

14<sup>TH</sup> FEBRUARY 2022

Dear Members and Supporters,

I hope you're all well.

I am writing to advise you that the **Annual General Meeting** of the Club will be held at the Bristol County Ground, Nevil Road, Bristol BS7 9EJ on **Thursday 14 April 2022 at 7.00 pm.**

Apologies that this information is a little later than usual but we have listened to previous feedback about the importance of hosting the AGM on a match day and thus waited till the fixtures were finalised before announcing the dates. There have also been a number of key game-wide governance conversations that have been taking place that are crucial to our governance going forwards – all of which impact the AGM.

An Agenda, a copy of the Accounts for the financial year ended 31 January 2022 and any proposed amendments to the Constitution and Rules will be made available on the Club's website and emailed to all members for whom the Club holds an email address (and by post to members on request) at least 14 days before the date of the Annual General Meeting.

At this year's Annual General Meeting there are two vacancies for elected members of the Executive Board.

Any Member who wishes to stand for election to the Executive Board should notify the Chief Executive by the 14<sup>th</sup> March, 1 month before the 2022 Annual General Meeting. This allows for the standard 1 month review of the roles and responsibilities for any prospective candidates for the Executive Board. Please also consider the accompanying note from Club Chair, David Jones, which shares more details on the nature of the role of an Executive Board Member, the process and the governance requirements for the Club.

Any application for election to the Executive Board should be accompanied by a nomination signed by 2 Members (a proposer and a seconder) and should be accompanied by a short prospectus (of no more than 200 words) as to why the Member in question considers that he or she would be a suitable member of the Executive Board. The application should also be accompanied by a passport style photograph of the relevant Member and also specify his or her age. The prospectus and photograph will be circulated to the Members together with ballot papers in advance of the relevant Annual General Meeting.

Any application should be sent to myself as Company Secretary at Gloucestershire Cricket, Bristol County Ground, Nevil Road, Bristol BS7 9EJ or via email directly to [will.brown@glosccc.co.uk](mailto:will.brown@glosccc.co.uk)

### **The Club Constitution and Rules state:**

11.14 In any election for membership of the Executive Board, no Member may propose or second more than one candidate, but for the avoidance of doubt a Member may propose one candidate and second another candidate.

11.15 No more than 2 elected members of the Executive Board may have previously been employed by the Club. For the avoidance of doubt this restriction shall not apply to co-opted members of the Executive Board.

11.16 No member of the gym "BS7" (unless also a Member of the Club) shall be entitled to serve on the Executive Board.

Whilst writing, and in accordance with Rule 11.5, please find enclosed a copy of the roles, responsibilities and skills required of Executive Board members.

Representing the Club on the Executive Board is clearly a very important position and if you have any questions on what these roles entail beyond those set out in the accompanying roles and responsibilities document please feel free to contact me.

Gloucestershire Cricket is committed to building a diverse Executive Board and, as such, strongly encourages applications from individuals of any race, ethnicity (including minority ethnic communities), gender, age, sexual orientation, religion or belief, and regardless of any disability.

May I take this opportunity to wish you a very Happy New Year and to thank you for your continued support.

I look forward to seeing you at the Annual General Meeting on 14 April.

Yours sincerely



Will Brown

**Chief Executive / Company Secretary**

## **EXECUTIVE BOARD – ROLES, RESPONSIBILITIES AND SKILLS**

Gloucestershire County Cricket Club (GCCC) is an organisation whose primary purpose is to promote and foster cricket within the county, principally by the maintenance of a First Class cricket team playing in first class surroundings. It is also, however, a SME with a multi-million pound turnover. As such, it needs strong day-to-day executive management by a paid staff, both cricket and administration based, together with an unpaid Board of Non-Executive Directors charged with agreeing policy and strategic aims, overseeing that these are met and ensuring that the Club benefits from the very best Governance.

The Club Constitution and Rules currently defines three specific roles within the Board of Directors and these are Chair, Deputy Chair and Honorary Treasurer. The Board, which is directly elected by the members, plays a vital part in the running of the Club and within its makeup there needs to be a broad range of skills. This is particularly important following the deleterious effect the pandemic has had on the business world and society in general. Cricket is facing an existential crisis. The finances of the game are very stretched, it is facing strong competition from other sports and a potential diminution of media rights money. This money is key to the survival of many First Class Counties, including Gloucestershire CCC. The need for a strong, effective, skills based board has never been more vital.

The Board also needs to absolutely reflect the principles of Equality / Equity, Diversity and Inclusion, to ensure it benefits both from a diversity of thought and experience. This importance of delivering improved Governance is a key priority. The cricket world is being judged as institutionally racist. That is an enormous reputational risk for our enterprise and the Board must face into this challenge.

Candidates for the Board should also have deep experience in one or more of the following areas- governance, legal, financial, property management, strategic planning, commercial, digital, community, marketing, press and PR, welfare and safeguarding or cricket matters. Alternatively those who have experience of running or contributing to community based organisations could have much to offer here.

The willingness to act as “Ambassadors” within the community, both for cricket in general and GCCC in particular should also be a pre-requisite. The Board will undergo an annual skills evaluation and where these skills are not apparent in elected members, the Board has the ability to co-opt suitably qualified professionals who must be members of the Club.

When vacancies arise on the Board it is the right of any Member - properly proposed and seconded - to stand for election. The Board should indicate to the membership any particular skills they feel would be appropriate in any newly elected appointment.

This year the particular skills that would be valued as an addition to the current board would be deep experience of EDI, Digital, Business Transformation or Press and PR.

The Board has decided that any candidate who wishes to stand, will then be interviewed by a Nominations Committee, to ensure that they understand the fiduciary duties of being a director and have an opportunity to explain the particular skills and experience they could bring to the Board. The Nominations Committee will be made up of the Chair, the Deputy Chair and one of the Appointed Directors and their role is to ensure all of those standing for election understand the importance of the role and the expectation should they be successful. Following the annual election, the Board will fill any specific gaps by co-option.

Alongside these specific skills there are personal skills which mean that anyone seeking election should feel that they can add significant value both to the Board and the Club maybe by bringing fresh ideas or challenging existing ones; an involvement in having helped to run an organisation or business either within or outside of cricket would be an obvious advantage. The focus at the Board is primarily on the business aspects of running a successful SME within the community. Cricketing matters are discussed but they are secondary to the financial imperatives of ensuring that the business continues to be a healthy “going concern”.

The commitment required from Executive Board Members is time consuming. They currently consist of:

- Attend at least six full Board Meetings per annum (or more regularly as required by the needs of the business). Meetings are traditionally held during the day (because of the required attendance of GCCC staff and other consultants/professionals). During the pandemic we have trialed virtual meetings and participation via hybrid meetings could be considered to ensure accessibility for all
- Attend relevant board development sessions which are run to up skill all board members and provide continuous professional development
- Prepare/read reports and papers for Board Meetings; and
- Are regularly consulted on a variety of matters outside of meetings including conference/video calls
- Are required to treat all Board business as strictly confidential
- It is important to be aware that they receive no benefits for what is a very heavy workload.

GCCC, in all its activities, is fully committed to the principles of equality of opportunity in cricket, and to ensuring that its employees, members and all other individuals working or volunteering for GCCC and participating in or watching GCCC's activities are treated fairly and are able to conduct their activities free from discrimination, harassment or intimidation. GCCC in all its activities will not discriminate, or in any way treat anyone less favourably on the grounds of age, gender, disability, race, parental or marital status, pregnancy, religion or belief or sexual orientation.