

WELSH MASTERS ATHLETICS LIMITED

STANDING ORDERS ADOPTED BY THE BOARD AT ITS MEETING ON 16 December 2020

Officers

Where the Board believes it to be helpful (and generally for best practice) it may agree job descriptions for the roles of President, Vice President, Chairman of the Board, Committee Chairman, Treasurer and Company Secretary. Where these have been agreed they shall be attached to this document together with the date of the meeting at which they were last approved.

Proceedings of the Board

In accordance with Article 48, the Board shall meet at least four times in the WMAL's year.

The agenda and any supporting papers shall be supplied to the Board at least five days before each meeting.

At each meeting there shall be (1) a report from the Treasurer setting out the Company's actual financial position against plan, and (2) a report from each Committee Chairman advising the Board of progress within his particular area of responsibility.

At the last Board meeting prior to the year end the Board shall agree an outline business plan for the forthcoming year. At the first Board meeting after the year end, the Treasurer shall present the final accounts for the year just finished for consideration and approval. (If appropriate, at the second Board meeting the Audited accounts shall be approved and signed, and the Treasurer shall describe any differences which have arisen between his final accounts and those prepared by the Auditors.)

Committees

The Board has decided that the Committees of the Board shall be –

- Track & Field Committee
- Endurance Running Committee
- Marketing Committee and Webmaster

All the Board Committees shall report to the Board.

Each Committee shall only operate within the objects agreed and powers delegated to it by the Board. This shall include any independent financial powers as the Board may determine. Each Committee's terms of reference and composition is attached to this document, together with the date these were last approved.

The Chairman of the Committee may appoint such Members as he or she wishes to the Committee.

The Committees shall adhere to Article 50 in respect of conflicts of interest so the same ethical standards are adhered to throughout the decision-making process.

The Committees shall also ensure its members receive the agenda and (where necessary) all papers for its meetings five days in advance so there is adequate preparation time.

Board and Officer's Expenses

In accordance with HMRC guidance, any payment to a member of the Board or Officer for his work in that capacity would be subject to PAYE. For the time being, this is not an issue. However, it does follow that any expenses reimbursed must solely be for the purposes of WMAL and there must not be any element of benefit in kind as this would have to be taxed under PAYE. The Treasurer must set in place such forms, evidence requirements, guidance and authorisation procedures as will meet present HMRC guidelines and, when approved by the Board, these will be attached to these Standing Orders.

Payment to a Board Member for non-board services

Where the Company pays a Board member expenses for working as an Official at an athletics event (using the same form and rates as all other Officials) this will not be Board remuneration. Where the Board decides to award a contract to a Board member's business (following proper disclosures under Article 50), the payment will be against an invoice raised by the business to the company and this will not be Board remuneration.

Attachments

- Board directors' responsibilities under the Companies Act 2006
- Job Descriptions for the Chairman of the Board, Committee Chairmen, Treasurer and Company Secretary
- Terms of Reference for the Committees and Sub Committees above