

Regulation No. 2

The Directors and Officers Responsibilities Regulations

Made by the Board of the English Chess Federation (the “ECF” or the “Federation”) on ~~12-September~~26 January 2017~~8~~ pursuant to Article 85 of the Articles of Association of the Federation, to take effect from such date.

General

The Directors, the Company Secretary the FIDE Delegate, the Chairmen of the Standing Committees, all Managers and Officers shall work co-operatively under the guidance of Council for the general benefit of English chess and the Federation.

All Directors, Managers and Officers are expected to engage actively in their roles within the Federation, regularly attend their respective meetings and respond in a timely manner and with due diligence to communications from all stakeholders in the activities of the Federation.

All Executive Directors shall report to the Chief Executive. The Chief Executive shall report to the Board.

The Board of Directors will provide an annual report and financial statement on the Federation’s activities during the previous period; submit strategy and business plans together with annual budgets for future periods for the approval of Council.

The Non-Executive Chairman of the Board and the Non-Executive Directors wil provide an independent annual report of the Board’s activities to Council.

All Directors, Managers and Officers will settle their financial affairs with the Federation and hand over updated succession files relating to any specific duties within 28 days of leaving office. All Directors will provide a file of important contact details and dates of important activities and any outstanding actions when they leave office.

Reasonable expenses may be claimed for duties of office in accordance with the agreed schedule of expenses authorised by the Board.

Responsibilities of the Directors

General

The Board of Directors functions as the team leading the management of the Federation. Individual Directors have their specific responsibilities, but the Board of Directors is expected to operate as the overall manager of the Federation's affairs. Board decisions are expected to be supported by Directors and Managers after the Board has approved decisions.

All Directors are expected to act as ambassadors for, and to promote the interests of, the ECF at all times. The need to support a culture of continuous improvement is also seen as a key quality of Board members.

Directors will have specific line management responsibilities for managers and officers. These are set out in the Appointments Framework referred to below. Specific responsibilities are included here to ensure clarity in some instances.

Directors will be elected on a rota basis which has been approved by Council. The rota is set out in the schedule to these Regulations.

President:

- Head of the Organisation
- Ambassador of the Federation to represent it:
 - At important public events
 - To other important organisations
 - To politicians and other distinguished persons
 - To sponsors and donors
 - To the media where appropriate
- Lead at important internal events e.g. prize-giving and awards events.
- Where appropriate provides guidance and support to the Board on setting goals and objectives

Executive Directors

Chief Executive

- Provides the leadership of the Board and the Federation
- Leadership for the development of the strategic direction of the Federation and creation of the strategic plan
- Responsible for the co-ordination of the development of the individual Executive Directors' business plans
- Responsible for actioning and monitoring the delivery of the Federation's strategy, integration and co-ordination of the Directors' supporting business plans
- Responsible for ensuring adequate resources are available for delivery of business plans, providing the necessary support and advising on actions to manage deviations from plan
- Responsible for monitoring progress against action points between Board meetings
- Responsible for the overall management of the Federation on a day-to-day basis with all Executive Directors reporting to him/her
- Responsible for identifying new commercial opportunities
- Takes the lead role in external relations and sponsorship opportunities

Specific aspects:

- Responsible for the management of the Office activities and all paid employees including employment, health and safety and other employment issues. (N.B. Functional management of the accountancy services lies with the Finance Director)
- Sets the priorities of the Office
- Director responsible for the ICT Manager and The Sports and Recreation Alliance Representative
- Represents the Federation in the absence of the President
- Represents the Federation as a Trustee (ex-officio) of the Chess Trust
- Responsible for ensuring the Appointments Framework is maintained
- Primarily responsible for the relationship with the British Isles Co-ordinating Committee but actual liaison to be delegated to other executive directors as appropriate

Finance Director

- Management of the financial affairs and activities of the Federation
- Responsible for the completion and presentation of the annual financial report and the audited statement of accounts to Council
- Responsible for the development of the financial plan and creation of the annual budget in liaison with the Board and other Directors, and presentation of the annual budget to Council
- Responsible for the development and implementation of the procedures, processes and controls for the effective management of income and expenditure
- Responsible for the provision of financial, accounting and taxation advice to the Board
- Responsible for the regular provision of financial information to the Board on financial progress
- Responsible for the functional management of the Office accountancy services
- Responsible for evaluation of financial risks to which the Federation is exposed and advice on appropriate actions including insurance
- Responsible for the maintenance of the Financial Bye-laws together with the Chair of the Governance Committee
- Responsible for the evaluation of tenders procedures

Specific aspects:

- Represents the Federation as a Trustee (ex-officio) of the Chess Trust
- Must possess an appropriate professional accountancy qualification

Director of Home Chess

- Management of the Federation's inland activities excluding Junior and Education ~~and Women's activities~~
- Responsible for the work of the Manager of Arbiters, the Manager of the British Chess Championships and the Manager of Chess in Prisons and also responsible for managing the National Counties Team Championships, National Club Championships, Chess for the Disabled and the Master Points system
- Responsible for liaison with the Chess Arbiters Association

- Responsible for ensuring that there are sufficient opportunities for the training of arbiters
- Responsible for the development of the Home Chess business plan

Director of Membership

- Develops and manages the ECF membership scheme to ensure that it maximises the benefits of membership (including ECF grading and presentation) and provides a firm financial platform for the Federation
- Develops, implements and enhances appropriate means of communication with members so as to have up to date knowledge of members' views
- Responsible for the provision of management information to the Board on the key information for monitoring membership during the year
- Consults with Unions, Counties, Leagues and Congresses to ensure that plans are seen as feasible and can be implemented successfully
- Responsible for maintenance of the league management system (when developed)
- Responsible for the work of the Manager of ECF Grading and the International Rating Officer, including all nominations of players for FIDE titles.

Specific aspects:

- Is a member of the Board Awards Committee
- Oversees the Tradewise Grand Prix and the ECF Yearbook.

Director of International Chess

- Organises the participation by the Federation or its nominees in international events (other than events open only to players under the age of 21, which are the responsibility of the Director of Junior Chess & Education)
- Responsible for management of international teams
- Makes grants to events, teams, players and coaches in accordance with the Budget
- Arranges such other international events as the Federation may authorise from time to time

- Ensures, in co-operation with the Director of Junior Chess and Education and the Manager of Women's Chess, that the continuing development of our leading juniors is fostered as they emerge into adulthood
- Responsible for the development of the international business plan
- Responsible for the work of the Manager of Senior Chess

Specific aspects:

- Makes recommendations in conjunction with appropriate Directors regarding nominations for FIDE appointments and titles (other than playing titles)
- Works with the Chief Arbiter and the FIDE Delegate to advise the Federation on all questions arising in relation to FIDE and the ECU

Director of Junior Chess & Education

- Management of the Federation's activities, and of development & chess education, for junior members (under 21)
- Management of the ECF Chess Academy
- Management of events specifically for junior members including the National Counties Under 18 and the ECF Schools Championships
- Management of the Federation's participation in international junior events (under 21)
- Liaison with the Directors of Home, International and Women's Chess to co-ordinate the development of chess for junior members
- Responsible for the development of the Junior Chess & Education and the ECF Chess Academy business plans

Specific aspects:

- Responsible for the Manager of Coaches and others appointed within the directorate
- Responsible for the development and maintenance of safeguarding policies

~~Director of Women's Chess~~

- ~~• Leadership of the development of Women's Chess in England~~
- ~~• Involvement in the development of Women's Chess in the Junior, Home and International activities~~

- ~~• To research why girls give up chess and to act as an ambassador and role model to encourage girls to stay in chess~~
- ~~• To encourage more female adults to take up the game by liaising with organizations such as Mumsnet and other potential role models~~
- ~~• To develop activities specifically designed to encourage more women to play chess~~
- ~~• To promote policies which would create a more welcoming environment for women at existing events~~

Non-Executive Chairmen and Directors

Non-Executive Directors are independent of the executive functions of the Federation. They bring their experience from other organisations, from chess playing and organisational skills. They use this experience to enhance the Board's decision making processes, acting in all times in the interests of the Federation. They must act in an objective manner in their advice to the Board and not be seen as partisan.

Non-Executive Chairman of the Board

- Chairs meetings of the Board
- Responsible for the organisation, giving notice of, and conduct of Board meetings
- Manages the agenda and documentation for Board meetings in conjunction with the Chief Executive and the Office
- Ensures he/she is au fait with the ECF Memorandum, Articles, Bye-laws and Regulations
- Responsible for the efficient operation of the Board and ensuring, jointly with the Chief Executive, that agreed policies and procedures are adhered to
- Responsible for the timely production of Board minutes together with the Chief Executive and the Office
- Liaises with the Chair of Council, the Chief Executive and the Office in setting the agenda for meetings of Council
- Develops and maintains the Board's standing orders which are agreed with the Board
- Performs an annual review of the work of the Board

Specific aspects:

- Director responsible for the Company Secretary and Minutes Secretary

Non-Executive Directors

- Contribute to the decision-making processes of the Board, providing an independent view
- Advise on the Board's strategy
- Advise on issues of efficacy and transparency
- Advise on the views of other stakeholders, other member organisations and organisations of chess in England, in the decision-making processes
- Bring experience of other organisations from outside the chess world to encompass wider thinking and ideas

The Non-Executive Chairman of Council

- Chairs meetings of Council
- Ensures decisions and views of the membership are accurately and fully conveyed to the Board
- Responsible for the agenda of Council meetings in consultation with the Non-Executive Chairman of the Board and the Chief Executive and for the convening of Council meetings (in conjunction with the Office).
- Responsible for the timely production of Council minutes together with the Office
- Ensures he/she is au fait with the ECF Memorandum, Articles, Bye-laws and Regulations

Specific aspects:

- Responsible for the duties of the Voting Registration Officer and vote counting at Council meetings

FIDE Delegate

- In conjunction with the Director of International Chess, represents the interests of the Federation to FIDE and the ECU
- In all dealings with FIDE and ECU seeks, and where practicable acts in accordance with, instructions from the Board
- Communicates all relevant decisions of FIDE and the ECU to the Board

- Promotes the appointment of suitable English candidates to FIDE and ECU posts and committees
- Advises the Board on all FIDE and ECU matters
- Is invited to attend Board meetings

Company Secretary

The Company Secretary reports to the Non-Executive Chairman of the Board and contributes to the overall success of the organisation by ensuring that the Federation complies with all its legal obligations under that relevant rules and regulations of the Companies Act.

- Maintains the statutory registers and ensures that statutory forms are completed promptly
- Ensures that filings to Companies House are made on a timely basis including appointments and resignations of directors
- Maintains records including those of present and past Directors
- Reviews relevant legislation relating to the duties of the Company Secretary

Schedule

Election Rota

With the adoption of elections for 3 year periods for Directors and Chairmen and Members of Standing Committees, but with elections staggered in order to maintain a level of continuity on the Board and Standing Committees, the election rota set out below was established commencing at the 2016 AGM.

Post	Initial Term from 2016 AGM
President	2 years
Non-Executive Chairman	3 years
Chief Executive	2 years
Finance Director	1 year
Non-Executive Director 1*	1 year
Non-Executive Director 2*	3 years
Home Director	1 year
International Director	3 years
Junior Director	2 years
Membership Director	1 year
Chairman of Governance	2 years
Chairman of Finance	3 years

Members of Standing Committees shall be elected or re-elected on rotation, as determined by the Standing Committee concerned.

Subsequent terms shall be 3 years for all posts.

It is in the interest of Board renewal that no individual should serve continuously in the same post for more than 2 terms commencing from the 2016 elections. There is therefore a strong presumption that service in the same post will be limited to not more than 2 terms thereafter, subject to availability of alternative candidates acceptable to Council.

*Current Non-Executive Directors seeking re-election in 2016 assigned as post 1 or post 2 according to the period previously served.

Document comparison by Workshare 9 on 23 March 2018 15:02:47

Input:	
Document 1 ID	interwovenSite://LONDMSA9/CC/543724505/7
Description	#543724505v7<CC> - ECF Regulation No.2
Document 2 ID	interwovenSite://LONDMSA9/CC/543724505/8
Description	#543724505v8<CC> - ECF Regulation No.2
Rendering set	Standard

Legend:	
Insertion	
Deletion	
Moved from	
Moved to	
Style change	
Format change	
Moved deletion	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	2
Deletions	10
Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	12