



Template Terms of Reference for a Board

When developing terms of reference for the Board it is important to check your club constitution to ensure the documents don't conflict. You should consider every element of the document and whether or not they suit your purposes.

Purpose of the Board

1. The Board is the guardian of the assets and resources of the club. It provides leadership and strategic direction focussing on the vision, core values and goals of the club in addition to ensuring that the objects set out in the [Constitution/Articles] are met.

Goals of the Board

2. The goals of the Board are:

- a. To run the club in accordance with the constitution/articles of association and in accordance with the objects, values and strategy of the club
- b. [Set out what the club wants the committee to do: e.g. be commercial, run for members, develop juniors, host championships etc.]

3. The deliverables of the Board are:

- a. A three-five year strategy
- b. Annual plans
- c. Annual budgets
- d. Annual reports and accounts
- e. [Other specific outputs required/requested]



Board Responsibilities

4. The responsibilities of the Board are:

[What authority does the Board have/not have and from whom do they get that authority? Much of this should be taken from the club constitution and will include its powers in respect of financial management, spend limits, property and people. What are the bounds of responsibility and authority of the Board? What does it need to address and what is outside its area of concern? What can it decide on and what needs others' input?]

Here are some examples:

- a. Establish the vision, values and long-term strategy for the club for a three to five year period
- b. Draft a business/operational plan for the next 12 months, including the diversification of operational activities and the adoption or elimination of major programmes
- c. Delegate the day-to-day running of the club to the general manager
- d. Monitor progress annually (at least) against agreed goals and objectives
- e. Review the vision and core values at least every four years
- f. Create the club governance structure
- g. Set out and consider appropriate amendments to the Board manual/handbook and club bye-laws
- h. Monitor performance, financial expenditure, risk and resource allocation against the business/operational plan at least quarterly
- i. Ensure financial solvency and integrity through robust controls and policies and personal integrity and ensuring the borrowings do not exceed a certain percentage of the assets of the club
- j. Appoint and support the senior members of staff
- k. Oversee management of the golf course



- l. Manage risk and help identify new opportunities for the club
- m. Develop and oversee high level policies
- n. Have a duty of care to children and young people at the club by ensuring the club has robust safeguarding policies and procedures in place
- o. Ensure that the club has disciplinary procedures in place that are in line with those of its national governing body
- p. Review and enter into major contracts
- q. Decide on the purchase, lease or sale of any property
- r. Appoint sub-committees, (including a nominations committee) to maintain effective committee performance and propose general meeting resolutions
- s. Build effective relationships with external partners as required by the club
- t. Undertake training as appropriate and participate in an annual evaluation process and individual evaluation
- u. Attend events and meetings as appropriate and act as hosts to partners, sponsors and other stakeholders as required

Timelines of the Board

- 5. The following are key dates for the Board:
 - a. Hold an Annual General Meeting in [XXXX]
 - b. Prepare and circulate annual accounts and an annual report [X weeks] in advance of the AGM
 - c. [Other dates and deadlines]



Membership of the Board

Membership of the Board should be taken from the club constitution/articles and reflect the strategic goals and allow people with the necessary skills to serve. This might include the chairs of sub-committees as well as skills-focused appointments in core business areas, e.g. marketing, business development. Chairs from sub-committees could be ex-officio members (i.e. a place as of right due to their sub-committee status), whilst other members could be elected or appointed against a role description that seeks to fill professional skills gaps.

6. It is best practice that the Board is composed of a minimum of six and a maximum of nine members and includes the following appointments:

- a. the chair
- b. the general manager and where applicable senior staff (should attend but without a vote)
- c. [XXXX]

7. Appointment to the Board should be skills based. However, it is also important to consider gender and other diversity on the committee to fully represent the current and future membership. Evidence suggests that diverse boards make more effective decisions.

8. Club staff should be invited to attend and support the Board. The Board may establish sub-committees, which will report to the board and will adopt procedures consistent with these terms of reference.



Board Procedures

9. The Board will meet as often as required to deliver its purpose by the deadline and in order to meet the key dates. The dates of meetings will be set by the chair, or in their absence, by the general manager.

10. A quorum for the meeting will be 50% of voting members of the Board.

11. Every effort will be made to reach decisions by consensus, but if a vote is needed it will be by show of hands and a decision made by a simple majority. All members of the Board will have one vote and, if necessary, the chair will also be entitled to a casting vote.

12. A summary of the minutes of each meeting will be available to club members and the Board will prepare an annual report to the club members, which will be presented at the same time as the annual accounts.

13. It is important for the Board to reflect on its own performance. This can be a simple self-assessment against the terms of reference, a review of the competencies and skills on the committee.

14. Otherwise, subject to any contrary direction or intention provided by the articles or these terms of reference, the Board will be free to determine its own procedures.

15. The club will meet all reasonable expenses of the Board in line with its expenses and other policies.

Approved by the Club General Meeting [date]