

Esports Wales

Complaints About the Board Procedure

Status: Board approved governance procedure

Applies to: Members, Stakeholders, Board of Directors

Owner: Board of Directors

Review cycle: Annual

Next review due: 12 months from adoption

1. Purpose

1.1 This procedure sets out how **complaints about the conduct, decisions, or actions of the Board of Directors of Esports Wales CIC** ("the Company") are handled.

1.2 It exists to:

- provide a fair, transparent, and accessible route for raising concerns
- ensure accountability at Board level
- protect the integrity of governance decision-making
- distinguish Board level complaints from operational or disciplinary matters

2. Scope

2.1 This procedure applies to complaints relating to:

- the collective conduct or decisions of the Board
- the behaviour of one or more Directors acting in their Board capacity



- alleged failure of governance processes

2.2 This procedure does **not** apply to:

- safeguarding concerns (which must follow safeguarding procedures)
- disciplinary matters relating to players, clubs, or staff
- complaints about operational delivery or staff performance
- matters already subject to legal proceedings

2.3 Such matters shall be redirected to the appropriate policy or procedure.

3. Principles

3.1 Complaints shall be handled:

- fairly and impartially
- proportionately
- without fear of retaliation
- in a timely manner

3.2 No individual shall be disadvantaged for raising a complaint in good faith.

4. Who May Complain

4.1 Complaints may be submitted by:

- Members of the Company
- Participants, volunteers, or officials
- Stakeholders or partners
- Members of the public where appropriate

4.2 Anonymous complaints may be considered but may be harder to investigate.

Policy Number: P0115

Version Number: 001



Esports Wales CIC: 12372413

5. Grounds for a Board-Level Complaint

5.1 Valid grounds may include:

- breach of the Code of Conduct for Directors
- failure to follow governance policies or procedures
- conflicts of interest not properly managed
- inappropriate behaviour by Directors
- serious governance failure

5.2 Disagreement with a properly taken decision, in itself, does not constitute grounds for complaint.

6. How to Submit a Complaint

6.1 Complaints must be submitted:

- in writing to report@esportswales.org
- clearly stating the nature of the complaint
- providing relevant evidence where available

6.2 Complaints should be sent to:

- the **Company Secretary**, or
- the **Chair**, unless the Chair is the subject of the complaint

6.3

Where the complaint concerns the Chair, it shall be directed to the **Vice-Chair**.

7. Initial Assessment



7.1 Upon receipt, the complaint shall be acknowledged.

7.2 An initial assessment shall determine:

- whether the complaint falls within this procedure
- whether it should be redirected to another process
- whether it is vexatious or unfounded

7.3 Complaints that do not fall within scope may be dismissed with reasons provided.

8. Handling the Complaint

8.1 Where a complaint is accepted:

- an impartial process shall be followed
- conflicted Directors shall take no part

8.2 The Board may:

- appoint an independent Director
- establish a small review panel
- seek external advice where appropriate

8.3 The subject(s) of the complaint shall be:

- informed of the complaint
 - given an opportunity to respond
-

9. Outcomes

9.1 Possible outcomes may include:

- no action (complaint not upheld)



- recommendations for improvement
- formal warning or governance action
- referral to another process (e.g. disciplinary or removal procedures)

9.2 The complainant shall be informed of the outcome, subject to confidentiality constraints.

10. Appeals

10.1 Where appropriate, the complainant may request a review of the process.

10.2 Appeals shall be considered only where:

- there is new evidence
- there was a procedural flaw

10.3 Appeal decisions are final.

11. Confidentiality & Data Protection

11.1 All complaints shall be handled sensitively and confidentially.

11.2 Information shall be shared only on a need-to-know basis and in line with data protection requirements.

12. Malicious or Vexatious Complaints

12.1 Complaints made maliciously or in bad faith may result in:

- the complaint being dismissed
 - governance or disciplinary action
-



13. Records & Reporting

13.1 The Company shall maintain records of:

- complaints received
- actions taken
- outcomes and learning points

13.2 Anonymised, high-level information may be reported to the Board for governance learning.

14. Review of the Procedure

14.1 This procedure shall be reviewed:

- annually
 - following any significant complaint
 - following changes to governance arrangements
-

15. Adoption

15.1 This Complaints About the Board Procedure was approved by the Board of Directors of **Esports Wales CIC**.

Date approved: ___02/03/2026___

Signed (Chair): ___  ___

