



TERMS OF REFERENCE

Compliance, Legal and HR Sub-committee

(the “Sub-committee”)

Approved the Board of Directors of England Boxing (the “Board”)

1 Function

The Sub-committee is established under article 78 of the Articles of Association England Boxing for the purposes of: -

- 1.1.1 Giving support and advising to the Board of England Boxing make recommendations to the Board to assist England Boxing achieve its vision, values and strategic goals as outlined in the Strategic Plan, with respect Compliance, Legal and HR issues.

2 Composition

- 2.1 The Sub-committee shall have no minimum of member but there shall be a maximum number of 11 members and shall comprise of the following: -

- 2.1.1 A Chair: Each and every Sub-committee must be chaired by a Director of England Boxing, who shall report directly to the Board;

- 2.1.2 Deputy Chair Appointed by the Sub-committee, at its discretion, from amongst the Standing Members and Ex-Officio Members of the Sub-committee;

- 2.1.3 Such other members with relevant expertise as may be nominated by the Board and appointed by the Board subject to the maximum number of members specified in paragraph 2.1 of these Terms.

- 2.2 The Board will endeavour always to include individuals other than existing Board members to such Sub-committees.

- 2.3 It will be for the Board to formally appoint members of each Sub-committee.

- 2.4 Term: Four years, subject to a normal maximum of two four-year terms with the option of additional terms beyond the standard two terms, only to avoid the loss of valuable years of experience and knowledge.
- 2.5 The following shall have the right to receive notice of and attend (but not vote at) meetings of the Sub-committee: -
 - 2.5.1 The England Boxing Chief Executive;
 - 2.5.2 The England Boxing Head of Compliance.
- 2.6 In addition, the Sub-committee Chair may invite other individuals to attend any Sub-committee meeting (including any third party with expertise that may be required). Such individuals will attend Sub-committee meetings by invitation only and are not members of the Sub-committee.
- 2.7 Members of the Sub-committee are bound by the policies of England Boxing and its Code of Conduct.
- 2.8 The Chair should seek to achieve a fair and representative balance of age, gender, ethnicity and disability amongst the membership of the Sub-committee.

3 Competencies

- 3.1 Sub-committee members should, wherever possible, be appointed for their knowledge, skills and ability appropriate to the purposes of the Sub-committee in the following areas: -
 - 3.1.1 Competitive and/or Recreational boxing;
 - 3.1.2 Legal;
 - 3.1.3 Mediation or arbitration;
 - 3.1.4 Human resources;
 - 3.1.5 Sports organisations, NGBs;
 - 3.1.6 Safeguarding.

4 Responsibilities

- 4.1 The Sub-committee shall be responsible for: -
 - 4.1.1 To provide advice to the Board and senior staff on HR Matters;
 - 4.1.2 To provide advice and recommendations, where appropriate, to the Board on legal matters and issues. This will be supplemented by full legal advice and support where appropriate;
 - 4.1.3 To support, oversee and advise on Child Protection Matters and welfare within England Boxing;

- 4.1.4 To support the development of the England Boxing National Strategy for Welfare;
- 4.1.5 To assist in the development of appropriate DBS systems in relation to welfare compliance and development;
- 4.1.6 To assist on the development of compliance and disciplinary processes within England Boxing. To ensure compliance to best practice across the entire organisation;
- 4.1.7 To oversee and assist in the development of anti-doping practices and education within England Boxing. To support the development of an appropriate plan for delivery and monitoring of anti-doping and work closely with UKAD.

5 Meetings

- 5.1 The meetings and proceedings of any such Sub-committee shall be governed by the provisions of these Articles for regulating the meetings and proceedings of the Board so far as possible and applicable and so far as the same shall not be superseded by any regulations made by the Board.
- 5.2 The Sub-committee shall meet a minimum of six times during the calendar year and at other times as considered appropriate by the Sub-committee Chair.
- 5.3 At the start of each meeting any possible conflicts of interest shall be declared, or at the point a conflict becomes apparent. Any conflicts declared should be recorded in the minutes.
- 5.4 The Quorum for the Sub-committee meetings shall be 50% of the voting members of the Committee.
- 5.5 Decisions of the Sub-committee may be made by electronic or written means provided that appropriate and reasonable care has been taken to ensure that all persons who would otherwise be entitled to participate in the decision (if taken at a meeting) have been appropriately briefed and given the opportunity to participate in the decision.
- 5.6 A Sub-committee member may participate in a meeting of the Sub-committee by way of video conferencing or conference telephone or similar equipment which allows every person participating to hear and speak to one another throughout such meeting. A person so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in the quorum and be entitled to vote.

6 Operational Matters

- 6.1 The Sub-committee, through its Chairperson or other nominated member, shall liaise with other Sub-committees and England Boxing Staff in relation to the England Boxing legal, HR, welfare or disciplinary issues.

- 6.2 Subject to the approval of the Board, the Sub-committee may engage experts or advisors to provide advice on commercial matters as the Sub-committee may deem appropriate.
- 6.3 The Sub-committee does not have any direct financial authority for spending budget money. Any financial commitment must be signed off by the relevant staff and/or Board member, in accordance with the Finance policy and the Scheme of Delegation.
- 6.4 The meetings and proceedings of any such Sub-committee shall be governed by the provisions of the Articles for regulating the meetings and proceedings of the Board so far as possible and applicable and so far as the same shall not be superseded by any regulations made by the Board.
- 6.5 All designs, inventions, work, creations, programs, discoveries or improvements conceived apprehended or learned by a member of an England Boxing (Sub)-committee during the course of serving on the Sub-committee (whether alone or together with any other person or persons) and any intellectual or industrial property rights throughout the World relating to such designs and inventions shall be the exclusive property of England Boxing.

7 Reporting

- 7.1 A record of each meeting shall be produced (minutes) including an action list after each meeting and clearly identifying items to be approved by the Board. The Board will receive the minutes of each Sub-committee.
- 7.2 The Sub-committee shall provide the Board with an annual report of its activities, that will become part of England Boxing's overall Annual Report.
- 7.3 The Sub-committee shall keep a record of attendance for all meetings and make that record part of its annual report.
- 7.4 All acts and proceedings of such Sub-committees and any proposals to be ratified by the Board shall be reported in due course to the Board.

8 Support

- 8.1 Administrative support to the Sub-committee shall be provided by one or more members of staff from the relevant departments.
- 8.2 The work of the Sub-committee relates to the relevant departments, but the Sub-committee does not supervise the work of these departments.

9 Review of these Terms of Reference

- 9.1 The Sub-committee shall review its performance and Terms of Reference every four years (or more frequently as required) and make recommendations to the Board with regard to any changes.

Version: 1.3	Approved by the Board	Date: 28-03-2023

Review Schedule		
<i>Date of Review</i>	<i>Version</i>	<i>Summary of Changes</i>