

Football Association of Ireland Code of Conduct

For Board Members, General Assembly, Committees, Management, Staff and Volunteers

The objectives of the Code are to:

- Establish a set of ethical principles and appropriate behaviour.
 - Promote and maintain confidence and trust.
- Prevent the development or acceptance of unethical practices.

This Code of Conduct was updated on the 13th April 2023.

Next review: March 2025

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Definitions

Association means the Football Association of Ireland.

Board Member(s) means a member of the Board of Directors of the Association.

General Assembly means the supreme governance and legislative body of the Association, comprised of the Members in general meeting;

Committee means any of the Audit, Risk, Compliance and Finance Committee, the Board Committees, the Judicial Committees, the Club Licensing Committees or the Electoral Committees.

Management means the Senior Leadership Team of the Association.

CEO means the Chief Executive Officer of the Association.

Staff means persons working for the Association from time to time, whether as employees, agency workers or under contracts for services.

Volunteer(s) means persons who do work for the Association in an unpaid capacity.

General Principles

This Code describes the conduct expected of Board Members, General Assembly, Committee Members, Management, Staff, Contractors and volunteers of the Football Association of Ireland (collectively "all Parties").

All Board Members, Management and Staff whether they are engaged as employees or independent contractors are expected to be familiar with all internal FAI policies and procedures governing its activities and its internal administration as provided by the FAI from time to time and located at FAI HQ.

All volunteers, General Assembly delegates and staff of a Member of General Assembly and Committee Members are expected to be familiar with all FAI policies and procedures governing their activities within the FAI as provided by the FAI from time to time and located at FAI HQ.

All Parties have a general duty of care to the FAI. That duty encompasses the diligent performance of duties and appropriate conduct in all dealings with third parties on the FAI's behalf.

All Parties are obliged to comply with all laws and regulations applicable to FAI activities and its places of business.

All Parties should observe the highest standards of honesty and integrity. To ensure this, they should adhere to the following principles:

1. Integrity

All Parties should:

- Be objective, honest and open in all their dealings.
- Commit to working energetically but also ethically and honestly.
- Never engage in fraudulent or dishonest activity of any kind.
- Promptly disclose any employment, business or football interest that conflicts with Association business¹.
- Management and Staff should not be involved in outside employment/business interests which conflict with the business of the Association without the prior written approval of the Association.
- Not participate in discussions or decisions involving conflicts of interest whether or not such conflicts have previously been disclosed. If a Party is unsure as to whether an interest he/she has constitutes a conflict of interest or not, he/she may inform the relevant person outlined below either orally or in writing and that person shall, at his or her own discretion and having regard to good governance and best practice, determine whether the interest constitutes a conflict of interest in relation to the matter being discussed.

Conflicted Person	Person to Inform
Board Member	Chairperson
General Assembly Member	President
Committees	Chairperson of the Committee
Management	CEO or in the case of the CEO the Chairperson of the Board
Staff	Line Manager
Volunteers	FAI Staff member to whom they report

¹ A conflict of interest can be described as any form of personal interest where there is direct or indirect financial, economic or personal benefit which might be perceived to compromise the impartiality and independence of the person (FAI Procurement Policy). A conflict of interest may also arise where decisions are required regarding an Affiliates or entity to whom a person is connected. Directors should refer to the FAI Conflict of Interest & Loyalty Policy contained in the Board Governance Manual

- Ensure that the conduct of purchasing of goods/services should be in compliance with the FAI Procurement Policy.
- Ensure a culture of claiming expenses only as appropriate to business needs and in accordance with the Association's Travel and Expense Policy and good practice generally.
- Should avoid giving or receiving gifts, hospitality, preferential treatment or benefits which might affect or appear to affect the ability of the recipient to make independent judgement on transactions involving the Association.

Exceptions to this principle which are permitted are:

- The giving or receiving of modest gifts (value <€100) typically exchanged with visiting international teams or delegations. While Parties may accept.
- individual gifts to a value of less than €100 any gift with a higher value shall be donated for the benefit of the Association.
- Avoid the use of Association resources or time for personal gain or for the benefit of persons or organisations unconnected with the Association or its activities.
- Not acquire information or business secrets by improper means.
- Ensure that all decisions are made in the best interests of the Association and independent of any football affiliations.
- Board Members and relevant members of Management should ensure that the Association's annual report and financial statements accurately reflect the business performance and are not misleading or designed to be misleading.

2. *Equality, Diversity and Inclusion*

The Association is committed to equality, diversity and inclusion in all areas of football and to providing a welcoming environment to all particularly. Inappropriate and/or disrespectful behaviour will not be tolerated.

All Parties must:

- Promote increased and sustainable diversity and inclusion at all levels of football and football governance as provided for in the FAI Constitution adopted by Members.
- Create and promote a culture of respect for all persons involved in football.
- Ensure that the prohibition of discrimination of any kind on account of race, skin colour, ethnic, national or social origin, gender, disability, language, religion, political opinion or any other opinion, wealth, birth or any other status, sexual orientation or any other reason as set out in the constitution is maintained and enforced in order to eliminate discrimination of any kind within football.

3. *Child Welfare and Safeguarding*

The Association is committed to ensuring that Children, Young Persons and Vulnerable Persons can participate in all football activities in a safe environment. The Association has developed and adopted a Child Welfare and Safeguarding Policy which sets out the obligations of all persons involved in football. This Policy is supported by a dedicated Child Welfare and Safeguarding Unit within the Association. The Association understands the role that football plays in the lives of children, young people and vulnerable adults and will not tolerate poor behaviours or failure to comply with the Child Welfare and Safeguarding Policy.

All Parties must:

- Endorse and promote the full adoption and application of the Child Welfare and Safeguarding Policy by everyone in football.
- Refrain from taking any action which would be in contravention of the Child Welfare and Safeguarding Policy.
- Immediately notify the Child Welfare and Safeguarding Unit of failure to comply with the Child Welfare and Safeguarding Policy.

4. *Information/Confidentiality*

All Parties must:

Support the provisions of access by the members to general information relating to Association activities in a way that is open and that enhances its accountability to its membership and stakeholders. General information is information relating to the everyday work of the Association but does not include commercially sensitive information, personal data or any other information that is deemed by the Association to be confidential.

- Conduct the activities of the Association including but not limited to those of the Board, the General Assembly, Board Committees, sub-committees and working groups in a confidential and impartial manner.
- Not inappropriately discuss or transmit any information, either internally or externally, which may affect, harm or concern the Association or any of its members.
- Return confidential information to the Association when they are no longer associated directly with the Board, General Assembly, Board Committees, working groups or employed by the Association.
- Observe appropriate prior consultation procedures with third parties where, exceptionally, it is proposed to release sensitive information in the public interest.
- Respect the confidentiality of sensitive information held by the Association. This would include:
 - Commercially sensitive information (including but not limited to future plans or details of major organisational or other changes such as restructuring).
 - Personal information.
 - Information received in confidence whether specified as confidential or not.
 - Complying with relevant statutory provisions relating to access to information (e.g. Data Protection).

- Must take every precaution to keep confidential information confidential. No such information may be provided to third parties without prior permission being given by the Chief Executive of the FAI or in the case of Board Members the Chairperson of the Board.
- Be mindful of the Associations obligations under the General Data Protection Regulation given effect by the Data Protection Act 2018 and any requests for or regarding information held by the Association which is subject to the provisions of that Act shall be referred, in the first instance, to (in the case of Board Members) the Company Secretary or (in the case of staff) the Data Manager and dealt with in accordance with Association policy.
- There are additional and continuing confidentiality obligations for former Board Members and staff in respect of information obtained in those roles as set out in the case of Board members the Companies Act and in the case of Management and Staff contracts of employment or contracts for services.
- Board Members shall treat all information received while acting in the capacity of a Board member as confidential.

5. *Work as a Team*

All Parties should:

- Create an environment at meetings where all attendees can express their views freely and openly without fear of reprisal.
- Contribute to the decision-making process at meetings of Board, General Assembly.
- Board Committees, sub-committees or working groups.
- As far as possible refrain from publicly criticising the Association or any member of the Association including its staff.

Board Members should:

- Be aware that at all times when writing or speaking on any matter within the Board's remit that they may be perceived as representing the Board.

6. *Legal Obligations*

Board Members, Management and Staff should:

- Comply with relevant statutory provisions including but not limited to the General Data Protection Regulation and the Regulation of Lobbying.
- Where individual Board members become aware of non-compliance with any legal obligation, they should immediately bring this to the attention of the CEO and the Chairperson with a view to having the matter rectified.

All Parties should:

- Fulfil or ensure all regulatory and statutory obligations imposed on the Association are fulfilled.

7. *General Obligations*

Board Members should:

- Ensure compliance with the FAI Anti-Fraud and Corruption Policy.
- Use all reasonable endeavors to ensure that they attend the Association Board meetings.
- Exercise leadership in dealing with volunteers and other relevant stakeholders including the wider community.
- Be impartial and independent and abstain from any preferential treatment on any grounds.
- Review this Code of Conduct on a regular basis but at a minimum every three years.
- At all times conduct themselves appropriately in whatever capacity, either when acting as a Board Member or in any other capacity.

General Assembly should:

- Use all reasonable endeavors to ensure that they attend General Assembly meetings.
- Ensure that all obligations contained within the FAI Constitution and Handbook are met.

8. *Loyalty*

All Parties should:

- Acknowledge the responsibility to be loyal to the Association and to be fully committed in all its business activities while mindful that the organisation itself must at all times take into account the interests of its stakeholders and members.
- Acknowledge the duty of all to conform to the highest standards of business ethics.
- Be loyal at all times to the Board, the management team and Members of the Association.

9. *Fairness*

All Parties should:

- Value Board Members, Members of General Assembly and their affiliates, stakeholders, Volunteers, Management and employees and treat all equally.

The Board should:

- Promote the development of a culture of 'speaking up' whereby staff can raise concerns regarding serious wrongdoing in the workplace without fear of reprisal.

Declaration of Understanding

Code of Business Conduct

I have read, understood and agree to comply with the Football Association of Ireland Code of Conduct for Board Members, General Assembly, Committees, Management, Staff and Volunteers.

- Signed: _____
- Date: _____

Please insert your name in block capitals below:

- Name: _____
- Position: _____