



Code of Conduct for FRA Executive Committee Members

The Fell Runners Association Limited- Articles of Association

These govern the activities of FRA Ltd, a Private Company Limited by Guarantee, including the conduct of its Directors (eg section 56 Conflict of Interests), in terms of The Companies Act 2006. They were signed on behalf of FRA Ltd on 7th December 2011 and can be viewed on the FRA website. This note supplements the Articles.

Executive Committee/Sub-committee Meetings

The Chair determines the management of meetings, which should be conducted in a courteous and respectful manner. The schedule of meetings is arranged at the first meeting held following each AGM for the following year. Meetings are held not less than four times a year, usually at different locations and refreshments may be provided.

The General Secretary is normally responsible for issuing agendas, producing minutes etc. The agenda normally includes standard items (e.g. finance), some specific to the time of year (e.g. plans for AGM) and other matters. Agendas and papers are circulated in advance. It is standard practice for members to submit a written report for their agenda item to ensure proper consideration of matters in advance of meetings. Executive Membership implies attendance at all meetings to ensure full consideration of committee business but written submissions from members who are unable to attend are considered.

Decisions, after all issues have been considered, are normally reached by consensus (although votes may be taken, Articles 51 and 52 refer).

The Secretary will record any decisions made, including identifying the officer who is responsible for any subsequent action.

Membership of the Executive Committee implies public support for Executive Committee decisions. If your personal view differs, it should remain private.

Sub-committees exist to consider matters of detail delegated to them by the Executive Committee. These may be on going (e.g. Championships) or task specific (e.g. Membership). Membership, etc. of the sub-committees is agreed at least every 12 months, normally at the first Executive Meeting after the AGM. Members are

named in the Handbook and on the FRA website. Note that the remit of the Disciplinary, Review and Appeals Sub-committee includes conduct of Executive Committee members.

Confidentiality of Committee Minutes

The status of Committee minutes was agreed at the meeting held on 2nd December 2012.

Minute 19.2 records that the then Secretary “confirmed that members were legally entitled to minutes of members’ meetings. That position did not apply to meetings of the Committee (directors by any other name). It was agreed that the primary purpose of the minutes produced for the Committee was as a record of the meeting for those who attended and an indication of future actions required by Committee members. The content could be taken out of context by anyone who had not been present. In addition, the General Secretary spent time summarising the content of meetings of the Committee in a manner different from formal meetings for publication three times each year in *The Fellrunner*. The meeting felt that transparency obligations to the members were perfectly well served by this mechanism. It was agreed that minutes of Committee meetings would not be shared with members generally, and extracts from minutes only in exceptional circumstances”.

By extension, this general principle also applies to Committee papers but exceptions, which are in the interest of the work of the Committee, may be made after consultation with the Chair.

Media

As a long-standing principle, the FRA Committee does not co-operate with the media where that will bring publicity to the sport. Exceptions may be made and examples include the death of Bill Smith and the Buttermere Sailbeck tragedy where co-operation was in the best interests of fellrunning. If you think there is a case for an exception, then you should discuss with the Chair.

The FRA Website (under “Join”) contains the following statement under “The Environment”:

“Fell running is perhaps unique amongst sports in that it does not seek to attract ever-greater numbers of participants. The reason for this policy is that we have to balance our sporting interests with the impact on the environment. The sad fact is that the hills of Britain simply will not cope with ever increasing pounding of feet. Protecting the environment is one of our primary aims. We continually liaise with agencies and landowners over access and racing over environmentally sensitive areas. The Fell Runners Association will continue to protect your interests in these and many other matters”.

The spring 2012 *Fellrunner* included an article by the then FRA Chairman, “The FRA and the Media”, which developed the FRA approach and also considered matters specific to FRA members.

Committee Members’ Expenses

Article 41 states “The Committee Members shall be paid all reasonable and proper out of pocket travelling and other expenses properly incurred by them in connection with their attendance at meetings of the Executive Committee or committees of the Executive Committee or general meetings or otherwise in connection with the discharge of their duties (subject to such receipts or other appropriate evidence of such expenses being provided), but shall otherwise be paid no remuneration”.

Mileage rates, etc. are as agreed by the Committee. Reimbursement is via the Treasurer.

Finance

Accounts are published annually and relate to a calendar year. The Committee does not agree a formal budget allocation for routine activities but major expenditure requires prior approval, possibly at Committee level (This does not apply to routine expenses covered by Article 41 above). Authority levels, including named bank signatories, have been defined. Members should contact the Treasurer for advice where in doubt.

Date of Agreement: FRA Committee 07/Dec/ 2014.

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