

BHUTAN SPORTS VENTURES LIMITED



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**BHUTAN
OLYMPIC
COMMITTEE**

TERMS OF REFERENCE FOR CHIEF EXECUTIVE OFFICER

(MAY 2026)

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Bhutan Sports Ventures Limited

1. Overview

Employer	:	Bhutan Sports Ventures Limited
Segment	:	Business Development and Investments
Location	:	Thimphu, Bhutan
Position	:	Chief Executive Officer (CEO)
Employment type	:	Contract for three years

2. Introduction

Bhutan Sports Ventures Limited is a wholly owned commercial entity of the **Bhutan Olympic Committee (BOC)** with the primary purpose of financially sustaining and developing sports in Bhutan.

Its core role is to **hold, manage, and invest in assets** transferred by the BOC including land, sports infrastructure, and cash equity to achieve three key objectives:

1. Ensure stable funding for the BOC's general operations.
2. Provide financial support for implementing the **National Sports Strategy (NSS)**.
3. Fund sports federations and clubs via the BOC for regular sports events, and for developing coaches and athletes for international competition.

As a **limited liability company** with perpetual existence and separate legal personality, Bhutan Sports Ventures acts as a commercial, business-driven entity. It has the power to professionally manage and invest assets, revitalize and expand sports infrastructure, diversify investments into other asset classes, and undertake innovative business ventures. It formulates business plans, makes strategic investments, and generates a stable income stream for the BOC.

Crucially, while the BOC remains the sole **Owner** with approval rights over major decisions (e.g., investments, divestments, share transfers), Bhutan Sports Ventures is managed independently by a **Board of Directors** with clear separation from the Owner. The Board oversees operations, appoints the CEO, and ensures fiduciary duties are met. Ultimately, Bhutan Sports Ventures pays **dividends** to the BOC from its distributable profits, striving to provide an increasing return while balancing its own growth positioning itself as the BOC's dedicated financial and investment arm for long-term sports sustainability.

3. Summary

The Chief Executive Officer (CEO) is the senior most executive officer of the company and reports to the Board of Directors. The primary responsibilities of the CEO are to:

- a. Provide overall leadership and management of company affairs under the guidance of the Board;
- b. Formulate and execute strategic plans to realize and fulfill the mandates of the company;
- c. Lead and manage the company within the parameters established by the Board and relevant Board committees;
- d. Plan, monitor and evaluate the performance of the company and executive teams in realizing the mandates of the company;
- e. Create sustainable long-term shareholder value; and
- f. Be a dynamic leader and engage the Board through new ideas and proposals to drive the company forward.

4. Responsibilities

In addition to the responsibilities assigned by the Board, those stated in the Companies Act of Bhutan 2016, following are the specific roles and responsibilities of the CEO.

4.1 General Management

The CEO shall report to the Board of Directors of BSVL. His/her primary responsibilities shall include the following:

- a. Manage the day to day operations of the company within the guidelines, rules, policies and directives issued by the Board and regulatory agencies;
- b. Appoint and maintain a strong executive management team to assist in the execution of the tasks delegated by the Board;
- c. Promote leadership development and proper succession planning for key positions in the company;
- d. Implement all plans, policies and performance targets approved by the board;
- e. Develop/revise systems and processes for effective and efficient management of the company;
- f. Manage the overall business to ensure strategic plans and business plans are effectively implemented within the authority delegated by the Board, the performances are monitored and reported to the Board, and financial and operational objectives are attained;
- g. Ensure that the authorities delegated by the Board are exercised in the manner and within intent of such delegation and referring all matters outside his delegations to the Board for approval;
- h. Carry out and lead change interventions, such as re-organization, as and when desired by the Board, and oversee their effective implementations;

- i. Apprise the Board and Board Chairman on all matters of significance. Further, keep the Board Chairman informed of all matters of significance that occur between the Board meetings;
- j. Provide the Board with accurate, relevant, timely and complete information;
- k. Ensure effective identification and communication of all material risks to the Board, along with mitigation plans and procedures; and
- l. Other responsibilities as may be designated by the Board from time to time.

4.2 Strategic Management

- a. Be a dynamic leader and engage the Board through new ideas and proposals to drive the company forward;
- b. Develop and recommend long term vision and strategy for the company, which is in close alignment with the anticipated market environment. This includes updating and making changes, as required, and involving the Board in early stages of strategy development; and
- c. Successfully execute the corresponding business and operational plans. Review and report regularly to the Board on the overall progress and results against operating and financial objectives and initiate courses of action for improvement. This includes identification of future opportunities and threats.
- d. Ensure that BSV's commercial activities enable and amplify private sector participation in Bhutan's sports economy rather than displacing or competing with existing private sector operators. The CEO is responsible for designing commercial models that create structured market opportunities for private sector companies to access and deliver within.

4.3 Operational Management

The following operational functions must be ensured:

- a. Develop annual forecasts of revenue, expenditure, growth pattern, operational results and other financial performances;
- b. Develop innovative business models to improve service efficiency to attain the broader objectives of the company;
- c. Develop and secure approval of the Board, the annual budgets, both current and capital investments;
- d. Utilize or authorize utilization of the company resources in a prudent manner such that the operational plans are executed efficiently and on time;
- e. Enter into agreements, contracts, leases, etc. in the ordinary course of business, in order to pursue the approved strategies, business plans, and objectives of the company, provided, that major commitments, exposures, and risks are reported to the Board on a regular and timely basis;
- f. Ensure that the members of the Board receive accurate, timely and clear information, in particular about the company's performance, significant financial arrangements, the development of rationale investments and others areas of significance to enable the Board to

take sound decisions, monitor effectively and provide advice to promote the success of the company;

- g. Enforce accountability and transparency while executing any projects and business activities; and
- h. Keep the Board fully informed on all aspects of the Company's operational and financial affairs, and on all matters of significant relevance to the Company including those items emanating from government and regulators on issues such as fiscal, monetary and environmental policies and legislation affecting operations and regulatory oversight etc.

4.4 Human Resource Management and Development

- a. Develop a robust organizational structure supported by appropriate manpower plans to ensure that the business objectives are realized;
- b. Promote leadership development and proper succession planning for key position in the company;
- c. Inculcate performance culture in the company by implementing Performance Management Systems and relevant policies approved by the board from time to time.
- d. Develop and implement HR Master Plan to identify and prioritize actions for continued and efficient delivery of core operational services. This shall also include the manpower planning and manpower sizing for optimum utilization of human resources;
- e. Undertake Training Needs Assessments to determine what training needs to be provided to help individuals and the organization accomplish their goals and objectives;
- f. Undertake Employee Engagement Survey to understand the motivation level of employees for efficient operation of the company and implement measures and interventions;
- g. Implement the HR Service Manual as approved by the Board for day to day management of the company; and
- h. Foster a corporate culture that promotes ethical practices and encourages individual integrity, effectiveness and social responsibility.

4.5 Relationship Management

- a. Ensure effective communication, appropriate and constructive relationships are maintained with the shareholder and relevant stakeholders;
- b. Protect and enhance the image and reputation of the Company;
- c. Represent company as and when required including in important national events, business meetings and public forums; and
- d. Act as the Company's interface with its operating environment, the business community, customers, statutory bodies and government agencies. CEO shall also act as the principal spokesperson for the Company.

4.6 Compliances, Risk Management and Corporate Governance

- a. Authorize and ensure that effective control and co-ordination mechanisms for all operations and activities are in place including the establishment and development of effective internal controls over financial reporting;
- b. Ensure the Company's assets are adequately safeguarded and optimized in the best interests of the company;
- c. Maintain a high level of integrity work ethics and Corporate Governance standards;
- d. Develop Risk Management framework including identification of key risks and mitigation measures. Also ensure that the risk register is developed, updated and presented to the board for approval every year so that the implementation is monitored and results evaluated;
- e. Resolve all audit issues and design appropriate checks and balances to ensure that such lapses do not recur;
- f. Strengthen the function of internal audit to ensure internal checks and balances; and
- g. Ensure compliance with any legal and regulatory obligations.

5. Qualification & Experience

- a. Minimum of Bachelor's Degree obtained from a recognized university through regular (full time) program; and
- b. Minimum twelve (12) years' work experience, with two years in executive position.

6. Skills, knowledge and Attributes Required

- a. Excellent leadership skills;
- b. Excellent managerial capabilities;
- c. Excellent analytical, problem solving and decision-making skills;
- d. Strong strategic orientation and competence in translating the board strategic decision into well-thought-out actions;
- e. Strong negotiation and client management skills;
- f. Strong oral and written communication skills;
- g. Impeccable integrity or business ethics;
- h. Strong inter-personal skills and ability to develop and foster meaningful relationship with relevant stakeholder;
- i. Ability and desire to complete works/projects under deadlines.
- j. Experiences in the related businesses or/and corporate culture are given some preferences.
- k. The CEO shall not operate or hold a controlling interest in any parallel private business during the term of employment. Full disclosure of all existing business interests must be made prior to appointment and any new business interests must be disclosed immediately to the Board.

7. Employment Type and Tenure

The selected candidate for the post of CEO shall be recruited for contract term of three (3) years, which may be renewed based on performance.

8. Salary & Others Benefits

Basic pay: Nu. 102,000 per month.

Contract Allowance: 100% of the basic pay per month.

Fixed Allowance: 60% of basic pay per month.

PBVA: Maximum of 41.67% of the annual basic pay subject to fulfilment of annual Compact signed between BOC and BSV. The PBVA shall be based on performance metrics agreed in the annual compact including but not limited to revenue targets, commercial deal closures, and federation support outcomes.

Other benefits shall be as per the Company Service Rules and Regulations.

9. Mandatory documents (required to submit along with application)

- a. Curriculum vitae (CV) indicating clearly the details of applicant and, with names and details of two referees.
- b. Bachelor's Degree certificate and transcripts (for entire course).
- c. Master's and any other higher Degree certificates and transcripts (for entire course), if applicable.
- d. Valid document proof/evidence to show 12 years of work experience.
- e. Valid document proof/evidence to show 2 years of experience in executive position.
- f. A valid Citizenship Identity Card
- g. A valid audit clearance certificate for interview.
- h. A valid security clearance.

Non-submission of any of above documents or partial submission, except for (c) above, shall lead to rejection of application.

Additionally, the following documents shall be produced by the candidate selected as CEO, prior to his/her appointment:

- a. Valid medical fitness certificate.
- b. No objection certificate letter from the employer, if currently employed.

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