

WAIS Board Member Code of Conduct

Owner: Governance Committee

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WESTERN AUSTRALIAN INSTITUTE *of* SPORT

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1. Introduction

This Code of Conduct (Code) has been prepared to promote good practice. It gives board and committee members a summary of their obligations and provides guidance about ethical conduct.

In this Code, “member” means a Board member or Director duly appointed by the Minister for Sport and Recreation and approved by Cabinet. The term “Board” also includes Committees of the Board.

It is based on the WA Conduct Guide for Public Sector Boards and Committees (Published July 2014), WA Board Essentials (August 2014) and the Public Sector Code of Ethics (2012), with which directors need to be conversant. They are available on the WA Public Service Commission’s website:

<https://publicsector.wa.gov.au/document/conduct-guide-public-sector-boards-and-committees>

https://publicsector.wa.gov.au/sites/default/files/documents/board_essentials.pdf

<https://publicsector.wa.gov.au/node/1691>

An appointment to the board carries with it responsibilities and obligations. Ignorance about those responsibilities can damage both the individual and the organisation they serve. People appointed as directors and committee members should understand their responsibilities.

In performing their responsibilities, directors must work with the responsible Minister and with the Executive Director

Board members will:

- 1.1** Acknowledge and respect the legitimate interests of the Minister for Sport and Recreation concerning the board’s role and the operations of WAIS.
- 1.2** Ensure lawful directions made by the responsible Minister are followed.
- 1.3** Where applicable, properly observe their responsibility as an employer.

2. Personal behaviour

Board members are in a position of trust. Their involvement may affect the welfare, rights or entitlements of the community and individuals.

Board members are expected to carry out their functions with professional integrity and due regard for the public interest. All board members need a clear understanding of their public duty and legal responsibilities.

Board members will:

2.1 Understand the Board's role and public duties

- 2.1.1** Gain a clear understanding of the role or purpose of the board as well as the statutory and regulatory requirements of members carrying out their public duties.
- 2.1.2** Develop an understanding of the physical, political and social environment in which the board operates.
- 2.1.3** Stay informed about all relevant activities affecting the board.
- 2.1.4** Comply with legal obligations and assist with implementation of the decisions taken by the board.

2.2 Be active

- 2.2.1** Attend all board meetings. Where attendance is not possible members will submit an apology. If absence is likely to extend for several consecutive meetings, members will obtain leave of absence.
- 2.2.2** Participate actively and work cooperatively with fellow members and stakeholders to achieve the organisation's goals.
- 2.2.3** Prepare for meetings by reading and considering papers circulated with the agenda.

2.3 Respect each other

- 2.3.1** Treat each other with professionalism, courtesy and respect.
- 2.3.2** Not improperly influence other board members.
- 2.3.3** Act loyally and in good faith.

2.4 Consult

- 2.4.1** Consult stakeholders and affected parties about issues under consideration.

2.5 Raise concerns

- 2.5.1** Express concerns to the chairperson or other relevant authority about decisions or actions contrary to the interests of WAIS or the board's public duty.
- 2.5.2** Disclose any information about actual or potentially corrupt or illegal activities to the chairperson or, if necessary, the Anti-Corruption Commission.

3. Accountability

The *Financial Management Act (v.9.0)* places a responsibility on board members to ensure efficient and effective operations, to avoid extravagant and wasteful use of resources, and to record processes carried out when purchasing goods and services.

Board members will:

- 3.1** Act in a lawful, ethical and justifiable manner.
- 3.2** Demonstrate personal integrity and reliability.
- 3.3** Maintain confidentiality.
- 3.4** Participate constructively in board activities.
- 3.5** Ensure action is taken on audit reports or management letter recommendation, if required.
- 3.6** Ensure compliance with statutory and legal requirements.
- 3.7** Analyse financial statements and management reports with due care, and ensure they are properly informed.

3.8 Remuneration or sitting fees

Board members will not:

- 3.8.1** Accept any fee, reward, gratuity, gift or remuneration of any kind other than the sitting fees or allowances officially applicable to the board.

3.9 Allowances- Accommodation and travel expenses

Board members will:

- 3.9.1** Obtain approval for WAIS official travel from the board and record this in the minutes.
- 3.9.2** Comply with the WAIS travel policy.
- 3.9.3** All interstate and intrastate travel is to be approved by the board.
- 3.9.4** Travel and accommodation expenses will be reimbursed in accordance with WAIS policy or booked and paid directly by WAIS.

3.10 Entering WAIS premises

The Executive Director of the Western Australian Institute of Sport is responsible for its day to day management. The board as a whole or individual member may need to visit the WAIS in a formal capacity or to use government facilities and equipment.

Board members will:

- 3.10.1** Cooperate with the Executive Director when using the premises for meetings, or other board business or wishing to use government facilities or equipment for board purposes.

4. Engaging Consultants / Contractors

Government guidelines and procedures ensure a consistent approach in recording the engagement of consultants/contractors. It is important that a board determines whether the person is to be engaged as an employee, or as a contractor.

An employee is engaged on a contract of service which implies an employer / employee relationship under which the board is responsible for the person's wages, worker's compensation, PAYE tax instalments and group certificate etc. A contractor is engaged on a contract for service, which implies there is no employer / employee relationship. Accordingly a contractor submits an invoice for the service performed.

Board members will ensure:

- 4.1** Persons employed under contracts of service will be recruited, appointed and managed in accordance with WAIS employment policy.
- 4.2** Contracts for service will be made following correct purchasing procedures; according to WAIS guidelines on contracts for professional services.

5. Documentation of decisions

All decisions affecting the policy, practice and welfare of WAIS must be transparent. Decisions and processes should be documented. Documentation protects all parties involved in a decision, both collectively and individually.

The Board will:

- 5.1** Prepare and retain minutes for all official board meetings.
- 5.2** Ensure adequate procedures are observed for documenting decisions, events and transactions involving the board.

5.3 Use of confidential information

Sometimes highly sensitive matters are discussed by boards. These may be discussed with only board members present and in strict confidence. Nevertheless all decisions should be documented and appropriate minutes prepared, while according certain records an extra level of security.

The Board will:

- 5.3.1** Ensure confidential records are subject to appropriate access procedures.
- 5.3.2** Respect confidential information and observe any restrictions agreed by the board (subject to Freedom of Information Act requirements).
- 5.3.3** Maintain confidentiality and not divulge information deemed confidential or sensitive. If members are uncertain they should seek direction from the board chairperson.
- 5.3.4** Not misuse information obtained in the course of board duties for direct or indirect gain, or to do harm to other people or the board.
- 5.3.5** Respect the privacy of individuals.

5.4 Security of information

While the Executive Director or his/her nominee may be the person primarily responsible for the storage and handling of records, all board members have individual responsibility for any document, tape, disk or other record in their custody. Records should not be left in places where they may be seen by non-board members such as at home, an office or motor vehicle.

Board members will:

- 5.4.1** Ensure recorded information, in both paper and electronic form, under their control is kept in a secure place.
- 5.4.2** Be cautious about leaving board records on fax machines, photocopiers or computer screens.
- 5.4.3** Lock away sensitive documents rather than leave them lying on desks.
- 5.4.4** Avoid discussing board business in public places where there is a likelihood of being overheard.
- 5.4.5** Dispose of duplicate copies of records no longer required in accordance with archive procedures.

5.5 Amendment or falsification of records

Under criminal law, Western Australian government board members are Public Officers (s.85 of the Criminal Code).

Board members will:

- 5.5.1 Not falsify, destroy, alter or damage any public record.
- 5.5.2 Not backdate information or remove folios from files.

5.6 Freedom of information (FOI)

The *Western Australian Freedom of Information Act (FOI) 1992* was introduced to help people gain access to documents and to check personal information in documents.

Board members will:

- 5.6.1 Comply with the letter and spirit of the Western Australian Freedom of Information Act (FOI) 1992, to assist the public to gain access to documents; allow access promptly and at the lowest possible cost, and ensure personal information held is accurate, complete and not misleading.
- 5.6.2 Record facts in documents; avoid recording disparaging remarks and personal opinions about individuals; and avoid removing documents from a file.

6. Conflicts of interest

6.1 Gifts and gratuities

Board members should not accept gifts or benefits likely to place them under an actual or perceived financial or moral obligation to other organisations or individuals.

Board members shall comply with the WAIS Fraud and Corruption Protection and Detection Policy, Gifts, Benefits and Hospitality Policy, and Anti Match Fixing Policy and therefore will:

- 6.1.1 Not demand or accept in connection with their official duties any fee, favour, reward, gratuity or remuneration of any kind, outside the scope of their entitlements as a board member, unless authorised by the chairperson of the board.
- 6.1.2 Not use their public position for personal profit or gain.
- 6.1.3 Not accept a gift if it could be seen by the public, knowing the full facts, as intended or likely to cause a member to act in a particular way or deviate from public duty.

6.2 Private interests

Board members are expected to place public interest above personal interests and not to use their position for personal gain.

Conflicts between private interests and public duties can arise when:

- 6.2.1** A member stands to make a financial gain from a board decision.
- 6.2.2** A member's spouse, children or near relative stands to make a financial gain.
- 6.2.3** A member holds membership of another organisation likely to benefit from a board decision.
- 6.2.4** A member's spouses, children, near relatives or close associates are members of an organisation affected by board decisions.

Accordingly board members will:

- 6.2.5** Openly declare matters of a private interest such as investments, relationships, voluntary work and membership of other groups that may conflict or be perceived to conflict with the member's public duty and duty as a director of WAIS.
- 6.2.6** Record any issues of conflict in the Directors Register of Interests to ensure they are transparent and capable of review.
- 6.2.7** Disqualify themselves from any board discussions and decisions where a conflict of interest has, or could occur.

7. Public sector employees on boards or committees

- 7.1.1** If a public sector employee is appointed to a board, the reasons should be documented and made public.
- 7.1.2** Public sector employees serving on a government board have the same fiduciary responsibilities as other board members, but should not receive remuneration additional to their salaries.

8. Maintain WAIS Integrity

WAIS has a duty to provide a safe and ethical environment for its athletes and staff to train and work within. Therefore board members will read and formally acknowledge their understanding and commitment to the WAIS Anti-Doping Policy and Anti-Match Fixing Policy:

9. Compliance with the Western Australian Public Sector Code of Ethics and Codes of Conduct

The Commissioner for Public Sector Standards monitors compliance with the WA Public Sector Code of Ethics and applicable codes of conduct. The Commissioner may report any public sector bodies, found to be in breach of the codes, to their relevant Minister and to Parliament.

Accordingly Board members will:

- 9.1.1** Read and comply with the Western Australian Public Sector Code of Ethics, <https://publicsector.wa.gov.au/node/1691>
- 9.1.2** Receive a copy of this Code of Conduct, read it, formally acknowledge its contents by signing a copy to be retained by the Institute and abide by it.

DIRECTOR: _____

DATE: _____