CODE OF CONDUCT FOR NATIONAL COUNCIL-MEMBERS

This code sets out the standards of personal behaviour and conduct expected of FSA members who are elected by the membership or otherwise appointed to serve on the National Council ('Council members') of The Football Supporters' Association ('the Association'). Failure to observe its stipulations shall be regarded as a breach of this code, and may incur disciplinary action up to and including removal from their position under the provisions set out in the Association's Disciplinary Policy, a copy of which is appended to this Code.

Overview

The position of an Council member carries with it a responsibility not only to fellow Council members but also to the Association's membership and to those who in other ways fund its activities.

Whilst only the directors of the Board have legal duties and fiduciary liabilities, and failure to carry out those obligations can result in personal liability, all Council members also bear a general duty of care that their actions and decisions should be in the best interests of the Association as a whole.

Duties and Responsibilities

1. These can be summarised as follows:

    1.1 the duty to ensure all actions taken by Association are within the law of the land;

    1.2 the duty to ensure Association business is conducted in accordance with its Constitution, rules and procedures;

    1.3 the duty of good faith;

    1.4 the duty to take care; and

    1.5 the duty to maintain the democratic and not-for-profit status of the Association.

Obeying the Law

2. Officials must ensure that any campaigns, demonstrations and other activities upon which the Association may embark do not bring the Association itself, or those acting on its behalf, into conflict with the law

Duty of Good Faith

3. A Council member is in a position like that of a trustee – namely being responsible for somebody else's (i.e. the Association's) property. As a result, officials have a duty of good faith, which can broadly be summarised as follows:

    3.1 truthfulness and honesty – this involves acting with complete truthfulness and honesty in any dealings with, or on behalf of, the Association;

    3.2 financial integrity – Council members are entitled to be compensated for out of pocket expenses in accordance with the Association's Expenses Policy but such claims may only be made for expenses that are wholly, actually and necessarily incurred;

    3.3 treating as confidential certain information which comes to their knowledge concerning the Association's affairs, especially when so designated, and certain discussions within Council meetings, similarly designated.

    3.4 acting at all times in the best interests of the Association – this means ensuring that the Association's interests always come first, and that an Council member never uses their position to obtain a benefit or advantage for themselves, for other people or other organisations;

Duty to Take Care

4. It is recognised that Council members cannot be expected to be experts in all facets of the Association's activities. They must therefore take proper care not to accept on behalf of the Association a responsibility for which

they do not have the necessary skill or expertise or for which the Association is unable to provide the necessary level of training.

5. The duty to take care includes the following:

5.1 reading papers before meetings, and coming to meetings properly prepared;

5.2 asking questions if further explanation or information is needed, and challenging the executives when not satisfied with the answers given;

5.3 taking advice both from the executives and from independent advisors when that is needed for the best interests of the Association;

5.4 accept decisions made by the Council, even if they disagree with the outcome and voted against. This includes a commitment to support any decision of the Council-outside its meetings.

5.5 It shall be deemed a disciplinary offence for Council members to make public comment(s) criticising decisions made if that person is still a member of the Council or Board, or act in such a way contrary to the letter and spirit of Association policy. The Council may choose to suspend the requirement for collective responsibility by majority vote for certain decisions in which case the above does not apply in respect of that particular decision;

5.6 doing their best – Council members should aim for the highest standards they can achieve. It is not acceptable to leave things to other people, or to fail to attend meetings to whom they are directly accountable without reasonable excuse. A Council Member who does not give an appropriate level of commitment to the Association's affairs is failing in their duty;

5.7 where provided, to undergo appropriate training and development.

FOOTBALL SUPPORTERS' ASSOCIATION

Standards of Behaviour

6. In all duties carried out within and on behalf of the Association, Council members are expected to show appropriate standards of behaviour. This is necessary in order that the Council can function properly, that it can play its appropriate part in the Association's overall governance, and that the Association's good name and reputation is maintained.

7. Council members will observe the following general standards:

    7.1 in their dealings with each other, with the Association's officers, and with its employees and with members, treating people politely, fairly, and with respect in all forms of verbal and written communication (including social media);

    7.2 in all dealings with each other, with members of the Association, and when representing the Association, refraining from discriminatory language and behaviour, including upholding at all times the protected equality characteristics of others as set out in current Equalities legislation. As a minimum these include age, disability, gender reassignment, race, religion or belief, sex, sexual orientation, marriage and civil partnership and pregnancy and maternity;

    7.3 when communicating or otherwise commenting on FSA policies and interests, in either an official or unofficial capacity, always to act in accordance with the Association's current Media policy (including use of social media);

    7.4 on public occasions and on all Association business, behaving in a way which is appropriate for an elected representative of such an organisation. This includes not bringing the Association into disrepute in any context.

8. All Association business is to be transacted through General Meetings, meetings of its National Council and Board (including properly conducted electronic decisions) and any formally constituted Networks or other sub-committees that may be established by the Association's Board or Council.

9. At all such meetings, Council members will observe the following:

9.1 accepting the authority of the chair of any meeting, expressing all questions and points of view through the chair;

9.2 listening to the views of colleagues with an open mind, seeking advice or clarification where needed, expressing their own views, and coming to their own decision on individual matters in good faith in what they believe to be in the best interests of the Association;

9.3 not resorting to behaviour that could be considered to be discriminatory, offensive, aggressive or intimidating;

9.4 keeping to the agenda, raising other issues under "any other business" according to agreed procedures, and not engaging in discussions during the meeting which are not relevant to the issues of the meeting.

Confidentiality

10. Council members will observe the following obligations of confidentiality:

10.1 they will not disclose any information outside the Council unless it is already in the public domain, or they are specifically authorised to do so. This includes information about the Association's business, the deliberations of the Council or Board in reaching decisions, and employment matters;

10.2 they will not use any such information for personal advantage;

10.3 unless so authorised, they will not pass information to any representative of the press or media, and will refer any press or media enquiries to the appropriate person;

10.4 they will take proper care of any documents they receive as Council members, and store them securely;

10.5 may give feedback to their own member organisation but it doing so must abide by the Association's Media Policy, seeking guidance from the associations senior staff where necessary.

Conflicts of Interest

11. Council members must disclose to the secretary any material interest which they, their spouse or partner, close family member, or close friend or business associate holds in:

    11.1 any business which is providing goods or services to the Association or its members, or is being considered as a potential supplier of goods and services;

    11.2 any public body or voluntary organisation with which the Association has or is likely to have dealings.

12. The Secretary will record any such interest in a register of Council members' interests which shall be updated annually. Council Members must also notify the Secretary of any changes to their entry in the register since they provided their last update.

13. For the avoidance of doubt, it is the responsibility of each Council member to be proactive in notifying the Secretary of any potential conflicts. Unless the Council direct otherwise, the Secretary's decision as to whether there is a conflict is final.

14. Unless a prior decision is taken to the contrary, no Council member may take part in any discussion on a matter in which they have an interest, or take part in any decision, or vote on any associated resolution and should leave the meeting while the matter is considered. This applies to General Meetings of the Council, Board, formally constituted Networks and of any other established committee or sub-committee

Relationship with Others

15. Employees or contractors having specific responsibilities or responsible for running the day-to-day business of the Association, should receive the full

support of Council members in their work. Elected or appointed officials should not engage in any public action that could be interpreted as a criticism of any of the services so provided, nor engage in activities that compromise or conflict with agreed work or activities.

16. If Council members have any questions or complaints about any operational aspect of the Association's affairs or the behaviour of its employees or contractors, they should be raised in the first place with the Chair.

17. Questions or concerns regarding the conduct of the Association's Chair should be addressed to the Vice Chair.

Hospitality and Gifts

18. Council members should not solicit or accept hospitality, goods, services, gifts or any other benefit, that may compromise either their position or the Association, or may lead others to perceive that the integrity or policy of the Association of the Council member has been compromised. The exceptions are in the following circumstances, where they may receive:

    18.1 working meals or refreshments;

    18.2 hospitality or gifts (including match tickets) given in the course of the Association's business, which are disclosed to the Secretary and recorded in a register.

19. It is the responsibility of Council members to record all gifts received whilst they serve as an official in the official register of gifts maintained by the Secretary and for the avoidance of doubt, they should seek the prior advice of the Secretary if they are unsure; the Secretary's decision shall be final.

Serving on the Board of Another Body

20. Council members who serve on the board of management of any other organisation must treat their roles in representing The Association and their role in any such body as separate. This means that:

20.1 they must maintain confidentiality in relation to information they receive in one capacity, and not disclose any such information in the other capacity unless they are expressly authorised to do so;

20.2 when making decisions on behalf of the Association, they must make such decisions in what they consider to be the best interests of the Association, without consideration of other responsibilities that they have by virtue of their involvement in other bodies;

20.3 they must disclose any pertinent memberships and involvement in other bodies where that impacts upon the work of the Association and more pertinently their work as an elected or appointed official;

20.4 where their membership of the board of management of another body causes a conflict or where a conflict might be reasonably perceived, they must act quickly to resolve that conflict, which may include resigning from their elected role(s) in the Association or of another organisation.

Breaches of Code and Disciplinary Procedure

21. All Council members accept that they must comply with this Code if the Association is to be able to function properly and efficiently and do its job.

22. Where a Council member is alleged to be in breach of any element of this Code or any other adopted policy of The Association, the process laid out in the Disciplinary Policy should be followed.

Status of this Code

This Code of Conduct was approved by the National Council of the Association at its meeting on xxxx. Accession to the Council and Board shall be contingent upon receipt by the Secretary of a signed acceptance of its stipulations.

APPENDIX DISCIPLINARY POLICY

All members of the Football Supporters Association ('the Association') agree to be bound by the constitution and policies of the Association, which require that the conduct of all members is not prejudicial to the Association.

This policy sets out the process by which the Association should investigate complaints or charges that a member may, directly or indirectly, have breached the terms of any code of conduct that they have signed up to as a condition of their membership and/or any elected office. It does not apply to employees of the organisation whose conduct will be governed by a policy more specific to contractually employed staff.

Raising a Potential Policy Breach

1 A potential policy breach may come to light through a number of sources including, but not limited to:

1.1 Issue arising during the course of a meeting that cannot be resolved by immediate intervention of the Meeting Chair to the satisfaction of all parties;

1.2 Complaint from an individual (who may or may not be a fellow Association member)

1.3 An anonymous whistle-blower;

1.4 Identified by employees of the Association;

Investigation Process

2. Reported breaches should be addressed through the escalating stages detailed below until resolved in accordance with this policy.

FOOTBALL SUPPORTERS' ASSOCIATION

Stage 1: Informal Investigation

3. Informal consideration of evidence, and discussion with directly affected persons, by a designated member of the Assocation's staff. At this stage the matter can be resolved by;

    3.1 determining that there is no case to answer, or

    3.2 amicable resolution to the satisfaction of all parties

Stage 2: Formal Investigation

4. If the matter has not been resolved at Stage 1, and following a decision by the Chair or Vice Chair that there may be a case to answer, the Board will constitute a Disciplinary Committee to conduct a formal investigation and determine the facts of the case.

5. If the Board decides to constitute a Disciplinary Committee a majority of the Board may rule that the Member(s) concerned be suspended until the Disciplinary Committee process has concluded.

6. Should the member be suspended, they shall not be entitled to vote nor attend formal meetings of the Association for the period of suspension.

7. The Disciplinary Committee will consist of one of the Chair or Vice-Chair of the Board unless they are the subject of the disciplinary action, in which case another member of the Board will be selected by the Board as Chair of the Committee. The Chair of the Committee will have a second or casting vote in the event of a tie. In addition, the Committee will comprise up to 4 but no less than 2 National Council members (who shall not be the subject of the disciplinary action.)

8. The Disciplinary Committee shall meet as soon as is practicable after it is constituted and shall invite the member concerned to attend or submit their version of events and/or mitigating circumstances.

9. The Disciplinary Committee shall act honestly and equitably in assessing the facts of the disciplinary case before it.

10. If the member concerned fails to either attend or submit their version of events and/or mitigating circumstances as envisaged above the Disciplinary Committee can proceed and make such inferences as it sees fit from such non-attendance or non-submission.

11. If the case is upheld the Disciplinary Committee will determine an appropriate sanction to be applied as detailed below in clause 26.

12. The Disciplinary Committee shall formally notify all parties and the Board of their conclusions alongside any sanctions to be imposed in writing.

Stage 3: Appeal

13. Accused members have a right to appeal a Stage 2 decision.

14. Accused members will have 10 working days from formal written notification of the conclusion of Stage 2 process to indicate their wish to initiate the appeal process, in writing to the Association's Secretary.

15. The case will then be considered by a new panel drawn from the Association's National Council, that should include either the Chair or Vice-Chair of the Association, whichever was not involved on the panel at Stage 2. The Chair of the panel will have a second or casting vote in the event of a tie.

16. The panel will formally notify all parties and the Board of their conclusions upon review of the case presented in Stage 2.

17. There is no further appeal or challenge process beyond Stage 3, notwithstanding the right of any member to seek redress through judicial process.

Conduct of Investigations

18. At each stage the following rules and protocols will apply:

    18.1 All relevant documents and materials should be made available in advance to all parties.

18.2 Cases may be conducted through written exchange of communication, but the respondent has the right to request face to face proceedings (including through remote audio or visual channels)

18.3 Either party may present the evidence of witnesses to material facts of the case.

18.4 Confidentiality should be maintained until final resolution. At the conclusion of proceedings, the panel will attempt to agree a joint statement if appropriate.

18.5 No person with a direct connection to the accused or who is connected to material facts of the case can participate as part of a Disciplinary Committee.

18.6 Any person who is a panel member at Stage 2 cannot participate in Stage 3.

18.7 The accused may request a person to attend proceedings alongside them as an observer.

Potential Sanctions

19. Where a case is proven, sanctions should be applied that reflect the seriousness of the breach and any previous proven breaches of the relevant code by the accused person. Sanctions may include, but are not limited to one of more of the following:

- No action necessary
- Mutually agreed resolution such as an acknowledgement or apology
- Written warning/reprimand
- Agreed corrective action by the accused member
- Suspension from elected position on National Council and/or Board for a defined period
- Early termination of elected position on National Council and/or Board
- Suspension of FSA membership for a defined period
- Expulsion from the FSA

FOOTBALL SUPPORTERS' ASSOCIATION

20. No member expelled from membership as a result of disciplinary action shall be re-admitted except by majority ruling of the Board.