

SCOPE

This Code of Conduct applies to all members (**Members**) of any Standing Committee constituted by the Football NSW Limited Board (**Board**) from time to time.

PURPOSE

At Football NSW Limited (**FNSW**), the Standing Committees play an integral role in bringing a closer alignment and connection between the Board and the football community.

The proper functioning of each Standing Committee requires that the discussions are open, constructive and transparent.

This Code of Conduct sets the ethical and behavioural standards expected of all members of a Standing Committee.

CONDITIONS

- (a) A Member must act honestly, in good faith and in the best interests of FNSW as a whole;
- (b) A Member has a duty to use care and diligence in fulfilling their functions and exercising the powers attached to that Standing Committee;
- (c) A Member must use the role on the Standing Committee, in the best interests of FNSW as a whole and not for any personal gain;
- (d) A Member must recognise that the primary responsibility is to FNSW as a whole, but should, where appropriate, have regard for the interests of all stakeholders of FNSW;
- (e) A Member must not make improper use of information acquired as a member of a Standing Committee;
- (f) A Member must not take improper advantage of the position of a member of a Standing Committee;
- (g) Confidential information received by a Member in the course of the exercise of his or her duties as a member of a Standing Committee remains the property of FNSW and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by the Board, or is required by law;
- (h) A Member must treat fellow Members, FNSW directors and staff, and stakeholders with respect;
- (i) A Member must not engage in any conduct which is contrary to, or otherwise breaches, the FNSW Grievance and Disciplinary Regulations or the Football Australia National Code of Conduct and Ethics;
- (j) A Member should not engage in conduct likely to discredit FNSW or be detrimental to the interests of FNSW or the game of football generally;
- (k) A Member must not be charged with a criminal offence or have a criminal offence proven against them;
- (l) A Member must not have, or must not accept, a senior role with another member federation (including, but not limited to, a senior management role or a position on the board/committee of the member federation); and
- (m) A Member has an obligation, at all times, to comply with the spirit, as well as the letter of the law and with the principles of this Code of Conduct.

COMPLAINTS HANDLING PROCEDURE

Complaints

An allegation that a Member has breached this Code of Conduct (**Complaint**) may be made by the following:

- a Director of FNSW;
- the Board;
- a member of the Executive of FNSW;
- a registered Member of FNSW;
- a Member of a Standing Committee; or
- a Standing Committee.

(each, a **Complainant**).

FOOTBALL NSW CODE OF CONDUCT – STANDING COMMITTEE MEMBERS

Complaints Handling Process

A Complaint shall be dealt with in accordance with the procedures set out below:

Written Complaints

A Complaint must:

- be in writing;
- specify which section of this Code of Conduct is alleged to have been breached and contain particulars of the alleged breach; and
- include any available supporting material.

Consideration of a Written Complaint by the Football NSW Board

A written Complaint should be marked “confidential” and submitted to the Head of Legal & Governance of FNSW. The Head of Legal and Governance will then forward the written Complaint (including any available supporting material) directly to the Board.

The Board may suspend or remove a Nominated Member from a Standing Committee if:

- (a) the Board receives a written recommendation to that effect from that Nominated Member’s Standing Committee, together with the matters taken into account in making that recommendation; or
- (b) the Board forms the view that the Nominated Member has breached this Code of Conduct.

However, the Board may only suspend or remove the Nominated Member if the following steps are complied with:

- (a) in the case if a written recommendation from the Nominated Member’s Standing Committee – FNSW must give the Nominated Member a copy of the written notification provided to FNSW by the Standing Committee as soon as practicable after it is received by FNSW,
- (b) in the case of any other Complaint – FNSW must give the Nominated Member a written notification that details the Board’s reasons for forming the view that the Nominated Member has breached this Code of Conduct;
- (c) FNSW must give the Nominated Member at least 14 days’ notice of the Board meeting at which the suspension or removal of the Nominated Member is to be considered; and
- (d) at the Board meeting at which the suspension or removal of the Nominated Member is to be considered, the Nominated Member must be given the opportunity to put their case to the Board by speaking at the meeting.

Sanctions for Breach of Code of Conduct by a Member

Provided the abovenamed steps are complied with, the Board may:

- suspend a Nominated Member from a Standing Committee for a set period of time; or
- remove a Nominated Member from a Standing Committee.

Any decision made by the Board in this regard is final and not subject to any review or appeal.

For the avoidance of doubt, the Board may suspend or remove an Appointed Member from a Standing Committee at any time in its absolute discretion.