

**HEREFORD UNITED  
SUPPORTERS SOCIETY LIMITED**

## **OFFICER APPOINTMENT AND CONDUCT POLICY**

### **1.0 Introduction**

This document is drafted in accordance with the existing rules of **Hereford United Supporters Society Limited** and sets out the Officer Appointment and Conduct Policy of HUST. The policy was adopted at a meeting of the HUST board on 2nd May 2017.

The purpose of this policy is to ensure that:

- 1.1 Officers appointed by the Society Board have the skills and experience required to effectively support the Society Board;
- 1.2 the Board operates in an effective and professional way.

### **2.0 Definitions**

- 2.1 “AGM” means the annual general meeting of the Society.
- 2.2 “Disciplinary Offence” means an Indictable Offence and/or offences described as a Disciplinary Offence in this Officer and Conduct Policy
- 2.3 “Member(s)” means a member(s) of the Society.
- 2.4 “Society Board Member(s)” means a Member(s) of the Society Board including any persons co-opted onto the Society Board in accordance with the Rules.
- 2.6 “Officer Appointment and Conduct Policy” means the terms and conditions laid out in this document.
- 2.7 “Co-opted Board Member(s)” means a person(s) who and has/have been co-opted onto the Society Board in accordance with the Rules
- 2.8 “Indictable Offence” means a criminal offence (other than a spent conviction as defined by the Rehabilitation of Offenders Act 1974) for dishonesty, fraud or dealing in drugs.



- 2.9 “Rules” means the rules and regulations of the Society laid out in the separate Rules document.
- 2.10 “Secretary” means the secretary of the Society.
- 2.11 “Treasurer” means the treasurer of the Society.
- 2.12 “Society” means **Hereford United Supporters’ Society Limited** (also known as **Hereford United Supporters Trust**).
- 2.13 “Society Board” means the Board of the Society including both elected co-opted Society Board Members.

### **3.0 Officers of the Trust**

- 3.1 The Society Board may appoint Officers as it sees fit to undertake specific tasks or roles which it considers to be necessary for the conduct of its work or beneficial to the understanding of its policies, decisions and activities, but which it does not wish to make the responsibility of a Society Board Member. Officers of the Trust shall attend its meetings but shall not vote or form part of the quorum.
- 3.2 Any Officer appointed by the Society Board may be removed if their performance is considered unsatisfactory by a majority of the Society Board Members present at a Society Board meeting.

### **4.0 Principles of Officer Appointments**

- 4.1 All appointed Trust Officers, must be members of the Society and in exercising their duty must at all times have in mind the aims and objectives of the Society.
- 4.2 All Trust Officers must abide by decisions of the Society Board and take all such steps as are necessary or desirable to give effect to such decisions.
- 4.3 In particular, it shall be considered a disciplinary offence for a Trust Officer to publicly criticise or to otherwise undermine any decision or policy of the Board.
- 4.4 It is expected that once decisions have been made by the Board, Trust Officers in disagreement with them accept the decision as the settled view of the Board..



- 4.5 The Society Board may by majority vote determine that Society Board members and / or Trust Officers are not bound by collective responsibility in respect of any particular matter in which case the above shall not apply.
- 4.6 Trust Officers shall not act in any way calculated to bring the Society into disrepute.
- 4.7 No person can be a Trust Officer:
- 4.7.1 who ceases to be a Member of the Society
  - 4.7.2 who has been a Trust Officer or member of the Society Board for 12 consecutive years
  - 4.7.3 who is subject to a bankruptcy order or has in place a composition with their creditors;
  - 4.7.4 who is subject to a disqualification order made under the Company Directors Disqualification Act 1986;
  - 4.7.5 who fails to abide by any rules for the conduct of elections made by the Board;
  - 4.7.6 who is removed from office in accordance with the disciplinary process set out in paragraph 6 below;
  - 4.7.7 in relation to whom a registered medical practitioner who is treating them gives a written opinion to the Society stating that they have become physically or mentally incapable of acting as a Director and may remain so for more than three months;
  - 4.7.8 in relation to whom by reason of their mental health, a court makes an order which wholly or partly prevents them from personally exercising any powers or rights which they would otherwise have;
- 4.9 Any Trust Officer who:
- 4.9.1 ceases to comply with the criteria set out in this Officer Appointment and Conduct Policy; or
  - 4.9.2 ceases to be a Member; or
  - 4.9.3 resigns



is to vacate their position as a Trust Officer

4.10 Any Trust Officer who

4.10.1 fails without good cause to attend 3 consecutive Board meetings at which their presence is requested by the Society Board; or

4.10.2 fails without good cause to participate in training as requested by the Society Board

is to vacate their position as a Trust Officer if required to do so by a majority of the Society Board members.

4.11 All information held by the Society is subject to the Confidentiality principles set out below. Any Trust Officer collecting details of new members must ensure that they forward all the correct information and monies to the secretary or a nominated person.

4.12 A Trust Officer must not arrange for or accept any undue or improper favours, match tickets or gifts from members of staff at any Sporting Club for personal gain. A breach of this rule is a Disciplinary Offence.

## 5.0 Disciplinary Process

5.1 Where any Trust Officer is deemed by a majority of the Board to have committed a Disciplinary Offence as defined in this document or has otherwise acted in a way which a majority of the Board believe is in contrast to the spirit of this document or the Rules, they shall be at liberty to constitute a Disciplinary Committee ("the Disciplinary Committee") to determine the facts and take such measures as the committee sees fit. If the Board decides to constitute a Disciplinary Committee the Board Member(s) concerned will be suspended until the Disciplinary Committee meets and shall not be entitled to vote nor attend Board meetings for the period of suspension

5.2 The Disciplinary Committee will consist of the then Chair and Vice-Chair of the Board unless one or both of them is 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 and he/she shall have the casting vote if necessary. In addition up to 3 but no less than 2 other Board members (who shall not be the subject of the disciplinary action) shall sit on the Disciplinary Committee.

5.3 Either the Society Board or the Trust Officers who are the subject of the hearing may request for an independent member to join the Committee. The



Independent member will be selected on the basis of mutual agreement, and shall for the avoidance of doubt not be someone who has served with any of the subjects of the hearing on any board or committee and shall ideally not be a member of the Society itself.

- 5.4 In the event that it is not possible to agree the identity of the Independent member, Supporters Direct will select the Independent member.
- 5.5 All incidental expenses for Independent members shall be met by the Society.
- 5.6 The Disciplinary Committee shall meet as soon as is practicable (where possible within 7 days) after the Board meeting which constituted the Disciplinary Committee and shall invite the member concerned to attend or submit his/her version of events and/or mitigating circumstances. The Disciplinary Committee shall act honestly and equitably in assessing the facts of the disciplinary case before it and may impose such sanction as it sees fit, including for example, dismissal; further suspension to allow more facts to be gathered, after which a further meeting of the Disciplinary Committee shall be held; censure or warning. If appropriate the Disciplinary Committee may choose to impose no sanction. If the member concerned fails to either attend or submit his or her 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.
- 5.7 The Trust Officer subject to the disciplinary hearing may appeal against the decision of the Disciplinary Committee within 7 days of being notified of the decision. The appeal must be made to the Society secretary who shall contact Supporters Direct who shall appoint an independent organisation such as Co-operatives UK whose decision will be binding on all parties. The appeal will take place as soon as possible after the member concerned has requested it, and no later than 28 days following the date of receipt of the appeal. As the Independent organisation is independent of the Society there will be no further right of appeal by any party.
- 5.8 The final decision will be communicated to members only after the conclusion of the appeal, or when the date for the lodging of an appeal has passed without such appeal being lodged. The Secretary will be responsible for communicating the decision, and no members of the disciplinary committee shall make any comment about the proceedings publicly.

## **6.0 Declaration of Interest**

A Trust Officer shall declare an interest in any contract or matter in which s/he has a personal, material or financial interest, whether directly or indirectly, and shall not seek to use their position as a Trust Officer to a material advantage . A breach of this rule will result a disciplinary procedure.



## **7.0 Confidentiality and Collective Responsibility**

- 7.1 Trust Officers acknowledge that discussions at Society Board Meetings are strictly confidential save where expressly stated not to be, and save for official reports of meetings, such as publication of approved minutes. With the exception of those circumstances set out below, all Trust Officers shall keep all such discussions or information strictly private and confidential.
- 7.2 The confidentiality provisions shall not apply where a Trust Officer is asked to co-operate with any statutory or regulatory body and should not stifle due and proper debate on issues within the confines of Board meetings or discussions between Board members and / or Trust Officers conducted in confidence.

For the avoidance of doubt the confidentiality provisions above remain in force even after a member is no longer serving as a Trust Officer. Breach of the confidentiality provisions is a Disciplinary Offence.

- 7.3 Only persons authorised by the Society Board may act as spokespersons for the Society. Trust Officers who are not authorised as spokespersons have a duty to ensure that their public statements (including on electronic media) do not conflict with the policy agreed by the Society Board.
- 7.4 Where a Trust Officer is also a director or officer of a separate company or corporate entity in which the Society has an interest (“the other company”), that Society Board Member shall be bound by the duty of confidentiality to the Society and to the other company. It shall be the duty of the Society Board to put in place:
- 7.4.1 arrangements for the transmission of information between the Society and the other company; and
- 7.4.2 a statement of the duties of the Trust Officer within those arrangements.
- 7.5 A person who ceases to be a Trust Officer shall as soon as reasonably possible return to the Society Board all documents and electronic records held by that Trust Officer which have been held in conjunction with that person’s duties as a Trust Officer. Should those effects be not returned, the Society is authorised to involve outside agencies to secure their recovery, up to and including considering the failure to return such effects as unlawful possession of the Society’s property.

