

Wimbledon Football Club Supporters Society Ltd (The Dons Trust)Conflict of Interest Policy StatementDons Trust Board Members, Directors and Officers of Subsidiary Companies

This policy applies to all Dons Trust Board members, Directors and Officers of subsidiary companies and should be read in conjunction with the attached Appendix A – Declaration of Interests Form and Appendix B – Register of Interests.

Why have a Policy?

The Dons Trust Board, Directors and Officers of subsidiary companies have a legal obligation to act in the best interests of the Dons Trust, and in accordance with the Constitution of the Society.

Conflicts of interest may arise where an individual's personal or family interests and /or loyalties conflict with those of the Dons Trust. Such conflicts may create problems; they can:

- inhibit free discussion
- result in decisions or actions that are not in the interests of the Dons Trust; and/or
- risk the impression that the Dons Trust Board, it's subsidiaries, or the Society in general, has acted improperly

The aim of the policy is to protect both the organisation and the individuals involved from any appearance of impropriety.

What the Constitution says on Conflict of Interests

The Dons Trust Constitution covers this issue by noting in Rule 72 that “ no Society Board member is to have any material financial interest personally or as a member of a firm or company or as a Director or officer of a business trading for profit or in any other way whatsoever in any contract or other transaction with the Society”. This covers Board members and anyone connected with the Board member. Rule 72 lists various exceptions to this rule which allow Board members to:

- a) buy tickets or season tickets for football matches and use the facilities of any football club in which the Society is interested;
- b) be paid expenses including travelling expenses;
- c) receive Society Board fees;
- d) if any are co-opted members of the Society Board be employees of the Club;
- e) declare an interest in a particular contract or issue and:
 - i) not be present except with the permission of the Society Board in any discussion of the contract or issue
 - ii) not vote on the contract or issue (and if by inadvertence they do remain and vote, their vote will not be counted).

Rule 73 states that “Any member of the Society Board who discloses a financial interest as described in the preceding Rule must vacate their office either for a period or permanently if requested so to do by a majority of the remaining members of the Society Board. Any member of the Society Board who fails to disclose any interest required to be disclosed under the preceding Rule must permanently vacate their office if required to do so by a majority of the remaining Society Board members.”

The purpose of this policy is to cover potential conflicts of interest in its widest sense, not just material financial interests. In addition, it is recognised that the policy must also cover the Directors and Officers of subsidiary companies who are not members of the Dons Trust Board. The provisions set out below in relation to Board meetings apply to Dons Trust Board meetings and to Board meetings of subsidiary companies.

The Declaration of Interests

Accordingly, we are asking all Dons Trust Board Members, Directors and Officers of subsidiaries to declare their interests, and any gifts or hospitality received in connection with their role with the Dons Trust and its subsidiaries. A declaration of interests form is provided for this purpose in Appendix A, listing the types of interest you should declare.

To be effective, the declaration of interests needs to be updated at least annually, and also when any changes occur. To assist the Secretary will issue a reminder of this obligation on a quarterly basis at a relevant Board meeting.

If you are not sure what to declare, or whether/when your declaration needs to be updated please err on the side of caution. If you would like to discuss this issue, please contact the Dons Trust Secretary for confidential guidance.

Interests will be recorded on the Dons Trust Register of Interests, which will be maintained by the Secretary. A copy of the register will be accessible to members at each General Meeting of the Society. In addition, a copy of the register will be made available to members on request to the Dons Trust Secretary.

The Dons Trust Register of Interests will form part of a combined document, which includes a register of Dons Trust Board members' and Subsidiary Directors' holdings in AFCW PLC.

Data Protection

The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 1998. Data will be processed only to ensure that Board members, Directors and Officers act in the best interests of the Dons Trust. The information provided will not be used for any other purpose.

What to do if you face a conflict of interest

In the course of Board discussions if you become aware of a conflict of interest you should declare this immediately and not wait for the Secretary or Chair to remind you. If you fail to declare an interest that is known to the Secretary and/or the Chair the Secretary or the Chair will declare that interest.

Decisions Taken Where a Board Member has an Interest

In the event of the Board having to decide upon a question in which a Board member has an interest, the Board will make its decisions in accordance with the following procedure, which explains how in practice Rule 72e will be applied.

All decisions will be made by a vote with a simple majority vote required. A quorum must be present in the discussion and decision; interested parties will not be counted when deciding whether the meeting is quorate. The Board will decide whether or not the relevant Board member will be present at the discussions. The interested Board member may not vote on matters affecting their own interests.

All decisions under a conflict of interest will be recorded by the Secretary and reported in the minutes of the meeting. The report will record:

- the nature and extent of the conflict ;
- an outline of the discussion;
- the actions taken to manage the conflict.

Appendix A
Wimbledon Football Club Supporters Society Ltd (The Dons Trust)
Conflict of Interest Statement – Dons Trust Board Members and Directors and Officers of Subsidiaries

Iset out below my interests in accordance with the Dons Trust Conflict of Interests policy.

Category	Please give details of the interest and whether it applies to yourself or, where appropriate , a member of your immediate family or some other close personal connection (use additional sheets of paper if required)
Current employment and any previous employment in which you continue to have a financial interest	
Appointments (voluntary or other wise) eg trusteeships, directorships , local authority membership, tribunals etc.	
Membership of any professional bodies , special interest groups or mutual support organisations	
Investments in unlisted companies, partnerships and other forms of business, major shareholdings (eg more than 5% of issued share capital) and beneficial interests	
Gifts or hospitality offered to you by external bodies and whether this was declined or accepted in the last 12 months	
Any contractual relationship with the Dons Trust or any of its subsidiaries	
Any other Conflicts that are not covered by the above	

To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis. I give my consent for the information to be used for the purposes described in the Conflicts of Interest Policy and for no other purpose.

Signed

Date:

Appendix B
Wimbledon Football Club Supporters Society Ltd (The Dons Trust)
Register – Conflicts of Interest/ Material Financial Interests

Name of Board Member	Description of Interest	Does the interest relate to the Board member or a person closely connected to the Board Member	Is the interest current?