



Hinckley Community Football Club Limited

Notice of Annual General Meeting (AGM) and Board
Election Pack 2016

What's in this pack?

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1. Election to the Company Board (CB)

If you would like stand for election as a board member you will find the nomination form later in this pack – however, we would urge you to read the pack in full as it will explain what might be expected of you should you be elected, the rules of campaigning for election, and of course, what you need to do to be nominated.

If you have any queries or concerns around this pack please do not hesitate to contact the Secretary:

Rachel Bradford
Hinckley Community Football Club
Green Acres, Aston Lane,
Aston Flamville
Hinckley
LE10 3AA

e-mail: rachel.bradford@hinckleyafc.org.uk

Queries or concerns relating the election process may be directed to the Secretary (as above).

We thank you for your interest and look forward to hearing from you.

Kindest regards

Rachel Bradford, Company Secretary

2. Potential Director Briefing Paper

The Company Board (CB) is the formal management body of Hinckley Community Football Club Ltd. Under the constitution, it can consist of up to 9 elected members and 6 co-opted members and its primary responsibilities are:

- *To ensure that the company is continually working towards achieving its aims and objectives and fulfilling its constitutional objectives.*
- *To manage the Football Club through pre-defined procedures*
- *To contribute towards the development of company policy*

- *To contribute towards the development of the company and the Football Club within the community*
- *To ensure that sufficient funds are raised to allow the company and the Football Club to continue to operate*

It is expected that CB members will encourage supporter volunteers to help with the work of the CB and any sub-groups.

Personal Commitment

The CB & sub-groups typically hold meetings on a weekday evening. A Director is expected to attend all appropriate meetings.

You need to be aware that for a Director to be effective this work is likely to require a considerable and continuous time commitment.

3. Guidelines for CB Membership

Members of the Company Board must not:

- be less than 18 years of age at the date of their election. (The election date is deemed to be the date of the AGM)
- benefit financially, directly or indirectly, from any working relationship that is established in the course of duties undertaken or contacts made on behalf of Hinckley Community Football Club Ltd;
- be subject to a bankruptcy order or has in place a composition with their creditors;
- be subject to a disqualification order made under the Company Directors Disqualification Act;
- have a conviction for an indictable offence (other than a spent conviction as defined by the Rehabilitation of Offenders Act 1974);
- become incapable by reason of mental disorder, illness or injury of performing the duties reasonably expected of a Trust Board Member;
- fail to abide by any rules for the conduct of elections made by the Company Board

Guidelines for behaviour

CODE OF CONDUCT FOR TRUSTEES and other Officers

This Code of Conduct sets ethical standards for the Directors of Hinckley Community Football Club Ltd.

Directors will pursue the highest standards of ethical conduct in the interests of Members, Hinckley AFC, employees, creditors and all other stakeholders. The word Director in this Code shall also be taken to include Officers of the Company. The following principles govern their conduct.

Honesty, Integrity and Commitment

- Directors shall act honestly and with integrity in all of their dealings on behalf of Hinckley Community Football Club Ltd.
- Directors will make their best endeavours to attend meetings of the Board of Hinckley Community Football Club Ltd, and not be absent without good reason.
- Directors will devote sufficient time and attention to the Society in order to fulfil their duties as a Trustee.
- Directors will not discriminate on the grounds of people's race, religion, gender, marital status or disability.
- Directors will not make promises or commitments that the CB does not intend, or would be unable, to honour.
- Directors have collective responsibility. They are bound by the decisions of the CB and when representing the Company will support those decisions outside the CB environment.
- Directors' conduct, at all times, will be such that their honesty is beyond question.
- Directors' conduct, at all times, will be such that it upholds the reputation and good name of the Company.
- Directors shall adhere to the truth, and not mislead directly or indirectly nor make false statements, nor mislead by omission.
- Directors shall treat everyone with whom they have dealings as a Director with personal respect and politeness.

Personal Transactions

- Directors' personal or other business dealings will be kept separate from their dealings as a Director of Hinckley Community Football Club Ltd.
- Directors shall not use the name of Hinckley Community Football Club Ltd or Hinckley AFC to further any personal or other business transaction not related to Hinckley Community Football Club Ltd or Hinckley AFC or its business interests.
- Directors shall use goods, services and facilities provided to them by Hinckley Community Football Club Ltd, Hinckley AFC or associated business, strictly in accordance with the terms on which they are provided.

Confidentiality of Information

- Directors will ensure that confidential information (or any information that could be considered to be of a sensitive nature) relating to the CB or the Football Club's operations, its customers, employees, creditors or associated businesses is not given either inadvertently or deliberately to third parties unless that information is required by law or a regulatory body.
- Directors will not use information obtained by them as a Director of Hinckley Community Football Club Ltd for personal financial gain, nor will that information be used to obtain financial benefit for any other person or business.

- Directors shall respect the privacy of others.

Disclosure of Interests

- Directors shall fully disclose promptly any private or other business interests or any other matters, which may lead to potential or actual conflicts of interest.

Abiding by the Law

- Directors shall abide by the law at all times.

Payments, Gifts, Entertainment and Travel

- Directors shall not use their status at Hinckley Community Football Club Ltd to seek personal gain from those doing business or seeking to do business with the Club. Directors shall not accept any personal gain of any material significance if offered.

FAILURE TO ABIDE BY THE CODE OF CONDUCT

- Directors whose behaviour or actions are contrary to the spirit of this Code may be subject to such disciplinary sanctions as imposed by the CB after due process and, if appropriate, appeal or arbitration.
- Any allegation of Trustee's failure to honour the Code must be made in writing to the Chairman of the CB, or if relating to the Chairman of the CB, to the Secretary. The accused Director will be given written notice of the allegation and asked to respond within 14 days. However, should the complaint relate to personal behaviour during a formal meeting of the Trust or any properly constituted committee, then the meeting can consider a verbal motion to exclude the offender from the rest of the meeting without notice.
- The CB, or any properly appointed sub-committee, will make such enquiries as deemed necessary, including the right to call a hearing of all interested parties and will rule on the outcome of those enquiries and report the findings to the CB for ratification and/or further action. In the case of calling a hearing, all parties will receive 14 days-notice of the date, place and time of such a hearing.
- Sanctions available to the CB will include formal reprimand, orders of specific performance, suspension and ultimately, recommend expulsion from the CB.

4. Getting Nominated....

The final page of this pack is the nomination form and manifesto statement¹. This should be detached, completed, and returned in accordance with the deadlines set.

Nominations should be sent to the secretary:

The candidate must return the original form, signed and dated by themselves and two members supporting the nomination.

Alternatively, the candidate may return the nomination form completed but unsigned by the supporters, instead providing the e-mail address of the supporter(s) as recorded against that member's details on the company database. The nomination will be considered valid upon receipt of an e-mail by the secretary from that address confirming the nomination. The e-mail should include that member's name, postal address and membership number.

By submitting a nomination, candidates will be deemed to have accepted the election policy and rules as described in this pack, and have agreed to be bound by them.

A check will be made against the candidate and supporters to ensure that they are current members of the Trust as at the closing date for ballots.

¹ The manifesto may be submitted in handwritten format, in WORD, plain text, or by E-Mail if preferred.

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8. Nomination Form

Nomination Form for election as Trustee.

CANDIDATE (Full Name):

Candidate Date of Birth: _____

Membership Number: _____

I hereby agree to my nomination for an elected place on the Board and I agree to be bound by the provisions of the Company Rules and the Board Membership & Conduct Policy. **I confirm that I have read and understood the Directors duties and responsibilities letter.**

Signed:

Date: _____

Supporters **All sections must be completed to be valid**

- Copies of the Company rules can be accessed via the Company's website (www.hinckleyafc.org.uk) or from the Secretary (secretary@hinckleyafc.org.uk).**

	Name	Membership No.	Signed	Date
1				
2				

These two pages must be returned to the secretary by post as an original with original signatures. If the nominee is unable to obtain the original signatures of their supporters then please refer to the e-mail procedures above.

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Use the space below to type or write your candidate manifesto. This will be published and circulated with ballot papers. Do not use more than 1000 words. Please try to e-mail a copy to the secretary to save retyping to rachel.bradford@hinckleyafc.org.uk