

DIRECTORS DECLARATION AND CODE OF CONDUCT

Under the leadership of the Chair and the Executive Officer, the Board is to be proactive in implementing AT's objects having regard to the requirements outlined in the Constitution and powers vested in the Board to determine and articulate AT's values, vision and strategic direction.

Director's Declaration and Code of Conduct

As a Director of Athletics Tasmania I agree that I will:

1 Act in Good Faith in the Best Interests of the Organisation

- 1.1 Always act honestly.
- 1.2 Act in the best interests of the organisation.
- 1.3 Treat all members fairly and equitably.
- 1.4 Comply with the law in protecting other stakeholder interests.
- 1.5 Protect the financial viability of the organisation.
- 1.6 Only use the powers of the Board for the purpose they were granted.
- 1.7 Exercise my independent judgment and not vote at the direction of anyone else.
- 1.8 Bring an open mind to any discussion.
- 1.9 Be impartial in decision-making.
- 1.10 Foster the good reputation of the organisation and not do anything to discredit that reputation.
- 1.11 Seek prior approval for any significant out-of-pocket expenses for which I will claim reimbursement.
- 1.12 Not accept any personal benefits likely to place me under an obligation to other organisations or individuals.

2 Avoid or Manage Conflicts of Interest Appropriately

- 2.1 Not put my own interests above those of the organisation as a whole.
- 2.2 Not take improper advantage of my position as a board member to gain, directly or indirectly, a personal advantage for myself or another person or entity associated with me (such as my family; my company or business; another organisation with which I am involved).
- 2.3 Make full disclosure of any conflict or potential conflict to the Board.
- 2.4 Make sure the Board handles my declared conflict in the way it is required to by the law or the organisation's Constitution (Rules) that usually involves:
 - A minute that I have declared a conflict;
 - A decision by the Board as to whether I can be present for any discussion on the issue;
 - A minute that I have left the boardroom;
 - The remaining board members deciding the issue in my absence; and
 - My return to the boardroom to be advised of the Board's decision on the issue.

- 2.5 If my conflict is identified in advance, decide with the Chair and CEO if I should not receive board papers on the issue.
- 2.6 Consider the need to resign from the Board if the conflict is significant and continuing.
- 2.7 Not seek or accept any benefit for directing a business or service provider to the organisation.
- 2.8 Seek any expert professional advice about my duties as a board member from a source independent of the organisation's professional advisors.

3 Use Information Properly

- 3.1 Not use information gained as board member improperly.
- 3.2 Not provide organisational documents to others outside the organisation.
- 3.3 Keep board meeting discussion, debate and papers confidential unless the Board has authorised disclosure or it is required by law.

4 Support Decisions Taken By the Board

- 4.1 Support consensus decision-making in the Board.
- 4.2 Only ask that my vote against a board decision be recorded in exceptional circumstances.
- 4.3 Publicly support the Board's decision, even where I disagreed.
- 4.4 Resign from the Board rather than undermine its decisions

5 Act with Care and Diligence

- 5.1 Work to understand my duties and responsibilities as a board member.
- 5.2 Devote adequate time to my role.
- 5.3 Attend meetings regularly.
- 5.4 Read board papers and other information provided.
- 5.5 Be an active participant in meetings and ask pertinent questions.
- 5.6 Become familiar with the operations of the organisation.
- 5.7 Make sure that an appropriate CEO and senior managers are appointed.
- 5.8 Make sure that delegations and policies are in place for the organisation's operations.
- 5.9 Make sure that the Board adequately monitors the organisation's performance.
- 5.10 Question the status quo to look for ways to improve the organisation.

6 Act According to the Organisation's Values

- 6.1 Question to reach the best outcome, not to "catch out".
- 6.2 Deal respectfully with conflict.
- 6.3 Listen to, and value, the diversity of views.
- 6.4 Seek independent professional advice about duties and responsibilities with approval of the Chair.
- 6.5 Share that advice with all board members, where appropriate.
- 6.6 Avoid factionalising the Board.

7 Declaration

If it is found by my fellow Directors acting reasonably and in good faith that:

- I have not upheld my duties and legal responsibilities as a Director
- I have not acted in the best interests of AT or of Athletics
- I have failed to follow a Board directive
- I have breached the Constitution or other rules, regulation or policies of AT
- I have at any time committed an anti-doping rule violation or otherwise contravened any anti-doping policy whether AT's or any other sporting body's
- I have been convicted of a crime
- I have breached confidentiality
- I have brought myself, Athletics or AT into disrepute as a result of my action or omission including any statement I may make
- I have made disparaging comments about other directors, the Board or AT
- I have acted in a manner prejudicial to the interests of AT or athletics or unbecoming a Director of AT

I hereby agree that my position on the Board is no longer tenable and that I will submit my written resignation immediately.

Signed: _____

Print committee member name: _____

Witness: _____

Print witness name: _____

Date: _____