

Dear Angie, Brian,

Further to recent correspondence regarding the proposed Articles of Association and governance review process, FC United has now completed a detailed review of the proposals and wishes to formally set out its position.

From the outset, FC United has attempted to engage constructively with the League regarding both the process being followed and the substance of the proposed changes. This has included requests for:

- a clear summary of the proposed changes;
- a comparison against the current Articles;
- and the independent governance review said to underpin the proposals.

Those requests have been rejected by the League.

Having completed our review, FC United's view is that the scale and significance of the proposed changes have not been clearly communicated to member clubs.

At present, clubs are being asked to vote on a 34-page constitutional document which materially changes how the League will operate in practice and represents a significant constitutional and governance shift for member clubs.

The proposed Articles move the League toward a more centralised, board-led governance structure, with materially greater authority and control sitting with the League Board and correspondingly less practical influence resting with member clubs.

In itself, a more centralised governance model is not necessarily inappropriate. However, where authority becomes more concentrated, it becomes even more important that robust checks and balances exist around transparency, independence, accountability, conflicts of interest and effective member oversight.

Our concern is that those safeguards are not yet sufficiently embedded within the proposed framework.

In practical terms, the proposed framework includes:

- movement away from open election processes toward Board-influenced nominations structures;
- Chairman and Vice-Chairman positions becoming Board-appointed roles, without any requirement for those positions to be independent;
- increasing concentration of practical decision-making authority at Board level;
- broader governance and commercial arrangements operating without sufficiently embedded safeguards around consultation, accountability and conflicts of interest;
- and limited clearly defined obligations around transparency and information sharing.

Of particular concern is that these changes are being progressed without member clubs being provided with the independent governance review said to underpin the proposals.

The League has repeatedly relied upon the existence and recommendations of that review as justification for the proposed Articles whilst simultaneously refusing requests from FC United for clubs to be provided with the document itself.

In our view, it is neither reasonable nor consistent with principles of good governance for clubs to be asked to approve constitutional reform of this scale whilst being denied access to the very review said to justify those changes.

Without access to the full governance review, clubs are unable to properly assess:

- the issues identified;
- the evidence and rationale underpinning the recommendations;
- whether alternative approaches were considered;
- or whether the resulting governance framework is proportionate, balanced and appropriate.

The concerns raised within the attached paper are not abstract or theoretical. They relate directly to widely recognised principles of good governance within sport — including transparency, accountability, independence, stakeholder engagement and effective oversight — as reflected within frameworks such as the Sport England and UK Sport Code for Sports Governance.

The central issue is not whether the proposals can be legally drafted, but whether clubs within this League have been given sufficient visibility, explanation and opportunity for scrutiny before being asked to approve a significant constitutional change.

Member clubs will naturally place reliance on the League Board and governance processes to ensure that proposals of this significance are clearly explained, appropriately scrutinised and transparently presented before clubs are asked to vote upon them.

We do not believe that standard has been met here.

More broadly, the process followed to date risks undermining confidence in the League's wider governance, transparency and accountability arrangements at a time when member clubs should reasonably expect openness, clarity and effective governance around changes of this significance.

Given the significance of the issues identified, and because these proposals affect all member clubs collectively, we believe it is important that clubs have visibility of both the concerns raised and the practical implications arising from the proposed framework.

For that reason, we are copying this correspondence and the attached review paper to all member clubs.

The attached paper sets out FC United's review of the proposed Articles and identifies a number of areas where we believe further clarification, transparency and governance safeguards are required before clubs are asked to approve the framework.

FC United remains supportive of governance reform in principle. However, we do not believe member clubs should be asked to approve constitutional change of this scale in its current form without first being provided with the transparency, explanation, supporting governance framework and opportunity for scrutiny necessary to make a properly informed decision.

Best regards,

Simon Preston  
Director  
FC United of Manchester