local cricketing organisations, ECB representatives and partners.

Forums

Forums exist so that the Directors can communicate directly with the Oxfordshire Cricket Community. Director representation is essential to maintain that channel of communication.

Governance Policies

There are 5 major policies which underpin the current Governance Model.

1. Structure – the structure of the organisation, the mechanism for delegation, roles and responsibilities are described above
2. Code of Conduct – this is a separate document which includes players, parents, coaches, volunteers, members and directors –
3. Financial – are detailed in the end of year finance pack which is subject to an assurance report and shared at the Annual General Meeting
4. Welfare – as per other County Cricket Boards, Oxfordshire adopt the Safe Hands policy administered by the ECB
5. Data Protection – we are committed to the 8 principles of Data Protection as described in Schedule 1 of the 1998 Data Protection Act.
6. Inclusivity and Diversity - we are committed to the Equality Act of 2010 which outlines the 9 protected characteristics

Staff Employees

To support the value of becoming an excellent employer, we have a comprehensive staff handbook. This document has been created for us by our expert HR function ‘Head Office HR’ and is updated annually to include latest legislation. Staff are briefed on this as part of their induction. Annual updates are communicated to the staff.

Operational Policies

Operational policies are reviewed annually or at the point of change, where possible, they reference external guidelines eg HMRC guidelines.

Delegation

One of the key roles the Board needs to perform is to ensure that the channel of delegation is clear and unambiguous.

The stated intention of the Board is to dual delegate the day to day delivery of the strategy to the Management Teams via the Director Accountable and to the Business Manager.

The Directors will take feedback on strategy through the established communication channels but **will not** be delegating the following items.

- Structure
- Governance Policies
- Welfare
- Data Protection
- Key relationships to National, Regional and Local Cricket Bodies
- Sponsors and Suppliers

In summary

Since 2013 the OCB Board of Directors have constructed a Policy Governance Model which allows them to service the needs of the local cricket community and the National Governing Body. It allows the organisation to perform as a High Performing Cricket Board.

Factors including changes in size and scale, funding, ECB governance and policy changes and legislation (not an exhaustive list) may at some time in the future require our PGM to be reviewed and re-designed.

The current model reflects best practice readily available and the Board has access to expert help should they need it.

References

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Appendix

ECB - The 8 Characteristics of a High Performing Cricket Board

This document summarises the key characteristics of High Performing County Cricket Boards (CCBs).

Regular organisational self-assessment using this framework will ensure a culture of continuous improvement is embraced by all three of the organisations that have signed up to the new Memorandum of

Understanding. This consistent self-assessment framework will enable all parties to work in a common way to deliver improved services to cricket as defined by each county network's outcomes

Characteristic One: Strong Leadership

We demonstrate visible leadership and communicate a clear vision, values and direction for our network

We maintain consistency of purpose even in times of change.

We generate and value shared commitment and ownership of our vision and values amongst staff and partners.

We support innovation and enterprise and we are a powerful advocate of the value of cricket and the role of the network in 'Inspiring the Nation to choose Cricket'.

Characteristic Two: Strong Corporate Governance

We maintain, review and improve a governance model, organisational structure & management system, which enable us to:

Comply with legal and statutory requirements

Discharge our financial responsibilities

Implement best practice

Support our effective decision making process

Effectively manage risk and maximise opportunities

Meet the needs of all stakeholders and achieve enhanced outcomes.

Characteristic Three: Working in Partnership

We seek, develop, maintain and improve mutually beneficial partnerships within the cricket network and with external partners to help develop innovative and efficient services which meet the needs & expectations our community.

In particular we will ensure:

Effective relationships

Identified economies of scale

Aligned and integrated programmes

Common policies and procedures (where appropriate and applicable) in particular in relation to the challenges faced by the county network in delivering One Game

Characteristic Four: Effective Decision Making Processes

We develop & operate a clear, robust & transparent decision-making process, which will enable us to deliver our Outcomes and align our resources and programmes.

In particular we ensure that in doing this we:

are informed by customer insight and the identified needs of other stakeholders

make the best use of the knowledge, experience and ideas of professional staff, volunteers and partners

recognise opportunities to develop economies of scale and ensure best return on investment

avoid duplication

take corporate responsibility for implementing the decisions we make

Characteristic Five: Focus on Meeting Customer Need

We develop & maintain insight to the needs, wants, expectations, perceptions & experiences of people from all parts of the community.

The insight we collect is used to inform the local decisions we make about what we do

We utilise this insight and the Growth Cycle to develop specific action plans to innovate and to improve our services in order to achieve our outcomes

Characteristic Six: Focus on the Delivery of Desired & Key Results

We establish, review and update clear, interdependent outcomes based on our vision and mission, and the needs of all people in our community & other stakeholders.

We develop collective ownership of these outcomes amongst the professional and volunteer workforce, and our key partners.

We align our resources and programmes to achieving enhanced results relating to these outcomes, driving innovation and improvement in what we do.

We deliver against minimum quality standards in key programme areas, recognising and sharing best practice as appropriate.

Characteristic Seven: Managing the Future

We continually review the future challenges, risks and opportunities facing cricket

We are adaptable and flexible to ensure we respond effectively to political, environmental, economic, social and technological changes that impact on us

We aim to create a long term future for cricket for future generations

Characteristic Eight: Skilled Workforce

In line with present and future workforce needs of the network we will:

Effectively recruit and have clear and transparent roles and responsibilities for the professional and volunteer workforce

Invest in on-going Continued Professional Development for our professional staff based on regular organisational and individual needs analysis

Create and provide opportunities for the development of the volunteer workforce

Reward and recognise good practice across the network