Watford Supporters Board
Terms of Reference

1. Purpose

1.1. The Watford Supporters Board (the "WSB") serves as a formal platform to enhance transparency, accountability, and meaningful dialogue between Watford Football Club and its supporters. Its primary focus is addressing concerns surrounding financial sustainability, governance, and the supporter experience.

1.2. The WSB aims to ensure that supporters' voices are integral to the club's strategic decision making processes, particularly in areas impacting the club's long-term viability and values.

1.3. The WSB's remit includes the Men's, Women's, and Academy teams. The WSB's remit excludes 'on pitch' matters, such as player recruitment or selection, details of employment contracts entered by the Club, and football management appointments. The detailed remit of the WSB and its interaction with the club is set out in the Memorandum of Understanding.

2. Composition of the WSB

2.1. The WSB will include representatives from the Watford FC fanbase, independently determined in line with the Election Policy.

2.2. Membership of the WSB will be structured to reflect the responsibilities of the club's Senior Management Team, including inter alia:

- 2.2.1. Finance
- 2.2.2. Match-day and Supporter Engagement
- 2.2.3. Commercial

2.3. The WSB will elect a Chair who will act as the main liaison between the WSB and the Club Liaison Officer to facilitate communication and provide access to relevant information.

2.4. The WSB should consist of a maximum of eight members, including the Chair and Secretary. Within the eight persons there will be six elected members as well as the following:

- 2.4.1. A representative from the Watford Supporters' Trust as the fan group recognised by the EFL.
- 2.4.2. A candidate that can adequately represent 'Equality, Diversity and Inclusion' issues, which could be someone from the Club's EDI Group (currently known as 'We Allies') or someone else similarly experienced.

2.5. The elected WSB members should expect to hold their role for three years. The Election Policy sets out the process for deciding which roles will be elected in each year. Of the initial six elected members, two shall be appointed for two years, two for three years and two for four years.

2.6. The unelected WSB members will hold their role for two years.

3. Skills and Expertise

3.1. WSB Members will primarily have expertise, or a strong interest, in governance and ethics along with expertise aligned to the headings in Section 2. Representatives with additional expertise may be co-opted for specific discussions.

3.2. WSB Members must be prepared to commit the necessary time to perform the role. They must be able to work collaboratively in a team and be able to consider the views of other WSB Members, representatives and stakeholders.

4. Chair & Secretary

4.1. The Chair

4.1.1. **Purpose:** To provide leadership, ensure effective governance, and represent the WSB both internally and externally.
4.1.2. Key Responsibilities:
4.1.3. ***Governance & Strategic Leadership:*** to include leading Board and Full Meetings, guiding development of WSB policies.
4.1.4. ***Meeting Management:*** prepare agendas with Secretary and approve final agenda; ensure adherence to agenda items; ensure inclusive participation; monitor timekeeping and approve final minutes.
4.1.5. ***External Representation & Stakeholder Engagement:*** act as liaison with club leadership; represent the WSB externally when approved to do so by the WSB members.
4.1.6. ***Support & Oversight:*** support WSB Members and representatives and promote collective responsibility.

4.2. The Secretary

4.2.1. **Purpose:** To ensure the WSB operates efficiently, legally and transparently, helping turn decisions into actions.
4.2.2. Key Responsibilities:
4.2.3. ***Administration & Compliance:*** Manage agendas, papers, minutes and constitutional documents.
4.2.4. ***Governance Support:*** Act as custodian of constitution and monitor implementation of decisions.
4.2.5. ***Meeting Coordination:*** Prepare agendas with Chair; record and circulate accurate minutes.
4.2.6. ***Communication & Record-Keeping:*** Maintain official records and clear communication.

5. Responsibilities

5.1. WSB Members and representatives must abide by the Code of Conduct for the WSB, including:
5.1.1. Engage with the broader fanbase to represent diverse views and communicate outcomes.
5.1.2. Attend regular meetings, anticipated to be quarterly, of the WSB only (Board Meetings) and quarterly with the Club (Full Meetings).
5.1.3. Maintain an ongoing dialogue with their respective Senior Management Team member between Board Meetings.

5.1.4. Review and provide feedback on the Club's governance and ethical practices.
5.1.5. Propose actionable recommendations to the Club's Senior Management Team and Executive Board.

6. Transparency and Reporting

6.1. Each Full Meeting will be summarised in minutes which will be made publicly available, excluding information that is agreed by the WSB and the Club to be sensitive or confidential. Minutes will be drafted by the Secretary and agreed by a minimum of 75% of the attendees before being published.
6.2. The WSB will also publish an annual report summarising key discussions, recommendations and outcomes. The report will be issued in the close season.

7. Decision making

7.1. Generally it is expected that the Board Meeting decisions will be reached by consensus. Should this not be possible then a vote of WSB members will be required, the process for which is:
7.1.1. Eligibility: The 8 WSB Members are eligible to vote.
7.1.2. Quorum: A minimum of 5 WSB Members (which must include the Chair) must be present in order for a quorum to be reached. Remote attendance (via video or telephone) is permitted and will count towards the quorum and in the voting process.
7.1.3. A formal motion must be proposed by one WSB Member and seconded by another.
7.1.4. The motion will be discussed with the Chair moderating the discussion to ensure all WSB Members are heard.
7.1.5. A decision is determined by a majority vote at a quorate meeting. Voting will be conducted by a show of hands or ballot.
7.1.6. In the event of a tied vote the chair will have the casting vote.
7.1.7. The results of the vote will be documented in minutes.
7.2. If, in exceptional circumstances, the WSB is required to carry out a vote of no confidence in respect of any WSB Member then a 6 of the 8 WSB Members shall be required to vote in favour in order to remove a WSB Member from office.

8. Authority and Scope

8.1. The WSB is an advisory body. It has no decision-making power over the Club's operations, finances or day-to-day management.
8.2. The Club is committed to considering and responding to WSB recommendations in a timely and transparent manner. In its annual report the WSB will provide an opinion on the extent to which the Club engages with the WSB and is upholding this commitment.
8.3. The scope of the WSB includes the Academy and Watford FC Women. It does not include 'on pitch' matters such as player recruitment or selection, details of employment contracts entered by the club, and football management appointments.

9. Review and Evaluation

9.1. These Terms of Reference will be reviewed annually to ensure they remain relevant and effective in addressing fans' concerns.