



**AUSCYCLING**

**ETHICS & INTEGRITY  
COMMITTEE CHARTER**

Version 1.0 | 23 October 2020

<b>Policy Owner</b>	Board	<b>Adopted/ Approved by</b>	Board
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<b>Update Description</b>	Policy drafted. Formatting updated.		

## 1. Charter

- 1.1. The Ethics and Integrity Committee ('**Committee**') is a committee of the AusCycling Board ('**Board**').
- 1.2. This charter is the written charter of the Committee and sets out the role and responsibilities, composition and operation of the Committee ('**Charter**')

## 2. Purpose and Authority

### 2.1. Purpose

The purpose of the Ethics and Integrity Committee ('Committee') Charter (the Terms) is to specify the authority delegated to the Committee by the Board (the Board) of AusCycling and to set out the role, responsibilities, membership and operation of the Committee.

The definitions used in the Constitution of AusCycling will apply where a defined word is not defined in these Terms (unless the context requires otherwise).

### 2.2. Authority

The Committee is a Committee of the Board and is authorised by the Board under cl19.2 of the Constitution to assist it in fulfilling its Objectives. The Board delegates to the Committee such authority and power to exercise the responsibilities set out in these Terms and under any separate delegations from the Board granted to it from time to time, until those powers are revoked.

In addition to the functions and responsibilities set out below, the Committee is authorised to obtain outside legal or other independent professional advice or incur any other costs, provided the Committee has first received a quote for the services and the Board has approved the expenditure

## 3. Role of the Committee

### 3.1. Role

The role of the Committee is to act as a Committee independent of the CEO and assist the Board in achieving elements of its Strategic Plan by:

- 3.1.1. providing recommendations to the Board on matters of ethics and integrity relating to the sport of cycling to the extent it is within the jurisdiction of AusCycling
- 3.1.2. exercising powers delegated to it pursuant to these Terms and any other policy of AusCycling approved by the Board.

### 3.2. Scope of Role

Without limiting the role of the Committee under clause 2.1 above, the Committee may consider and report to the Board on matters of ethics and integrity as they relate to cycling including but not limited to:

- 3.2.1. developing and periodically reviewing AusCycling policies, procedures and guidelines including those relating to:
  - 3.2.1.1. Member Protection
  - 3.2.1.2. Child Safety
  - 3.2.1.3. Race-fixing
  - 3.2.1.4. Illegal Betting
  - 3.2.1.5. Anti-Doping
  - 3.2.1.6. Illicit Substances
  - 3.2.1.7. Sports Science and Medicine (including supplements)

- 3.2.1.8. Athlete Wellbeing (in collaboration with the AusCycling People Committee and the AusCycling High Performance Committee)
- 3.2.1.9. Social Media
- 3.2.1.10. Gender
- 3.2.1.11. Discipline
- 3.2.1.12. Any other topics as determined by the Board

3.2.2. matters arising under the Ethics and Integrity Framework.

3.2.3. The role and scope of the Committee.

## 4. Responsibilities of the Committee

The Committee is responsible for:

- 4.1. Undertaking an annual review of the documents comprising the Ethics and Integrity Framework.
- 4.2. Considering the inclusion of additional documents within the Ethics and Integrity Framework.
- 4.3. Assisting in, and assessing the effectiveness of AusCycling's compliance with legislative, regulatory and contractual ethics and integrity obligations.
- 4.4. Considering matters arising under any of the documents comprising the Ethics and Integrity Framework and any other policy of AusCycling that delegates functions to it, including:
  - 4.4.1. Obtaining and reviewing the facts of the matter
  - 4.4.2. Forming an opinion on appropriate consequences for individuals and organisations involved in the matter
  - 4.4.3. Advising on possible internal and external actions for AusCycling to take in response to the matter
  - 4.4.4. Making determinations on matters in accordance with the powers delegated to it.
- 4.5. Supporting, and where relevant, working in collaboration with the National Sports Tribunal (NST) and Sport Integrity Australia (SIA)
- 4.6. Assisting SIA, NST, WADA and the UCI on matters of alleged Anti-Doping Rule Violations or matters arising from the AusCycling No-Doping Declaration Policy that are within their jurisdiction.
- 4.7. Reviewing decisions of SIA, NST WADA and UCI which refer to cycling in Australia.
- 4.8. Reviewing any State specific policies and decisions as they relate to the ethics and integrity of cycling and, as requested by the Board, providing recommendations to the relevant State branch.
- 4.9. Developing and periodically reviewing guidelines to penalties which may be imposed upon Members for a range of acts of misconduct.
- 4.10. Reporting to the Board at least bi-annually on the activities of the Committee.
- 4.11. Consulting with appropriate subject matter experts where necessary to fulfil the Committee's purpose and responsibilities.

## 5. Membership

### 5.1. Composition

- 5.1.1. The Committee will consist of a minimum of five (5) people, up to a maximum of nine (9) people, who will each hold one voting right in relation to decisions of the full Committee:
  - 5.1.1.1. At least one (1) member of the Committee appointed from the AusCycling Board
  - 5.1.1.2. Three (3) to eight (8) other members appointed by the Board
- 5.1.2. Members of the Committee will be appointed by the Board for a term to be determined by the Board, subject to a maximum term limit that must not exceed nine years.
- 5.1.3. The members of the Committee are to be appointed and replaced by the Board, as required.
- 5.1.4. Committee member rotation is encouraged.
- 5.1.5. When appointing members to the Committee regard should be had to relevant policies and good governance principles, and should represent a diverse range of skills and experience that may include but are not limited to:

- i. a legal practitioner
- ii. a person skilled in mediation and/or dispute resolution
- iii. a person knowledgeable in WADA Code compliant anti-doping policy
- iv. a person with skills or experience in investigative processes
- v. a medical practitioner or sports physician
- vi. an Ethicist
- vii. having regard to diversity
- viii. other skills deemed appropriate to the role of the Committee.

5.1.6. The Board should review the performance and composition of the Committee annually.

5.1.7. The Board will appoint one of the members as Chair and another as Deputy Chair of the Committee.

## 6. Meeting Proceedings

6.1. A quorum of the Committee consists of one more than half the number of members of the Committee.

6.2. It is anticipated that the following AusCycling staff will have a standing invitation to attend Committee meetings as guests, but will not have any voting rights in relation to decisions of the full Committee:

6.2.1. The CEO

6.2.2. The AusCycling Integrity Officer or such other person as is nominated by the CEO if there is no appointed AusCycling Integrity Officer

6.2.3. One (1) other member of AusCycling staff will also act as the Secretary of the Committee.

6.3. All Board members have a standing invitation to attend any meeting of the Ethics and Integrity Committee in a non-voting capacity with such rights to speak as may be granted by the Chair of the Committee.

6.4. The Committee may invite such guests to either the entire or parts of a Committee meeting as is considered appropriate to meet the Committee's purpose and responsibilities and matters to be discussed at the meeting.

6.5. Committee meetings should be held at least every four (4) months. However, the Committee may meet as often as the business of the Committee requires and as otherwise directed by the Board.

6.6. The Committee may meet by conference telephone or by using any other technology agreed by the Committee.

6.7. The Chair of the Committee and the Company Secretary, in consultation with the CEO and the Chair of the Board of AusCycling, will be responsible for setting the agenda for each meeting. The Company Secretary will request additional agenda items from Committee members prior to preparing the agenda.

6.8. Decisions of the Committee will be reached on a simple majority basis, noting that the Chair has a casting vote where the vote of the Committee is evenly split. Each decision should be formally documented in the minutes of the Committee meeting.

6.9. Minutes of each Committee meeting should be circulated to all Committee members within seven business days after each Committee meeting and will be tabled and presented at the next meeting of the Board.

6.10. Where the Chair of the Committee is not available for a Committee meeting, the Deputy Chair of the Committee should take the role of Chair.

6.11. Documents relating to the business of the Committee may be distributed to Committee members using a secure technology solution.

6.12. The Committee may consider matters:

6.12.1. as a full assembly of the Committee

6.12.2. by an appointed sub-committee from within the Committee

The Committee should review the Terms at least annually and, if appropriate, recommend to the Board revisions to these Terms.

## 7. Adoption by the Board

This Charter was approved by the Board on 24 September 2020.

END

**LET'S RIDE TOGETHER**