



## **ENGLAND BOXING DIRECTORS CODE OF CONDUCT / DECLARATION OF GOOD CHARACTER**

This Code has been written in order to help directors of England Boxing commit to its values of integrity, excellence and teamwork, and to work to enable and inspire. It requires members to act in an ethical and business-like manner and including proper use of authority, appropriate decorum in group and individual behaviour, when acting as Board Directors, and to follow principles set out below, based on those published by the Committee on Standards in Public Life known as the Nolan Principles:

### **Selflessness**

England Boxing Directors should take decisions solely in terms of the organisation's interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

### **Integrity**

England Boxing Directors should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their duties as a member of the Board.

### **Objectivity**

In carrying out England Boxing business, including making appointments, awarding contracts, or recommending individuals for rewards and benefits, Board members should make choices on merit.

### **Accountability**

England Boxing Directors are accountable for their decisions and actions and must submit themselves to appropriate scrutiny.

### **Openness**

England Boxing Directors should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

### **Honesty**

England Boxing Directors have a duty to declare any private interests relating to their England Boxing duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

### **Leadership**

England Boxing Directors should promote and support these principles by leadership and example.

Should a Board member be considered for employment by England Boxing, he or she must temporarily withdraw from Board deliberations, voting, and access to applicable Board information until an outcome is known.

## Professionalism and Ethics

### 1 An England Boxing Director should:

- 1.1 Exercise leadership, enterprise and judgement and act honestly, in good faith and in the best interests of England Boxing. At all times act as an ambassador and advocate for England Boxing, promoting the organisation's key messages and always presenting the sport and its people in a positive light.
- 1.2 Behave in an ethical way and not engage in conduct or behaviours likely to bring England Boxing into disrepute.
- 1.3 Respect the truth and act honestly, exercising all his/her responsibilities as a Director. He/she should not obtain, attempt to obtain, or accept any bribe or illegal inducement of any sort.
- 1.4 Respect confidentiality and not disclose or make improper use of any information acquired as a Director or disclose any information confidential to the company.
- 1.5 Be consistent, objective and professional in judgement and when making decisions. Make decisions fairly, impartially and promptly, considering all available information, legislation, policies and procedures.
- 1.6 Show a duty of care, diligence and skill in fulfilling the functions and exercising the powers attached to a Director's position. Understand the financial, strategic and other implications of decisions.
- 1.7 Act in a financially responsible manner.
- 1.8 Endeavour to ensure that the board is properly constituted and managed and assist the board in establishing the vision/aspirations, core purpose and values for the company. A Director should set strategy, delegate appropriately to management and be responsible to relevant stakeholders.
- 1.9 Comply with relevant laws, regulations and codes of practice, particular attention should be paid to occupational health and safety, employee relations, equal opportunity for employees, safeguarding and other legislative and regulatory initiatives.
- 1.10 Recognise that, as a member of the board, a Director has individual and collective responsibility for ensuring England Boxing is financially viable and properly managed.
- 1.11 Endeavour to make sure that access between the board and the auditors is open and unimpeded. A director should be satisfied that the scope of the audit is adequate and that management and any internal auditors have co-operated fully.
- 1.12 Ensure communications with all stakeholders are timely, effective and unbiased, promoting goodwill amongst the boxing community.
- 1.13 Be prepared, if necessary, to express disagreement with colleagues and accept that resignation or dismissal may sometimes be the ultimate consequence of a sustained protest on a matter of conscience or judgment.
- 1.14 Declare any related party interests and not allow personal interests, or interest of any associated person, to conflict with the interest of England Boxing on the form **Register**

*of Interests'* provided.

- 1.15 Ensure the integrity of the actions of England Boxing by avoiding granting special favours or unfair privileges to anybody or entity.
- 1.16 Use resources responsibly and when claiming expenses do so in line with the Board of Directors Expenses Policy

## **Board Behaviours**

### **2 England Boxing Directors should:**

- 2.1 Aim to attend all Board meetings and be prepared having properly studied the papers.
- 2.2 Take accountability for stimulating proactive support, explorations, dialogue and challenge, both in terms of content and behaviour.
- 2.3 Support each other – mentor, collaborate, share in our successes and setbacks.
- 2.4 Actively listen to each other, do not talk over others, and ensure everybody has an opportunity to fully contribute, respecting differing views.
- 2.5 Be open to innovative ideas and think creatively for new solutions.
- 2.6 Be open and flexible to change.
- 2.7 Step out of the detail to also see the big picture.
- 2.8 Share opinions internally but be unified externally.
- 2.9 Optimally use the strengths within the team.
- 2.10 Maintain confidentiality unless agreed otherwise.
- 2.11 If we notice someone behaving in a manner contrary to this code, speak to them directly (not someone else) openly about it in an appropriate environment.

### **3 Protecting England Boxings Reputation England Boxing Directors should:**

- 3.1 Agree not to speak as a Director of England Boxing to the media or in a public forum without the prior knowledge and approval of the CEO or Chairman.
- 3.2 When prior consent has not been obtained, agree to inform the CEO or Chairman at once when I have spoken as a Director of England Boxing to the media or in a public forum.
- 3.3 When speaking as a Director of England Boxing, comments will reflect current England Boxing policy even when these do not agree with my personal views.
- 3.4 When speaking as a private citizen agree to strive to uphold the reputation of England Boxing and those who work in it.
- 3.5 Agree to respect organisational, board and individual confidentiality.
- 3.6 Agree to take an active interest in England Boxing's public image, noting news articles, books television programmes and the like about England Boxing, about similar

organisations or about important issues for England Boxing.

- 3.7 Agree to ensure that all England Boxing activities are, so far as possible, sensitive to all issues relating to the protection of the environment.
- 3.8 Agree to promote, inform and propagate the concept and understanding of fair play and fair sporting attitudes.

### **Enhancing Governance**

#### **4 England Boxing Directors should:**

- 4.1 Participate in induction, training and development activities for Directors.
- 4.2 Continually seek ways to improve board governance practice.
- 4.3 Help to identify good candidates for Directorship and appoint new Directors on the basis of merit.
- 4.4 Support the Chair in his/her efforts to improve his/her leadership skills.
- 4.5 Support the CEO in his/her executive role and, with my fellow board members, seek development opportunities for him/her.

### **Leaving The Board**

#### **5 England Boxing Directors should:**

- 5.1 Understand that substantial breach of any part of this code may result in my removal from the board.
- 5.2 On resignation from the board, inform the Chair in advance in writing, stating the reasons for resigning.
- 5.3 Participate in an exit interview.

## ENGLAND BOXING LTD

### DIRECTORS CODE OF CONDUCT AND DECLARATION OF GOOD CHARACTER

I, \_\_\_\_\_

Solemnly and sincerely declare as follows:

1. I am not subject to a sanction, suspension, ban or other form of disqualification from, or in connection with, my involvement in: (i) the administration of sport; (ii) sport as a participant; and/or (iii) work as a sports agent / intermediary / other representative, in each case by any sports governing body (or similar body);
2. I am not subject to a sanction, suspension or ban or other form of disqualification or striking-off by a professional body (including, but not limited to, the Solicitor's Regulation Authority, Bar Council, the Institute of Chartered Accountants or equivalent bodies in other jurisdictions);
3. I do not have an unspent conviction by a court of competent jurisdiction anywhere in the world in respect of any offence involving fraud, dishonesty, corruption, perverting the court of justice or which constitutes a serious breach of the Companies Act 1985 or [Companies Act 2006](#);
4. I am not required to notify the police of personal information in accordance with the Sex Offenders Act 2003 or equivalent legislation in any other jurisdiction nor have I been included on the Violent and Sex Offender Register or equivalent register in any other jurisdiction;
5. I am not subject to a disqualification order as a director of a company and there are no other circumstances which could result in me being prohibited by law from being a director of a company;
6. I am not subject to a bankruptcy order, an individual voluntary arrangement, debt relief order, Bankruptcy Restriction Order, Interim Bankruptcy Restriction Order, administration or enforcement restriction order or any arrangement in any other jurisdiction that has substantially similar effect;
7. I am not subject to any pending or threatened investigation, legal proceedings or actions conducted by the police, government agency or body, professional body, sports governing body or other competent authority in respect of any matters set out in this declaration.
8. I am not subject to a disqualification order as a charity trustee or trustee of a charity and there are no other circumstances which could result in me being prohibited by law from being a charity trustee or trustee of a charity;
9. I am neither engaged in any activities with, nor am I a member of any organisation, club, social networking website, which could call into question my good character for the purposes of carrying out my duties, or compromise the activities of England Boxing;
10. That to the best of my knowledge and belief there is nothing in relation to my conduct, character or personal background of any nature that would adversely affect the position

of trust in which I would be placed by virtue of my acceptance;

11. I am not aware of any other matter relating to my good character, which may have an influence on the reputation of England Boxing or inhibit England Boxing in its ability to perform its duties or functions as required by the Memorandum & Articles of Association and;
12. I am not aware of any other facts to declare which I feel might be raised in public in future in relation to my suitability to hold office as Director of England Boxing, for example because they could be presented as a conflict of interest or something England Boxing should have been aware of before I agreed joining as member of the Board.

I declare that the contents of this declaration and any other information I have given or will give in connection with any of the above declarations, are (and when given, will be) true, complete and accurate to the best of my knowledge, information and belief.

I understand my obligation to notify England Boxing in the event that any of the above information proves to be or becomes inaccurate or misleading.

I understand that all designs, inventions, work, creations, programs, discoveries or improvements conceived apprehended or learned by me as member of the Board of Directors of England Boxing (during the course of serving on the Board (whether alone or together with any other person or persons) and any intellectual or industrial property rights throughout the World relating to such designs and inventions shall be the exclusive property of England Boxing.

Furthermore, and in recognising the important responsibility I am undertaking in serving as a member of the Board of Directors of England Boxing, hereby pledge to carry out in a trustworthy and diligent manner the duties and obligations associated with my role as a Board Director and abide by this Code of Conduct and Declaration including the obligation to keep information I receive as Director confidential unless required to do so by Law.

I understand that failure to abide by this Code of Conduct may result in my removal as a Board Director, pursuant to the requirements and processes provided in the organization's governing documents.

Signed:

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Version: 2.1	Approved by the Board	Date: October 2017
Version: 2.2	Reviewed by the CEO	Date: 27-04-23

Review Schedule		
<i>Date of Review</i>	<i>Version</i>	<i>Summary of Changes</i>
April 2023	2.2	Reviewed in the light of the new Governance Code (2023) and added Ownership of Copyright as per the new Terms of Reference of EB (sub)committees.