



## ELECTED MEMBER CODE OF CONDUCT

\* 'the Society' relates to Supporters Direct

### 1. Introduction

This Code outlines appropriate conduct for elected members, and addresses both the requirements of office and their personal behaviour.

The Code seeks to expand on or complement the Society's Rules. A copy will be included in Candidates' Packs for the information of members who are considering seeking election to the Society's Board, Councils or Advisory Bodies. It will be provided to all newly-elected members.

Members seeking election to the Society's Board, Council or Advisory bodies will be required to sign a declaration on the nomination form to confirm that they will comply with this Code in all respects and that, in particular, they will support co-operative objectives and uphold the following principles of Supporters Direct;

- o Supporters of sports clubs playing a responsible role in the life of the club they support, through the ownership of shares by individual within the supporters trust and by the trust collectively, and the democratic election of supporters' representatives onto the board.
- o Democratic operation of trusts and of Supporters Direct.
- o Non-distribution of profit by trusts or by Supporters Direct.
- o A commitment to equal opportunities in sport and to support Supporters Direct principles in relation to violence, discrimination and racism.

### 2. Qualifications for office

To qualify for elected office with Supporters Direct individuals must not be

- a) Be an employee of Supporters Direct
- b) Have been adjudged by the Board to have brought the Organisation into disrepute in the last five years
- c) Be the spouse, cohabitee, brother, sister, child, father or mother of a member of the Board or an employee of Supporters Direct
- d) Be currently declared bankrupt or compounded with their creditors

- e) Be subject to a disqualification order made under the Company Directors Disqualification Act
- f) Have been convicted of an indictable offence, subject to the Rehabilitation of Offenders Act 1972;
- g) Have been removed from membership of a recognised professional body and not reinstated.

Elected members must continue to comply with the qualifications required to hold elected office throughout their period of tenure. The Secretary must be advised by the member concerned of any changes in circumstance which disqualify the member from continuing in office.

### 3. **Role and functions**

Elected members must:

- (a) adhere to the Society's Rules and Regulations and support its objectives and purpose, in particular those of retaining co-operative status and developing a 'successful co-operative business'.
- (b) act in the best interests of the Society at all times.
- (c) contribute to the workings of their elected body in order for it to fulfil its role and functions as defined in the Society's Rules and the applicable terms of reference.
- (d) note that Councils and Advisory Bodies are subordinate to the Board of Directors.
- (e) recognise that their role is a collective one. They exercise collective decision-making in the meeting room which is recorded in the minutes. Outside the meeting room an individual elected member has no more rights and privileges than any other member.
- (f) note that the functions allotted to elected bodies are not of a managerial nature.

### 4. **Confidentiality**

Maintaining confidentiality is a shared responsibility between elected members and the Society.

Elected members will treat all information which they receive in their capacity as Board, Council or Advisory body members, and all discussion within the meetings of elected bodies as confidential.

Elected members will observe the following obligations of confidentiality:

- o they will not disclose any information outside the meeting unless it is already in the public domain, or they are specifically authorised to do so. This includes information about the organisation's business, the deliberations of the meeting in reaching decisions, and employment matters;
- o they will not use any such information for personal advantage;

- they will not pass information to any representative of the press or media, and will refer any press or media enquiries to the organisation's staff;
- they will take proper care of any documents they receive as elected members, and store them securely.

Disclosure of information that is deemed to be confidential will be regarded as a breach of this Code, irrespective of the consequence arising.

Elected members should seek guidance from the Secretary if they have any doubt about what information is confidential.

## 5. **Conflict of interests**

### (a) Personal Interests

A member must regard themselves as having a personal interest in any matter if the decision on a matter might reasonably be regarded as affecting the well being or financial position of the member, a relative or friend or any connected organisation, to a greater extent than that of other persons or organisations.

A personal interest must be declared and recorded. The declaration does not automatically prevent a member from participating fully in debate and voting.

A member is not expected to know the personal interests of all their friends and relations, and is only expected to declare such an interest if they happen to be aware of it. The member must declare any personal interest at the beginning of the discussion of that particular item.

### (b) Prejudicial Interest

It is for the member to decide whether they have a 'prejudicial interest'. They must consider whether 'an ordinary member of the public, knowing all the relevant facts, would think that their personal interest was so significant that it would prejudice their decision on this matter'.

If a member decides they have a prejudicial interest in a particular matter under discussion they must declare this and withdraw from the room. As well as absenting themselves from the discussion, they must not seek to influence a decision on that item; whether by attempting to sway the decision of any other members, or by exerting influence on an officer.

This Code encompasses behaviour at all Society meetings, including any sub-committees.

### (c) Exemptions from need to declare an interest

There are a number of things which do not generally constitute a personal interest or a prejudicial interest which need to be declared. Examples are:

- (ii) where a member has been appointed or elected by to act as its representative on another body, eg, on 'Kick it Out'
- (iii) where a member receives legitimate out-of-pocket expenses from the Society.

(d) Recording of Interests

It is sufficient, given the nature of the decisions and the organisations envisaged, that a declaration of interest be recorded in the Minutes of the appropriate meeting. Currently a formal regional register of interests for Council and Advisory Body members is not maintained by the Society.

(e) Declaring Gifts and Hospitality

Elected members should not be in receipt of hospitality, goods, services, gifts or any other benefit, that may compromise either their position or that of the organization, or may lead others to perceive that the integrity or policy of the organization or of the member has been compromised. The exceptions are in the following circumstances, where Directors may receive:

- working meals or refreshments;
- hospitality or gifts given in the course of the organisation's business, which are disclosed to the secretary and recorded in a register.

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

6. **Meetings**

Elected members have a responsibility to attend meetings of their elected body. When this is not possible they must submit an apology to the Secretary in advance of the meeting.

Absence from meetings without good reason (such as ill health) is grounds for disqualification. Failure to attend at least half of the meetings in any financial year or absence from three consecutive meetings will result in the elected member being deemed to have resigned their position unless the grounds for absence are deemed to be satisfactory by the Board.

Elected members are expected to attend for the duration of the meeting. Persistently missing a significant proportion of the meeting will be grounds for members to be reprimanded.

7. **Personal conduct**

Elected members are required to adhere to the highest standards of conduct in the performance of their duties. In respect of their interaction with others, they are required to:

- (a) Adhere to good practice in respect of the conduct of meetings and respect the views of their fellow elected members.
- (b) Be mindful of conduct which could be deemed to be unfair or discriminatory.
- (c) Treat the Society's officers and other employees with respect and in accordance with the Society's policies for employees on bullying, harassment and discrimination as they may exist from time to time. Officers and employees in contact with elected members will be afforded the same rights

of protection against bullying, harassment and discrimination as all other employees.

- (d) Recognise that elected bodies and management have a common purpose, i.e. the success of the Society and adopt a team approach.
- (e) Elected members must conduct themselves in such a manner as to reflect positively on the Society. On public occasions or when attending any other events to which they are delegated, it is important for elected members to be ambassadors for Supporters Direct and behave in a manner which is appropriate for their position. .

8. **Violence, Racism & Discrimination**

Supporters Direct and the Trust movement is committed to equal opportunities in sport and affirms the right of all people to enjoy, play and watch sport free from violence, racism and discrimination. Elected members are expected to behave in a manner which reflects this commitment, and must not

- engage in violence or hate speech which is either directed against or negatively invokes individuals or groups on the basis of their ethnicity, nationality, gender, sexual orientation or religious affiliation.
- undertake actions which would call into question the commitment of Supporters Direct, and thus by extension the trust movement, to equal opportunities.

The model rules for supporters trusts refer to the Charter of Fundamental Rights of the European Union and the Board (acting on advice where necessary) will apply definitions of discrimination which are applied in the UK under UK and European legislation.

9. **Whistle-blowing**

The Society's existing process for whistle-blowing for employees is applicable to elected members. Members can choose to highlight matters of concern in confidence to the designated officers appointed by the Society.

10. **Accountability**

Elected members are accountable to their electorate and must demonstrate this by attending members' meetings and other key events which provide opportunities to interface with their electorate in order to best represent their views.

11. **Financial matters**

Expenses are paid to delegates carrying out official duties as minuted by the Council/Advisory body or agreed with the appropriate officer. Elected members must ensure that levels of expenditure are within the Expenses Policy and that they obtain receipts for expenditure incurred. Fraudulent expense claims will be deemed to be a breach of the Code.

12. **Training and development**

Training is essential for elected members and they are required to adhere to the Society's policy in all respects.

13. **Delegations**

All committee members must be prepared to be delegated to Society and wider Movement events. Those who are delegated are reminded that they are expected to:

- (a) Report back to their elected body at the meeting following the delegation.
- (b) Attend the event for its full duration and actively participate as appropriate.
- (c) Act as delegates and representatives of the Society, not in an individual capacity.

14. **Non-compliance with the Code of Conduct**

Non-compliance with the Code will result in action being taken as follows:-

Where misconduct takes place during a meeting, the Chair is authorised to take such action as may be immediately required, including the exclusion of the person concerned from a meeting.

All allegations of non compliance with the Code of Conduct should be reported as soon as possible to the Secretary.

Where such misconduct is alleged, it is the responsibility of the Secretary to investigate by:-

- (a) notifying the elected member in writing of the charge/s, detailing the specific behaviour which is considered to be in breach of the code and/or detrimental to the Society, and inviting and considering their response within a defined timescale;
- (b) notifying and consulting as soon as possible with the Chair and Vice Chairs of the Board, who may act as a Panel on behalf of the Board in relation to the operation of this code.
- (c) carrying out such investigation as the Panel consider appropriate
- (d) reporting the outcomes of the investigation and making a recommendation as to action to the Board

Where such misconduct is alleged, it is the responsibility of the Board to deal with it by:-

- (a) receiving a report of the outcomes of the investigation and considering the recommendation of the Secretary.
- (b) establishing a sub committee to deal with the matter on behalf of the Board if necessary.
- (e) if the Board do not consider the matter to have been resolved satisfactorily through correspondence, convening a meeting and inviting such persons as they consider necessary (including the member against whom the allegation of misconduct has been made) to attend and address the Board or sub-committee of that Board set up for the purpose of investigating the complaint in person;

- (d) deciding, by simple majority of those present and voting, whether to uphold the charge of misconduct and/or conduct detrimental to the Society;
- (e) imposing such sanctions as shall be deemed appropriate. Such sanctions will range from the issuing of a written warning as to the elected member's future conduct to the removal of the member from office.