

Terms of Reference

Independent Constitutional and Governance Review Commission

English Chess Federation

The ECF Board asked Gareth Pearce to chair an independent working party to review the ECF's Articles of Association and other aspects of ECF governance. Observations that gave rise to the review are: Council's resolution in October 2013, "The Board should investigate the appropriate balance of voting and decision making powers between direct members and affiliated organisations and report back accordingly to Council with[in] 24 months"; recognition that the Articles of Association were adapted from devolution of the British Chess Federation ten years ago and therefore warrant a review in the interest of good governance; concerns over workings of the Board, the Directorates and Committees; absence of important policy documents; and greater awareness of the expectations for a national governing body in England and a member federation of FIDE. The name of the working party shall be the Independent Constitutional and Governance Review Commission. The Commission's role is to advise Council, the Board and the Governance Committee, which retain their respective roles. The Commission's chair will maintain close working relationships with the Chief Executive, the Governance Committee Chairman and the Legal Advisor. The Commission will remain extant until the Annual General Meeting in October 2016. The desired outcome is a series of findings, recommendations and proposals to improve constitutional arrangements and governance.

Independence, consultation and transparency are critical to the Commission's success. The Board therefore undertakes to:

- Appoint other members of the Commission whom Gareth Pearce nominates, in addition to Roger Emerson whom the Board appointed to assist
- Open the record of confidential Board proceedings, supporting papers and internal emails, subject to Commission members signing a non-disclosure agreement
- Co-operate with Commission enquiries into incidents, issues, policies, procedures and practices the Commission determines to be necessary and appropriate
- Comment on the Commission's preliminary findings, recommendations and proposals for the Council
- Place the Commission's formal findings, recommendations and proposals on the Council's agenda as the Commission may independently determine to be necessary and appropriate
- Seek comment from the Commission prior to submitting constitutional or governance-related proposals to the Council
- Act promptly on the Commission's findings, recommendations and proposals for the Board's action
- Publish statements the Commission may issue within its remit
- Provide the Commission with financial support within constraints of the administrative budget
- Confirm its commitment to improving governance in the ECF by examining the principles in the *Voluntary Code of Good Governance for the Sport and Recreation Sector* and working to implement them in a way that fits the ECF

The Independent Constitutional and Governance Review Commission undertakes to:

- Seek input from the Presidents and Council Representatives of the ECF's constituent units (also known as the regional chess unions), the Board, the Governance Committee, the Finance Committee and the Legal Advisor
- Interview those current and former ECF directors, other officers, trustees, committee members, players, arbiters, independent tournament organisers and any others whom the Commission determines are necessary and appropriate
- Respect the confidentiality of individuals, constituent units and the Board when requested
- Examine any incident, issue, policy, procedure or practice the Commission determines to be necessary and appropriate
- Keep the Board and the Governance Committee informed of its timetable and areas of interest, co-ordinating administrative support with the Chief Executive
- Encourage a Commission member to attend appropriate Board and Council meetings
- Seek comment from the Board and the Governance Committee on preliminary findings,

- recommendations and proposals intended for the Council
- Submit formal findings, recommendations and proposals to the Council and the Board as the Commission may independently determine to be necessary and appropriate.

The Board is grateful to Gareth Pearce, Roger Emerson and future members of the Independent Constitutional and Governance Review Commission for their service to chess and the English Chess Federation.