



Code of Conduct Australian Sailing Committees

Objective

Australian Sailing is a Company limited by Guarantee, subject to the provisions of the Corporations Act (Cth) 2001 and regulated by the Australian Securities Investment Commission (ASIC).

The objective of this Code of Conduct is to articulate, in practical terms, the way in which each Committee member agrees to behave in their role as a member of a Committee of the organisation and meet the obligations of Directors and company office holders required under the Corporations Act (Cth) 2001.

As a member of an Australian Sailing committee, I agree that I will:

Act in Good Faith in the Best Interests of the Organisation

1. Always act honestly.
2. Act in the best interests of the organisation, which means its members and purpose.
3. Treat all members fairly and equitably.
4. Comply with the law in protecting other stakeholder interests (e.g. employees; creditors).
6. Only use the powers of the Committee for the purpose they were granted.
7. Exercise my independent judgment and not vote at the direction of anyone else.
8. Bring an open mind to any discussion.
9. Be impartial in decision-making.
10. Foster the good reputation of the organisation and not do anything to discredit that reputation.
11. Seek prior approval for any out-of-pocket expenses for which I will claim reimbursement.
12. Not accept any personal benefits likely to place me under an obligation to other organisations or individuals.

Avoid or Manage Conflicts of Interest Appropriately

1. Not put my own interests above those of the organisation as a whole.
2. Not take improper advantage of my position as a Committee member to gain, directly or indirectly, a personal advantage for myself or another associated with me (e.g. my family; my company or business; another organisation with which I am involved).
3. Make full disclosure of any conflict or potential conflict to the Committee.
4. Make sure the Committee handles my declared conflict in the way it is required to by the law or the organisation's Constitution which usually involves:
 - A minute that I have declared a conflict;
 - A decision by the Committee as to whether I can be present for any discussion on the issue;
 - A minute that I have left the Committee room;



- The remaining Committee members deciding the issue in my absence; and
 - My return to the Committee room to be advised of the Committee's decision on the issue.
5. If my conflict is identified in advance, decide with the Chair if I should not receive Committee papers on the issue.
 6. Consider the need to resign from the Committee if the conflict is significant and continuing.
 7. Not seek or accept any benefit for directing a business or service provider to the organisation.
 8. Seek any expert professional advice about my duties as a Committee member from a source independent of the organisation's professional advisors.

Use Information Properly

1. Not use information gained as a Committee member improperly.
2. Not provide organisational documents to others outside the organisation.
3. Keep Committee meeting discussion, debate and papers confidential unless the Committee has authorised disclosure or it is required by law.

Support Decisions Taken By the Committee

1. Support consensus decision-making in the Committee.
2. Only ask that my vote against a Committee decision be recorded in exceptional circumstances.
3. Publicly support the Committee's decision, even where I disagreed.
4. Resign from the Committee rather than undermine its decisions

Act with Care and Diligence

1. Work to understand my duties and responsibilities as a Committee member as defined in the committee charter or Terms of Reference.
2. Devote adequate time to my role.
3. Attend meetings regularly.
4. Read Committee papers and other information provided.
5. Be an active participant in meetings and ask pertinent questions.
6. Become familiar with the operations of the organisation.
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10. Question the status quo to look for ways to improve the organisation.

Act According to the Organisation's Values

1. Uphold Australian Sailings values which define our character and guide how we behave as we collectively do what is right for Sailing
 - a. Respect - We value each other's experience and knowledge
 - b. Integrity - We act honestly and take responsibility
 - c. Teamwork - We work as one crew to help each other perform
 - d. Excellence We exceed expectations and strive for the best