

27th January 2023

Dear Member,

You may be aware that Will Brown CEO is currently off work following a cycling accident. He is recuperating at home and in the interim Neil Priscott, Deputy CEO, is deputising until Will's return in early spring. I know we all wish him a speedy recovery!

This year David McLaughlin has told me that he is not seeking re-election. He has been a superb ambassador for us and has contributed hugely to the Board. I therefore wanted to give some background to Members who may be interested in putting their names forward for the one vacant seat on the Board.

The world is changing and the world of cricket is no different. The primary aim of the Board is, in the main, not cricketing matters but ensuring that the Club's finances are healthy and we secure our future with a clear strategic direction. Like other businesses, we face significant bumps in the road.

The financial issues facing all businesses, with energy costs rising, inflation at 10% and the cost of living crisis impacting on the discretionary spend of many, will seriously impact us. To deal with these challenges we are looking for candidates to have a strong understanding of financial matters including experience of working with budgets, the importance of cash management and the ability to be agile in helping the Executive by appropriate check and challenge. It is vital that we control our costs and increase our revenues.

The area that is particularly pertinent to cricket is our relationship with our communities and our ability to be a "game for all" with strong foundations of EDI (Equity, Diversity and Inclusion). Cricket has had a troubled journey over the last few years and Richard Thompson, the new ECB Chair, has made it clear that a target must be "...to grow cricket at all levels and ensure it becomes the UK's most inclusive sport." This must be a key priority for us as a Board and we would welcome candidates who can bring real EDI experience.

We have a strong mix of skills on the Board and after a long recruitment process in the summer, we were so lucky to recruit three excellent appointed candidates to the Board. Sally Cordwell, CEO of Aerospace Bristol, Dr Adeela Shafi MBE, Associate Professor in Education at the University of Gloucestershire and Asif Rehmanwala, CEO Ecotricity. Looking objectively at the skills we still need on the Board, we would really like to recruit someone who has senior legal experience and would welcome candidates with this experience.

To enable candidates to fully appreciate the corporate governance responsibilities that come with Board membership, we ask that any candidates in the first place contact Neil Priscott, on neil.priscott@glosccc.co.uk. We will then arrange for them to meet with a Nominations Committee before the end of February, formed of Board members. This is an important informal step so they can have a discussion of what is expected and we can answer any questions they may have, prior to them formally submitting a nomination by 27th March 2023.

Members may also be interested in the creation of a new informal Members' Working Group which is detailed in a communication from the Deputy CEO. The application and timeline process is included in that note.

Yours sincerely,

David Jones

GCCC Chair

Notice of 2023 Annual General Meeting

Dear Members,

I am writing to advise you that the **Annual General Meeting** of the Club will be held at the Seat Unique Stadium, Nevil Road, Bristol BS7 9EJ on **Thursday 27 April 2023 at 7.00 pm.**

An Agenda, a copy of the Accounts for the financial year ended 31 January 2023 and any proposed amendments to the Constitution and Rules will be made available on the Club's website and emailed to all Members for whom the Club holds an email address (and by post to members on request) at least 14 days before the date of the Annual General Meeting.

At this year's Annual General Meeting there is one vacancy for elected Members as David McLaughlin is not seeking re-election to the Executive Board.

Any Member who wishes to stand for election to the Executive Board shall notify the Deputy Chief Executive formally by the 27 March, one month before the 2023 Annual General Meeting. Please also consider the accompanying note from Club Chair, David Jones, who shares more details on the nature of the role of an Executive Board Member, the process and the governance requirements for the Club, which includes an informal meeting with a Nominations Committee to be arranged by the end of February.

Any application for election to the Executive Board should be accompanied by a nomination signed by two Members (a proposer and a seconder) and should be accompanied by a short prospectus (of no more than 200 words) as to why the Member in question considers that he or she would be a suitable member of the Executive Board. The application should also be accompanied by a passport style photograph of the relevant Member and also specify his or her age. The prospectus and photograph will be circulated to the Members together with ballot papers in advance of the relevant Annual General Meeting.

Any application should be sent to myself at Gloucestershire Cricket, Seat Unique Stadium, Nevil Road, Bristol BS7 9EJ or via email directly to neil.priscott@glosccc.co.uk

Gloucestershire Cricket is committed to building a diverse Executive Board and, as such, strongly encourages applications from individuals of any race, ethnicity (including minority ethnic communities), gender, age, sexual orientation, religion or belief, and regardless of any disability.

May I take this opportunity to wish you a very Happy New Year and to thank you for your continued support.

I look forward to seeing you at the Annual General Meeting on **Thursday 27 April 2023.**

Yours sincerely

Neil Priscott

Deputy Chief Executive

Executive Board – roles, responsibilities and skills

Gloucestershire County Cricket Club (GCCC) is an organisation whose primary purpose is to promote and foster cricket within the county, principally by the maintenance of a First Class cricket team playing in first class surroundings. It is also, however, a SME with a multi-million pound turnover. As such, it needs strong day-to-day executive management by a paid staff, both cricket and administration based, together with an unpaid Board of Non-Executive Directors charged with agreeing policy and strategic aims, overseeing that these are met and ensuring that the Club benefits from the very best Governance.

The Club Constitution and Rules currently defines three specific roles within the Board of Directors and these are Chair, Deputy Chair and Honorary Treasurer. The Board, which is directly elected by the Members, plays a vital part in the running of the Club and within its makeup there needs to be a broad range of skills. This is particularly important following the deleterious effect the pandemic has had on the business world and society in general. Cricket is facing an existential crisis. The finances of the game are very stretched, it is facing strong competition from other sports and a potential diminution of media rights money. This money is key to the survival of many First Class Counties, including Gloucestershire CCC. The need for a strong, effective, skills based board has never been more vital.

The focus at the Board is primarily on the business aspects of running a successful SME within the community. Cricketing matters are discussed but they are secondary to the financial imperatives of ensuring that the business continues to be a healthy “going concern”.

The Board also needs to absolutely reflect the principles of Equality / Equity, Diversity and Inclusion, to ensure it benefits both from a diversity of thought and experience. This importance of delivering improved Governance is a key priority. The cricket world is being judged as institutionally racist. That is an enormous reputational risk for our enterprise and the Board must face into this challenge.

Candidates for the Board should also have deep experience in one or more of the following areas- governance, legal, financial, property management, strategic planning, commercial, digital, community, marketing, press and PR, welfare and safeguarding or cricket matters. Alternatively those who have experience of running or contributing to community based organisations could have much to offer here.

The willingness to act as “Ambassadors” within the community, both for cricket in general and GCCC in particular should also be a pre-requisite. The Board will undergo an annual skills evaluation and where these skills are not apparent in elected Members, the Board has the ability to co-opt suitably qualified professionals who must be Members of the Club.

When vacancies arise on the Board it is the right of any Member - properly proposed and seconded - to stand for election.

The Board has decided that any candidate who wishes to stand, will then be interviewed by a Nominations Committee, to ensure that they understand the fiduciary duties of being a director and have an opportunity to explain the particular skills and experience they could bring to the Board. The Nominations Committee will be made up of the Chair and two of the Appointed Directors and their role is to ensure all of those standing for election understand the importance of the role and the expectation should they be successful. Following the annual election, the Board will fill any specific gaps by co-option.

The commitment required from Executive Board Members is time consuming. They currently consist of:

- Attend at least six full Board Meetings per annum (or more regularly as required by the needs of the business). Meetings are traditionally held during the day (because of the required attendance of GCCC staff and other consultants/professionals).
- Attend relevant board development and strategy sessions. On average there are four a year.
- Read reports and papers for Board Meetings; and
- Being regularly consulted on a variety of matters outside of meetings including conference/video calls
- Being required to treat all Board business as strictly confidential
- It is important to be aware that they receive no benefits for what is a very heavy workload.

GCCC, in all its activities, is fully committed to the principles of equality of opportunity in cricket, and to ensuring that its employees, members and all other individuals working or volunteering for GCCC and participating in or watching GCCC's activities are treated fairly and are able to conduct their activities free from discrimination, harassment or intimidation. GCCC in all its activities will not discriminate, or in any way treat anyone less favourably on the grounds of age, gender, disability, race, parental or marital status, pregnancy, religion or belief or sexual orientation.