

The British Darts Organisation

DIRECTORS

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1.0 BDO DIRECTORSHIPS

Detailed below are the general processes applied regarding the election of BDO Directors

1.1 ELECTION OF DIRECTORS

- a. A BDO Director shall be elected by ballot at an Annual General Meeting.
- b. The ballot paper shall bear the names of all retiring BDO Directors who have decided to stand for re-election, plus the names of other persons that have been nominated for election as a BDO Director.
- c. The ballot paper shall also indicate alongside the name of each candidate the office of functional responsibility for which the candidate is standing

1.2 NOMINATION OF DIRECTORS

- a. To comply with Company Law such nominations shall be proposed by one Member County, seconded by another Member County, and shall also be accompanied by a letter of acceptance from the nominee, such letter to state his/her willingness to stand for election as a BDO Director.
- b. All nominations and seconders must be written on Member County headed notepaper.
- c. All nominations, seconders, and letters of acceptance must be sent to the BDO Headquarters to arrive no earlier than '35' clear days before, and no later than '14' clear days before the date of the Annual General Meeting, anything received outside the specified time period shall be declared invalid.

1.3 SECURITY UNDERTAKING

- a. Prior to the election taking place, each nominee shall be requested to sign a BDO security undertaking.
- b. (See Page 5 for an example)

1.4 DIRECTOR NUMBERS

- a. The number of Directors elected shall be no less than FOUR, and no more than TWENTY, unless so directed by an Ordinary Resolution at an Annual General Meeting,
- b. At the present time the number of BDO Directors to be elected is **SIX**.
- c. In any instance where less than Four Directors are elected then the election process shall be declared incomplete and a further General Meeting convened
- d. An incomplete election cannot be completed by any (mid-term) vacancy-filling procedures

1.5 VOTING CRITERIA

- a. During voting in an election each Member County shall have ONE vote, which may be cast for each Director that a Member may wish to elect. (IE: 6 Directors = 6 Votes).

1.6 ELECTION CRITERIA

- a. To secure election a Director must receive at least 50% of the total votes available in the ballot.

1.7 OFFICES OF FUNCTIONAL RESPONSIBILITIES

- a. The BDO Board of Directors shall comprise of a number of offices , each of which shall be apportioned a 'Title of Office' as being the official designation of the position in respect of the functional responsibility as associated with the specific office
- b. The number and Titles of Office shall be determined by the Member Counties
- c. Each office shall carry a basic 'job description' summary which is available on application by any person so nominated for election
- d. Candidates should seek nomination for a specific office
- e. Candidates can seek nomination for more than one office
- f. In any instance where there are insufficient Board Members elected to fill all offices of functional responsibility then it is permissible for a Board Member to undertake more than one office of functional responsibility
- g. The number and list of Board of Director Functional Offices being as follows
 1. CHAIRPERSON & COMMUNICATIONS DIRECTOR
 2. FINANCE DIRECTOR
 3. TOURNAMENTS DIRECTOR
 4. PLAYERS DIRECTOR
 5. MEMBERSHIPS, STATISTICS & RANKINGS DIRECTOR
 6. MERCHANDISING & FUND RAISING DIRECTOR

1.8 DIRECTORS - RETIREMENT BY ROTATION

- a. The BDO Shall operate a system of retirement by rotation for its elected Board members
- b. At the BDO Annual General Meeting of 2016 all offices of Directorship shall be filled where agreement has been reached to implement the system of retirement by rotation then all Directors positions shall be filled by application, nomination and election
- c. Current Directors may present themselves for re-election without nomination
- d. Commencing the 2016 annual general meeting and at every subsequent annual general meeting then one-third of all BDO Directors shall retire from office
- e. If the total number of current directors is not divisible by three then the number nearest above the one third shall retire from office
- f. The directors to retire by rotation at every annual general meeting shall be those who have been longest in office since their last appointment
- g. As between persons who became directors on the same day will be by agreement among the directors themselves or be determined by lot
- h. When agreeing to determine the retiring directors it will be expected that due consideration be given to circumstances such as the maintaining of the requisite number of signatories in compliance with bank mandates and any other situation that, if not taken into consideration could detrimentally affect continuity in the running of the BDO
- i. A retiring director is eligible for re-election at the meeting at which he/she retires

1.9 VACATING DIRECTORS

- a. Should a Director vacate his/her Office, for any of the reasons stated in Article 3.8, then the Board of Directors may appoint any person to fill the vacancy to maintain the total number of Directors as laid down by Ordinary Resolution at an Annual General Meeting.

1.10 REMUNERATIONS

- a. The Directors shall be paid no remuneration, but shall be entitled to be paid all out-of-pocket expenses incurred by them whilst engaged on any business connected with the British Darts Organisation Limited.

2.0 DIRECTOR APPOINTMENTS

In order to take the business forward and to enable the use of all expertise available the Board of Directors shall, at their discretion, implement the appointment of suitable personnel who will assist the Directors as required

These will be categorised as follows:

2.1 EXECUTIVE DIRECTORS

- a. The appointment of an Executive Director must be made directly by and meet with the full approval of the BDO Board of Directors
- b. An Executive Director is generally appointed to bring specialist skills to the BDO via his/her expertise in various fields deemed as essential to the successful running of the BDO that are not already fully covered in appointments elsewhere
- c. An Executive Director can also act as an adviser to a BDO Director or to the Full BDO Board in any matter as relevant at any time
- d. In certain circumstances an Executive Director may be expected to sign a Security undertaking
- e. Executive Directors duties can cover:
 1. BRITISH INTER COUNTY CHAMPIONSHIPS
 2. BUSINESS DEVELOPMENT
 3. YOUTH DEVELOPMENT
 4. INFORMATION TECHNOLOGY & WEBSITE
 5. MEDIA RELATIONS
 6. RULES AND COMPANY DOCUMENTATION
- f. The list of Executive Directors is not definitive and may be supplemented at any time with agreement by the BDO Board of Directors

Responsibilities

- a. Each Executive Director shall be expected to utilise his or her special skills in a manner that is seen as contributing to the betterment of the BDO
- b. Reporting to the Board of Directors an Executive Director will have overall strategic and operational responsibility for the tasks that fall within his/her appointed remit

EXECUTIVE DIRECTORS [Continued]

Meeting attendance and voting rights

- a. An Executive Director shall only be entitled to attend meetings as invited by the BDO Board of Directors
- b. Unless specified as otherwise by the BDO Board at any meeting as invited to an Executive Director shall only be present for any discussion on issues that come within his or her responsibility
- c. An Executive Director shall have no voting rights at any BDO Board Meeting as invited to nor be in attendance when any vote is taken

2.2 EXECUTIVE OFFICERS

- a. These officers are appointed or co-opted to assist the BDO Board as a whole or any individual BDO Board member or Executive Director in the execution of their overall or functional responsibility
- b. These can include:
 1. BRITISH INTER COUNTY CHAMPIONSHIP - DIVISIONAL OFFICERS
 2. HEALTH & SAFETY & RISK ASSESSMENT OFFICER
 3. FIRST AID OFFICER
 4. CHILD WELFARE OFFICER
 5. DISCIPLINARY OFFICER
 6. ARCHIVES OFFICER
 7. MINUTE SECRETARY
- c. The list of Executive Officers is not definitive and may be supplemented at any time with agreement by the BDO Board of Directors

Responsibility

- a. An Executive officer shall execute the tasks as instructed by the BDO Board of Directors

Meeting attendance and voting rights

- a. Attendance and voting at any meeting shall be at the discretion of the BDO Board of Directors

3.0 ATTENDANCE AT BDO EVENTS

- a. A BDO Director is entitled to attend any BDO darts event without invitation, however budget limitations, and the timing of an event, may preclude a BDO Director being appointed as an Official at that event.

4.0 PREVIOUS COMMITMENTS

- a. A BDO Director is not expected to maintain his/her original Executive position within his/her own Member County, and may also give up an Executive position if it is deemed necessary by that Director. Such action on the part of that Director shall not make that Director 'ineligible' to stand for re-election.

5.0 REPRESENTATION

- a. At Full Council, and at Annual General Meetings, a BDO Director shall not act as a Councillor for any Member County in order to gain exemption for that Member County from paying a Non-attendance Fine.

6.0 DECLARATION - BDO SECURITY UNDERTAKING

- a. For persons nominated for election as a BDO Director
- b. The BDO Security Undertaking shall be signed by any person standing for election as a BDO Director, and is worded as detailed on Page 5

British Darts Organisation

Director Security undertaking

1. DECLARATION

I hereby declare that if I am elected as a Director of the British Darts Organisation Limited, or any of its subsidiaries, then I will agree to uphold the following:

- A. to meet all such obligations that are required of me as a Director of the Company, or any of its subsidiaries.
- B. to maintain the confidentiality of all matters that are pertaining to the business and all the activities of the Company, or any of its subsidiaries.
- C. to refrain from divulging any information about the business and any of the activities of the Company, or any of its subsidiaries, to any person not authorised to receive such information.
- D. to refrain from entering into any commercial transaction which are in direct competition with the business and any of the activities of the Company, or any of its subsidiaries.“

It is also understood that if I am found to be in breach of any of the above requirements then my resignation as a Director of the Company, or any of its subsidiaries, shall be tendered forthwith.

2. PERSONAL DETAILS [please complete In **BLOCK LETTERS**]

Title [Mr Mrs Ms]

Forename Surname:

Address

.....

Postcode:

Telephone: Mobile:

Email:

3. ASSENT

As the forenamed and undersigned hereby give signed assent to the conditions as laid down

Signature:

Date