The Basketball League Limited (British Basketball League)

Independent Director

Role Description and Person Specification

The Basketball League Limited

The Basketball League Limited (BBL) is responsible for the United Kingdom's premier men's basketball competition, with an exclusive 10 year licence with the British Basketball Federation (BBF) to fulfil that role, effective from August 2017. The BBL is owned by its' existing 12 franchises, which extend the length of the United Kingdom, from Plymouth to Glasgow.

Franchise development is at the fore of the league's strategic intentions, in order to bring top-level basketball and the associated benefits to as many people as possible.

BBL clubs are increasingly built on the foundations of a commercial entity driving the professional Club, with a strong focus on a relatively young demographic, and with a separate but related not-for-profit entity driving strong community programmes. The latter entities are in conjunction with the league's Foundation, a not-for-profit company, whose aim is to provide a national vehicle for community basketball programmes, utilizing the Clubs as key delivery agents.

Whilst providing positive role models for young people, clubs are also actively involved in developing the next generation of British basketball players through their 'player pathway' junior development programmes, and more generally promoting the sport, and associated healthy lifestyles, to young people in their localities.

The BBL considers the relevant national governing bodies (British Basketball Federation, Basketball England, Basketball Scotland) to be important partners in the development of basketball in Britain. The BBL also works with the NBA, mainly in ad-hoc ways, through specific events or promotions, to develop the game.

The BBL is a company limited by shares and is currently in a transitional period to meet the requirements set out in the new BBF Licence in regard to its Management Structure with the transfer of the day to day management of the company from a solely Club representative Board, to a Management Board made up an independent Chairperson, non-affiliated non-executives and a minority representation of BBL Club Directors, which is scheduled to be in place by 1st April 2018.

Significant progress has been made by BBL in recent years, which has resulted in a large increase in BBL revenues and a step change in the perception of BBL amongst key stakeholders, including, for example:

- Significant Media Rights deal secured with Perform, resulting in every game being streamed, with a game a week via the BBC Sport Website, with Finals via the BBC Red Button, as well as on other media outlets.
- Large increase in spectators, revenues and profits at BBL Events
- BBL's relationship with BBF (responsible for Team GB) improving to point where BBL has been contracted to manage GB Events

The Basketball League's Directors are expected to sign up to its Code of Practice, which provides a framework within which the Board operates. (A copy of the Code is attached at appendix 1 for information).

Role Description

Responsibilities:

1. **Statutory Duties**

1.1. To act as a Director of The Basketball League Limited ("the Company") in the best interests of the Company with honesty and good faith.

1.2. To use such personal and professional skills together with such contacts, experience and judgement as they may possess with integrity and independence to optimise both the short and long-term performance of the Company

1.3. To play a full part in enabling the Board of Directors to arrive at balanced and objective decisions in the performance of its agreed role and functions in relation to the Company's Business Plan.

1.4. To ensure that the obligations and responsibilities of The Company, as determined by its Articles of Association and Annual General Meeting, are fully, promptly and properly performed.

2. **Strategic Leadership**

2.1. Support and challenge the Chair, and executive team to drive and deliver the Company's strategy in accordance with the mission and values.

2.2. Provide a strategic perspective, champion change and challenge the status quo to ensure Company takes a long-term, big picture view for the success of the League.

2.3. Monitor, challenge and evaluate the performance of the Business Plan in meeting agreed goals and objectives.

2.4. Contribute to and bring leadership and independent judgement to matters placed before the Board of Directors in the key areas of strategy, marketing and communications, finance, people and governance.

2.5. Advocate the Company's strategic aims, ensuring that the necessary human and financial resources are in place to successfully deliver.

3. **Governance**

3.1. Work collaboratively with, and support, the Chair, and executive team.

3.2. Contribute fully to Board discussions, take collective responsibility for Board decisions and represent the collective Board view to external stakeholders and audiences.

3.3. Maintain confidentiality, as appropriate and when requested by the Chair, and agreed by Board consensus.

3.4. Encourage positive challenge and address any conflicts within the Board.

3.5. Support the Chair to encourage the Board to take decisions fully, promptly and properly.

3.6. Ensure integrity of management and financial information and that financial controls and systems of risk management are robust and defensible.

3.7. Work with other Board Directors and Chair to make governance arrangements effective for the Company.

3.8. Place on the agenda for Board meetings, any matters relating to the Company business which the Director considers should be discussed.

4. **External relations**

4.1. Be aware of the interests of all stakeholders and maintain close and positive relationships with key members.

4.2. Develop business and sporting network contacts with key organisations in order to obtain views and influence wider opinion.

4.3. Be an ambassador for the Company at external functions, meetings and events when appropriate.

4.4. Facilitate change and support, where appropriate, the resolution of potential conflict with external stakeholders.

5. **Personal Obligations**

5.1. Be an active advocate of the Company, its policies, objectives and its values of fairness, openness and honesty.

5.2. Ensure that s/he acts in the best interests of the sport and declare any conflict of interest in this area.

5.3. Understand and comply at all times with the legal and other responsibilities of being a Board Director.

5.4. Disclose immediately any personal interest in any activity of the Company and/or possible or actual conflict of interests, and take no further part in any Board or committee discussion of the matter.

5.5. Not accept benefits from third parties which are intended (or which could be perceived as intended) to influence the Director's contribution to a discussion or decision of the Board, and will adhere to the rules and regulations regarding gifts and hospitality.

5.6. Seek continually to develop and refresh knowledge and skills to ensure any contribution to the Board remains informed and relevant.

5.7. Ensure that s/he fully understands and keeps up to date with:

5.7.1.1. the business of the Company and its services
5.7.1.2. the sport and territories in which the Company operates
5.7.1.3. the construction and delivery of the strategic plan and relevant funding agreement
5.7.1.4. the external factors that affect the Company and its operation

Additional information

6. **Remuneration**

6.1. This role is non-remunerated.

6.2. All reasonable out-of-pocket expenses will be reimbursed in accordance with established criteria.

7. **Time Commitment and Responsibilities**

7.1. Allow an annual commitment of approximately 20 days.

7.2. Attend all meetings of the Board of Directors called during the year (notionally six per annum, or as required).

7.3. Allow time for preparation and follow up from meetings and any ad hoc response to Board related activities.

7.4. As the reasonable need arises offer time to the business of the Company that relates to elite performance and programme activity.

7.5. Be prepared to act as a member of any panel for which the Board desire to have representation.

7.6. Devote the necessary time and effort to fulfil their obligations and responsibilities.

8. **Term of office**

8.1. Subject to a re-appointment process based on a three year cycle.

9. **Location of Board meetings**

9.1. Meetings are normally held in the East Midlands but can be arranged elsewhere with consideration to the convenience of all Board members.

The Basketball League Limited (British Basketball League)

Independent Director

Role Description and Person Specification

Person Specification: Independent Director

Applicants for the position of Independent Director for the Company should meet the following personal specification:

General skills & qualities required by all Basketball League Limited Board

Directors: Key skills, experience and qualifications:

1. Previous experience or understanding, from the commercial, charity, or voluntary sectors, of the work of a Board Director, trustee, partner or senior executive.
2. A proven track record of delivering strategy and experience of participating in organisational transformation and change.
3. An understanding of the changing environment in which the sport is operating.
4. Strong and proven commercial and financial experience and understanding.
5. Ability to establish strong and positive working relationships with other Board members, Chair and executive team.
6. Experience of building and maintaining strong and positive relationships with diverse groups of internal and external stakeholder.
7. Connected individual who has built and maintained a strong, vibrant and diverse professional network.
8. Clear understanding and awareness of the legal duties, responsibilities and liabilities of a Non-Executive Director.

Behavioural competencies and qualities:

9. Willingness to embrace change and able to provide innovative thinking and solutions.
10. Able to draw on and apply broad and diverse experience in the context of the Company
11. Open-minded and able to see the bigger picture for the sport.
12. Enthusiastic and positive commitment to the mission, objectives and values of the Company as an organisation.
13. Results and performance-driven.
14. Confident and independent thinker able to challenge facts and assumptions in a constructive and positive manner.
15. Willingness to listen to alternative views and take direction and advice from other Board members and Chair, and other key stakeholders.
16. Able to communicate clearly and confidently in Board meetings and bigger forums.
17. Strong interpersonal skills: active listening and communication skills - able to engage, influence, persuade and inspire people at all levels.
18. High self-awareness – understanding of personal strengths and weaknesses. Drive and commitment to improve personal knowledge and personal performance.
19. Strong personal integrity – does not compromise on ethical or legal matters.
20. Strong intellect and ability to quickly grasp and distil complicated issues, identify the areas for decision making.
21. Able to makes decisions objectively, based on understanding of facts and different perspectives.

Application Process

The Board of the British Basketball League (BBL) are currently looking to appoint to three voluntary Independent Director positions on the British Basketball League Board.

Candidates should submit their CV, together with a covering letter expressing their rationale for their interest and any specific business and/or sport competencies that they could bring to the role. Submissions by post or email are acceptable and should be sent to:

Andy Webb - Chief Operating Officer
The Basketball League Ltd
Unit E3, Leicester Business Centre
111 Ross Walk
Leicester LE4 5HH
E-mail: andy.webb@bbl.org.uk

The closing date for applications is 12 noon, 9 March 2018.

The Basketball League Limited is fully committed to the principles of equality of opportunity and is responsible for ensuring that no applicants, staff (paid or unpaid), workers, office holders, volunteers, or participants (together "Stakeholders") are unlawfully discriminated against on the grounds of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex and sexual orientation (together the "Protected Characteristics").

The Board of Basketball League Limited have adopted a target of maintaining a minimum of 30% of each gender on its Board and to progress towards achieving gender parity and greater diversity generally on the Board, including, but not limited to, Black, Asian, minority ethnic (BAME) diversity and disability. Applications are therefore particularly welcomed from females, people with disabilities and BAME groups as they are all currently under represented within the sport.

Following a recent skills audit of the Board applications from candidates with significant commercial/sponsorship and/or finance backgrounds would be welcomed.

Applicants will be required to meet a 'fit and proper person test' prior to appointment.

APPENDIX 1

CODE OF PRACTICE FOR THE BASKETBALL LEAGUE LIMITED ("the Company") BOARD

Introduction

1. This code sets out a framework of expectations, behaviours and relationships for Directors of the Company Board. (Where reference is made to Board members in the Code, this applies equally to Directors and Non Directors). It has been drafted, discussed and agreed by the Board and, therefore, it is incumbent on all who sign the code to uphold its sentiments and ensure it is, and remains, a living document.

Service Values

2. Board Members of Basketball League Limited must at all times:
   - Observe the highest standards of propriety involving **impartiality, integrity and objectivity** in relation to the stewardship of the Company (regardless of their source) and the management of Basketball League Limited.
   - Maximise **value for money** through ensuring that services are delivered in the most economical and efficient way, within available resources.
   - Be **accountable** for the activities of the Company and for the standard of advice it provides.

Standards

3. All Board Members must:
   - Comply with this Code, and ensure they understand their duties, rights and responsibilities, and that they are familiar with the function and role of the Company
   - Act in good faith and in the interests of the Company.
   - Not misuse information gained in the course of their service for personal gain, nor seek to use the opportunity of service on the Board of the Company to promote their private interests or those of connected people, businesses or other organisations.
   - Ensure they comply with Company's rules on the acceptance of gifts and hospitality.

Role of Board Members

4. Board Members have corporate responsibility for ensuring that the Company fulfils the overall aim and objectives set out in its Articles of Association, and that it complies with any statutory or administrative requirements. They must:
   - Ensure that high standards of corporate governance and financial control and management are observed at all times.
   - Establish the overall strategic direction of the Company in the discharge of its duties within the policy and resources framework agreed by the Board.
   - Ensure that the Board operates within the limits of its authority and in accordance with any other conditions.

- Ensure that an adequate flow of information is supplied by the Company to the Owners/Shareholders as required.
- Ensure that a distinction is drawn and maintained between setting policy and agreeing strategy, which is the responsibility of the Board, and day-to-day management issues which have been delegated to the Accountable Officer and staff. These arrangements should be set down in writing.
- Uphold corporate decisions made by the Board and, regardless of their personal views, ensure that outside Board meetings, collective decision making is upheld and respected. In addition, it is important that confidentiality is maintained at all times.

5. It is important to establish an agreed protocol for communications between the Company and key partners. The approach to each one will be discussed and agreed by Board Directors once Directors are recruited. In cases where further clarity is required, the Chairman will be the final arbiter of what the approach should be. These will include, but not limited to:
   - Owners/Shareholders
   - Partners/Sponsors
   - Other Basketball Stakeholders

6. In all the above cases, it is likely that there will be teams of people comprising Board members and staff involved with the management and development of these key relationships. It is essential that all involved contribute to the realisation of the Company's goals in a spirit of openness and trust. It is also important that it is appreciated that in some cases, partners may provide information on a confidential basis. However, while the Company personnel will wish to respect confidences, it will be important that the overriding considerations are the needs of the organisation and, therefore, it is essential that all involved share information with each other. The purpose of this Code is to give confidence that all who work by it will acknowledge the openness with which this type of information is provided, understand its value and respect the trust that has been placed on them by colleagues.

<u>Handling Conflicts of Interests</u>

7. The purpose of these provisions is to avoid any danger of Board Members being influenced, or appearing to be influenced, by their private interests in the exercise of their duties. All Board Members should therefore declare any personal or business interest which may, or may be perceived (by a reasonable member of the public) to, influence their judgement. This should include, as a minimum, personal direct and indirect pecuniary interests, and should normally also include, such interests of close family members and of people living in the same household. (Indirect pecuniary interests arise from connections with bodies which have a direct pecuniary interest or from being a business partner of, or being employed by, a person with such an interest. Non-pecuniary interests include those arising from membership of clubs and other organisations. Close family members include personal partners, parents, children - adult and minor - brothers, sisters and the personal partners of any of these.

8. Board Members are required to ensure that their interests are recorded in a Register of Board Member's Interests, which will be kept by the Company Secretary. This register of interests should be kept up-to-date and be available for viewing. Not less than every 12 months each Board Member shall sign the Register of Board Member's Interests to confirm that it appropriately records the interests which they are required to record under this Code of Practice.

9. A declaration of any interest should also be made at any board meeting if it relates specifically to a particular issue under consideration, for recording in the minutes (whether or not a member also withdraws from the meeting).

10. Board Members should not participate in the discussion or determination of matters in which they have an interest, and should normally withdraw from the meeting if their interest is direct and pecuniary.

11. It is at the discretion of the Chair whether the individual Board Member should withdraw from the meeting during discussions of matters in which they have registered an interest.

Process in the Event of Contraventions of the Code

12. In the event of contraventions of the Code, the Chairman will draw together a panel comprising one Director who is not party to the contravention and an appropriately qualified independent external member. The panel will review information relating to any contravention and determine an appropriate sanction.

I agree to abide by the terms of the Basketball League Limited Code of Practice.

Director's Name: .....

Director's Signature: .....

Date: .....