

BOARD ROLES AND RESPONSIBILITIES

CHAIRPERSON

NATURE AND SCOPE:

The primary responsibility of a Company Director of Cricket Hong Kong Limited (“CHK”) is to consider, deliberate and act upon what is in the best interests of CHK and all its members and stakeholders, including:

- To be fully informed on organisational matters and to participate meaningfully in CHK Board deliberations on matters of governance, policy and strategy.
- To work closely with CHK executive management to develop and deliver the objectives set out in the CHK Strategic Plan.

All CHK Directors are expected to adhere to the principles of the *Cricket Hong Kong Board Support Framework*.

GENERAL BOARD RESPONSIBILITIES:

1. The Board of Directors act in the best interests of CHK at all times and provide vision, leadership and direction through the approval, adherence and monitoring of CHK’s Values, Mission Statement, Strategic Goals, Policies and Operational Plans.
 2. The Board meets regularly to provide strategic leadership, exercise effective control over the organisation, and monitor executive management and performance This also includes attending Committee, Working Group and other such meetings that may require the presence of a CHK Director or officer
 3. The Directors ensure that the Company is properly managed and that an appropriate balance is maintained between the respective roles of Board and Executive Management.
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4. The Board defines and promotes CHK's role in the community by consulting all its stakeholders and informing these stakeholders and public in an open, transparent and accountable manner. In all interactions with the public, media, partners, sponsors and stakeholders, Directors represent the position and views of the Board, even if they differ from the Director's personal position or views.
5. It is the responsibility of all the Directors of CHK to:
 - a. Act in the utmost good faith,
 - b. Act in the best interests of CHK,
 - c. Act with the care, diligence and skill required of a company director.

SPECIFIC RESPONSIBILITIES OF THE CHAIR

The Chairperson (hereafter referred to as *Chair*) is responsible for leading the organisation and its Directors, monitoring all activities of CHK (including those of all elected and appointed Officers) to ensure these are undertaken in a manner consistent with the missions, goals and targets of CHK. It is preferable, but not mandatory, that the Chair has served at least a 24-month period as an officer of CHK in order to ensure that he/she is fully acquainted with the strategy, policies and operations of CHK and has a full understanding of its commitments and responsibilities to all stakeholders including all governing bodies (the ICC, ACC and Sports Federation and Olympic Committee of Hong Kong).

DUTIES:

The specific duties of the Chair are:

Chair of the CHK Board of Directors

- To chair Board meetings and ensure that proceedings are properly conducted and that the consensus of the meeting is properly ascertained.
- To be properly informed as to the business and objects of the meeting and preserving order in the conduct of those present.

Member Representatives

- To establish a liaison with the Chairs and Presidents of Member Clubs including the convening of regular meetings to ascertain the needs of the Clubs and their members

in regard to playing, coaching, umpiring, administration and organisation of the game and any other issues.

- To make representations to the Board, if so requested, on behalf of Senior, Ordinary and Associate members.
- To advise Members generally on matters relating to their duty as Members, to continue to make a positive contribution towards the promotion and active encouragement of the playing of the cricket in order to preserve their eligibility to remain Members and to consider and advise Members as to ways in which this duty may be discharged.

Committees of Elected Officers

- In addition to being the Chair of the Board, the Chair is an ex-officio member of all committees of CHK.
- This does not mean he/she is also chair of these committees. The purpose is to enable him/her to attend these committee meetings as he/she sees fit in order to keep an overview of CHK affairs.

Other responsibilities

The Chair has responsibilities additional to those of other Board members, particularly in relation to leadership and the conduct of meetings. These include:

- Providing leadership and strategic direction to the Board
- Ensuring that Directors understand their corporate roles and responsibilities, in particular in relation to their responsibilities under the Companies Ordinance and the declaration of potential conflicts of interest
- Planning the work of the Board with the Chief Executive Officer and, where appropriate, the Company Secretary
- Ensuring that the Board carries out its functions efficiently and effectively, in particular that all planned business is dealt with, that appropriate authority is delegated to Board Committees and Management, that all Directors are given the opportunity to express their views, and that the Board seeks and receives external professional advice when needed

- Developing an effective and ongoing working and relationship with the Chief Executive Officer, and
- Reporting on important aspects of Company operations in the Annual Report.