



North West Sydney Football Board - Code of Conduct

1. Duties of Directors

- 1.1. The Directors of North West Sydney Football, individually and as a Board, acknowledge their legal obligations under the Corporations Act to always act with due care and diligence, in good faith, and in the best interests of the organisation
- 1.2. The Directors acknowledge their general duty of care to participants in North West Sydney Football activities and to employees and volunteers
- 1.3. The Directors acknowledge their fiduciary duties with regard to the funds and resources of the organisation

2. Conflicts of Interest

- 2.1. The Directors acknowledge their obligation at all times to:
 - 2.1.1. Assess their various involvements, employments, and interests to identify real or likely perceived conflicts of interest
 - 2.1.2. To declare both real or likely perceived conflicts of interest to the Board as part of a general register of interests and ahead of any particular decision that may involve such a conflict
 - 2.1.3. To not participate in decision-making where a real or likely perceived conflict of interest exists
- 2.2. The Board defines 'likely perceived conflict of interest' to mean that a reasonable person might form the view that such a conflict does or might exist
- 2.3. The Directors agree to accept the decision of the Board in determining that a real conflict of interest exists or that a likely perceived conflict of interest warrants their withdrawal from decision-making, in the interests of the Board's reputation

3. Stakeholder & Employee Engagement

- 3.1. The Directors, whilst seeking to engage and draw on the expertise of stakeholders, especially Members, commit themselves to:

- 3.1.1. Respecting the confidentiality of Board information and deliberations
- 3.1.2. Maintaining their independence and considering at all times the best interests of the organisation and of its Members overall
- 3.2. The Directors acknowledge that from time to time they will engage with employees at meetings and events, and commit themselves to:
 - 3.2.1. Respecting the confidentiality of Board information and deliberations
 - 3.2.2. Not interfering in the operational responsibilities and decision-making of the CEO
 - 3.2.3. Directing inquiries of, or requests to, the CEO or Management through the Chairperson or acting Chairperson

4. Board Meetings & Decisions

- 4.1. The Directors commit to informing themselves on the key issues involved in Football and Futsal and facing the organisation from time to time
- 4.2. The Directors commit themselves to attending meetings having fully reviewed Board papers and sought such additional information through the Chairperson as may be needed to allow them to make a decision at the meeting
- 4.3. The Directors commit themselves to sharing appointments to Committees and events
- 4.4. The Directors commit themselves, where they are consistently unable to participate in meetings, to resign their position
- 4.5. The Directors acknowledge that from time to time there may be disagreement on issues, and commit themselves:
 - 4.5.1. To deliberative processes that seek out and respect differences of opinion
 - 4.5.2. To not disparage the views of other Directors or of Management
 - 4.5.3. To publicly uphold decisions of the Board, or resign where they cannot

5. Board Review

- 5.1. The Board will undertake annually a self-appraisal to identify areas of concern and/or improvement in Director interaction and Board performance