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NETBALL AUSTRALIA DIRECTOR CODE OF CONDUCT

Netball Australia (NA) is the peak governing body of Netball in Australia. NA is subject to the *Corporations Act 2001* (Cth) and the NA Constitution. Should a conflict arise between this Director Code of Conduct and the Constitution, NA's Constitution will prevail.

Background

The principal responsibility of the Board is to provide strategic leadership for Netball Australia and Directors must comply with their fiduciary duties and assume this responsibility, understanding they are key custodians of the game of Netball.

Netball's Purpose

NA's purpose is to grow and protect netball, strengthen community connections, and empower women and girls through sport. We champion excellence at every level - from grassroots participation to the success of the Diamonds and the world-leading Suncorp Super Netball league.

We are committed to inclusion, working with communities across Australia to ensure people of all ages, abilities, backgrounds and genders can access and enjoy netball. Our mission is simple: to help netball thrive now and for generations to come.

Netball's Vision

NA's vision for 2025-2035 is for an Australia that is *Made in Netball* – where netball is not only the choice of women and girls, but a powerful force for connection, excellence, and impact. *Made in Netball* is more than a tagline. It captures what makes our sport unique: a place where generations of girls and women have found and become their best selves.

Director Code of Conduct

The Board is committed to developing and sustaining an inclusive, collaborative and high-performing Board culture. Directors acknowledge that the way they go about achieving NA's strategic outcomes - individually and collectively - will directly impact the cultural tone at all levels of the organisation.

This Code of Conduct:

1. outlines the types of behaviours that NA requires from its Directors and sets out clear principles and guidelines for the ethical and professional conduct of each Director in effectively carrying out their responsibilities; and
2. applies to NA Directors whenever they are acting in their capacity as a NA Director.

Directors have committed to adopt and display the following behavioural traits in all interactions with each other in consideration of NA's business.

a) Custodianship

Act with a longer-term view of what will deliver the sport ongoing sustainability while keeping an eye upon the unique role Netball plays within the lives of individuals and the fabric of communities.

b) Humanity

Expect a commitment to Purpose while co-creating an environment where individual humanity and differences of approach are valued. Allow and be open to "forgivingness".

c) Diversity

Bring intense curiosity to the discussion so that all views are aired and can be considered. Be patient with reaching outcomes and explore the “other side of the fence”.

d) Goodwill

Start with an assumption of goodwill and positive intent so that words and actions are taken at face value and are accepted as coming from a place of openness and trust. Maintain a bias towards optimism.

e) Respect

Act with respect toward each other; toward processes; authority; and diversity in all its forms. Demonstrate integrity and be truly accountable and honest with each other.

f) Collective Responsibility

Own decisions of the Board and present a united view outside the Board. Be solutions-focused and fully engaged in all discussions of the Board.

g) Personal Responsibility

Own your role in the creation of a safe space for all. Check any baggage at the door, and if you perceive something's not quite right or someone's view is not quite resolved, raise this and encourage further exploration.

Directors of NA must:

1. act honestly and in good faith in the interest of NA as a whole;
2. exercise the degree of care, skill and diligence that a reasonable person in a like position would exercise in NA's circumstances;
3. avoid any actual or potential conflict between the obligations owed to NA and a Director's personal interest or other duties;
4. not disclose any information that is obtained through their position that is confidential;
5. disclose advantages or business opportunities acquired in the course of their office;
6. understand and meet NA's fiduciary and financial obligations;
7. be independent in judgment and actions and take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Directors;
8. be well prepared for Directors meetings;
9. make reasonable enquiries at Directors meetings to ensure that NA is operating efficiently, effectively and legally towards achieving NA's goals;
10. undertake diligent analysis of all proposals and matters placed before the Directors;

11. acknowledge and embrace decisions of the Directors when communicating with third parties, irrespective of their own personal views;
12. treat colleagues, members and employees of NA with respect, courtesy, honesty and fairness, having proper regard to their interests, opinions, rights, safety and wellbeing;
13. show respect for the opinions of other Directors and allow each Director a fair and reasonable opportunity to contribute to discussion and decision making;
14. not engage in conduct, or make any public statement, that:
 - a. is unbecoming of a Director;
 - b. is or could be harmful to the interest of netball; or
 - c. does or could bring the Director, the game of netball, NA, the SSN, broadcaster or commercial partner into disrepute.
15. not abuse, harass, bully, intimidate, discriminate, threaten or victimise other Directors, colleagues, members and/or employees of NA;
16. promote and encourage diversity, equality and inclusiveness in decision making and throughout NA; and
17. at all times exemplify NA's values and actively conduct themselves in a manner consistent with the critical statutory, cultural and leadership role of a director of NA.

Safeguarding Children & Young People

NA is a child safe organisation and has zero tolerance for child abuse, harm and neglect in any form. NA adheres to applicable child safety standards and legislation. Directors must be aware of their responsibilities outlined in NA's Safeguarding Children & Young People Policy and other safety and safeguarding documents and be clear about processes for reporting and acting on concerns or reports of child abuse.

Directors will respect, listen to and promote the rights of children and young people and ensure behaviour and interactions with children and young people are appropriate, respectful and adhere to the behavioural expectations outlined in NA's Safeguarding Children & Young People Policy and other safety and safeguarding documents.

Breach of the Director Code of Conduct

A breach of this Director Code of Conduct may be considered serious misconduct and require formal investigation and further action being taken in accordance with the Governance Framework.

In some situations, a breach of this Director Code of Conduct may result in detriment to NA and the Director may be liable for their actions under civil and criminal laws.

If a Director suspects that a breach of this Director Code of Conduct has occurred or will occur, the Director must report that breach to the Chair of the Board, the Company Secretary or the Finance, Risk and Audit



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Committee. In some circumstances, such a disclosure may qualify for protection in accordance with the Whistleblower Policy. All reports will be acted upon and kept confidential.

Directors agreed that holding each other accountable to the behaviours outlined in this Director Code of Conduct is of paramount importance to successfully creating a high-performing, effective and harmonious Board culture. Directors therefore agreed that should behaviours digress from these agreements, that they will have the courage to have the “difficult conversations” whilst still modelling the behaviours and principles outlined in the Code of Conduct.

Refer also: Netball Australia Limited Constitution; Governance Principles Policy; and Delegation of Authority.

Acknowledgement and Agreement

I understand, acknowledge and agree to the terms which are set out in this Director Code of Conduct.

I acknowledge that I must ensure that any personal interests or roles do not influence or interfere with the proper performance of my duties in the best interests of NA.

I agree that I have an ongoing obligation to comply with this Director Code of Conduct (including any amendments from time to time).

.....
Director Name

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Director Signature

.....
Witness Name

.....
Witness Signature

.....
Date



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RECORD OF REVIEW

Date	Comment	Responsibility
April 2025	Changes endorsed	NA Board
2023	Changes endorsed	Governance Committee
5 May 2020	Approved by circular resolution	NA Board
19 June 2019	Changes endorsed	Governance Committee
12 February 2018	Changes endorsed	Governance Committee