



Football Advisory Boards (FABs) – Terms of Reference

[To be read in conjunction with 'Appendix A - Workflow and Detailed Terms']

Reason for the delegation

Enable Lancashire FA to leverage the knowledge, experience, insights and opinions of our stakeholders to inform the strategic direction of the game.

Responsibilities that have been delegated

FABs provide an advisory and support role for the Board, and are non-decision-making. They are required to meet all governance requirements for their specific remit from The FA Code of Governance.

Details about membership of the committee

FABs shall comprise between 5 and 20 members, with specific criteria according to their remit.

Frequency of meetings

Minimum quarterly FAB meetings, plus an annual FAB review meeting with the Board of Directors.

How decisions are recorded and reported to the Board

Decisions are recorded within the appropriate FAB Agenda/Minutes Committee smartsheet, and minutes from committee meetings are finalised within 24-hours of each meeting and available for FAB and Board Member access. The Chair of the Committee provides a 1-pager report for the Board about each committee meeting, and attends the Board Meeting on request to answer questions and obtain Board feedback.

Members required to make decisions (quorum)

For the purposes of FAB operations, a quorum of 5 is required.

Reporting decisions under 'delegated authority'

N/A

Behaviours for committee members

Committee members are required to bring their personal expertise, experience and insights to contribute to the wider picture of the Advisory Board without any personal agenda, and are to refer to the Board Code of Conduct for the values and behaviours of all Board of Directors, Committee and FAB Members.



Appendix A - Workflow and Detailed Terms

Reason for the delegation

Football Advisory Boards operate in an advisory capacity providing intelligence, insights and direct project delivery from Lancashire FA's stakeholders directly into the Lancashire FA Board and Executive, to inform the decision-making process and delivery of Lancashire FA's business plan and VMOST. FABs may be permanent in structure or set up specifically to advise on a standalone project.

Initial Project-based FABs include:

- **County Cups:** To review and advise upon the regeneration of the current 19 County Cup competitions, and advise upon any regulatory matters that occur from time to time.

The list of FABs and their remit, as outlined above, is non-exhaustive, and FABs remit may be adjusted according to business needs as determined by Lancashire FA's business plan and stakeholder views at the time. In addition, additional FABs may be set up to respond to changing priorities. The initial remit for each FAB will be communicated at the point of recruitment of members.

Responsibilities

FABs provide an advisory and support role for the Board and Executive, and are non-decision-making. They enable Lancashire FA to test ideas, obtain market research and feedback. Project-based FABs additionally provide specialist expertise and fill skills gaps.

FABs may form smaller working groups to target specific areas of their responsibilities.

The FABs are required to meet all governance requirements for their specific remit, where identified in The FA Code of Governance, and have the following specific responsibilities:

All FAB Chairs will act as a conduit between the Board and the FAB, providing a 1-pager document summarising each meeting and will join Board Meetings, at the Board's request, to answer their questions about the FAB's advice and insights, as well as obtaining Board feedback and disseminating this to the FAB membership.

County Cups

The Football Advisory Board has a consultative responsibility, ultimately reporting to the Lancashire FA Board regarding:

- Methodology for protecting the future of the existing County Cup competitions.
- Extending the current provision of existing competitions.
- Exploring the opportunities of new competitions and making them as inclusive as possible, for example: disability and online competitions.
- Reviewing and recommending revisions to rules and regulations for the competitions annually.
- Representing the Lancashire FA on behalf of the Competitions Committee at final and semi-finals, which could involve providing welcome speeches for guests and being involved with after-match presentations.

FAB Membership

- Set Up: 12 months, with annual review and extension.
- Membership Pre-requisites:
 - **All FABs** – All members aged 18+ are required to have completed, or agree to complete within 3 months, the FA Safeguarding Training and Equality, Diversity and Inclusion Training provided by Lancashire FA.
 - **Permanent FABs** – FAB composition where possible should be reflective of the Lancashire FA football community's diversity and cover the range of protected characteristics as well as having diversity of experience, knowledge and thought. Similar Board inclusion and diversity targets should be adopted as a minimum (minimum of 30% of each gender).



- **Project-based FABs** – members are required to have a specific, desirable skill or expertise and may require different commitments.
- Specific project-based FAB requirements:
 - **County Cups:** Members need to have an interest in competition style football and have knowledge of the County Cups Lancashire FA currently facilitate. Members should have either a league or club background and be able to positively contribute towards securing the future of the cups and ensuring that as many clubs get the opportunity to be involved. Involvement with adult, youth and disability football is desired, as well as an interest and knowledge of online gaming in sport. Members need to be able to commit to at least two online meetings per year that will last approximately 2 hours in the evening, with meetings called with at least 7 days' notice. Members will need to be able to conclude urgent matters on rule breaches within 2 days from the notification with their views and suggested outcome of the charges. Members must also be able to be candid and declare any conflicts of interests they have in respect of rule breach matters to ensure a fair process. During the final stages of Competitions, members will be invited to attend and represent Lancashire FA.
- Numbers: Typically, minimum 5, maximum 20, but adjustable according to individual FAB requirements.
- Lancashire FA Staff Attendance: All FABs will have a Lancashire FA lead who will provide both input and direction on topics that require consideration and fulfil the role of committee secretary during meetings. Certain FABs also require additional attendance by Lancashire FA staff.
- Lancashire FA Directors/CEO Attendance: Attendance at meetings is in an advisory capacity only to answer questions, at the request of the FAB Chair. Generally, non-attendance enables free discussion.

FAB Recruitment Process

- Process overseen by the People & Culture Committee to ensure fair representation.
- All footballing stakeholders of Lancashire FA are permitted to apply to become a member of a FAB where the nominee meets the membership criteria. Non-permanent FABs requiring specialist skills may additionally be from outside of the typical football community. Where the number of candidates put forward exceeds membership limits, composition of the committee regarding fair representation is prioritised, with all additional candidates chosen via ballot.
- The FAB Chair is responsible for being the single point of contact with the Board, preparing update papers, and joining Board meetings on request to answer questions. The position is reappointed annually. In the Chair's absence they nominate a substitute Chair ahead of the meeting.
- The FAB secretary is responsible for finalising the agenda with the Chair and recording minutes in real time.
- Formation of the FAB:
 - Recruitment of the Chair: Open and transparent interview process requiring completion of an application form, outlining interests in the FAB, relevant Chair experience, skills and abilities, with short-listed candidates interviewed by one member of the Lancashire FA Board and the Lancashire FA lead, with the Chair appointed according to merit.
 - Recruitment of members: Open and transparent interview process requiring completion of an application form, outlining interests in the FAB, relevant experience, skills and abilities, with all candidates interviewed by the FAB Chair and the Lancashire FA lead.
- Members may only sit on one FAB to avoid any conflict of interest.
- FAB Chairs will be reviewed on an annual basis by the People & Culture Committee as part of the FAB review.
- When FAB members reduce through attrition to below 8 members, recruitment reopens for additional members to join. This number may be adjusted according to the agreed minimum and maximum number for each particular FAB.



Meetings - Frequency & Agenda Setting

Meeting Frequency

- FABs to meet a minimum of twice a year.
- FABs to convene additional meetings as dictated by circumstances or at the Board's/CEO's request to handle urgent matters. All meetings to have a quorum.
- Notice of each meeting, confirming venue, time, date and connection details, to be sent no later than five business days before the meeting, except for short-notice meetings referred to above.
- LFA Lead to provide the role of Secretary for the FAB.
- Chair and all FAB members to join an annual FAB review meeting with the Board of Directors celebrating success and looking to the future.

Meeting Agendas/Minutes:

- Agenda items are finalised by the LFA Lead and Chair and added to the FAB agenda/minutes smartsheet 5 working days prior to the meeting.
- For short notice meetings, Members are advised by email when agenda items and papers are uploaded within the email requesting the meeting. All meetings require a quorum, and the line item will be discussed at the next meeting when reviewing 'Minutes and Status from Last Meeting'.
- Minutes are added to the Agenda line item in real time during the meeting by the secretary, as a formal record.
- Agenda to include:
 - Standard Administrative Items: Apologies for Absence / Minutes & Status from Last Meeting to Action (Board feedback, Update on action taken) / Declaration of Interests.
 - Schedule of Matters – annual items planned throughout the year according to business requirements and allocated to specific meetings. Discussion for items to include:
 - Commentary on discussion.
 - Action agreed for next steps and by whom.
 - Key advice for notification to the Board.
 - Any Other Business.
 - Safeguarding Perspective
 - Equality Diversity & Inclusion Perspective.
 - Youth Voice Perspective.
 - Innovation & Opportunities.
 - Date of Next Meeting.
- Draft minutes are approved by the Chair within 24-hours.

Process for adding an agenda item:

- Committee Members use either the 'meeting agenda submission form' on the FAB dashboard, or email directly, to notify the Chair and Secretary of additional agenda item for inclusion, and provide any additional accompanying papers.
- Once approved, the FAB Secretary (LFA Lead) adds the paper to the new smartsheets agenda line.

How recommendations and advice are recorded and reported to the Board

- Recommendations and advice are recorded in the FAB Agenda/Minutes.
- FAB Chair to provide a 1-pager report on the advisory output after each meeting.
- Every Lancashire FA Board Meeting has an agenda item for each FAB to discuss the 1-pager advice and ask the FAB Chair questions as well as provide feedback for the FAB.
- The FAB can make whatever recommendations to the Board it deems appropriate on any area within its remit.



Members required for a meeting to take place (quorum)

- FABs do not have delegated authority from the Board and therefore do not have the power to make binding decisions. FABs provide an advisory and support role, providing insights to assist the Board with decision-making.
- For the purposes of FAB operations, a quorum of 5 is required.

Reporting decisions under delegated authority

Not Applicable

Behaviours for FAB committee members

FAB Committee members are required to bring their personal expertise, experience and insights to contribute to the wider picture of the Advisory Board and Lancashire FA, without any personal agenda.

Refer to the Board Code of Conduct for values and behaviours of Board of Directors and all Committee Members.

For the avoidance of doubt:

- Prepare well ahead of meetings, reading and digesting all papers circulated, to enable meeting time to be spent efficiently;
- Listen respectfully and openly to alternative views, ensure each person has sufficient time and opportunity to provide their view;
- Be measured and consider the best interests of the business at all times;
- Be mindful of the personal impact on others of your communication-style (tone and delivery);
- Be conscious of time management constraints during debate and decision making and respect the Chair's decision when it is time to move on;
- Be calm, polite, professional and respectful when challenging, operating as a critical friend;
- Be mindful of the balance between support and challenge for agenda items, during meetings and with each other;
- Remain strategic in approach, aligned to strategy and business priorities. Remain non-parochial and generally non-operational. Note, under certain circumstances you may be required to provide a more operational approach at the request of the CEO and The Board;
- Ensure no undue influence is exerted within, or outside of, meetings;
- Behave in accordance with the LFA Code of Ethics & Conduct and Company Values at all times, role modelling these behaviours;
- Use an agreed mechanism for respectfully calling out behaviours that are counter-productive to the team operating efficiently (such as talking over someone, not moving on when a decision has been reached, going off topic, not being prepared for a meeting);
- In the case of a conflict of interests preclude yourself from voting, and leave the meeting. Do not participate in any discussions, debate or voting, and engage only if specifically asked to do so. The conflict is recorded in the minutes; and
- Once a decision has been made, it must be supported even if initially there was disagreement.