









Chief Executive, FAW Trust



Helen Phillips

Chair, Welsh Gymnastics Chair, Commonwealth Games Council for Wales





The review consisted of a thorough consultation process. The Framework was originally developed by the sector for the sector, so the review kept this principle in mind by gathering the views and feedback of sport organisations. The review highlighted the significant progress in improved governance to date and also areas that need further consideration and focus if we are to continue this progress well into the future.

The Framework is intended to be a valued and supportive tool to help organisations operate in a resilient and robust manner. We know that it has already been useful in:

- prioritising workloads and areas that can make the biggest difference
- focussing on behaviour and culture—in interview processes, appraisals and disciplinary processes; and through our actions
- establishing a basis for conversations about how you can improve as organisations

The sad fact is of course that we only tend to read or hear about governance when it goes wrong. High-profile examples over the last couple of years reinforce the need for the sector to focus on ethical behaviours and culture.

That is why we are hoping that the Framework continues to be a useful tool for all organisations within the sector. When we say all organisations, that's exactly what it means. It has been designed for national governing bodies, as well as organisations that may operate in a different way.

It aims to cater for the diverse nature of the sector. The Framework is relevant for all types and size of organisations committed to improving their governance and leadership and striving to being the best organisation that they can be.

We encourage you to discuss and share your ideas with the sector on how we embed the Framework into all of our work and to be proactive and ambitious in this area so that can collectively continue to modernise and improve and develop a sustainable sport sector in Wales.



Buy-Royplan

SUPPORTING STATEMENT

What is good governance?

On one side, it means systems, policies, procedures and regulations; all of which are absolutely key to any high performing organisation.

On the other side, there is soft governance behaviours, values, ethics and morals. Sport is all about people, its participants, volunteers, coaches, parents and paid employees. People are at the very heart of sport, which means their safety, wellbeing and welfare are crucial to all organisations.

Sport has been challenged on whether the balance is right between welfare and achieving

because there have been recent high-profile cases which have raised the question of whether welfare and safety really are being given the priority they deserve.

I remain deeply passionate about sport—but not at any cost. I believe the wellbeing and welfare of everyone involved in sport should be protected and treated as priority. The UK Government's Sports Minister asked me to conduct an independent review into the duty of care sport has towards its participants. My review, Duty of Care in Sport, was published in 2017.

Good governance is at the heart of an organisation's ability to thrive. Just as an athlete needs to be well coached, an organisation needs to be well led. Similarly, an athlete's body and mind needs to be in the best condition it can be, and all organisations should have the

The Governance and Leadership Framework for Wales sets out what are 'positive contributions' and what are 'unacceptable behaviours'. I would like to congratulate Welsh sport for being so proactive in sharing their views and contributing their thoughts around the behaviours and cultures we want to see. This input will help organisations

I look forward to continuing Welsh sporting success— a thriving, innovative successful sports sector which can maximise new opportunities and technology all to engage more participants than ever before.

WHAT IS GOVERNANCE AND LEADERSHIP?

Good governance is a key foundation for the success of any organisation in any sector, whether commercial, not-for-profit or sport.

Governance is not the management of day-today operations – it is the framework of strategy, risk management, controls and processes. It also relates to the organisation's leadership in terms of culture, values and integrity.

In a well-governed organisation, these elements underpin everything the organisation does and how it does it. Governance should not simply be about compliance. It should never be a tick box exercise. It is about being the very best organisation you can be.

Everyone has a view of what good leadership is, but there isn't a one-size-fits-all definition. It can mean guiding others to complete a task, or motivating members of the team, but while the definitions may vary, the general sentiments remain the same: leaders are people who know how to achieve goals and who inspire people along the way.

Good leadership is being bold enough to have vision and humble enough to recognise achieving it will take the efforts of many people—people are most fulfilled when they share their experience and knowledge. Leaders create that culture, serve that greater good and let others soar.

The importance of governance and leadership in the Framework is how they interlink with one another. They can be defined as hard and soft governance respectively. One emphasises the systems, policies, procedures and regulations. The other focuses on behaviours, values, ethics and morals. It is imperative that a balance is achieved to develop high performing organisations and strong, resilient businesses.

Since the Framework was first launched in 2015, many within the sector are now far more familiar with the terminology around governance and leadership. However, as boards evolve with new people joining and coming into the sector, this is reinforced in this refreshed Framework





DESIGNED FOR ALL

The Framework is designed for all organisations working in the sports sector in Wales, including National Governing Bodies, small social businesses and those working at a county or regional level. It is designed for those working in just one sport, and those working across several sports. It is relevant to organisations working in movement and dance as well as organisations that campaign across a range of issues.

We know that many, many different types of organisations work in our sector and this Framework can be adapted and used by all as a framework to be the best organisation that you can be.

Where terminology does not fit exactly with your organisation we hope that you will be able to take the meaning and adapt the wording appropriately.

LEADERSHIP IS...

- Caring more about the cause and the people in your organisation than your own personal success.
- Someone who inspires.
- Someone who has clarity leading to a goal, supported by strategic insight.
- Providing challenge and support.
- Getting the best out of people while having a duty of care.
- Excellent communication.
- Striving to improve with integrity.
- Setting an example.
- Trust.

TERMINOLOGY

A BOARD BY ANY OTHER NAME

The Framework for Wales refers to boards, which in the context of this document can represent a management committee, council, executive committee, non-executives, directors or trustees.

The term board relates to the strategic decision-making function at the top of an organisation and the principles set out here will apply to whichever name is adopted. Your governing document will dictate the name given to your board.

ETHICS

Moral principles that govern a person's behaviour or the conducting of an activity. Principles include equality of all men and women, human rights, obedience to the law, concern for health and safety and, increasingly, also for the natural environment.

INTEGRITY

The quality of being honest and always adhering to strong moral principles and values.

DUTY OF CARE

The legal and moral obligation to safeguard others from harm while they are in the care of your organisation, using your services, or exposed to your activities. In its broadest sense this extends to personal safety and injury, to mental health issues, to the support given to people at the elite level.

Within a sporting context, it's important to be fully aware of the Duty of Care obligation to provide a safe environment for all athletes, coaches, support staff and administrators to ensure that they are protected and free from harm, bullying, harassment and discrimination.

Although there may be processes and safeguards in place, having the right culture is crucial to ensure they work effectively.

INDEPENDENT BOARD MEMBERS

The role of an independent board member is to provide objective input into the board's decision-making process without the potential for a vested interest in the decision outcomes. Their broad aims are to ensure that the board's decisions take full consideration of the environment in which it operates and that decisions are made in the best interests of the activity or organisation.

To be truly independent, candidates for board positions must be free from any other close connection with the organisation and must, from the perspective of an objective outsider, be seen to be independent.

Individuals who are both independent and bring essential skills to the board are often found from industry or other sectors completely unrelated to the activity or organisation.

However, it is recognised that, in reality, independence can be very difficult to achieve for all board members and that participating in the activity does not in itself prevent an individual from being independent.

Any number of individuals could perform such a role, from a former participant or an athlete from a different sport to an individual with no prior knowledge of the sport but with suitable experience to add to the skills-mix of the board.

WHY GOOD GOVERNANCE IS IMPORTANT

A board can only retain its position as a guardian of sport if it is running a stable, strong and sustainable business—and good governance and leadership is a key foundation to doing this.

Sport and recreation governing bodies and membership organisations must make certain that they are fit for purpose, provide value for money and are well-organised and structured bodies.

This is so organisations can:

- Minimise risks, be more resilient and more commercially aware.
- Increase participation and achieve elite success.
 Well run organisations will attract new
 - Well run organisations will attract new participants and retain existing ones.
- Attract investment—funding bodies are more likely to support organisations that have robust controls, sound risk management and ethical leadership. Commercial partners and potential charitable donors will also be more attracted to organisations that are strong and sustainable.
- Grow their influence—stakeholders want to be involved with organisations that are ethically run, with integrity and focussed on a strategy, which helps lead to sustainable development.
- Reassure itself that everything is in order and to make sure it can be better prepared to scan the horizon for opportunities and resp

The sporting landscape has undergone huge changes in recent years. The public spending environment has become increasingly challenging, with a greater focus on the delivery of agreed outputs and impact coupled with huge pressure on investment. Sports are required more than ever before to justify their investment and the quality of decision making and organisational leadership will continue to be absolutely paramount.

The world is more competitive. People have more choice than ever before, many with competing demands on their time. Sport organisations must compete with an on-demand, entertainment culture, while at the same time jostling against others in the sector for media coverage, sponsors, public funding and participants. A well run and governed organisation, with clear strategic aims and an inclusive approach, is far more likely to thrive. In smaller organisations, governance and leadership might not be an immediately recognisable part of what the organisation does. But all organisations will have a culture, a strategy and processes, whether they're explicit or implicit.

The principles in this Framework are flexible, allowing organisations to adapt them to suit. When adopted and put into practice, the principles should help make sure that organisations are able to become the best they can be—strong, sustainable, successful—for their members, participants and customers.



"In terms of its governance WABA has undergone a metamorphosis over the last couple of years. The guiding light of this change has been the GLFW and its 'principles'.

By following the GLFW framework we had a clear roadmap to help us make decisions, and take the right steps to build a modern and sustainable national governing body. We were able to focus on what was important and concentrate on areas where we needed to strengthen our operational & financial governance."

Finance Director - Welsh Boxing

WHY ADOPT THE FRAMEWORK?

The Governance and Leadership Framework for Wales has been helping organisations across the sector since 2015 in numerous ways on their journey towards good governance.

Given the changes in the sporting, political and governance landscape, the Framework has been reviewed and refreshed to ensure it remains a relevant tool to provide direction and practical guidance on governance and support the continued focus on the development of organisational culture and leadership.

Policy changes can have a huge impact on organisations and the Framework helps strengthens governance structures so organisations are in a better position to respond to these changes and to grow and succeed.

The increasing pressure on the NHS means sport has never had a more important role. The Wellbeing of Future Generations Act was created in 2015 to encourage public bodies in Wales to consider the long-term impact of their decision making and prioritising working with people and communities—this includes much of the sport sector.

In 2018, the Vision for Sport in Wales of 'An active nation, where everyone can have a lifelong enjoyment of sport' was launched. It had been developed following a comprehensive national conversation and has been adopted by all the bodies involved in delivering sport and physical activity across Wales.

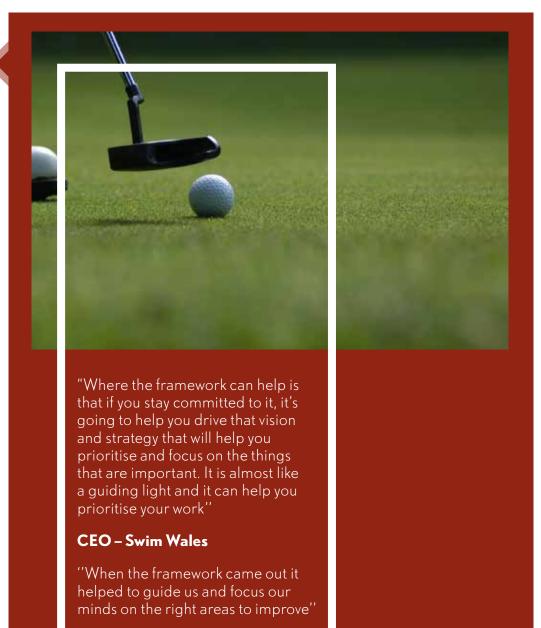
The Sport Wales strategy - 'to enable sport in Wales to thrive' - was developed from the Vision. See the Further Reading section for links to both. A strong resilient organisation will need to be able to flexibly respond to any changes on the horizon. While changes may present a challenge they will also present an opportunity and being a well governed and led organisation will give confidence to potential investors.

These challenges and opportunities mean that good governance isn't an option.

An on-demand thirst for information coupled with a need for flexible sport and activity formats has required (and will continue to require) a huge shake up in how the sector operates. Increasingly, the sport sector needs to put participants at the heart of decision-making to make sure organisations are truly customer focussed.

The Governance and Leadership Framework for Wales helps the sector respond to political and cultural changes by assisting boards develop a strong governance structure. This structure will help the organisation work in a way that builds resilience and grow to provide maximum value.

The Framework is already helping a wide range of organisations who may vary in size, structure and the type of business but they all have one thing in common: a passion for sport and recreation.



CEO - Wales Golf

WHY IS SPORTS GOVERNANCE DIFFERENT?

There are common elements to governance across all industries. Strong leadership is always required in a team, on a project or in an organisation. And if you work with young people or adults at risk, safeguarding will always be crucial.

The Governance and Leadership Framework for Wales has been developed to recognise that there are issues which are specific to sport—for example, anti-doping, gambling and match-fixing.

The sport sector also cuts across socioeconomic boundaries, geography, cultures and demographics and therefore must have a focus on inclusion and diversity.

Ethics are at the very core of sport. The word, sportsmanship, refers to behaving fairly, politely and ethically. Each sport has rules for participation and competition that need to be adhered to. There are also standards of training and conduct for instructors and coaches.

The sector cannot be effective without integrity and strong ethical leadership. Its participants play a pivotal role and need to be involved in decision making.

At the heart of sports governance and leadership is the promotion and protection of participants' rights and their development pathway, whether this is the reward of personal achievement or more public success in major events.

When things go wrong it is usually in a high profile way. Corruption, doping and bullying in sport have

all hit the headlines in recent years, but the aim of the Framework is to try and prevent that happening and support organisations to be well led, well governed and to thrive.

GOVERNANCE, LEADERSHIP AND VOLUNTEERING

Volunteers are critical to sporting organisations, whether large or small. Many times, volunteers work alongside of paid staff and, like staff, they should be involved in the governance of an organisation. This means volunteers need to know what is expected of them.

Having clear roles, particularly when an individual may have dual roles (participating in strategic decision making and undertaking a day to day operational role) will help an organisation maximise the contribution that a volunteer can make seamlessly alongside of staff.

Role models can often inspire others to enjoy sport or physical activity so sporting heroes may have a role to play as an ambassador. Their involvement should be encouraged as their knowledge is important to retain in the sport, long after they have retired but this does not necessarily mean that these ambassadors have the skills or positive behaviour contributions that the organisation needs. Appropriate ways of engaging their support must be considered.

The Duty of Care in Sport

The Well-being of Future
Generations Act

The Vision for Sport in Wales

Sport Wales Strategy

School Sport Survey

National Survey for Wales

Getting Wales Moving

WHY REVIEW?

This Framework was originally produced in 2015. Since then, much has changed.

We have seen a number of high profile of incidents within sport on a national and international scale. Integrity, safeguarding, doping and abusive or harmful behaviour have all hit the headlines. This has prompted closer attention to governance within sport as well as higher levels of political, public and media scrutiny.

A hugely positive outcome has been the increase in focus on the duty of care and the wider well-being and welfare agendas within sport which you will see reflected within the Framework's 7 principles.

Political changes have impacted the sector too. In 2016, Sport Wales and Public Health Wales published, Getting Wales Moving, a joint report which highlighted the need to drive further cross-sector collaboration between sporting and other public sector organisations to increase participation and volunteering in sport and active recreation.

This was reinforced later that month when the Well-being of Future Generations (Wales) Act 2015 came into force, a ground-breaking piece of legislation which places obligations on public bodies to demonstrate how they are integrating

their activities to best effect, both in terms of wellbeing objectives and collaborative ways of working.

Following a vibrant national conversation with organisations and individuals outside of traditional audiences throughout Wales the Vision for Sport in Wales was launched in 2018. The new vision 'an active nation where everyone can have a lifelong enjoyment of sport', responds and sets out how sport can play a key role in contributing to the future of Wales.

This activity all takes place against a backdrop of increasing pressure of ill health on the NHS. The Welsh health budget has risen from £2.4bn in 1999 to £8.3bn in 2019. Policymakers are looking to sport and physical activity as being part of the solution.

It means that the sector faces pressure to do more with less as public funding cuts continue, adding up to a situation where the sports sector needs to be resilient, constantly scanning the horizon and operate like businesses which is a theme which runs right through the Framework.

Specific changes such as how we handle personal data, how we collaborate with a variety of other partners and updates in transgender policies also inform the reviewed Framework.





USING THE FRAMEWORK

Committing to the Governance and Leadership Framework for Wales means integrating principles and recommended behaviours for good governance and leadership.

The seven principles and behaviours in this Framework should be used as tools to improve and maintain the governance and leadership of your organisation. Sports organisations in Wales have been successfully using these tools since 2015.

How you use them is for your organisation to develop. Here are some key points to help get started.

FLEXIBILITY

This Framework is designed to be flexible and simple. It is not meant to be a prescriptive approach.

You do not have to start at Principle 1 and work through numerically. Simply start in a place which makes sense to your organisation.

Boards should apply the Principles as they see fit to best improve business practices and leadership.

SIZE OF ORGANISATION

The sport sector is diverse and includes organisations of all sizes, types and functions. Large or small, an organisation can improve and grow by following the seven principles in the Framework. There is no 'one size fits all' approach to governance.

The principles are intended to be applied in a pragmatic way, taking into account the

size, complexity and level of maturity of an organisation.

REVIEWING PROGRESS

The principles and behaviours in the Framework act as a benchmarking tool so that organisations can develop and continually improve.

It is important that a board decides how they will review progress. For example, you may decide to table a special agenda item annually to discuss, review and plan next steps. Or the board may set up a working group to implement and evaluate improvements.

THE PRINCIPLES

Whatever you decide, the important thing to remember is that every board should review, monitor, and take action—including celebrating achievements.

The next section lists the 7 principles covered in the Governance and Leadership Framework for Wales. In consultation with the sports sector, we have included tasks and activities that have been proven to be successful and highlighted as the areas for biggest impact.

Each principle has three sections: Foundations for Success, Building on Success and Sustaining Success. These tasks and activities do not need to be done at once and where a board begins will be based on where an organisation is in their governance journey. Remember, you do not need to work through the principles in numerical order from 1–7. Start in a place which

would make the biggest impact and improvements to your organisations.

The Foundations for Success is a good starting point as it allows an organisation to work towards Sustaining Success. We recommend using the three sections in a bespoke way. For example, the board may have already achieved certain actions in section one, a few in Building on Success or maybe even already undertaking some of the activity listed in Sustaining Success across the different principles.

The important thing is to evaluate where the organisation is across the different principles. Then the organisation will be in a position to set ambitious targets, working through the principles towards achieving what is set out in Sustaining Success.

The sections should also help organisations measure improvement and identify what success will look like.

THE BEHAVIOUR

How a board behaves is equally as important as what it does. Each principle sets out what Positive Contributions and Unacceptable Behaviours look like from individual board members. This section has been personalised to help individual board members assess their own behaviour against expected behaviours in good governance.

The section has been written as a series of Do's and Don'ts and as many of these behaviours are applicable against more than one principle, they may appear in more than one section.

How the behaviours are used and what they mean for individual board members is for the board to think about, use and develop.

SUPPORT

As your organisation examines the Framework there will be areas that you wish to focus on and see an opportunity to improve and develop. Alongside the Framework, Sport Wales have developed a support programme including guidance, toolkits, workshops and tailored support to assist you in embedding the principles and behaviours. Examples of good practice are available online so that all organisations can benefit and learn from each other.

PRINCIPLE 1:

INTEGRITY – ACTING FOR THE FUTURE OF THE SPORT, RECREATION, ACTIVITY OR AREA.

The board is the ultimate decision-making body of an organisation and it must lead by example. It should uphold and exemplify the very highest standards of integrity.

It is important to have some fundamentals in place to protect the reputation and legitimacy of the organisation and to safeguard all participants. The board also needs to develop and drive the growth of the organisation securing its ongoing success.

These are proven tasks and activities that will help a board on their journey towards good governance.

► FOUNDATIONS FOR SUCCESS ► BUILDING ON SUCCESS

- Maintain high ethical standards treating everyone fairly and equally.
- Protect and promote the wellbeing of everyone involved with the organisation.
- Agree and implement Codes of Conduct.
- Comply with all relevant legal and regulatory requirements.
- Regularly review the organisation's governing document (which sets the purpose and defines the organisation's legal status).
- Equip the organisation to manage all safeguarding needs.
- Determine what fairness of competition means within the sport or activity and uphold it.

- Actively promote and monitor equality and diversity; championing activities which are accessible and available to all.
- Support education and training in integrity issues such as anti-doping and classification (if appropriate).
- Develop rules and regulations that are fair and unbiased in cooperation with participants and, where appropriate, national and international federations.
- Promote and communicate the interest of the sport, recreation, activity or area to a wider audience to raise its profile.
- Make sure volunteer management is a core function within the organisation.

- Adopt a participant-centred approach, making sure the views and needs of members and participants are at the heart of the organisation's decision-making (while also considering wider stakeholders).
- Values are clearly defined, communicated, upheld and reviewed in line with the strategy.
- Integrate an annual self-review as part of the board evaluation and development process.
- Evidence progress against the equality and safeguarding standards.

PRINCIPLE 1:

BEHAVIOURS

The actions of the board are extremely important when implementing good governance. Equally, the way the board behaves when implementing those actions is just as important.



POSITIVE CONTRIBUTIONS

I take a firm position to protect the principles of good governance agreed in our organisation.

I act impartially and in the best interests of the organisation.

I demonstrate the organisation's values in what I say and how I act, always using appropriate and respectful language and behaviour.

I actively consider the wellbeing of all those involved within the organisation.

I maintain a balanced positive disposition in the face of challenges.



UNACCEPTABLE BEHAVIOUR

I publicly disagree with decisions that the board takes as a group, if I have a different personal view.

I act inappropriately with bias or prejudice towards others

I use offensive or discriminatory language or behaviour.

I fail to deliver on my commitments as a board member.



THINKING POINT

It is vital that all board members have enough time to make an effective contribution so that the organisation can grow and succeed. It may be attractive to appoint board members who sit on other committees and boards because of the experience and knowledge that they may bring.

But it is important that all board members can find the time to commit to their role and that the board can maintain the autonomy of your sport, recreation, activity or area.

Expectations from stakeholders will be high in respect of the rules, access to membership or services and ethical practices, especially if you're a recognised governing body or membership organisation.

Good governance and the standards demanded by investors and potential investors have intensified as public funds have come under further scrutiny.

Part of the board's leadership role is to embed the right behaviours and culture across the organisation, and every effort should be made to use the resources that are available.



"We are a national governing body and if governance wasn't at the heart of our organisation, then I think there would be something wrong.

What the framework gives us is the truth and it is something that the sector can hang its hat on and refer to. The principles are like the 'rules of the road' and the guidance that this refresh is providing our organisation is already proving really helpful and beneficial. I think working to implement the principles is also giving us credibility. Because the framework is endorsed by Sport Wales, we feel much more confident talking about governance outside of our organisation.

People are at the heart of sport so the sector needs to be focused on behaviours and values. This is especially true when thinking about the volunteers around the country that keep our club doors open and make sport happen. If we lose them – we really will have a problem."

CEO - Swim Wales

PRINCIPLE 2:

DEFINING AND EVALUATING THE ROLE OF THE BOARD

The board needs to understand its role and regularly evaluate the ways it contributes to the organisation. Its role in leading the organisation must be clearly outlined and decision making

well-structured and publicised, so all staff and stakeholders understand how the organisation functions.

These are proven tasks and activities that will help a board on their journey towards good governance.

► FOUNDATIONS FOR SUCCESS ► BUILDING ON SUCCESS

- Have a clear overview of the board's role and the various functions it needs to fulfil
- Make sure each board member has adequate time to dedicate to their role; not taking on too many roles or duties.
- Create clear role descriptions and divisions of responsibility for key positions on the board to make sure the organisation can be a thriving, resilient business (eg, legal, commercial, marketina).
- Run effective induction programmes for board members making sure they understand their personal legal responsibilities (if your organisation is constituted as a company or charity, your directors or trustees should be aware of company or charity law requirements).
- Make sure board members are familiar with the governing document (eg articles of association, trust deed etc) and abide by the boundaries it sets.
- Delegate operational issues to individuals with a remit to deliver the operational function (e.g. CEO or lead officer).

- Make sure the structure of the organisation is appropriate for the strategy and kept up to date.
- Produce and implement a standardised, comprehensive induction process - signed by each board member upon completion.
- Establish a division of responsibility between the chair and CEO/lead officer in writing, agreed by the board.
- Create appropriate committees with delegated authority for areas, such as reviewing budgets and operational plans.
- Provide all board members with ongoing training and development to make sure that they have the skills to be effective in their roles
- Run a board evaluation annually.

- Make sure that the structure of the organisation reflects the needs of the organisation and can respond quickly to changes of direction if required.
- Conduct formal annual reviews of all board members.
- Make certain all board members complete a self-assessment and has an annual review meeting with the chair.
- Make sure the chair receives a formal annual review from a designated board member(s) (two maximum).

PRINCIPLE 2: BEHAVIOURS

The actions of the board are extremely important when implementing good governance. Equally, the way the board behaves when implementing those actions is just as important.



POSITIVE CONTRIBUTIONS

I demonstrate my understanding of my role and statutory and legal duties as a director.

I fully engage in improving my understanding of the organisation, its staff and stakeholders.

I embrace constructive feedback and reflect on my strengths and weaknesses as I continually strive to become a more effective board member.

I contribute positively and seek to use my role to improve the board's efficiency as a whole.

I make sure we seek external advice as appropriate.

I actively contribute to board evaluation meetings.

I ensure certain annual reviews take place for board members, CEO and staff.



UNACCEPTABLE BEHAVIOUR

I fail to deliver on my commitments as a board member.

I resist change.

I do not seek external advice when required.

I interfere in operational matters.



THINKING POINT

It may feel like a review or an appraisal for each board member seems unnecessarily formal, particularly if they are volunteers. However, it is important for each individual board member to have the opportunity to discuss how they would like to contribute and how they feel they have been delivering against their own expectations.

Of course, the process can be made more informal and the chair can have a one-to-one conversation with each board member.

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"I would imagine most sports would say finance is key to how their organisation performs and that it is also their biggest threat. The values and strategies highlighted in this framework really help an organisation manage both the finances of the organisation, but also another valuable resource - people.

If an organisation wants to be high performing, then it must be prepared to go through a constant improvement process. This includes being up to date with the skills needed around the board-table and creating a skills matrix has really helped to guide us."

CEO - Wales Golf



PRINCIPLE 3:

SETTING VISION, MISSION AND PURPOSE

The board is responsible for creating a strategic plan to help the organisation achieve its vision and mission. It is also responsible for identifying and reviewing the values of the organisation to maintain the long-term stability of the organisation.

Importantly, the board makes certain that the strategy is being followed but without becoming involved in the operational delivery.

These are proven tasks and activities that will help a board on their journey towards good governance.

► FOUNDATIONS FOR SUCCESS ► BUILDING ON SUCCESS

- Set and protect the organisation's vision, mission, and values, as well as maintaining a positive reputation of the sport, recreation, activity, area and organisation.
- Put the participant at the core of the mission of the organisation.
- Create a strategic plan in consultation with participants, athletes, staff and members, which sets a vision of what the sport, recreation, activity, area or organisation aims to achieve.
- Establish and share strong values in the organisation which include inclusivity and diversity.
- Communicate strategic information in a clear manner to individuals with a remit to deliver the operational function (e.g. CEO, senior management team, lead officer).
- Make sure there are sufficient resources available to deliver the strategic plan.

- Conduct a strategic review when appropriate
- Set challenging yet realistic goals that drive and support the vision, mission and purpose.
- Consider the needs of strategic partners and stakeholders who share the vision, such as sports councils, local authorities, private and third sector organisations.
- Ensure that the long-term strategy takes into consideration the political landscape.
- Create appropriate committees with delegated authority for strategic areas such as reviewing budgets and operational plans.

- A clear strategy which places the participant at the heart and is clearly defined, understood and resourced is established.
- Unite staff and stakeholders to drive day-to-day delivery of the strategy to achieve the vision and
- Review and monitor progress, using learning and innovation to address any challenges.
- Demonstrate clear decision and delegation powers.
- Undertake an annual organisational review as part of continuous improvement and delivery.

PRINCIPLE 3:

BEHAVIOURS

The actions of the board are extremely important when implementing good governance. Equally, the way the board behaves when implementing those actions is just as important.



POSITIVE CONTRIBUTIONS

I think about emerging trends and innovations, future legislation and policy, as well as sporting developments in order that I can contribute ideas to strategic discussions.

I seek to understand and actively listen to different needs and perspectives in an open and transparent way.

I actively encourage and participate in long-term strategy planning.

I demonstrate ambition for our organisation to grow and thrive - now and in the future.

I encourage the monitoring and tracking of progress against our objectives which will lead to sustainable success.

I ask probing questions of the CEO/ Executive to check and challenge our progress against our vision and strategy; encouraging the empowerment of the CEO/ staff to deliver agreed plans and encouraging celebration of achievements.



UNACCEPTABLE BEHAVIOUR

I get bogged down in discussing operational detail.

I get defensive when others do not share my views.

I try to reopen agreed decisions.

I resist change.



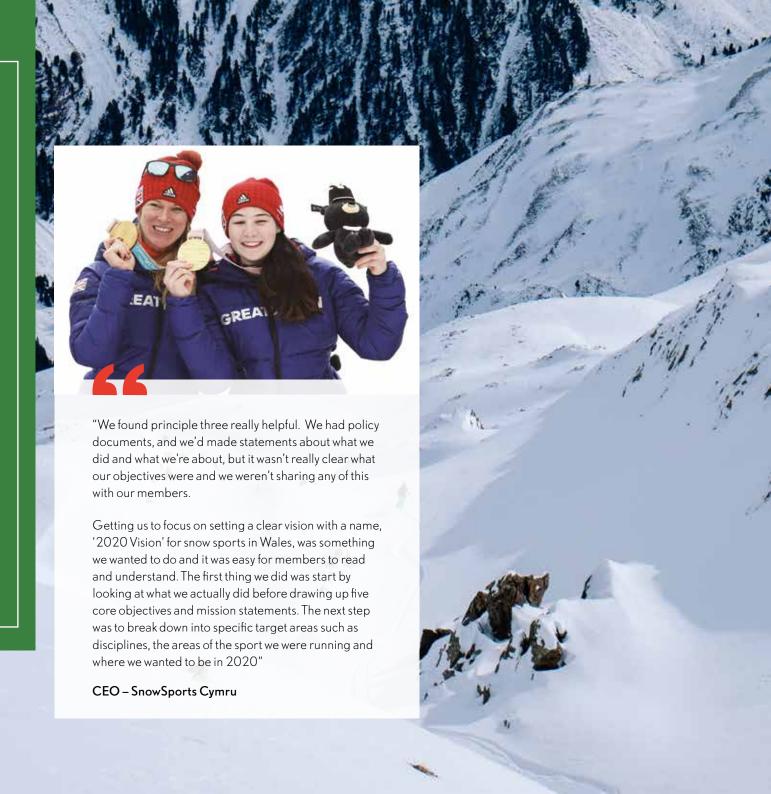
THINKING POINT

The idea of conducting a strategic review may seem complex when balancing multiple priorities. However, it provides an opportunity to step back from day-to-day operations to assess the strategic foundations on which a business is built and identify new opportunities and solutions to build a resilient business.

Changes in the landscape such as a new government policy, a new strategy from a funding partner, or a change in staff may prompt a strategic review.

A strategic review is a structured process which should be a fact-based analysis of the challenges and opportunities to an organisation in order to identify new value-creating opportunities.

The outcome of a strategic review should be a clear set of recommendations and a future roadmap for the organisation that charts its course and enables increased and sustained performance now and for the future. A strategic review can deliver significant benefits to an organisation as the process can improve engagement and alignment with staff, teams and key stakeholders. This will help drive a high-performance culture and provide clarity on future direction, as well as improved performance and targeting new opportunities to develop a sustainable organisation.



PRINCIPLE 4:

BALANCED, INCLUSIVE AND SKILLED BOARD

The board should be made up of individuals with the relevant balance of skills, knowledge and experience to meet the needs of the organisation and represent the diversity of the community it

serves currently, and in the future. The organisation should have the appropriate recruitment policies in place to enable this.

These are proven tasks and activities that will help a board on their journey towards good governance.

► FOUNDATIONS FOR SUCCESS ► BUILDING ON SUCCESS

- Put in place appropriate, open and transparent recruitment practices for new board members.
- Recruit board members, staff and organisational ambassadors that have the skills to develop a resilient business; for example, understand their financial obligations and anticipate future regulation.
- Make sure board succession planning is proactively undertaken.
- Establish a board that is comprised of an appropriate number of people for effective decision making. Typically this is between 8-12 people.
- Bring knowledge and experience from outside the sport or activity by having at least 25% independent, non-executive board members.
- Make certain that the voice of the participant (or member) is heard or represented by the board (i.e. through participant representation or by portfolio responsibility and through committee structures).
- Encourage challenging discussions in a controlled meeting environment, resolving conflict appropriately.

- Create a balanced and inclusive interview process and nominations panel for board appointments.
- Consider recruiting an independent chair to bring an independent perspective.
- Establish limits to maximum terms of office (2 x 3 years or 2 x 4 years) for board members, so that the board is regularly refreshed but with a balance of continuity maintained.
- Make sure that the board has appropriate representation from staff or key volunteers when required but that their perspective does not disproportionately influence decisions.
- Bring in external experts in specific fields when necessary.

- Take a holistic view when making decisions.
- Complete a skills matrix for board and senior staff to identify individual and collective training needs.
- Facilitate good discussion and debate at board meetings when decisions are being made so decisions are final, and discussion does not need to be reopened later.
- Champion diversity on the board through portfolio responsibility, pro-actively advocating the importance of diversity and equality and mentoring programmes.
- Ensure that the Welsh language is given equal prominence with English in communications.

PRINCIPLE 4:

BEHAVIOURS

The actions of the board are extremely important when implementing good governance. Equally, the way the board behaves when implementing those actions is just as important.



POSITIVE CONTRIBUTIONS

I make the time to build effective relationships with all my board colleagues.

I support and mentor new or less experienced board members.

I am a champion for diversity on the board. I show interest in the backgrounds and skills of my board colleagues and consider how we can each contribute effectively.

I am proactive in succession planning for directors and senior executives.

I consider the composition of the board when discussing committee membership or appointing new board members.

I behave in a professional way that promotes trust and openness between the board and executive team.

I listen actively and sensitively to encourage and understand the contributions and views of my board colleagues, CEO, senior executives, and all other stakeholders.

I ask questions to understand other people's perspectives.

I am open to developing my skills and add value to discussions about succession planning.



UNACCEPTABLE BEHAVIOUR

I dominate board meetings with my views.

I dismiss the views of others.

I allow disagreements or conflicts with others to go unresolved.

I am involved in inappropriate relationships with staff, and allow this to unduly influence reporting.

I allow bias or preconceived ideas to affect my judgement.



THINKING POINT

Having a wide range of perspectives represented on the board is critical not only to achieve good governance but also to enhance the quality of debate and ultimately to improve decision making. Diversity of thought within the boardroom means a range of perspectives can be sought, leading to well-rounded decisions.

Board members are appointed to serve the sport, activity or organisation as a whole, not their own region, function, background or group. Organisations should move towards appointing a skills-based board with appropriate role descriptions for each member.

It is recommended that organisations appoint an independent chairperson to provide crucial objective challenge, leadership and to make sure sound decision making can take place. Larger organisations in particular may benefit from this approach, but it is acknowledged that smaller, developing organisations may want to appoint a chairperson with knowledge of the sport, recreation or activity as this may enable them to thrive and grow.

It's important to take a long-term view of what the organisation's participants, members or stakeholders may look like in the future and make sure that the board understands them and can offer perspectives on how to be a relevant organisation that provides value in the long term.

The board needs people who can make decisions in the best interest of the organisation, setting aside any personal position or any potential conflicts of loyalty. "The principle we focused most on was principle four. Our governance working group looked at all the principles, but this was the one we felt we had the greatest opportunity to make major progress in. We had a good board in place with great people, but we felt there was a lot of too many similar people from similar backgrounds, so there was a definite opportunity to implement some positive change with this principle.

We talked about independence and the need for more diversity, so we knew that needed an appointment process rather than just an election process from the membership. The great thing about the changes we were able to make was that we managed to end up in a situation where everyone was appointed, which meant everyone was interviewed and they did not just come from within cricket

The current board and the membership recognise that the changes we have made so far have been good and we will continue to recruit for future board members through both an election and appointment process.

We will carry on using the framework over the next few years to make sure we have the correct balance of diversity and skills on the board."

CEO - Cricket Wales



PRINCIPLE 5:

STANDARDS, SYSTEMS AND CONTROLS

The board is responsible to its stakeholders, so needs to be conscious of the standards it should operate to, and of its role in exercising appropriate and effective control of the organisation.

This means that relevant information, like audited accounts and board policies, are published and made publicly available to members and other stakeholders. The board should strive to be as open and transparent as possible.

These are proven tasks and activities that will help a board on their journey towards good governance.

► FOUNDATIONS FOR SUCCESS ► BUILDING ON SUCCESS

- Comply with regulatory and legal requirements for the organisation e.g. safeguarding, insurance and health and safety.
- Review the governing document on a regular basis to ensure it continues to meet the needs of the organisation.
- Make certain legal obligations, including those on use of personal data, are understood and implemented appropriately across the organisation.
- Implement appropriate financial controls with regular monitoring.
- Create a robust financial plan, trying not to be overly reliant on one source of income.
- Identify, discuss, document and manage risk on a regular basis.
- Develop policies that consider up to date innovations and legislative changes (e.g. use of technology).

- Create and implement a clear set of key procedures and policies to meet the legal obligations and guide the organisation - and are reviewed annually.
- Create a forward-looking financial plan which assesses the risks to current income and seeks to diversify future income sources.
- Make certain authority is delegated appropriately through committee structures and that checks and balances are in place to manage the inappropriate use of decision making.
- Consider risk as a key component of every board meeting and included in all planning strategy.
- Embrace the spirit and good intentions of regulation.

- Insist board members have a sound knowledge of the company articles and an understanding of Company and Employment Law.
- Include finance, legal and risk matters as standing agenda items for all board meetings.
- Evidence progress against equality and safeguarding standards.
- Make sure a whistleblowing policy is in place. with a culture that supports whistle-blowers to feel comfortable, supported and protected in coming forward.
- Develop a culture of horizon scanning. succession planning, and one that aims to identify risk and income opportunities.

PRINCIPLE 5:

BEHAVIOURS

The actions of the board are extremely important when implementing good governance. Equally, the way the board behaves when implementing those actions is just as important.



POSITIVE CONTRIBUTIONS

I demonstrate my understanding of my statutory and legal duties as a director.

I protect the principles of good governance agreed in our organisation.

I am up-to-date with the organisation's risk register and I am proactive in anticipating any potential threats to the organisation.

I offer and encourage creative actions to mitigate potential risks.

I try to have a thorough understanding of organisational policies, performance and finance.

I work to make sure my written and verbal communications are concise and effectively convey key messages.

I work efficiently, concluding discussions with clear actions, ownership and follow up mechanisms. I encourage this behaviour in other board members.

I hold CEO/executives/board colleagues to account for delivering their commitments.

I make sure the board constructively discuss any areas of underperformance.

I encourage opportunities in which we can acknowledge and celebrate progress and success.



UNACCEPTABLE BEHAVIOUR

I fail to deliver on my commitments as a board member.

I turn up unprepared for board and other meetings.

I get overly involved in discussing operational detail.

I unnecessarily resist change and new ways of doing things.

I keep quiet if I have concerns about the organisation.





PRINCIPLE 6:

ACCOUNTABILITY AND TRANSPARENCY

The board needs to be open and accountable to its athletes, participants, members and stakeholders. It should also strive to maintain a stakeholder engagement plan that actively seeks their views.

The board should be committed to accountability and transparency and all actions should stand up to scrutiny.

These are proven tasks and activities that will help a board on their journey towards good governance.

► FOUNDATIONS FOR SUCCESS ► BUILDING ON SUCCESS

- Create appropriate mechanisms to allow athletes, participants and members to put forward their views to shape the organisations development.
- Make certain that there is a conflict of interest policy in place and declarations of interest are updated at least once a year and then declared in board meetings when appropriate.
- Implement a sound decision-making and monitoring framework which makes sure processes and decisions are robust and transparent.
- Make certain board members have a clear understanding of what would be classed as a conflict of interest.

- Present financial information in an accurate. transparent and accessible way to all stakeholders.
- Make sure that there are mechanisms to implement feedback from athletes. participants and members where appropriate and to manage expectations of stakeholders who feedback and contribute thoughts and ideas to shape the organisation's development.
- Make sure there is regular, formal communication and engagement with members.
- Post terms of reference / minutes / policies are available in accessible formats such as on the organisation's web-site.

- Develop an engagement strategy including monitoring arrangements.
- There is a person-centred approach which ensures that communication is appropriate for the different audiences the organisation engages with.

PRINCIPLE 6: BEHAVIOURS

The actions of the board are extremely important when implementing good governance. Equally, the way the board behaves when implementing those actions is just as important.



POSITIVE CONTRIBUTIONS

I act impartially and in the best interests of the organisation.

I declare any conflicts of interests – and behave in a visibly, impartial manner on issues relating to my own personal/ professional matters.

I support collective decisions the board takes.

I listen actively and sensitively to encourage and understand the contributions and views of my board colleagues, CEO/staff, and all stakeholders.

I respect and support peoples' differing communication preferences and adapt my style to suit the needs of the situation.

I moderate differences in points of views – mine and others - based on information and perspectives I hear in board meetings.

I behave in a professional way that promotes trust and openness between the board and executive.

I raise difficult issues through a brave and respectful style of dialogue.

I am accountable to investors and through my actions ensure investors have confidence in the organisation.



UNACCEPTABLE BEHAVIOUR

I get inflexibly caught up in promoting my own views.

I gossip or act with bias or prejudice towards others.

I fail to deliver on my commitments as a board member.

I publicly criticise decisions that the board takes as a group when I personally disagree with them.

I dominate board meetings with my views.

I dismiss the views of others.

I allow disagreements or conflicts with others to go unresolved.



THINKING POINT

An open and transparent approach to decision making and communication should lead to a more effective organisation that is respected, trusted and supported by all stakeholders.

It may be worth considering the most appropriate ways to make sure that the voice of athletes, participants, volunteers and members can be heard, listened to and applied. This may be through representation on subgroups, formal consultation or focus groups to actively engage with key stakeholders.

When considering communication channels, an organisation may wish to think about the best way to reach and engage with each audience as well as future audiences.

Where participants may feel aggrieved or tempted to challenge decisions, the board may wish to consider using alternative dispute resolutions or mediators. The use of an independent service can help to demonstrate an open and transparent resolution process. This type of approach may also protect the organisation from costly legal challenges.

'There have been failings in duty of care and high profile cases of corruption in worldwide Sport over the last few years and people need to have confidence in organisations that they invest in, or potentially invest in. It is important that an organisation exudes integrity if it wants to attract newcomers - whether that be participants, volunteers or commercial partners and it can do this by operating with transparent processes, by being accountable to its stakeholders and taking informed decisions

As an investor in, and an enabler of Sport it's crucial that organisations that we work with operate with integrity and are accountable for their actions and transparent in their decision making and their processes.

In the past Sport Wales has had some very high-profile governance challenges and in recent years the Board felt it was crucial to focus on being accountable to stakeholders and operating with the highest standards of transparency. We have taken actions such as undertaking extensive consultation with stakeholders to inform decision making, recording board meetings, having young ambassadors join the board to develop future board ready members, and publishing meeting agendas and board minutes on our public facing website"

Pippa Britton, Vice Chair, Sport Wales



PRINCIPLE 7:

UNDERSTANDING, ENGAGING WITH AND EMBRACING THE SPORTING LANDSCAPE

The board needs to be aware of the international and domestic sporting environment and position its organisation appropriately. The organisation needs to be aware of the interdependency of the

sport system - that outcomes are achieved by systems, not by single projects, programmes or organisations collaborating with other partners in the sporting system and working together by developing trusting relationships and shared purposes with other players in the system. The organisation places great importance on understanding the needs and expectations of athletes, participants and members. The organisation develops a resilient business that scans the horizon and plans for opportunities to act as guardians of the sport by developing a strong business that is fit for the future.

These are proven tasks and activities that will help a board on their journey towards good governance.

► FOUNDATIONS FOR SUCCESS ►

- Promote the wider value that the organisation provides to members and society.
- Understand that the needs of current customers and participants drive the organisation, and ensure that they are placed at the centre of planning.
- Make sure there is a clear understanding of the brand and unique selling point (USP) which can be used to drive growth and diverse income streams.
- Understand what assets the organisation owns; these may be products, programmes, data, your brand and facilities, etc.
- Conduct a SWOT or PESTLE analysis of the organisation to understand the current position.
- Understand key relationships with other bodies, for example, strategic investors or commercial partners.
- Define the relationship between the organisation and its clubs, members and participants and the responsibilities the sport has to each constituent.
- Work with like-minded organisations to set similar standards in order to minimise bureaucracy for participants.

BUILDING ON SUCCESS

- Understand that the organisation is customer-centric and must consider the needs of potential customers.
- Develop a business plan that builds upon the brand, USP and available assets in a commercial sense in line with the organisation's mission and values.
- Establish strategic relationships and aim to work with other organisations to maximise the mutual benefits of a partnership.
- Act in a socially responsible way. For example, work on participant education; with charities; interact with the local community; or initiatives that respect the environment.
- Understand the complexities and structures of competitive sport and the and constant evolving pathways between grassroots and elite level participation.
- Identify and nurture commercial partnerships to build a resilient, sustainable organisation reducing reliance on public funding and developing additional income streams by scanning the horizon for new opportunities.

- Develop a culture of insight and evidence led decision making with mechanisms that allow for constant feedback.
- Anticipate future trends through proactive and sophisticated horizon scanning.
- Monitor evolving technological and societal shifts and how the organisation can align to these to stay relevant.
- Implement a functioning, forward looking plan which generates revenue from diversified and multiple sources.
- Agree international influencing plans across countries / home nations.
- Implement a clear structure/plan for communicating with key partners right across the sporting pathway.
- Create and deliver partnership agreements for joint outcomes with relevant bodies (industry, other delivery partners, other sectors, health and education).

PRINCIPLE 7:

BEHAVIOURS

The actions of the board are extremely important when implementing good governance. Equally, the way the board behaves when implementing those actions is just as important.



POSITIVE CONTRIBUTIONS

I take an active part in effectively engaging and networking with key stakeholders.

I seek to understand and actively listen to the needs and perspectives of stakeholder groups in an open and transparent way.

I think about emerging trends, future legislation & policy, and sporting developments in order to contribute ideas to strategic discussions.

I make sure the board looks at issues and opportunities from several angles and debate alternative strategies.

I explore commercial and expansion opportunities for the organisation.

I listen actively and sensitively to encourage and understand the contributions and views of board colleagues, CEO/staff, and all stakeholders.

I demonstrate a professional demeanour, and speak with impact, to instil confidence with stakeholders.



UNACCEPTABLE BEHAVIOUR

I get inflexibly caught up in promoting my own views.

I gossip or act with bias or prejudice towards others.

I fail to deliver on my commitments as a board member.

I publicly criticise with decisions that the board takes as a group when I personally disagree with them.

I dominate board meetings with my views.

I dismiss the views of others.

I allow disagreements or conflicts with others to go unresolved.



THINKING POINT

The sporting landscape is continuously evolving, and each organisation will have a different perspective on its environment, and the role that the organisation plays. It is important that the board is well informed about the external sporting, political, and business environment and the organisation's position within it. This will help the board identify the risks and opportunities to grow and will mean they can better understand the organisation's future.

The organisation should be person-centred and truly place current and potential participants at the heart of decision making by understanding their motivations and needs. This means considering the appropriate mechanisms to make sure the organisation is insight driven and places importance on learning and continuous improvement.

In order to develop a resilient and relevant organisation, the board should view the organisation as a business. Depending on the position of the organisation, it may be required to consolidate activities or to actively develop new opportunities for growth.

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"Whilst principle seven was not initially a focus for us, it became so after involvement with other NGB's in developing a sporting standards model. This model, along with the growing realisation that we would need to form many types of partnerships and be increasingly more sophisticated in our approach to improving our own development and performance programmes, really helped to focus our attention. This sporting model helped us to prioritise our work streams. This principle in the framework supported the development of our own strategic model, which kept us from compromising on the directives from being a membership organisation and our links within our UK Federation. It supported the understanding of grassroots sport and how it links through to elite sport and crucially we were able to underpin the programme strategy with the four areas of Governance around Leadership, Business and Finance, Sporting Standards and Stakeholder Engagement" CEO - Welsh Triathlon

SPORT WALES STATEMENT We would like to thank the Welsh sport sector Sport in Wales can only continue to prosper if Organisations that can tune in to and anticipate

for embracing and continually driving forward improved governance and leadership.

The significant progress since 2015 has shown that there is an overriding sense of enthusiasm, commitment and responsibility within the sport sector to continually improve governance and leadership.

At the heart of this Framework is the need for every organisation to be the very best it can be. Regardless of size, levels of funding, or whether a charity, a not-for-profit, a social enterprise or profitmaking, the Framework aims to support the entire sector in building solid, strong businesses.

everyone involved remains willing and committed to grow and improve and deliver on the Vision for Sport in Wales.

Good governance helps do that. Because good governance simply means putting the right policies in place and setting and nurturing a culture which allows an organisation to thrive. An organisation that is well led and well run is quicker and more agile to seize and harness growth opportunities - whether they are political, technological, commercial, structural or otherwise.

Putting customers at the heart of all decision making is a critical task in order to remain relevant. customer needs will grow faster.

It has been so encouraging to hear how organisations use the Framework in their day to day work and processes. When starting this journey it may seem daunting, but significant progress has been made and there is plenty of support available. We are confident the Framework will provide the structure to help sport in Wales be even stronger and more sustainable well into the future.

We look forward to seeing the continued progress we make in this important area.



Sarah Powell Chief Executive, Sport Wales





Lawrence Conway Chair, **Sport Wales**

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USEFUL CONTACTS

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