



Board Member Code of Conduct

The Terwillegar Riverbend Soccer Association (TRSA) has adopted the following Code of Conduct that all Board members agree to adhere to annually (in the first meeting following the Annual General meeting).

Responsibility

The Board of Directors is collectively accountable to the players, coaches, families, the community, and other stakeholders. They are accountable for the Association's performance in realizing its goals and providing a sustainable, fun, and exciting soccer experience for players, parents, coaches, and game officials.

Confidentiality

Board members are reminded that confidential financial, personal information and other matters concerning the organization, players, families, volunteers, staff, or community may be included in board materials or discussed from time to time. Board members should not disclose such confidential information to anyone.

Conflict of Interest

No member of the Board of Directors shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a Board member with the Terwillegar Riverbend Soccer Association (TRSA). Members of the board shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the Board. Board members must declare any real, potential, or perceived conflict of interest at all times, and the Board shall decide if a true conflict exists. Board decision is final. Nevertheless, conflicts may arise from time to time, and to manage these:

- a. When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of Terwillegar Riverbend Soccer Association (TRSA) and the Board member's personal interests, the Board member has a duty to immediately disclose the conflict of interest so that the rest of the Board's decision making will be informed about the conflict.
- b. Any conflicts of interest, including, but not limited to financial interests, on the part of any Board Member, shall be disclosed to the Board when the matter that reflects a conflict of interest becomes a matter of Board action, and through an annual procedure for all Board members to disclose conflicts of interest.
- c. Any Board Member having a conflict of interest shall not vote or use his or her personal influence to address the matter, and he or she shall not be counted in determining the quorum for the meeting.
- d. All conflicts disclosed to the Board will be made a matter of record in the minutes of the meeting in which the disclosure was made, which shall also note that the Board member with a conflict abstained from the vote [and was not present for any discussion, as applicable] and was not included in the count for the quorum for that meeting.
- e. Any new Board member will be advised of this policy during board orientation and all Board members will be reminded of the Board Member Code of Conduct and of the procedures for disclosure of conflicts and for managing conflicts on a regular basis, at least once a year.
- f. This policy shall also apply to any Board member's immediate family or any person acting on his or her behalf.



Principle Duties

Every member of the Board of Directors, including the executive, is expected to do the following:

- Prepare for and participate in board meetings (10 annually)
- Prepare for and participate in the Annual Planning Meeting
- Listen to others' views, advocate their own, identify common interests and alternatives, and be open to compromise
- Support governance decisions once made
- Participate in the development of a strategic plan to help guide future decisions (Annual meeting)
- Abide by the by-laws, code of conduct and other polices that apply to the board
- Participate in the approval the annual budget and monitor the financial performance of the Association in relation to it
- Help establish, review, and monitor operational polices
- Identify prospective board members and possibly help recruit and mentor them
- Contribute to the work of board as a member of a board committee
- Attend and participate in the Annual General Meeting
- Be an ambassador for the Association in the wider community
- Keep informed about community issues relevant to the work of the Association

Requirements & Qualifications

The following are considered key qualifications:

- Knowledge of the community and the soccer environment in which the Association operates
- Commitment to helping organization's mission and strategic directions
- Availability of sufficient time to devote to board duties

Removal of a Board Member

- A director may be removed from the board, by majority vote, for not performing his/her duties.
- Being absent from three consecutive board meetings without reasonable cause will result in the automatic removal from the board unless otherwise determined by a decision of the board.
- If the Board votes that a Conflict of Interest can not be managed in any other way.

Expense Coverage

Board members are not entitled to remuneration for completion of their board duties. However, all board members are entitled to claim the following:

- Coverage of up to 2 player fees per season (effective following one full season of board service)
- Expenses incurred in the process of completing TRSA activities
- Expenses incurred during TRSA Committee leadership activities

Acknowledgement

Recognizing the important responsibility I am undertaking in serving as a member of the Board of Directors of Terwillegar Riverbend Soccer Association (TRSA), I hereby pledge to carry out in a trustworthy and diligent manner the duties and obligations associated with my role as a Board member and abide by this Code of Conduct. I understand that failure to abide by this Code of Conduct may result in my removal as a Board Member.