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**Governance Code for Sport**

**Chairpersons Skills**

Tips for Chairing

Disclaimer

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For the avoidance of doubt, the final decision on the nature, type, extent and format of approved governance policies, procedures and processes for each organisation is a matter for the board / highest governing structure of the organisation and the resources and material provided may assist the approval process.

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1. Key Roles and functions of a Chairperson

1.1 Leading the Board

Overall Governance Role

The Board of any organisation is responsible for the governance of the organisation.

At meetings of the Board, the Chairperson must be clear on whether a matter being considered by the Board relates to an operational issue, i.e. the day-to-day work of the organisation, or whether the issue is strategic in nature and thus relates to the longer-term plans or governance of the organisation.

It is very easy for the Board to get drawn into the operational side of things. It is the role of the Chairperson to be clear about the boundaries between governance, management and operations and to ensure that the Board fulfils its governance role and doesn’t stray inappropriately into areas of management or operations, which may be carried out by employees or other volunteers.

Ensuring that the organisation is managed effectively

The Chairperson must co-ordinate with management and the other Board members to ensure that appropriate policies and procedures are in place for the effective management of the organisation. The Chairperson is a key figure in ensuring an ethical culture exists in the Boardroom and in the organisation.

The Chairperson should ensure that where the Board delegates authority to carry out any of its functions, to a manager/CEO or another employee of the organisation, that such delegations are subject to regular reporting requirements. Delegations of authority by the Board and the associated reporting requirements should be documented, understood and applied.

Driving Board members recruitment and succession planning

It is difficult for some organisations to find and retain new Board members. Successful recruitment of Board members requires thought, planning and effort. It is essential that the Chairperson takes the lead in this process and give some consideration to succession planning for both their role as Chairperson and other trustees who may be nearing the end of their term of office.

The Chairperson should also consider how they will be replaced when they step down as Chairperson and how new Board members with the necessary skills and experience will be recruited.

Leading Board development

It is also part of the Chairperson’s role to ensure that the Board is operating as effectively as possible. This may involve the induction of new Board members and on-going training and development to ensure that all Board members understand their role and have the necessary skills to carry it out.

All Board members benefit from the opportunity to reflect how they work together, and there are a number of ways of doing this, such as planning days, training and Board evaluations.

1.2 Ensure smooth running of Board meetings

Preparation

A certain amount of preparation is necessary to ensure that Board meetings are as effective as possible. The Chairperson and Board Secretary should discuss and agree the agenda. The agenda should inform Board members regarding what to expect at the meeting. It is valuable for the Board to have an annual calendar to include recurring items including agreeing the budget, approving the annual report and financial statements and preparing for the AGM.

Managing the meeting process and behaviour of Board members

The Chairperson must work through the agenda in a timely fashion, but also allow for the necessary discussion and ensure that everyone has an opportunity to speak. Where inappropriate behaviour occurs, it may be helpful to spend some time drawing up ground rules or referring to the code of conduct for the Board as to make it easier to challenge difficult or inappropriate behaviour in an objective manner.

Decision-making

There should always be a certain number of decisions to be taken at Board meetings. It is helpful if the agenda indicates where a decision needs to be taken and, where appropriate, supporting papers should outline both the background and the proposals. The Chairperson’s role here is crucial, in ensuring that all the Board members understand what the decision, if taken, will mean for the organisation. It may be necessary for the Chairperson to put the decision to a vote, in accordance with the organisation’s governance procedures and/or its constitution.

Checking and signing the minutes

The Chairperson should work closely with the Secretary and read over the draft minutes prepared after each meeting, before they are circulated to the Board to correct any major inaccuracies. Minutes are draft minutes until they are approved and signed at the following Board meeting by the Chairperson.

1.3 Acting as figurehead or spokesperson

The Chairperson of any organisation may be seen by many people as the figurehead or main spokesperson for that organisation. If there is a manager/CEO, or a public relations officer on the Board, the Chairperson may delegate a significant amount of their public duties or contact with the media. It is also possible to delegate attendance at events or meetings to other Board members, as long as everyone is clear about what they are mandated to say on behalf of the organisation.

There will be certain meetings that require the presence of the Chairperson, such as meetings with regulatory bodies including the Charities Regulator or Company Registration Office, significant funders or politicians. It may also be the case that the media will want a comment from the Chairperson if the organisation is receiving adverse publicity.

**2. Practical tips**

2.1 Running Effective Meetings

Running purposeful and participative meetings can be challenging with common experiences, including long discussions with no conclusion, low attendance and uneven participation.

Before the Meeting:

* Plan the Agenda with the chief officer and Secretary. Include items brought by other members. Decide the order and timing of the Agenda and who will introduce each item.
* Identify which Agenda items are for information, discussion or a decision.
* Be well briefed about each item, and actions taken since the last meeting.
* Ensure all necessary background papers (including the last meeting's minutes) are sent out with the Agenda beforehand.
* Check with staff that all relevant practical arrangements have been made, e.g. room layout, visual aids, etc.
* Arrive in good time before the meeting is due to start.

During the Meeting:

* Start the meeting, welcome any new members, and make any necessary introductions.
* Receive apologies for absence; ensure quorum is present.
* Check for Conflicts of Interest on the items on the agenda.
* Ensure that additions or amendments to minutes are recorded.
* Maintain control - Set out any time limits.
* Allow flexibility and freedom of expression.
* Keep to the agenda and time-lines
* Ensure that proper minutes are taken.
* Draw out quieter members and discourage those who are monopolising the meeting.
* Be prepared to highlight issues that no-one else will, and to be the one who always has to ask the awkward questions.
* All points in favour of a point should be summarised against all points, not in favour.
* Summarise.
* Ensure that if jargon and abbreviations are used, all present understand them.
* Ensure that decisions are recorded, together with who is going to implement them. It can be useful to record decisions on a flip-chart as they are made.

Guide:

* Steer members to work harmoniously and purposefully as a team.
* Keep an eye on time.
* At the end of the Meeting:

-Summarise decisions taken and action points to be followed up, e.g. who's responsible, time line for action.

- Agree a date for the next meeting - it is usually best to set dates for the year's meetings well in advance.

-Agree what special items will be put on the agenda of the next meeting and what work needs to be done, by whom, etc.

-Ensure that the minutes are written up, checked by the Chair and sent out in good time.

2.2 Decision making

Board meetings are responsible for taking major strategic decisions and need to make decisions jointly with other members.

In making any significant decision, a number of steps are involved, including some or all of the following:

* Information - ensuring the Board has read or heard all relevant information.
* The goal - what is our aim, and is it consistent with the aim and direction of the organisation. Agreement on the goal is a crucial stage in decision-making.
* Choices - what choices are available to us, and what are the constraints
* The plan - how do we achieve our goal - what are the steps, and what resources do we need.
* There are other situations where it is sensible to delegate the power to make day to day decisions to the chief officer or to a working group for example to work out the details of carrying out a policy which the whole committee has agreed to.

Decision making is much more effective if the Board establishes not only what is to be done but also how and when it will be done and by whom.

There are two common methods of making decisions:

1. By consensus; and
2. By taking a vote.

Some organisations have a strong commitment to consensual decision making and only take a vote in exceptional circumstances. Others routinely vote on issues. Regardless of how decisions are taken, all Board members should be clear about exactly what has been decided, and decisions should be clearly minuted.

Annex I- Dealing with problems

**Typical problems Possible solutions**

Nobody says anything Split people into pairs or threes with a particular question to discuss and then ask for feedback

Ask a question (*what do people think about...)* and leave a silence. Say something like *everyone is very quiet - is there a problem?*

People start having side conversations Look at the people who are having the side conversation. Say something like - *can we have one speaker at a time.*

One person dominates Make a ground rule that everyone is given a chance to participate

Say something like - *I'm going to have to interrupt you there, Bill. Time is getting short and I was wondering what other people thought.*

A row breaks out Regain control of the meeting as soon as you can. Use people's names to get their attention.

If the row is nothing to do with the group, ask the people concerned to deal with the issue after the meeting.

If the row concerns the work of the group, ask each person to state their case without interruption.

You could shelve the discussion for a future meeting when tempers have cooled and the facts can be checked.

The discussion is going round in circles. Are you clear about the purpose

of this item? Have you made it clear to everyone else?

If there is no decision to be made: try and summarise the comments and move on. You could say something like *so, what we seem to be saying is... Is everyone happy with that?*

If there is a decision to be made: try and summarise the different positions and identify the options. If the problem is a lack of information, defer the decision to the next meeting.

Throw the problem back to the group by saying something like: *we seem to be struggling here, does anyone have any ideas*