

# Welsh Masters Athletics Limited

## Responsibilities of Directors

This is a brief synopsis of the responsibilities of Directors as set out in Sections 170-180 of the Companies Act 2006.

A Director -

1. may only act within his powers
2. must exercise independent judgement
3. must exercise reasonable care, skill and diligence
4. not accept third party benefits
5. avoid conflicts of interest
6. declare interests in proposed transactions with WMAL, and
7. promote the success of WMAL for the benefit of its members as a whole

The Act clarifies “promoting the success, etc.” in more detail, and that the Director should take into account -

- the likely long term consequences of any decision
- the interest of WMAL’s employee(s) (if any)
- the need to foster good relationships with athletes, officials, other athletics organisations, suppliers, etc.,
- the impact of WMAL’s operations in the community and environment
- the desirability of maintaining the reputation for high standards in business conduct, and
- the need to act fairly between all parties

There is a further concept that anyone who is a member of a professional body will be expected to bring all the knowledge of that profession to bear in the role of Director. This means that an accountant, solicitor or other professional person is expected to demonstrate a higher level of “care, skill and diligence”.