

# SLSQ DIRECTORS' AND COUNCILLORS' DECLARATION AND CODE OF CONDUCT

Under the leadership of the Chair and the CEO, the Board and Council are to be proactive in implementing SLSQ's objects having regard to the requirements outlined in the Constitution and to determine and articulate SLSQ's values, vision and strategic direction.

## 1. SLSQ's Directors and Councillors are expected to

- Meet fiduciary responsibilities as required under all relevant Commonwealth and State legislation and under common law.
- Comply with SLSQ's Constitution, Rules, Regulations and Policies.
- Act honestly in the best interests of SLSQ as a whole and not of those individual constituents.
- Avoid conflict of interest and to disclose immediately any actual or potential conflict.
- Develop strategic planning and direction of SLSQ including approving the business plan and budget, monitoring organisational performance and evaluating strategic results, and approving expenditure outside the approved budget and delegations.
- Devote the necessary time to the performance of their duties including reviewing Board and Council papers prior to meetings.
- Interact with key stakeholders and Members to inform them of achievements and to ensure that they have input into determination of strategic goals and direction.
- Report back to the stakeholders at relevant forums through the Chair and the CEO.
- Monitor the CEO and organisational compliance with the relevant Commonwealth and State legislation and with SLSQ's own policies.
- Maintain the confidentiality of information they receive by virtue of being a Director or Councillor of SLSQ.
- Evaluate their collective effectiveness as a Board or Council.
- Not improperly use their position or misuse information of SLSQ.
- Commit the time necessary to discharge effectively their role as Director or Councillor.
- Understand the complexities of the sectors in which SLSQ operates together with those sectors' structure, operations, controls, regulatory obligations, current technology, types of transactions and political/economic environment to adequately assess the risks faced by SLSQ.
- Report to the Chair and are accountable for the performance of their duties as a Director or Councillor.
- Work cooperatively with the CEO.

## 2. Directors Limitations

- No Director or Councillor is authorised to incur expenses or debts on behalf of SLSQ.

### **3. Deed of Indemnity and Access**

The SLSQ Constitution indemnifies each Director and Councillor to the fullest extent permitted by law. Each Director is entitled to a deed of indemnity, which shall include provisions relating to:

- access to Board papers;
- confidentiality;
- indemnity by the organisation; and
- the provision of Directors and Officers insurance.

Each Councillor is entitled to a deed of indemnity, which shall include provisions relating to:

- access to Council papers;
- confidentiality; and
- indemnity by the organisation.

### **4. Declaration**

If I am found by my fellow Directors or Councillors (as the case may be) acting reasonably and in good faith that I have:

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