

TENNIS ACT BOARD CODE OF CONDUCT

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1. Purpose

- 1.1. This Board Code of Conduct (**Code**) describes the standards of conduct we expect of each other as Tennis Board Members. It provides a clear framework of guiding principles to ensure that we are aware of the manner and spirit in which we are expected to behave and conduct ourselves. It is fundamental to our culture and provides an important bridge between our Organisational values (*Excellence, Humility, Imagination and Collaboration*), our policies and our legal obligations.
- 1.2. This Code is a living document that guides us in our role and sets the standard for our professional norms of behaviour and decision-making. We are each responsible for reading and familiarising ourselves with this Code.
- 1.3. We acknowledge that the relationships we have, and behaviours we adopt, with each other, our stakeholders and the broader community help us connect more people to the sport of tennis. It also ensures we're not only achieving our goals, but doing so in a way that reflects our brand and what we stand for.
- 1.4. This Code is in addition to, but designed to be consistent with and complement, other Organisational documents including the Constitution, the Board Charter, Committee Charters and the National Policies that apply to our sport.

2. Application and Definitions

- 2.1. This Code applies to all Board Members and Independent Board Committee Members of Tennis Australia (**TA**). It also applies to Board Members and Independent Board Committee Members of Member Associations (**MA**s) if the MA elects to adopt this Code (collectively, **Tennis Board Members**).
- 2.2. The Board Code of Conduct Policy is a TA Policy that Tennis ACT has adopted entirely. Tennis ACT is a Member Association (MA) of TA and any reference to MAs within this policy is a reference to Clubs and Affiliates with respect to Tennis ACT for the purpose of the application of this policy to Tennis ACT activities and operations.
- 2.3. In this Code:
 - (a) The **Organisation** is the relevant tennis organisation. For a TA Board Member or a TA Independent Board Committee Member, it is TA. For a MA Board Member or a MA independent Board Committee Member it is the relevant MA.
 - (b) **Tennis Team Members** means employees and contractors of the Organisation.

- (c) **Management** means the Tennis Team Members in Executive Management roles within the Organisation.

3. Aim

- 3.1. The aim of this Code is to ensure that all Tennis Board Members understand the ethical and behavioural standards that apply to them when dealing with other Tennis Board Members, Tennis Team Members, our customers and our stakeholders.

4. Coverage

- 4.1. This Code applies to Tennis Board Members when they are:
 - (a) engaging or interacting on tennis related business; and/or
 - (b) engaging or interacting with other Tennis Board Members, Tennis Team Members or external tennis related stakeholders or customers.

5. Our principles

- 5.1. Our principles are set out below in this Code to guide our decision making to ensure we make the right decisions:
 - (a) We conduct ourselves, our business and our sport with due care and in accordance with relevant laws and regulations. We have an overriding duty to ensure the health and safety of Tennis Team Members, customers and participants in our sport.
 - (b) We are committed to growing the sport of tennis and connecting people to the sport.
 - (c) We encourage diversity and expression of ideas and opinions but require alignment with the Organisation's principles, goals, values, priorities and the policies established to implement them.
 - (d) When faced with choices, we make decisions knowing they will be subject to scrutiny. We should be able to demonstrate the soundness of our decisions to all of our stakeholders.

6. Our responsibilities as Board Members

6.1. We agree to:

- (a) actively contribute to the effective operation of all aspects of the Board's role and function;
- (b) be mindful of, and fulfil, our legal and fiduciary duties. Those duties include (without limitation) exercising care and diligence, acting in good faith and for a proper purpose and not misusing information or position;
- (c) be independent in judgement and take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Board;
- (d) declare relevant interests, avoid situations that could give rise to actual or perceived conflicts of interest or duty, and deal with any situations or actual or perceived conflict in accordance with the Board Charter;
- (e) recognise that our primary responsibility is to the Organisation and to its Members as a whole, regardless of the interests of our home State, Territory or region, or the interests of any Member who has (or may) support us in any election process;
- (f) respect the Chair's leadership and raise any issues or requests for executive discussions or additional meetings with the Chair first;
- (g) leave the responsibility for communication with stakeholders regarding Organisational matters to the Chair and Management unless you have been expressly delegated that responsibility by the Board;
- (h) recognise that our role is to provide strategic direction for the Organisation and effective oversight and guidance for Management. Operational matters are to be left to Management;
- (i) strive to ensure that Board Meeting time is spent on matters which are clearly within the scope of matters that are reserved for the Board;
- (j) keep confidential Board information, documentation and discussions and ensure that any external communications are consistent with the communications issued by the Chair or Management;
- (k) once decisions are made, represent the consensus views of the Board irrespective of personal opinion;

- (l) not misuse information or position to obtain a personal advantage or advantage for others;
- (m) not misuse, abuse or mistreat the Organisation's property; and
- (n) where possible, direct queries regarding Organisational matters to the Chair or Chair of the relevant Committee.

7. Our responsibilities as leaders

7.1. We commit to:

- (a) act as leaders and demonstrate behaviours that are consistent with the behaviours that we expect from Tennis Team Members;
- (b) seek to contribute to a strong and positive culture within the Board and between the Board and Management; and
- (c) liaise with Director of Communications or a member of the Public Relations team on all external media inquiries before making any comment, so they can nominate the most suitable spokesperson and provide expert advice and guidance.

8. Our behaviours

8.1. We commit to:

- (a) respect the rights, dignity and worth of others;
- (b) act with honesty, integrity and professionalism;
- (c) commit to conducting ourselves in accordance with our values of collaboration, excellence, imagination and humility;
- (d) work in a constructive way with fellow Board Members and Management;
- (e) treat others in a fair and considerate way;
- (f) accept responsibility for our actions;
- (g) understand and maintain uncompromising compliance with all of Tennis' standards, rules, regulations, policies and by-laws;
- (h) respect the law and act in accordance with it;
- (i) operate within the rules and spirit of the sport of tennis;

- (j) not use our involvement in the sport of tennis to promote our own interests;
- (k) not misuse or disclose confidential information and respect the privacy of our customers and other third parties. This includes not using confidential information to obtain a personal benefit or benefits for other people, and this obligation continues after we have ceased to be on the Board;
- (l) demonstrate a high degree of care and responsibility when dealing with persons under 18 years of age;
- (m) obtain and submit background checks confirming our suitability to act and continue to act as Tennis Board Members;
- (n) refrain from any behaviour that may bring TA or a MA, another Board Member or Management into disrepute; and
- (o) act as positive role models in the community.

9. If we are concerned, we will speak up

- 9.1. All Tennis Board Members and Management are encouraged to voice any concerns about conduct that may breach this Code. Any concerns should be raised directly with the Chair and will be managed by the Chair.
- 9.2. We agree that by calling out behavior that is inconsistent with this Code, we will foster a culture that best reflects our values and supports our Organisational goals.
- 9.3. Concerns raised about a breach of the Code will be investigated and consequences may result including, by way of example, a warning being issued, a change being made to the Director's representational responsibilities, or proper processes being followed to have the Director's position reconsidered by the Members.

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