

## **Bees United Board - Code of Conduct**

### **Introduction**

The Bees United Board operates under the Rules of the Brentford Football Community Society Ltd (29244R) which set out the purpose, objects and powers of the Society. These Rules cover the duties and powers of the Society Board, the role of the Secretary, how the Board is constituted, procedures for meetings and voting, and managing Board Members' financial interest. The Rules do not explicitly set out how the Bees United Board should work together to deliver the purpose, objects and powers. Adopting a Code of Conduct will ensure the Board's ways of working are consistent with the Rules of the Society.

### **Why have a code of conduct?**

Many public sector and charitable organisations have a Code of Conduct that sets out how they will work together to deliver their aims in line with their values and ethos. This is helpful in allowing Board members to hold themselves and each other to account and in Bees United's case to provide transparency about how the Board operates in the interests of the wider membership.

The Code of Conduct meets the requirement of Bees United Rule 24(i) to 'maintain and update a board responsibilities statement or policy'.

The Code of Conduct may also be useful to reinforce that Bees United already operates in line with Recommendation 30 of the Fan Led Review that says that Community Benefit Societies holding the Golden Share should provide for :

- minimum standards for office holders (which should include a requirement for mandatory training to seek to ensure that the shareholder CBS operates according to the highest standards as well as rules barring unsuitable individuals); and
- grounds for removal of office holders by the CBS members on the basis of poor conduct (such as discriminatory behaviour) and/or performance

It should be noted that :

- A Code of Conduct is not meant to imply that Board members don't know what they are doing. It is about recognising and agreeing appropriate behaviour for a Board and ensuring that continues;
- A Code of Conduct is one way of helping Board members know what their role involves. This may be particularly helpful for new Board members or when holding elections so that potential Board members know what would be expected of them;
- The Code of Conduct is not just another bit of paper if it is used properly. It should help a Board work better so must be tailored to the organisation and fully reflect its aims and objectives. It also provides a mechanism for dealing properly with problems when they arise; and
- Other organisations have developed models that have worked well for them, and the Bees United Code of Conduct draws on best practice.

### **Next Steps**

For the Code of Conduct at Appendix 1 to be adopted by the Board and reviewed at least every 24 months.

## **Appendix 1**

### **BEES UNITED BOARD CODE OF CONDUCT**

#### **INTRODUCTION**

The Rules of Brentford Community Society Limited (Bees United) set out the Community Benefit Purpose to be :

*The vehicle through which a healthy, balanced and constructive relationship with the Club and its supporters and the community it serves is encouraged and maintained. The business of the Society is to be conducted for the benefit of the community served by the club and not for the profit of its members*

The Objects of the Society can be found in Bees United Rules at Rule 3

This Code of Conduct sets out how the Bees United Board will work together to deliver the Purpose and Objects of the Society.

#### **GOVERNANCE RESPONSIBILITIES**

Bees United Board Members will :

- Act within the Bees United Rules and the Co-operative and Community Benefit Societies Act 2014 including making sure they have read the Rules and understood what is required of them as Bees United Board Members;
- Support the Community Benefit Purpose and Objects of Bees United by championing them and using their skills and knowledge to further their achievement;
- Be active Board Members, making their skills, experience and knowledge available, including sitting on sub-committees as required;
- Act to ensure Bees United represents the needs of the membership, supporters and community, raising issues and questions to ensure that this is the case;
- Act in the best interests of Bees United as a whole and not as a representative of any particular group;
- Develop and maintain a sound and up-to-date knowledge of issues that are relevant to Bees United including the social, political and economic environment in which it operates;
- Be accountable for their actions as Board Members of Bees United;
- Respect Board and individual confidentiality;
- Support the Bees United representative on the Brentford Football Club Board to maintain a constructive relationship with the Club, supporters and communities it serves; and
- Not make public comments on behalf of Bees United unless authorised to do so by the Chair.

#### **WAYS OF WORKING**

It is the responsibility of Bees United Board Members to:

- Attend Board meetings, including the AGM and any additional special meetings or any delegated sub committees and training events called by the Chair or Secretary. Where members cannot attend, they should give apologies in advance;
- Prepare fully by reading papers and thinking through issues in good time before meetings;
- Actively engage in respectful discussion, debate and voting in meetings, contributing positively, listening carefully, challenging sensitively and avoiding conflict;
- Act jointly and accept a majority decision by making decisions collectively, standing by them and not acting individually unless specifically authorised to do so; and
- Work considerately and respectfully with all, respecting diversity, different roles and boundaries, and avoiding giving offence.

### **MANAGING INTERESTS**

Bees United Board Members must not :

- Gain materially or financially from my involvement with Bees United unless specifically authorised to do so as set out in Rule 47;
- Bring Bees United into disrepute by their actions; and
- Unless authorised, put themselves in a position where personal interests conflict with their duty to comply with the Bees United Conflict of Interest Policy.

### **LEAVING THE BOARD**

Board Members should inform the Chair in advance in writing if at any time they wish to leave the Bees United Board.

### **BREACHES OF THE CODE**

Board Members should understand that substantial breach of any part of this code may result in procedures being put in motion that may result in their being asked to resign.

**Agreed by the Bees United Board on : [July 2022]**

**Date for Review : [no more than 24 months from the date of approval]**