

## **Northern Premier League Board and Sub-Committee Members - Code of Conduct**

**Up-dated April 2025**

### **Scope**

This Code of Conduct (the "Code") applies to all Directors of the Company as defined within the Articles of the Company and those who are not Directors of the Company but serve on committees (including sub-committees) of the Board ("Committee Member"). These include, but are not limited to, elected Board members, President and Vice-Presidents, Life Members, League Officials and any individual who is co-opted to the League Management Committee, Committee or any Sub-Committee by the Board.

The Code applies whenever a director or Committee member is (i) conducting the business of the board; (ii) conducting the business of the office to which they have been elected or appointed; and (iii) when they are acting as a representative or ambassador of the Company.

The Code should be read in conjunction with the Articles of Association of the Company, the Standing Orders for the Conduct of Business at Meetings of the Company (the "Standing Orders") and the terms of reference of any committee or sub-committee as amended from time to time.

### **Responsibilities**

#### **Accountability**

You are accountable to the Company and must exercise your powers as a Director or Committee Member in good faith and for the benefit of the Company, its members, and the wider football family. You have important responsibilities as a Director or Committee Member and as such you will be held accountable for your actions and your part in reaching decisions and must submit yourself to whatever scrutiny is thought to be appropriate by the relevant Committee or Board.

#### **Confidentiality**

You must ensure that you manage confidential information with regard to the best interests and reputation of the Company. You must not use confidential information

third party

### Press and Media

You are not entitled to discuss any Company business with the press, or wider media on behalf of the Company unless empowered to do so by the Chair, or unless it is explicitly part of your remit to do so. If you receive any enquiries from the press or wider media about the Company which asks for the views of the Company, you agree not to comment and to pass on the relevant information as soon as reasonably practicable to the Chair. If you are representing the views of another body (e.g., a member club) as opposed to the Company on a matter affecting the Company, this must be made clear to the media.

Directors must not comment on league business via social media or other platforms, nor make any comments that could be deemed to bring the league into disrepute.

### Conflicts of Interest

You agree to abide by the Articles of Association and Standing Orders relating to conflicts of interest. Whilst you may properly be influenced by the views of others, including the Club of which you are a member, it is your responsibility to objectively decide what view to take, and how to vote, on any question which the Board or Committee has to decide. When taking such decisions you agree to always act in the best interest of the Company.

You may take part in the consideration of matters that come before the Board or Committee unless there is a conflict of interest between any personal or private interest (including those of connected persons) and the Company's interest in the matter, in which case you should preclude yourself from participation. As well as avoiding actual impropriety, you should raise this with the Company Secretary. Any potential conflict of interest should be declared at the commencement of, or during, the meeting to be recorded in the minutes.

### Directors and Third Parties

All Directors and Committee Members shall comply with the provisions of Article 22 of the Company's Articles of Association.

### Corporate Decision Making

or Committee. You have the right to argue for your point of view, but after a collective decision has been taken you must corporately support that decision.

### Diligence

You must be diligent in exercising your powers and performing your duties as a Director or Committee Member, especially (but not limited to) preparing for and attending meetings.

### Expenses

You agree to abide by the Company's policy relative to expenditure incurred whilst engaged upon the Company's business. You must ensure that your expense claims are reasonable, accurate and honest and that you do not use the Company's resources for your own, your family's or friends' gain. Allowable expenses are laid down in the NPL Team Handbook.

### Gifts and Hospitality

You should not accept gifts or hospitality that might reasonably be thought to influence or be intended to influence your judgement; or where to do so might bring discredit upon the Company. You agree to abide by any Anti-Bribery and Corruption Policy that may be adopted from time to time.

### Leadership

You should promote and support the principles set out in this Code by leadership and example, always acting in such a way as to preserve confidence in the Company.

### Treatment of Others

You must treat others with respect and dignity (including but not limited to the Company staff) and must not bully, harass, victimize or discriminate against any person(s) or do anything which would cause you or the Company to breach any of the equality enactments.

### Attendance at Meetings

- I. Regular attendance at Board Meetings and Sub-Committee Meetings is expected from all members, regardless of whether the meeting is face-to-face or online.
- II. Notice of Non-Attendance, known in advance should be notified to the Chief Executive Officer together with the reason(s) for such absence.

- telephone call to another Board member or to the venue of the meeting, leaving an appropriate message.
- IV. Members should make every reasonable effort to attend all meetings on time.
- V. Members should be smartly dressed, wearing suit/jacket/blazer and a tie, unless the meeting is held electronically, in which case casual attire is permitted.
- VI. There will be no alcoholic drinks allowed in the meetings.

### Conduct Relative to Meetings

- I. Members should behave responsibly and show courtesy to the chair and other members at all times. They should refrain from using any language that may be deemed offensive. Members should treat everyone equally within the context of the LMC activity, regardless of sex, ethnic origin, religion, disability or political persuasion.
- II. All business should be regarded as confidential and any matter, other than of a routine nature, should not be reported or discussed with any other person outside of the meeting until such time as formal notification has been passed to member clubs in the form of minutes, instructions or other means of communication.
- III. A member should not make public criticism of another member or of any decision(s) of the Board.
- IV. Any member having an interest (or a potential interest) in any item of business should immediately declare such interest and may be required to leave the meeting at the request of the Chair. If such interest is not apparent at the commencement of any discussion, it is the duty of all members to declare a potential or actual interest as soon as this becomes apparent. An interest may be personal, may be directly associated with the members club or, if associated with another club may have a beneficial effect on the member Clubs. (Also see Conflicts of Interest)
- V. The communication of any decision reached at a meeting and any other business discussed will be carried out by the Chief Executive Officer or Chair as appropriate.

### Business of Meetings

given at the conclusion of the meeting and an agenda for the next meeting will be circulated to members at least 3 days in advance of the meeting, wherever practicable. 15.2 Any item that a member requires to be placed on the agenda must be notified to the Chief Executive Officer no later than 48 hours prior to the meeting, to be included on the agenda notice.

- II. Any item of 'Any Other Business' must be notified to the Chief Executive Officer in writing to be received at least 48 hours prior to the meeting.
- III. An item of 'any Other Business' raised verbally at the meeting will only be considered at the discretion of the Chair.

### Breach

All members must recognise their responsibility as directors of the Company for their behaviour at football games and elsewhere, which may reflect upon the reputation and good name of the League and/or its partners. Any illegal conduct resulting in a criminal conviction may result in automatic expulsion from the Board. Any other conduct will be dealt with under the provisions of Article 20 of the Company's Articles.