

The Governance & Risk Committee (hereafter 'the committee') shall be a Sub Committee of Table Tennis England ('TTE'), responsible to the Board.

The Committee shall be appointed by the Board and must include the Senior Independent Director.

### **Purpose and Delegated Responsibilities**

The purpose of the committee shall be:

- Advise the Board in relation to governance requirements, taking account of external developments, and recommend changes as required.
- Review in relation to all Articles, Regulations and policies, ensuring they are fit for purpose for a modern code compliant National Governing Body.
- Oversee periodic non-financial audit processes and liaise with funding agency appointed external auditors as required.
- Monitor and support the risk management process and provide independent, objective challenge in relation to the risk register.
- Regular review of insurance arrangements in place and recommendations to the Board on insurance cover policy.

The delegated responsibilities of the committee shall be:

- Approval of Regulations unless policy change requires Board approval, through the Process Review Group, which is a subcommittee of this committee.
- Approval of new Company Member applications
- Approval of Annual Governance Statement
- Approval of Board Sub Committee Terms of Reference and recommend to the Board
- Approval of operational committee Terms of Reference

## **Composition**

The Governance & Risk Committee will be appointed by the Board and the Senior Independent Director shall be Chair of the Committee. At any meeting of the Committee at which the Chair is not present the other members shall agree a Chair for that meeting only.

The Members of the committee shall be: Chair – Senior Independent Director, Chief Executive, at least one Elected Director, one Independent Director, one Appointed Director and Secretary – Executive Assistant with the Head of Operations and Governance to be a required attendee, with an invitation to the Board Chairperson.

All members of the committee shall adhere to the Nolan principles of Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership.

## **Meetings**

The Committee will report to the Board each Board meeting, making supporting recommendations in respect of its responsibilities.

The Group shall meet a minimum of 4 times a year. These can be virtual or physical meetings.

The quorum of the meeting shall be a majority of the Committee and must include the Chair and one Elected Director.

Minutes of each meeting shall be produced and maintained.

Committee members shall be entitled to claim from Table Tennis England such out of pocket expenses as are legitimately incurred in furtherance of agreed committee business, in line with the Table Tennis England volunteer expenses policy.

## **Other Responsibilities:**

### **Governance**

- Monitoring the roles and responsibilities of the Board
- Monitoring the duties and responsibilities of directors and officers
- Monitoring conflict of interest policy and procedures
- Monitoring the Board's diligence and attentiveness in applying governance best practices and responding to the requirements of the business.
- Monitoring the Board's self-evaluation and improvement process

- Ensuring compliance with funding and regulatory authorities' governance standards and in particular all aspects of the Code for Sports Governance
- Monitoring for the Board's effectiveness and continuing development.

### Articles, Regulations and Policies

- Work with the Rules Committee to review, check and challenge published Articles and Regulations ensuring that they are fit for purpose and relevant.
- Scrutinise and ensure that all policies are in place, up to date and followed
- Be aware of disciplinary, appeal and equality issues passing through the organisation ensuring that they are managed appropriately
- Be aware of complaints and grievances that pass-through Table Tennis England and that they are managed appropriately.

### Risks

- Identify and assess all material risks to the Board
- Review Table Tennis England's risk policy and profile against its risk appetite and strategy
- Review management's view of emerging and potential risks; and to review the management actions required in response to changes in the risk profile and emerging or potential risks
- Request and review reports on particular aspects of risk management
- Review and recommend to the Board, for approval, the statements to be included in the Annual Review concerning governance.
- Consider, significant new business initiatives/proposals from a risk viewpoint and make recommendations to the Board.
- Provide independent objective challenge, oversight and support of risk management activity across Table Tennis England.