

COUNTY MEMBERS AND WORKING COMMITTEES

STANDING ORDERS AND TERMS OF REFERENCE

1. General

The powers and duties of the County Members shall be as stated in the Articles of Association of the Sussex County Football Association Limited, the Membership Rules of the Association and these Standing Orders and Terms of Reference.

2. Meetings of County Members

- 2.1 The ordinary meetings of the County Members shall be held as and when the Board of Directors deem it necessary. A record shall be kept of the attendance of members at each meeting. All persons not being County Members shall be excluded from meetings of the County Members unless consent has previously been given by a majority of the County Members for a non-member to be present during the transaction of a particular item or items of business.
- 2.2 The accidental omission to give notice of a County Meeting (or any Working Committee meeting) to, or the non-receipt of notice of a meeting by, any County Member, shall not invalidate any resolution passed or the proceedings at such meetings.
- 2.3 The Board may at any time, after giving no less than 7 days' notice, postpone a meeting of the County Members.

3. Notice and Business of County Members Meetings

- 3.1 Notices of all intended formal motions to be put to a County Members meeting shall be given in writing to the Chief Executive in time to be received at least 14 clear days previous to the meeting and shall be placed on the Agenda in the order received.
- 3.2 Any relevant business, purely for general discussion / debate, at a County Members meeting may be raised at the meeting with the permission of the Chair of the meeting.

4. Proceedings at County Members Meetings

- 4.1 The Chair or, in their absence, the Deputy Chair or, in absence of both, a Director, agreed amongst the Directors present at the meeting, shall preside as Chair at a meeting of the County Members.
- 4.2 At all meetings of the County Members the minutes of the preceding County Members meeting shall be presented. The Reports of Working Committees shall be noted as already previously circulated.
- 4.3 The Chair of the meeting may at any time without the consent of the meeting adjourn any meeting (whether or not it has commenced or a quorum is present) either without setting a time or to another time or place where it appears to them that:
 - a) the conduct of persons present prevents, or is likely to prevent, the orderly continuation of the business; or
 - b) an adjournment is otherwise necessary so that the business of the meeting may be properly conducted.
- 4.4 Unless a formal motion is being moved with proper Notices of Motions, there shall be no restriction as to the number of times a County Member may speak on general business before a meeting of the County Members, as permitted by the Chair of the meeting.
- 4.5 When a formal motion is being moved with proper Notices of Motions:
 - a) The mover of every original motion but not of any amendment, unless it becomes an original motion, shall have the right to reply, not introducing therein any new matter, but confining themselves strictly to the answering of previous objections, immediately after which the motion shall be put from the Chair of the meeting. No other member shall be allowed to speak more than once on the same motion, unless permission is given to explain or the attention of the Chair of the meeting is called to a point of order; and

- b) The meeting may, at the discretion of the Chair of the meeting or if demanded by at least three members present and having the right to vote, resolve itself into a committee of the County Members when there shall be no restriction as to the number of times a County Member may speak on a motion, as permitted by the Chair of the meeting.

4.6 The conduct of a County Members meeting and the order of proceedings shall be at the discretion of the Chair of the meeting. Questions may be asked on matters other than those contained in Working Committee reports, provided written notice is received by the Chief Executive at least three clear days prior to the meeting.

4.7 Any County Member wishing to raise an item under Any Other Business must notify the Chief Executive at least 24 hours before the meeting.

5. Mode of Voting

5.1 All formal motions / resolutions shall be properly proposed by one member and then seconded by another member, before being decided on a show of hands unless a poll is duly demanded prior to the vote. A poll may be demanded by the Chair of the meeting or by at least three members present and having the right to vote.

6. Who may take up Business under Notice of a formal motion?

6.1 The business under formal notice on the agenda shall not, except by the consent of the County Members, be proceeded with in the absence of the member in whose name it stands unless such member has given written authority to another member to take it up on their behalf.

7. Objectionable Business

7.1 If the Chair of the meeting shall be of the opinion that any proposed motion is of an objectionable nature it shall be appropriate for them, either before or after such motion is brought forward, to put it to the vote, without discussion, whether or not the motion shall be proceeded with. If at least two thirds of the members present decide that the motion shall not proceed, the matter shall be regarded as disposed of for that meeting.

8. Quorum not Present

8.1 County Members Meetings: Whenever during the transaction of business, it is stated to the Chair of the meeting that a quorum of 10 members is not present they shall declare the meeting at an end. The names of those members present at the time of the termination shall be recorded on the minutes of the meeting.

9. Working Committees of the County Members

9.1 The Chair and Deputy Chair of the Association, along with the Chief Executive shall be ex-officio members of all Working Committees.

- a) 3 County Members shall form a quorum for any Working Committee or of any sub-committee or working group appointed by the Board or any Working Committee.

- b) Written Reports of all Working Committees, sub-committees and working groups shall be circulated to all County Members once approved by the Chair of that Working Committee, sub-committee and working group. If all or any part of a report is not confirmed such whole or part may, at the discretion of the County Members, be referred back to the originators of the report, amended or deleted.

10. Appointment and Terms of Reference of Working Committees of County Members

10.1 All Working Committees shall be comprised of County Members appointed annually by the Board. The Board will appoint County Members to the various Working Committees as they feel appropriate to their experience and/or preference.

10.2 The Working Committees are empowered to appoint sub-committees and/or working groups and to determine their Terms of Reference, with the approval of the Board.

10.3 Any Working Committee may co-opt additional members or other persons to its Working Committee or to any sub-committee or working group it appoints. Co-opted members are not permitted to be the Chair or deputy

Chair of the main Working Committee but maybe of any sub-committee or working group. Their term of office should be for one year maximum, ending at the next AGM after their co-option.

10.4 The following Working Committees shall be appointed and shall exercise the Terms of Reference and the delegated Powers of the Board as issued from time to time:

a) **Compliance**

All decisions made by the Committee excluding financial shall be deemed to be the decisions of the County Members.

b) **Refereeing**

All decisions made by the Committee excluding financial shall be deemed to be the decisions of the County Members.

Any Working Group or sub-committees of this Committee are exempt from the requirement to have a majority of County Members present.

11. Urgent Business

11.1 Any matters which are not on the Agenda of a County Members meeting shall not be considered unless they have been submitted in writing to the Chair of the meeting or to the Chief Executive prior to the start of the meeting.

12. Rescinding Resolution

12.1 No resolution of the County Members shall be rescinded at the same meeting of the County Members at which it was passed unless the rescinding motion is carried by at least two thirds of the members present.

13. Suspension of Standing Orders

13.1 These Standing Orders may be suspended at any time by the consent of at least two thirds of the County Members present.

14. Divulging County Members Business

14.1 No County Member or co-opted County Member of a Working Committee, sub-committee or working group shall divulge County Members business to any other person or persons until the minutes / notes of meetings shall have been received and approved by the Chair of that Working Committee or the Chair of the Association, unless permission has been granted by the Chair of the Association or decisions have been made under powers delegated by the County Members.

14.2 The information passed to County Members by the Board is strictly confidential and shall not be disclosed to third parties under any circumstances at any time unless written permission is given by the Chief Executive or the Company Secretary.

15. Code of Conduct

15.1 The General Code of Conduct and Safeguarding Operating Standards Code of Conduct as issued from time to time must be adhered to at all times.