



## Board Code of Conduct

The Board should ensure and actively promote ethical behaviour and decision making as set out in this Code of Conduct. Board members are expected to act with integrity to ensure that the reputation of Cycle Sport Victoria ('CSV') is managed, protected and enhanced.

- The Board recognises the importance and value of Board diversity. The Board and its members are expected to promote and encourage equity and inclusiveness throughout the organisation and consider age, gender, cultural background and people with a disability in decision making.
- Directors are expected to act honestly and in the best interests of the members as a whole and not to represent individual constituents or advance self interest or that of individual clubs.
- Directors are expected to contribute to a positive Board behaviour and culture by showing respect for other Board members opinions, allowing each member a fair and equal opportunity to contribute to discussion / decision making and refrain from personal attack or derogatory comment.
- Directors are required to comply with the following legal duties including:
  - act in good faith and for a proper purpose
  - exercise due care and diligence
  - ensure the organisation does not continue to carry on its business whilst insolvent
  - meet the requirement of various federal and state laws that directly impact on the organisation.
- Directors are expected to disclose actual/potential/ perceived conflicts of interest.
- Directors are expected to behave responsibly particularly in regard to maintaining Board confidentiality at all times.
- Directors are expected to review board papers and prepare before Board meetings as well as acquaint themselves with issues confronting the Board.