BIS BOARD TERMS OF REFERENCE (ToR) – COVER SHEET

Version:	3
Date approved:	Sept 2026
Approved by:	Board of Directors
Review Date:	Sept 2027

VERSION HISTORY

Version	Date	Changes Made	Implications
1	08/09/2024	Administrative and formatting amendments only before being reviewed and approved by Board Members, prior to 2024 AGM.	None.
2	22/08/2025	Administrative and formatting amendments only before being reviewed and approved by Board Members, prior to 2025 AGM.	None.
3	Sept 2026	Administrative and formatting amendments only before being reviewed and approved by Board Members, prior to 2026 AGM.	None.

For the purpose of the 2021 policy review undertaken by British Ice Skating all version numbers will begin at one. Where previous versions do exist these will be archived for reference by the Association.

REVIEW PROCESS

These ToR will be reviewed in line with the requirements of the BIS Management of Policies & Standards Policy.

APPLICATION

These ToR are to be read by Board Directors and Board Members and should be read in conjunction with the Company's Articles of Association ("The Articles").

BIS Board
TERMS OF REFERENCE

Note:
These Terms of Reference (ToR) have been compiled with reference to the Company's Articles of Association ("Articles"). The primacy of the Articles must be recognised should there be any inaccuracy or omission found to be attributable to the compilation of this ToR, or any clarity required for any of the ToR items below.

Board Membership
The BIS Board is made up of the following non-executive directors:
- An independent* Chair/Chair appointed by the Board.
- An elected Vice Chair, who must be a Nominated Director with experience of any ice skating discipline.
- Three elected Nominated Directors with relevant experience and expertise in one of the Figure Skating disciplines.
- Two elected Nominated Directors with relevant experience and expertise in one of the Speed Skating disciplines.
- Three Independent Non-Executive Directors (INED's) with relevant financial, and/or governance, and/or legal, and/or commercial experience and expertise, appointed by the Board. The Board will appoint one out of the Independent Directors, or otherwise co-opt an independent person as the Co-opted Director, to fill the position of Senior Independent Director and will determine the period for which that person shall serve in that office.
- One other elected Nominated Director to fill a position the Board may establish to bring experience and expertise in a specified field such as any new discipline as may be recognised by BIS and/or ISU.
- One other Co-opted Director who the Board may, in exceptional circumstances, deem is required to bring experience and expertise to ensure the Board has the necessary skills and/or experience.

*(*The Chair appointed by the Board, if so required by the United Kingdom Sports Council and/or the English Sports Council, shall be independent in accordance with the definition of independence in the Code for Sports Governance)*

Responsibilities
The responsibilities of the Board shall include, but not necessarily be limited to: -
- Agrees and oversees the overall strategy and policy for BIS and subsidiary companies, if any.
- May vary and revoke Regulations relating to membership and/or affiliation to the Company, and to make, vary and revoke Rules for the management of the Company, in line with the Company's Articles, Code for Sports Governance requirements where relevant and compliance with the Companies Act, as amended from time to time'.
- Identifies changes/risks that are likely to impact BIS and its strategic aims, and determines any steps needed to respond to these.
- Oversees long term financial planning and sustainability.
- Agrees and approves the allocation of resources including the budget.
- Ensures sound systems of financial control and governance.
- Approves the annual report and accounts.
- Oversees ongoing monitoring and evaluation and performance management.
- Oversees the development and implementation of significant risk projects.
- Ensures that effective arrangements are in place to provide assurance on risk management, safeguarding, health and safety, governance and internal control.
- Seeks to promote diversity and inclusion in order to drive up participation across all groups.
- Provides line management of the CEO through the Chair.

Meetings
The Board is to meet at least four times per year and shall report on its activities to the members of the Company at the annual general meeting. In addition to the directors, meetings will be attended by the following:
- CEO
- Executive PA (minute taker)

Other individuals may attend at the invitation of the Chair, however any attendance by the executive will be as an informative / observer and will not be permitted to partake in any decision making.
In order for a meeting to be quorate six or more Board members must be present, and they must include at least one INED and two Nominated Directors.

Conflicts of Interest
The Board should follow BIS's Articles, Board Code of Conduct and Conflict of Interest policy at all times. They should also declare any direct or indirect interest that they or their spouse, partner or close family member has at the commencement of the meeting.

Resolutions and Voting
Decisions of the Board shall be taken collectively and be either a majority decision or a unanimous decision taken in accordance with Article 10 and will be recorded in the minutes of the Board meeting at which they were taken. Where a consensus cannot be agreed, the Chair may request a vote on a show of hands, in which case each voting member shall have one vote, and the Chair of the Board meeting will have the casting vote, so long as each voting individual is eligible to vote in line with the Company's Articles.

Confidentiality
The Board and executive should not disclose the detailed substance of Board papers or discussions without the prior consent of either the Chair or CEO.
Directors should not make any press or media statements or comments and must contact the BIS Communication's Lead or CEO on receipt of such requests.

Papers
Board papers will be circulated by email/other digital systems no later than one week ahead of each Board meeting. They will be sent to:

- Board Members;
- BIS Executive.

A copy of the minutes of each Board meeting, redacted as appropriate, will be placed on iceskating.org.uk once they have been agreed.

Board Effectiveness and Review of Terms of Reference
The Board's terms of reference and effectiveness will be reviewed in line with the requirements of the BIS Management of Policies & Standards Policy.

Board Committees
The following are the committees of the BIS Board;

- Audit, Risk and Governance,
- Nominations,
- Remuneration.

The following are the technical advisory committees (TAC's) of the Company;

- Figure Skating - Ice Dance;
- Figure Skating - Singles/Pairs;
- Figure Skating - Synchro;
- Speed - Speed Skating;
- Coaching;
- Participation Development;
- Performance & Talent;
- Membership Engagement;
- Operations Coordinating Committee;
- Any others agreed by the Board from time to time.

The following is a working group of the Company;

- Equality, Diversity and Inclusion (EDI) Strategy and Working Group.

They shall submit reports to the Board as and when required by the Board. The Board supports and oversees the work of the committees of the board and will make material decisions arising from these committees.