



BOARD CODE OF CONDUCT

1. Purpose

This Code of Conduct sets standards to guide the decisions, actions and behaviours of the Swan Districts Football Club (SDFC) Board.

2. Scope

This Code of Conduct applies to all members of the SDFC Board and Committees including external appointees to the Board and any Committees

3. Ethical Principles

This Code of Conduct illustrates the obligations and behaviours expected of SDFC Directors and is underpinned by the following ethical principles:

- Integrity
- Accountability
- Honesty
- Impartiality
- Objectivity

It's also important that all Directors adhere to and promote the following club's values:

- We act with integrity
- Everyone matters
- Raise the bar
- We fly together



4. Code of Conduct

4.1 Strategy and Advocacy

Board members shall:

- a. Contribute to the strategic direction of SDFC and ensure that the club's activities are responsive and appropriate to the needs and interests of members;
- b. Recognise that their primary responsibility is to the organisation as a whole, but may, where appropriate, have regard for the interest of all stakeholders of the organisation;
- c. Ensure all SDFC and Board activities are in compliance with the SDFC Constitution, By-laws and policies;
- d. Ensure that the Board is accountable to members by documenting and communicating actions and decisions, as appropriate; and
- e. Engage in public advocacy for the club by appropriately promoting its work and keeping informed about its programs and activities.

4.2 Integrity and Respect

Board members shall:

- a. Act with honesty, integrity, in good faith and in the best interests of the club;
- b. Not engage in conduct likely to bring discredit upon the club;
- c. Disclose any instance of fraud or corruption on the Board or within SDFC; and
- d. Endeavour to ensure that SDFC, at all times, complies with the laws governing its operations.

Directors should:

- a. Undertake their duties with appropriate care and diligence;
- b. Deal honestly with SDFC's members and other stakeholders; and
- c. Understand and exercise any authorities responsibly and within their limits.

Board members shall not unlawfully discriminate, harass or bully others and shall treat others with dignity and respect

4.3 Conflicts of Interest

Board members shall identify conflicts of interest and manage them responsibly. Board members should:

- a. Avoid being placed in the actual, apparent or potential situation of making a decision in relation to SDFC business that might be affected by a personal interest;
- b. Disclose conflicts of interest promptly and act in accordance with the Board Conflicts of Interest Policy;



- c. Avoid accepting gifts or hospitality that might reasonably be thought to influence their judgement; and
- d. Not take improper advantage of their position as a Board member

4.4 Confidentiality

Members of the Board shall:

- a. Respect the appropriate confidentiality of the content of Board papers, discussions, decisions and related correspondence;
- b. Not make improper use of information acquired as a Director;
- c. Not disclose, or allow to be disclosed, confidential information received in the course of the exercise of their duties, unless that disclosure has been authorised by the Board or is required to be disclosed by law; and
- d. Not knowingly or recklessly disseminate false or misleading information in relation to matters before the Board.

4.5 Effective Board Performance

Members of the Board shall:

- a. Strive to attend all board meetings and contribute productively to meetings by ensuring they are adequately prepared;
- b. Listen and respect the views of others;
- c. Make informed decisions and give due consideration to differing points of view on the Board and amongst members;
- d. Accept and support the decision of the majority; and
- e. Participate in the Board's performance appraisal, renewal and succession planning.

Board members have an obligation to be independent in judgement an action and to take reasonable steps to be satisfied as to the soundness of all decisions taken by the Board.

Board members must not make public comments regarding the considerations and determinations of SDFC unless authorised by the President or Chief Executive Officer to do so.

Board members shall refrain from discussing any Board issue with SDFC staff unless specifically authorised by the Board. All communication between the Board and staff should be channelled through the President or Chief Executive Officer.

4.6 Compliance

Board members have an obligation, at all times, to comply with the spirit, as well as the letter of the law, the principles of this Code of Conduct and all applicable SDFC policies and procedures.



Directors must not take any action, or fail to take any action, that may breach the law or applicable SDFC policies, procedures or practices.

Board members should complete all induction and education programs required by them by the Board to build and maintain their awareness and understanding of relevant laws, policies, procedures and practices.

The annual performance evaluation of each Board member will include a consideration of compliance with this Code of Conduct.

Any breaches of this Code of Conduct should be reported to the President.

5. Compliance Undertaking

All Board members must sign the following compliance undertaking:

I agree to abide by this Code of Conduct, the SDFC Constitution and any other policies and procedures determined by the Board. I acknowledge that a breach of this undertaking may result in me being removed from the Board in accordance with the Constitution.

Signature Name (print)

Date

6. Implementation

This Code of Conduct is effective from 25th July 2019. It should be read in conjunction with the SDFC Board Governance Charter.

7. Revision History

Version	Date Approval	Amendments
1	25/7/19	

This Code of Conduct will be reviewed by the Board in November 2020.