

## **The role of Elected Directors within England Fencing Ltd.**

England Fencing Ltd is a Company limited by guarantee, and the role of its directors is defined by the articles of association and is governed by the Companies Act. [See this article](#) for a definition of the role of a director in a Ltd Co.

The Elected Directors (also called the non-executive directors) of England Fencing have a range of powers and responsibilities.

Any adult (O18) member of England Fencing may stand for election, provided that they are not barred from so doing by the Companies Act, or by the provisions of the articles (for example, the sitting President may not also be an elected director). If you would like to have an informal chat about the role, please contact [president@englandfencing.org.uk](mailto:president@englandfencing.org.uk)

### **What do they do?**

Normally serving for a period of 4 years, they represent, and act in the interests of, the members of England Fencing Ltd.

Along with the President (or acting President) they vote at England Fencing board meetings. Executive directors (see below) do not have a vote.

They formulate the wider strategy of England Fencing Ltd.

They approve (or decline to approve) the President's nominations for Executive Directors.

They approve (or decline to approve) the budget put forward by the Executive Directors.

They exercise oversight, on behalf of the members, over the activities of the Executive Directors.

They serve on various committees and panels when required (for example, on the disciplinary committee, or an appeals panel).

### **What do they not do?**

Generally speaking, the elected directors do not have specific executive responsibility *in their capacity as elected directors*. In reality, many elected directors do an enormous amount of work on behalf of the sport.

Executive directors may not become an elected director without giving up their position as an executive director.

They do not carry forward an agenda individually. Although many directors and candidates may have strongly held convictions about how the sport should be governed, it is only practical to put such an agenda into practice if they can convince the majority of their board colleagues of its desirability and practicality.

Since the Companies Act requires that all directors act on behalf of all members equally, elected directors may not specifically represent one or more sub-groups of the membership (such as a region, a gender or weapon-type).

### **How are the Executive Directors appointed?**

The President nominates individuals who (s)he feels has the correct qualities to become an executive director in a particular field – for example as finance director, or as director of coach education. These appointments are subject to ratification by the elected directors. At present, there are vacancies for a Director of Marketing and Communications, a Director of Representative Fencing and for a Youth Director. If you feel that you would have something to offer in any of these roles, please contact [president@englandfencing.org.uk](mailto:president@englandfencing.org.uk)