

THE FA HANDBOOK 2018/2019

Version: 1.0



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PARTS

OWNERS' AND DIRECTORS' TEST 2018/19



OWNERS’ AND DIRECTORS’ TEST

2018/19

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OWNERS' AND DIRECTORS' TEST 2018/19

THESE REGULATIONS ARE MADE PURSUANT TO RULE J1(F) OF THE ASSOCIATION.

Regulations for the Owners' and Directors' Test For Clubs Competing in The National League, The Southern Football League Limited, The Isthmian Football League Limited, The Northern Premier League Limited, The FA Women's Super League and The FA Women's Championship ("The Leagues")

("The Regulations")

1. INTRODUCTION

1.1 In these Regulations the following words shall have the following meanings:

"The Association" means The Football Association Limited, of Wembley Stadium, London, HA9 0WS.

"Applicant Officer" means any person applying to become an Officer of a Club.

"Authorised Signatory" means any existing Officer of the Club.

"Bankruptcy Order" means an order adjudging an individual bankrupt.

"Bankruptcy Restriction Order" and "Interim Bankruptcy Restriction Order" mean the orders of the same name made under the provisions of Schedule 1A of the Insolvency Act 1986.

"Club" means any association football club that is from time to time, a member of any of The National League, The Southern Football League Limited, The Isthmian Football League Limited, The Northern Premier League Limited, The FA Women's Super League and The FA Women's Championship.

"Competition" means any competition (whether a league or knock-out competition or otherwise) sanctioned by The Association.

"Confirmation" means the confirmation sent by The Association to a Club stating whether or not the Applicant Officer is permitted to act as an Officer of the Club

"Declaration" means the Declaration form as prescribed by The Association and shown at Schedule 1 to these Regulations, such forms to be signed by both the Applicant Officer and an Authorised Signatory (who may not be the same person).

"Director" shall have the meaning given to it in FA Rules.

"Dishonest Act" means any act which would reasonably be considered to be dishonest.

"Disqualifying Condition" means those criteria listed at (i) to (xii) in the Declaration. "Effective Date" means 1 August 2013.

"Football Club" means any association football club.

"Individual Voluntary Arrangement" means an arrangement made under the provisions of Part VIII of the Insolvency Act 1986 ("the 1986 Act").

"Insolvency Event" refers to any one of the following;

(a) entering into a Company Voluntary Arrangement pursuant to Part 1 of the 1986 Act or a compromise or arrangement with its creditors under Part 26 of the Companies Act 2006 or any compromise agreement with its creditors as a whole; or

(b) lodging a Notice of Intention to Appoint an Administrator or Notice of Appointment of an Administrator at Court in accordance with paragraph 26 or paragraph 29 of Schedule B1 to the 1986 Act, an application to the Court for an Administration Order under paragraph 12 of Schedule B1 to the 1986 Act (other than paragraph 12(1)(c)) or where an Administrator is appointed or

an Administration Order is made (“Administrator” and “Administration Order” having the meanings attributed to them respectively by paragraphs 1 and 10 of Schedule B1 to the 1986 Act); or

(c) an Administrative Receiver (as defined by section 251 of the 1986 Act), a Law of Property Act Receiver (appointed under section 109 of the Law of Property Act 1925) or any Receiver appointed by the Court under the Supreme Court Act 1981 or any other Receiver is appointed over any assets which, in the opinion of The Association, are material to the Club’s ability to fulfil its obligations as a member of the League; or

(d) shareholders passing a resolution pursuant to section 84(1) of the 1986 Act to voluntarily wind up; or

(e) a meeting of creditors is convened pursuant to section 95 or section 98 of the 1986 Act; or

(f) a winding up order is made by the Court under section 122 of the 1986 Act or a provisional liquidator is appointed under section 135 of the 1986 Act; or

(g) ceasing or forming an intention to cease wholly or substantially to carry on business save for the purpose of reconstruction or amalgamation or otherwise in accordance with a scheme of proposals which have previously been submitted to and approved in writing by The Association; or

(h) being subject to any insolvency regime in any jurisdiction outside England and Wales which is analogous with the insolvency regimes detailed in sub-paragraphs (a) to (g) above;

“Instruction” means the written notification from The Association to a Club and Officer stating that an individual is not permitted to hold the position of Officer.

“League” means any league sanctioned by The Association.

“Notice” means the notification from The Association issued to a League giving notice that the Club’s membership of the League is to be suspended in accordance with League Rules.

“Officer” means any Director of any Club, and/or in respect of any Club, any individual person operating the powers that are usually associated with those of:

(a) a director of a company incorporated under the Companies Act 2006 (as a company limited by shares or guarantee);

(b) an officer of a registered society under the Cooperative and Community Benefit Societies Act 2014 (“a registered society”); or

(c) a Chairman, Secretary or Treasurer of a Club that is an unincorporated association.

Without prejudice to the generality of the foregoing, the following individuals shall be deemed to qualify as an Officer:

(a) a person registered as a company secretary of the Club with the Registrar of Companies;

(b) a person registered with the Financial Conduct Authority as an officer of the Club in the case of a registered society;

(c) a person for whom a Form AP.01 (to be filed with the Registrar of Companies) has been completed in relation to the Club;

(d) a person that has been named by the Club on the latest Form A submitted to The Association as being an Officer of the Club and any subsequent amendments thereto that are required to be advised to The Association under FA Rule A 3(j) (ii);

(e) a person who has been elected to become a director of the Club at a meeting of the board of directors or members of the Club;

(f) a person who has been elected to become Chairman, Secretary or Treasurer of a Club that is an unincorporated association at a meeting of the Management Committee or members of the Club;

There shall be excluded from the definition of Officer any legal or professional advisers acting in their legal or professional capacity without any interest (in excess of a 5% shareholding) in the

Club other than as its advisers.

“Parent Undertaking” means as set out in Section 1162 of Companies Act 2006.

“Registered Offender” means any Person who is required to notify personal information to the police in accordance with Part 2 of the Sexual Offences Act 2003 or any statutory modification or re-enactment thereof.

“Serving Officer” means any person qualifying as an Officer of a Club before the Effective Date and continuing to qualify as such at that date.

“Sports Governing Body” means any ruling body of a sport that is registered with UK Sport/Sport England, or any corresponding national or international association.

1.2 In these Regulations, the phrase “qualifying as/qualifies as an Officer” shall mean when an individual satisfies one or more of the criteria set out within the definition of Officer as described above.

2. GENERAL

2.1 No Serving Officer who becomes subject to a Disqualifying Condition on or after the Effective Date may continue to act as an Officer of a Club.

2.2 No Serving Officer who is subject to a Disqualifying Condition as at the Effective Date for which he would be disqualified, save for the fact that he is a Serving Officer, may become an Officer of another Club until such time as he is no longer subject to the Disqualifying Condition.

2.3 No person who is subject to a Disqualifying Condition (and who is not a Serving Officer) may become an Officer of a Club.

2.4 No person who qualifies as or becomes an Officer on or after the Effective Date who becomes subject to a Disqualifying Condition on or after the Effective Date may continue to act as an Officer of a Club.

2.5 The Association shall have the power to publish in the public press, on a web site or in any other manner considered appropriate:

2.5.1 the outcome of its consideration of any Declaration or Confirmation (including, for the avoidance of doubt, the fact that a person has failed to satisfy the requirements of these Regulations);

2.5.2 the fact and/or detail of any Instruction or Notice issued; or

2.5.3 any other matter relating to the application of these Regulations to a Club, an Applicant Officer or an Officer, whether or not this reflects on the character or conduct of the Club, Applicant Officer or Officer.

Each Applicant Officer, Officer and Club shall be deemed to have consented to such publication as The Association considers appropriate.

3. REPORTING REQUIREMENTS

3.1 *Submission of Declaration*

3.1.1 No later than 14 days prior to the date on which it is anticipated that a person shall become or qualify as an Officer of a Club, that Club must submit to The Association a duly completed Declaration in respect of the Applicant Officer signed by the Applicant Officer and by an Authorised Signatory.

3.1.2 The Association shall use its best endeavours to send the Confirmation to the Club within 14 days of receipt of a completed Declaration. The Confirmation shall be given to the Club in writing, by post or email and copied to the League of which the Club is a member.

3.1.3 The Applicant Officer shall not be permitted to act as an Officer of that Club until such time as The Association gives written confirmation to the Club.

3.2 Notification of an Officer becoming subject to a Disqualifying Condition

3.2.1 Upon an Officer becoming subject to any Disqualifying Condition(s) contained in a submitted Declaration, or that results in a change to any other information contained in the Declaration:

3.2.1.1 the Officer in respect of whom the Declaration was submitted shall within three working days give full written particulars thereof to his Club; and

3.2.1.2 the Club shall thereupon within three working days give such particulars to The Association.

3.2.2 Upon The Association becoming aware by virtue of the circumstances given in paragraph 3.2.1 above, or by any other means, that a person is subject to a Disqualifying Condition, The Association will:

3.2.2.1 issue the Instruction to the person that he is disqualified, and requiring him to remove himself as an Officer within 7 days of the date of the Instruction or such period as The Association stipulates in the Instruction and provide evidence of the removal to The Association to be received within three working days of the removal;

3.2.2.2 issue the Instruction to the Club that, in default of the Officer's removal, it shall procure the removal of the Officer from that position within such period as The Association stipulates in the Instruction and provide evidence of the removal to The Association to be received within three working days of the removal.

3.3 Notification of Person ceasing to be an Officer

3.3.1 A Club shall inform The Association of the removal of any Officer who is not subject to a Disqualifying Condition within 7 days.

4. DISCIPLINARY PROVISIONS

4.1 The Association shall have the power to prescribe fixed fines in respect of any default, as per Schedule 2 to these Regulations. There shall be no appeal against any such penalties.

4.2 Any Club that:

4.2.1 fails to comply with its obligations under these Regulations; or

4.2.2 knowingly allows a Declaration to be submitted that is false in any particular, shall be guilty of Misconduct. The Association's powers to bring disciplinary proceedings under the Disciplinary Regulations shall apply, save that The Association may at its discretion, and in place of or in addition to issuing formal disciplinary charges, issue the Club with a Fixed Penalty in accordance with Schedule 2.

4.3 Any Officer who:

4.3.1 fails to comply with his obligations under these Regulations; or

4.3.2 submits a Declaration that is false in any particular,

shall be guilty of Misconduct. The Association's powers to bring disciplinary proceedings under the Disciplinary Regulations shall apply.

5. SUSPENSION OF LEAGUE MEMBERSHIP

5.1 Where any person acts as an Officer of a Club in breach of any of paragraphs 2.1-2.4 and/ or 3.1.3, and that Club fails to remove that Officer having been instructed to do so by The Association (as per paragraph 3.2.2); then The Association may issue a Notice suspending the Club's membership to the League of which the Club is a member and forward a copy to the Club.

5.2 The suspension of the Club's membership of the League may only be lifted upon written notification from The Association.

6. APPEALS

6.1 There will be a right of appeal for:

6.1.1 an Applicant Officer where a Confirmation is issued to a Club under paragraph 3.1.2;

6.1.2 an Officer made subject to an Instruction under paragraph 3.2.2; or

6.1.3 a Club made subject to a Notice under paragraph 5.1.

6.2 Save in respect to the time for lodging and hearing an appeal, the appeal shall be conducted in accordance with the Appeal Regulations. Any appeal to The Association must be lodged in writing within 7 days of the date of the Confirmation, Instruction or Notice. Any appeal hearing will be held within 14 days of the appeal being lodged with The Association.

6.3 The effect of the Confirmation, Instruction or Notice may be suspended pending the outcome of an appeal upon application to the Chairman of the Appeal Board.

6.4 An appeal will be allowed only on the basis that:

6.4.1 none of the Disqualifying Conditions apply; or

6.4.2 any applicable Disqualifying Condition has or will within 14 days of the date of the appeal being lodged with The Association cease to exist; or

6.4.3 the Disqualifying Condition is a conviction that is subject to an appeal which has not yet been determined and in all the circumstances it would be unreasonable for the individual to be disqualified as an Officer pending the determination of that appeal; or

6.4.4 The Disqualifying Condition is in respect of a conviction of a court of foreign jurisdiction; or suspension or ban by Sports Governing Body; or disqualification or striking off by a professional body and there are compelling reasons why that particular conviction, suspension or ban, disqualification or striking off should not lead to disqualification.

7. IMPLEMENTATION

7.1 These Regulations come into effect on 29 May 2018.

SCHEDULE ONE

AS AMENDED FROM 29 MAY 2018

THE DECLARATION

ALL SECTIONS TO BE COMPLETED BY ANY PERSON SEEKING TO BECOME AN OFFICER ON OR AFTER 29 MAY 2018 OF A CLUB THAT IS A MEMBER OF THE NATIONAL LEAGUE, THE ISTHMIAN LEAGUE, THE NORTHERN PREMIER LEAGUE, THE SOUTHERN FOOTBALL LEAGUE, THE FA WOMEN'S SUPER LEAGUE OR THE FA WOMEN'S CHAMPIONSHIP

Any individual completing this Form should read the Owners' and Directors' Test Regulations supplied to their Club Secretary or shown on TheFA.com before doing so. All questions below must be completed by the Applicant Officer. The Form must be signed by the Applicant Officer and on behalf of the Club.

Applicant Officer's Full Name	
Previous or Other Names	
Date of Birth	
Full Home Address	
Email Address	

Full Name of Club ("the Club") (if a company the full company name is to be provided)	
Company Number (if applicable)	
Position to be held (eg Chairman, Director etc)	
Proposed Start Date	
Proposed Shareholding (enter % to be held or "N/A")	
I have held a position as an Officer of a Football Club since 1 February 2005: (enter "Yes" or "No")	

(If "Yes" insert details below):

FROM	TO	POSITION	NAME OF CLUB

I confirm that I am aware of the duties and responsibilities of an Officer as set out in UK Law and of a Football Club as set out in the Rules, Regulations and Articles of The Association and the League of which the above named Club is a member. I have considered taking professional advice on this matter where appropriate.

I hereby declare that:

(i) I am not either directly or indirectly involved in or have the power to determine or influence the management or administration of another Football Club against which the Club may play fixtures in any Competition sanctioned by The Association and acknowledge that The Association may exercise its absolute discretion in the application of this Disqualifying Condition to protect the integrity of the game based on any involvement that I may have in more than one club given the position of those clubs in the game;

(ii) I am not prohibited by law from being an Officer (including but not limited to being subject to a disqualification order as a director of a UK registered company under the Company Directors' Disqualification Act 1986 (as amended or any equivalent provisions in any jurisdiction that has a substantially similar effect) or being subject to an undertaking given to the Secretary of State under that Act (as amended or any equivalent provisions in any jurisdiction that has a substantially similar effect) unless a court of competent jurisdiction makes an order under that Act permitting an appointment as an Officer);

(iii) I have not been convicted of any of the following offences, or where I have, this conviction is now considered spent under the Rehabilitation of Offenders Act 1974;

(a) an offence involving a Dishonest Act;

(b) corruption;

(c) perverting the course of justice;

(d) committing a serious breach of any requirement under the Companies Act 1985 or 2006 or any statutory modification or re-enactment thereof;

(e) dishonestly receiving a programme broadcast from within the UK with intent to avoid payment under Section 297 of the Copyright, Designs and Patents Act 1988;

(f) admitting spectators to watch a football match at unlicensed premises under Section 9 of the Football Spectators Act 1989;

(g) ticket touting under Section 166 of the Criminal Justice and Public Order Act 1994;

- (h) any conspiracy to commit any of the offences set out in paragraphs (a) to (g) above;
- (i) having an unspent conviction by a court of competent jurisdiction anywhere in the world (including any attempt and/or any conspiracy to commit the same) that results in a sentence of at least 12 months imprisonment but for the avoidance of doubt, not a suspended jail sentence unless that sentence is subsequently activated for a period of at least 12 months for whatever reason;
- (j) any conviction for a like offence to any of offences by a competent court having jurisdiction outside of England and Wales.
- (iv) I am not a Registered Offender and am not required to notify personal information pursuant to Part 2 of the Sexual Offences Act 2003;
- (v) I am not subject to a banning order in accordance with Schedule 1 of the Football Spectators Act 2000 (or any equivalent provision in any jurisdiction that has a substantially similar effect);
- (vi) I have not breached or admitted breaching (irrespective of any sanction actually imposed on me or whether any disciplinary proceedings were brought) at any time:
 - (a) Rule E5 of The Association in relation to bribes, gifts or rewards or other matters in relation to matches;
 - (b) Rule E8 of The Association in relation to betting;
 - (c) Rule E9 of The Association in relation to attempts and agreements to breach Rules E5(a) or E8 of The Association;
 - (d) Any other rule in force from time to time in relation to the prohibition on betting on football matches played in England and Wales;
 - (e) Any rule of any other ruling body of football in relation to the prohibition of betting on football (whether in England or Wales or elsewhere);
- (vii) I am not currently banned or suspended by a Sports Governing Body from involvement in the administration of, or participation in, that sport;
- (viii) I have not in relation to the assessment of compliance with these Regulations (and/or any similar or equivalent rules of the Premier League or the English Football League) at any time:
 - (a) Failed to provide all relevant information (including, without limitation, information relating to any other individual who would qualify as an Officer but has not been disclosed, including where they are acting as a proxy, agent or nominee for another individual or entity) or
 - (b) Provided false, misleading or inaccurate information.
- (ix) I am not subject to a Bankruptcy Order, Interim Bankruptcy Restriction Order, Bankruptcy Restriction Order or an Individual Voluntary Arrangement or any other formal compromise arrangement with my creditors recognised under law or any equivalent provisions in any jurisdiction that has a substantially similar effect, and in each case as may be amended from time to time;
- (x) I am not subject to any form of disqualification or striking-off by a professional body, including, by way of example and without limitation, The Law Society, Bar Council or The Institute of Chartered Accountants in England and Wales or any equivalent body in any jurisdiction outside of England and Wales;
- (xi) I have not been an Officer of a Football Club that has been expelled from either the Premier League, EFL, National League, Isthmian League, Northern Premier League, Southern Football League, The FA Women's Super League or The FA Women's Championship whilst I have been an Officer of that Football Club or in the 30 days immediately following me having resigned as an Officer of that Football Club;
- (xii) Since 1 February 2005 I have not been an Officer of:

(a) two or more Football Clubs or Parent Undertaking of a Football Club that have entered into an Insolvency Event and in respect of which a sporting sanction was applied either:

- whilst I have been an Officer of those companies; or
 - in the 30 days immediately following me having resigned as an Officer of those companies;
- or

(b) one Football Club or Parent Undertaking of a Football Club that has entered into two separate Insolvency Events and in respect of which a sporting sanction was applied either:

- whilst I have been an Officer of that Football Club or Parent Undertaking of a Football Club;
- or
- in the 30 days immediately following me having resigned as an Officer of that Football Club or Parent Undertaking of a Football Club.

(For the avoidance of doubt, where any Football Club or Parent Undertaking has been subject to more than one Insolvency Event during the process of compromising its creditors (for example administration followed by exit via a company voluntary arrangement ('CVA')), this will only count as one Insolvency Event).

I confirm that I am not currently the subject of any current legal proceedings for any of the offences detailed at items (ii) or (iii)(a) to (j) above. Where such proceedings exist full details are included with this Declaration. I confirm that I shall advise The Association in writing immediately of the outcome of any such proceedings when determined.

I understand that the words or terms 'Applicant Officer', 'Authorised Signatory', 'Club', 'League', 'Competition', 'Declaration', 'Confirmation', 'Instruction', 'Notice', 'Officer', 'Football Club', 'Dishonest Act', 'Registered Offender', 'Sports Governing Body', 'Bankruptcy Order', 'Interim Bankruptcy Restriction Order', 'Bankruptcy Restriction Order', 'Individual Voluntary Arrangement', 'Parent Undertaking' and 'Insolvency Event' above have the meanings set out in the Regulations of The Association.

I, the Applicant Officer, confirm that I have read the 'notes and definitions' that accompany this form and acknowledge that my data will be processed for the purposes of ensuring the integrity of the sport and in accordance with the Data Protection Act 2018. I am aware that more information about how my data will be used, and my rights, are set out in The Association's Owners' and Directors' Test Privacy Policy.

I certify that the above information is correct and I acknowledge and agree that The Association shall be entitled to undertake such checks as may be necessary to verify the information contained within this Declaration. I acknowledge that:

(a) if I provide a false declaration then I am liable to such penalties as are set out in the Disciplinary Regulations;

(b) having submitted this Declaration, in the event that I become unable to satisfy any of the conditions (i) to (xii) shown above, that:

(i) I must notify the Club within three working days; and

(ii) I will be unable to act as an Officer of a Club;

(c) The Association shall have the power to publish in the public press, on a web site or in any other manner it considers appropriate:

(i) the outcome of its consideration of any Declaration or Confirmation (including, for the avoidance of doubt, the fact that I have failed to satisfy the requirements of these Regulations);

(ii) the fact and/or detail of any Instruction or Notice issued; or

(iii) any other matter relating to the application of these Regulations to me as an Applicant Officer or Officer, whether or not this reflects on my character or conduct.

In signing this Declaration the Applicant Officer confirms his or her agreement to be bound by The Association's Rules and Regulations and that he or she will be considered to be a Participant pursuant to The Association's Rules and Regulations.

Applicant Officer signature

Signed:

Name (Print):

Date:

Authorised Signatory signature

I hereby confirm that I am an Authorised Signatory of the Club and that to the best of the Club's knowledge and belief the above information is correct. I acknowledge that:

- (a) if the Club gives a false declaration then it is liable to such penalties as are set out in the Disciplinary Regulations;
- (b) The Association shall have the power to publish in the public press, on a web site or in any other manner it considers appropriate:
 - (i) the outcome of its consideration of any Declaration or Confirmation (including, for the avoidance of doubt, the fact that any Applicant Officer or Officer of the Club has failed to satisfy the requirements of these Regulations);
 - (ii) the fact and/or detail of any Instruction or Notice issued; or
 - (iii) any other matter relating to the application of these Regulations to the Club, an Applicant Officer or Officer of the Club, whether or not this reflects on the character or conduct of the Club, Applicant Officer or Officer.

Signed:

Name (Print):

Date:

For and on behalf of the Club

(Note – the Authorised Signatory signing on behalf of the Club must be an existing Officer of the Club unless directed by The Association)

All Pages Of This Form Must Be Returned To:

ODT Declarations

Licensing & Sanctioning Department,

The Football Association,

Wembley Stadium,

PO Box 1966

London

SW1P 9EQ

or by email to odt@TheFA.com

A copy is to be provided to your League.

SCHEDULE TWO

OADT – OVERDUE FORMS FINE TARIFF			
DAYS OVERDUE 0-7	0-7	8-21	22 AND OVER*
National League/ The FA Women's Super League/ The FA Women's Championship	£300	£400	£500
Southern Football League / Northern Premier League / Isthmian Football League – Premier Divisions	£150	£200	£250

Southern Football League / Northern Premier League / Isthmian Football League –Non- Premier Divisions	£75	£100	£125
* Clubs fined this amount for each period of four weeks that form remains unsubmitted.			

OADT – FALSE INFORMATION FINE TARIFF	
LEAGUE	FIXED FINE FOR PROVISION OF FALSE INFORMATION
National League/ The FA Women's Super League/ The FA Women's Championship	£2,000
Southern Football League/ Northern Premier League/ Isthmian Football League – Premier Divisions	£1,000
Southern Football League/ Northern Premier League/ Isthmian Football League – Division One	£500