**YORKSHIRE REGIONAL NETBALL ASSOCIATION**

**CODE OF ETHICS**

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**Valid from on 14th October 2014**

1. **INTRODUCTION, SCOPE AND APPLICATION**
   1. Yorkshire Regional Netball Association (YRNA) and its Members aspire to the highest ethical standards in their regional governance and administration of the sport of Netball, in order to safeguard the integrity, image and reputation of the sport, to maintain public confidence in their work as a regional custodian of the sport, and to help achieve the fundamental goal of securing the long-term health and vitality of the sport at all levels within the Yorkshire region of England (the Objectives). YRNA has therefore adopted this Code of Ethics, establishing clear ethical requirements to govern the activities of those individuals who assist YRNA in its role as a regional body of the sport in England. Each County Netball Association within the Region is encouraged to adopt its own code of ethics, using this Code of Ethics as a guide, to govern the ethical behaviour of individuals assisting the YRNA in its role as the regional body responsible for the sport of Netball in Yorkshire, and taking effect in respect of Netball events and actions over which YRNA has jurisdiction.
   2. This Code of Ethics will take effect from 14th October 2014 and may be amended from time to time by the YRNA Regional Management Board (**RMB**).
   3. This Code of Ethics applies to and binds the following persons (collectively, the **Officials**), each of whom is deemed to have agreed to be bound by and to comply with its terms:
2. each person serving as a member of the RMB or an officer of YRNA (each, an **RMB Member**);

1. each person serving as a member of a committee or working group of YRNA and each person appointed to represent YRNA on any committee or working group or in any similar role (each, a **Committee Member**);
2. each person who is a representative of a constituent County Netball Association within the Yorkshire region who has any dealings or interaction of any kind with YRNA (each, a **Representative**).
   1. Each Official is required to comply with this Code of Ethics (a) whenever they are acting in their capacity as such; and (b) at any other time where their conduct at such times reflects upon YRNA or could otherwise undermine the Objectives. Representatives are required to comply with this Code of Ethics whenever they are dealing or interacting in any way with YRNA*.*
   2. If an Official ceases to be bound by this Code of Ethics, such Official will nevertheless remain subject to this Code of Ethics in respect of any matters arising prior to that cessation and will continue to be bound by the obligations of confidentiality in clause 4.
   3. It is acknowledged that conduct prohibited under this Code of Ethics may also amount to a criminal offence and/or a breach of other applicable laws or regulations. This Code of Ethics is not intended to replace but to supplement such laws and regulations. It is therefore to be interpreted and applied without prejudice to the application of such laws and regulations
   4. It is acknowledged that, in addition to this Code of Ethics, Officials may also be subject to separate regulations of England Netball and/or a County Netball Association, and that the same circumstances may engage not only this Code of Ethics but also such other regulations. For the avoidance of doubt, this Code of Ethics is not intended to limit the responsibilities of any Official under such other regulations, and nothing in such other regulations will be capable of limiting an Official’s responsibilities under this Code of Ethics.
   5. Capitalised terms in this Code of Ethics will have the meanings given to them in the Appendix. Unless the context otherwise requires, words denoting any one gender include all other genders, and words denoting the singular include the plural and vice versa; words importing persons (except the word ‘individual’) will include county netball associations and their sub-divisions.
   6. This Code of Ethics and any dispute or claim arising out of or in connection with it (including non-contractual disputes and claims) will be governed by and construed in accordance with English law. Any potential breach of this Code of Ethics will be investigated in accordance with the England Netball Disciplinary Regulations, and any alleged breach of this Code of Ethics will be pursued under such regulations. Subject strictly thereto, any dispute or claim arising out of or in connection with this Code of Ethics will be subject to the exclusive jurisdiction of the English courts.
3. **GENERAL DUTIES**
   1. In addition to complying with all applicable laws and regulations, an Official must conduct herself honestly, fairly, impartially and in accordance with the highest ethical standards of integrity, trust and transparency. She must avoid any conduct that is inconsistent with the Objectives or that undermines them in any way. She must avoid acts or omissions that give the appearance of impropriety, or that denigrate YRNA, or that bring (or have the potential to bring) YRNA and/or the sport of Netball into disrepute. She must not be involved or associate herself in any way with any company, firm or person whose activities are inconsistent and/or conflict with the Objectives.
   2. An Official must not do anything that may intimidate, offend, insult, humiliate or discriminate against anyone on the basis of colour, disability, ethnic origin, nationality, race, religion, sex, sexual orientation or otherwise.
   3. An Official must not abuse her position as an Official in any way, especially for private aims or objectives. She must use the resources of YRNA only for lawful and ethical purposes authorised by the RMB, and not for any unauthorised purpose. An Official may only claim reimbursement from YRNA, at rates approved by the RMB, for expenses properly and reasonably incurred in the course of her YRNA activities.
   4. An Official must:
4. report all knowledge concerning any approach or invitation received by the Official to engage in conduct that would amount to a breach of this Code of Ethics to the Regional Chairperson without delay; and
5. report all knowledge concerning any incident, fact or matter that comes to the attention of the Official that may evidence a potential breach of this Code of Ethics by a third partywithout delay.
6. **LOYALTY (AVOIDING CONFLICTS OF INTEREST)**
   1. An Official must not use her position or her activities with YRNA to advance her personal interests or those of any relative, friend or acquaintance.
   2. Without prejudice to clause 3.1, each Official owes a duty of care and undivided loyalty to YRNA. This means she must make decisions (including as to how to cast a vote on a specific resolution) based solely on her assessment of what is in the best interests of YRNA’s collective membership and the sport of Netball as a whole in relation to the specific issue at hand. She shall discharge her duties in good faith and with the care an ordinarily prudent person in a like position would exercise under similar circumstances. She must not consider or be influenced by any other factors, and she must not seek to advance any conflicting interests, such as (without limitation) the conflicting interests of a County Netball Association or similar body (an ‘institutional’ conflict of interest) or her own personal conflicting interests (a ‘personal’ conflict of interest). She must avoid any situation involving or that could lead to any actual or apparent conflict of such interests.
   3. Specifically in relation to ‘institutional’ conflicts of interest:
7. An Officialmust not promote the interests of any particular stakeholder (such as a County Netball Association or a club, or a group of County Netball Associations or group of clubs), or of any third party (such as their employer or a relative or partner), where doing so conflicts with her overriding duty to act in the best interests of YRNA’s collective membership and the sport of Netball as a whole.

***Note:*** *It is acknowledged that RMB Members and Committee Members may owe duties to third parties. For example, an individual nominated by a County Association for appointment to the RMB may also owe duties to that County Association (perhaps, because she is a committee member or office holder of that County Association). However, in such circumstances, the nominee RMB Member or Committee Member owes the same fiduciary duties to YRNA and its members as a whole as any other RMB or Committee Member. In particular, while the person may take into account the interests of the County Association that nominated her where that is consistent with, and advances, the best interests of YRNA’s collective membership and the sport as a whole, where those interests conflict she must, whenever acting as a YRNA RMB Member or Committee Member, put the interests of YRNA’s collective membership and the sport as a whole first. In other words, her overriding duty is to YRNA’s collective membership and the sport of Netball as a whole, and not to the County Netball Association that nominated her. Therefore, whenever acting as an RMB Member or Committee Member, she must never allow her relationship with her nominating County Association to interfere with her duty to act in the best interests of YRNA’s collective members and the sport as a whole. Furthermore, the RMB Member or Committee/ Working Group Member must exercise independent judgment in carrying out her duties as an RMB or Committee Member. Accordingly, while she may consult with her nominator and take its views and interests into account in deciding how to exercise her powers, she cannot agree to vote as directed by her nominator, and may only vote in accordance with its wishes where to do so would be in the best interests of YRNA’s collective membership and the sport as a whole.*

1. An RMB Member or Committee Member must not do anything or allow anything to be done that would undermine the duty of undivided loyalty that each RMB Member or Committee Member owes to YRNA. In particular, she must not use undue influence or allow herself to be unduly influenced so as to compromise that duty of undivided loyalty.

***Note:*** *For example, an RMB or Committee Member must not trade votes in exchange for benefits to her nominator (such as the promise of a favour by one County Association in exchange for voting in that County Association’s favour on another issue).*

1. An Official must disclose to the RMB or Committee any matter that may reasonably be construed as impacting or potentially impacting upon decision-making at RMB or Committee level (for example, side-agreements between County Associations) and must provide such further information in relation thereto as the RMB and/or Committee may request, so that there is due transparency and its effects are understood.
   1. Specifically in relation to ‘personal’ conflicts of interest:
2. Where an Official has or may have an actual, apparent or potential conflict of interest between her personal interests and her duties owed to YRNA, she must disclose the conflict to the Regional Chairperson without delay (including, where possible, prior to her election or appointment to the position of a Committee Member) or, if it arises during a meeting, to the chair of the relevant meeting. Thereafter, she must:
   1. excuse herself from any discussions relating to the issue on which she is conflicted;
   2. abstain from voting (and from seeking to influence the vote) on any matter relating to the issue on which she is conflicted; and
   3. refrain from taking any other part in the handling of the conflict or of the issue on which she is conflicted.

***Note:*** *Circumstances in which such an actual, apparent or potential ‘personal’ conflict of interest may arise include (but are not limited to):*

*(a) personal involvement with sponsors, suppliers, contractors, venue operators, broadcasters or customers of YRNA including interest in such an entity, acting in any capacity for such an entity, or accepting benefits (for example, payments, commissions, services or gifts) from such an entity; (b) commercial interests that may have an effect on, or be affected by, YRNA action; (c) outside employment by an entity whose fortunes may be affected by the decisions of YRNA; and (d) outside involvement in business, professional or political organisations that creates the perception of improper and unauthorised divulging of confidential information.*

(b) Where there is an actual, apparent or potential conflict (whether noted by virtue of a formal disclosure or otherwise), the Regional Chairperson(or the chair of the relevant meeting, as applicable) will:

* 1. advise all relevant persons of the conflict;
  2. cause the conflict to be recorded in a centrally-held register (and, where applicable, in the minutes of the relevant meeting).

1. **CONFIDENTIALITY**
   1. An Official must not disclose to any third party (whether for personal gain or otherwise) any information disclosed to her in confidence as a result of her YRNA activities, save where (a) required by law; (b) YRNA agrees in writing in advance; or (c) that information is already in the public domain (other than by reason of her breach of this clause).

***Note:*** *This duty of confidentiality applies (without limitation) to agendas and accompanying papers for meetings, the content of discussions during meetings, and the minutes of meetings.*

* 1. Unless otherwise directed by the RMB or the Regional Chairperson, Committee Members are entitled to discuss committee matters with representatives of their own County Netball Association and to distribute committee minutes and papers to such persons. However, Committee Members must notify such persons that the information is confidential and they must use their best endeavours to ensure that the information is not distributed to any third parties who are not part of their respective County Netball Association.

1. **BRIBERY**
   1. An Official must not offer or accept any bribe, payment, commission, gift, donation, kickback, facilitation payment, or other inducement or incentive (whether monetary or otherwise) in order to influence decision-making in relation to any matter involving YRNA (including, without limitation, in relation to Regional Events andcommercial activities of YRNA). She must disclose any request that she receives for such inducement or incentive to the Regional Chairperson without delay.
2. **GIFTS AND HOSPITALITY**
   1. Without limiting the generality of clause 5.1:
3. an Official must not accept any gift, hospitality or other benefit that is intended to influence (or may reasonably be construed as being intended to influence) the Official when she comes to make decisions on behalf of YRNA;

**Note:** Particular care must be taken in relation to gifts offered by suppliers, other commercial partners and interested parties to influence decisions relating to the awarding of commercial contracts with YRNA, particularly for media rights, events and sponsorship.

1. an Official may never accept any cash gift;
2. an Official must not offer or accept any gift, hospitality, payment or other benefit (whether of a monetary value or otherwise) in circumstances that could reasonably bring her or the sport of Netball into disrepute;
3. subject always to the foregoing, an Official may offer and accept reasonable, proportionate and *bona fide* corporate gifts and hospitality, solely as a mark of respect or friendship, provided that (i) such gifts or hospitality are in line with the prevailing norms in the relevant jurisdiction (for example, gifts of nominal value); (ii) no dishonest advantage is thereby gained and there is no conflict of interest; and (iii) any such gifts or hospitality (or other benefits) that are (individually or in aggregate) worth more than £50 are disclosed to, and recorded and approved by, the Regional Chairperson (or, if not approved by the Regional Chairperson, withdrawn or returned, as applicable).
4. **GENERAL PROVISIONS**
   1. Unless otherwise specified, conduct will only amount to a breach of this Code of Ethics if committed deliberately, recklessly or negligently.
   2. An Official’s agreement or attempt to commit any conduct that would if completed have amounted to a breach of this Code of Ethics will be treated as if it had been completed and had resulted in a breach of this Code of Ethics, unless the Official renounced the agreement or attempt prior to it being discovered by a third party not involved in the agreement or attempt.
   3. An Official who authorises, causes, knowingly assists, encourages, aids, abets, covers up or is otherwise complicit in any breach of this Code of Ethics by another Official will be treated as having committed such breach herself and will be liable accordingly.

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**APPENDIX**

**DEFINITIONS**

**Code of Ethics** means this code of ethics, as amended from time to time.

**Committee Member** has the meaning given to that term in clause 1.3.

**County Netball Association** means the county netball association covering the geographical area within the Yorkshire Region which is recognised by, and in membership of, England Netball and is a constituent member of YRNA.

**England Netball** means the All England Netball Association Limited.

**Regional Event** means a duly-sanctioned match, competition or event contested by representative teams or by teams under the jurisdiction of a County Netball Association within the Yorkshire Region or by teams from such constituent County Netball Associations.

**Member** means an entity that has been admitted as a member of YRNA in accordance with the constitution.

**Netball** means the sport of netball and other derivatives of the game from time to time.

**Objectives** has the meaning given to that term in clause 1.1.

**Official** has the meaning given to that term in clause 1.3.

**Representative** has the meaning given to that term in clause 1.3.

**RMB** means the Regional Management Board of the YRNA.

**RMB Member** has the meaning given to that term in clause 1.3.

**YRNA** means the Yorkshire Regional Netball Association, established in accordance with its constitution and admitted as a member of England Netball.

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