

Chair of the Board of Directors - John Coyne - Independent										
Independent Directors				Ex-Offio Director	Nominated Directors					
					England	Wales	Scotland	Northern Ireland		
Nickolas Donald	Richard Boreham	Martine Kushner	Manpreet Sehmbi	Ashley Metcalfe (CEO)	Clare Dallaway	Zoey Rowe	Gregory Spencer	Kerry Chown	Vacant	Vacant

Current Board Diversity

- Gender: 40% Male (including transgender men) 50% Female (including transgender women) 10% prefer not to say. 90% matched gender identity to that identified at birth whilst 10% preferred not to say.
- Age: 10% aged 25-40, 30% aged 41-55, 50% aged 55-70, 10% aged over 70
- Disability: 70% no disability, 20% with disability, 10% preferred not to say
- Sexuality: 70% heterosexual/straight, 30% preferred not to say
- Religion: 30% Christian, 10% Sikh, 10% Atheist, 50% preferred not to say
- Ethnicity: 70% White English, Welsh, Scottish, Northern Irish, 10% Any other ethnic background, 10% Asian Indian, 10% preferred not to say
- British: 90% said yes, 10% preferred not to say.

Skills Matrix of the Current Board	Number of Directors				Score
	Subject Matter Expert	Qualification / Extensive Knowledge	Some Relevant Experience / Knowledge	Little or No Knowledge	
Finance	1	4	5	0	26
Legal	1	3	5	1	24
Governance	3	3	4	0	29
HR	1	5	3	1	26
Digital and I.T.	2	2	6	0	26
Risk Management	1	6	3	0	28
Board Director Experience	4	4	2	0	32
Culture and Staff Morale	3	5	2	0	31
Equality, Diversity and Inclusion	1	4	5	0	26
Media	1	3	4	2	23
Commercial	2	3	3	2	25
Elite Sport	0	3	2	5	18
Recreational Sport (excl paddlesport)	2	4	2	2	26
Recreational Paddling	2	3	3	2	25
Marketing and Communications	2	4	2	2	26
Sport Coaching	1	3	2	4	21
Strategic Development and Monitoring	3	4	3	0	30



Board Composition

The Articles of Association of British Canoeing outline that the board should contain a maximum of 12 directors comprising of up to 6 nominated directors, 5 independent directors (including the Board Chair) and the CEO of Paddle UK.

Independent Directors - A director is independent under the Articles of Association if they are Not:

a member of any committee within British Canoeing/Paddle UK other than a committee of the Board established by the Board;

a director of, or a member of any committee established by any National Association;

a chair or secretary or treasurer of any Member club; **or**

an individual whose primary employment or source of income is a canoeing trading activity;

These independent directors are appointed by the board. Application is open to members and non-members who fulfil the above requirements and appointment is dependent on the required skills, experience and knowledge set by the Board of Directors based on the Board Skills Matrix.

Nominated Directors - The 6 nominated directors are comprised of 3 directors nominated by the English Forum and 1 director nominated by the respective boards of Paddle Northern Ireland, Paddle Scotland and Canoe Wales. The current process does not allow for the request of specific skills, experience and knowledge within the nominated directors.

Role and Purpose of the Board of Directors

The Board is responsible for overseeing the overall management and direction of the organisation. Specifically, this includes:

Strategic Direction and Oversight: The board sets the overall strategic direction and provides oversight to ensure the company's objectives are met. This includes long-term planning and decision-making.

Governance and Compliance: The board ensures the company adheres to all relevant legal and regulatory requirements. This involves implementing appropriate governance frameworks, policies and procedures.

Financial Oversight: The board is responsible for overseeing the financial performance of the organisation and ensuring sound financial management. This includes approving budgets, financial statements, and ensuring funds are used appropriately.



Risk Management: The board identifies and manages risks, ensuring that there are effective internal controls in place.

Accountability: The board holds the executive team accountable for the company's performance. This includes appointing and evaluating the performance of the CEO.

Stakeholder Engagement: The board ensures effective communication with stakeholders, including members, employees, funders, and the wider paddling community.

In the United Kingdom, the primary source of legislation which governs companies is the Companies Act 2006. The Companies Act 2006 outlines the duties and responsibilities of directors, company reporting requirements, and other key aspects of company law. As such, the board must ensure both itself, and the wider organisation, always acts in compliance with the requirements outlined in the Act.

In addition to the Companies Act 2006, as a sports organisation in receipt of UK Government and National Lottery funding from UK Sport and Sport England, the board must also ensure compliance with the UK Code for Sports Governance. The code sets out the principles and standards for effective governance and specifies 5 areas of key compliance: Structure, People, Communications, Standards and Conduct, and Policies and Procedures.

Structure – The organisation must have a clear and appropriate governance structure, led by a board which is properly constituted and collectively responsible for the success of the organisation.

People – The organisation must recruit and engage people with diversity of background, thought, independence, skills and experience to take effective decisions that further the organisation's goals and best serve their communities, stakeholders and wider UK society.

Communication – The organisation must be transparent and accountable, engaging effectively with stakeholders.

Standards and Conduct – The organisation must uphold high standards of integrity, promote an ethical and inclusive culture, and engage in regular and effective evaluation to drive continuous improvement.

Policies and Processes – The organisation must comply with all applicable laws and regulations; consider the social and environmental impact of their decisions; undertake responsible financial strategic planning; and have appropriate controls and risk management procedures.



Duties of Company Directors

A director must always act in the best interests of the company. In addition, individual directors have wide responsibilities and owe various duties under numerous other laws and regulations, such as insolvency, environmental and health and safety legislation.

The Companies Act 2006 has codified and clarified certain common law and equitable duties, including seven “general duties”. These are:

To promote the success of the company for the benefit of its members

To act within their powers.

To exercise independent judgment.

To exercise reasonable care, skill and diligence.

To avoid conflicts of interest.

Not to accept benefits from third parties.

To declare certain interests, they may have in a proposed transaction or arrangement with the company.

The Companies Act 2006 also imposes a variety of other obligations on directors including a legal responsibility to ensure that the company meets its reporting obligations, including filing annual returns and financial statements with Companies House.