

ETHICS CODE FOR MEMBERS - KEY ISSUES TO INCLUDE

1 INTRODUCTION

- 1.1 Outlined below are the key issues Members may wish to include when introducing an Ethics or Integrity Code or Policy.
- 1.2 The purpose of a Code of Ethics is to provide an external system of rules and regulations which are aligned to moral principles, that the **[insert Member Board's name]** wishes to apply to a Member Board's members, officials and staff (and anyone else that falls under the Member Board's jurisdiction), to remind, guide, and govern the behaviour of those directing or supporting the Member in its activities as the national governing body for cricket in its territory.
- 1.3 A Code of Ethics should *protect* and *support* every member, official and staff member (and anyone else that falls under the Member Board's jurisdiction which the Member Board deems it appropriate that the Code of Ethics should apply to), and it should not be used as a draconian or highly restrictive policy aimed at disadvantaging individuals. It should be embraced, understood and adopted by members, officials and staff members (and anyone else that falls under the Member Board's jurisdiction), and the Code should be equally applied to all. That said, it should be incumbent on the most senior leadership (including, without limitation, the President/Chairman, members of the Board, CEO, CFO and other senior management of the Member Board) to practice and apply it to themselves, and equally importantly, to be *seen* to apply it unwaveringly, robustly and scrupulously in order to set the leadership example that others can follow.
- 1.4 A Code of Ethics must be sensible and able to be integrated and applied by all, it should not be seen as a theoretical policy document that bears no relation to reality. If this is the case within an organisation, either the Code is failing, or the behaviours and working practices within the organisation are falling short of minimally acceptable standards.
- 1.5 Outlined below are the key areas with accompanying language that can be used to create a Member's Code of Ethics or Ethics Policy (or which can be incorporated into a pre-existing Code or Policy). They may include some explanatory comments in italics where necessary.
- 1.6 Members will note that the framework refers to the appointment of an Ethics Officer to administer the Code. Ideally this should be an independent person, but if for some reason this is not possible a Member could appoint an existing official, who has the relevant experience, to the role of the Ethics Officer. However, if this is the case the appointed person should be as independent as possible

2 KEY ISSUES TO INCLUDE IN AN ETHICS CODE OR POLICY

- 2.1 Set out in Appendix A is a framework of a Code of Ethics that Members can use as a basis for creating their own Code of Ethics or Ethics Policy. Any queries on the framework can be raised by Members with the ICC (through the legal department).
- 2.2 Set out in Appendix B are template declaration forms which Members may wish to use in support of the operation of their Code of Ethics or Ethics Policy.

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APPENDIX A FRAMEWORK FOR CODE OF ETHICS / ETHICS POLICY

1 PURPOSE, SCOPE AND APPLICATION

- 1.1 Cricket is renowned for strong ethical values of fair play and sportsmanship, and the [insert Member Board's name] must therefore also reflect the highest ethical standards in its governance and administration of the sport. This is essential to safeguard the integrity and the reputation of cricket, and therefore the [insert Member Board's name] has introduced this [Code of Ethics/Ethics Policy] for its staff and for those who direct the operation of [insert Member Board's name] ("the Code of Ethics").
- 1.2 The Code of Ethics will come into full force and effect on DD/MM/YYYY (the Effective Date). The Code of Ethics may be amended from time to time by [insert Member Board's name] [Board]. For the avoidance of doubt, this Code of Ethics shall not replace or in any way affect or alter the [insert Member Board's name]'s ability to pursue appropriate disciplinary action against Staff Members under the terms of any employment or consultancy contract with such Staff Member and/or pursuant to any of the [insert Member Board's name]'s employment policies in force from time to time, including, without limitation, any Disciplinary and/or Grievance Policy. References below to Articles and Appendices are to articles and appendices of this Code of Ethics, and references to the male gender encompass the female gender.
- 1.3 Conduct prohibited under this Code of Ethics may also amount to a criminal offence and/or a breach of other applicable laws or regulations, including employment laws. This Code of Ethics is intended not to replace such laws and regulations, but to supplement them with further rules of professional conduct, without prejudice, for those involved in the governance and administration of cricket.

2 INDIVIDUALS BOUND BY THE CODE OF ETHICS

- 2.1 The following individuals ("Relevant Persons") are deemed to have agreed to (a) be bound by and required to comply with this Code of Ethics, (b) familiarise themselves with all of the requirements of this Code of Ethics, including what constitutes a violation of the Code of Ethics, (c) submit to the jurisdiction of the [insert Member Board's name]'s nominated Ethics Officer and further disciplinary processes as laid out in this Code.
 - 2.1.1 Each person serving as a director or employee of the [insert Member Board's name], or engaged as an agent, consultant or contractor for, or otherwise functioning as a member of the staff;
 - 2.1.2 Each person serving as a member of a committee, commission, advisory board or working party of the [insert Member Board's name] or any associated entity, and each person appointed to represent the [insert Member Board's name] on any committee, commission, advisory board or working party or in any similar role, and any other persons who agree in writing at the request of the [insert Member Board's name] to be bound by this Code of Ethics.
- 2.2 All Relevant Persons shall be bound by and 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 the [insert Member Board's name] or could otherwise undermine the objectives underlying this Code of Ethics. All above persons must sign an

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acknowledgement that he/she is bound by and required to comply with this Code of Ethics, to submit to the jurisdiction of the Ethics Officer, and further disciplinary processes as laid out in this Code in relation to its enforcement. However, he/she shall be so bound whether or not he/she is asked to sign such acknowledgement and whether or not he/she signs the acknowledgment if asked.

- 2.3 All Relevant Persons shall cease to be bound by this Code of Ethics as of the date that they cease to perform the role and/or to conduct the activities that originally qualified them as such, save that they will remain subject to the Code of Ethics in respect of matters occurring prior to that date.

3 OBLIGATIONS

3.1 General points

- 3.1.1 A Relevant Person must conduct him/herself honestly, fairly, impartially and in accordance with the highest ethical standards of integrity and transparency. He/she must avoid any conduct that is inconsistent with or which undermines in any way the objectives of this Code of Ethics. He/she must avoid acts or omissions that give the appearance of impropriety, or that denigrate the [insert Member Board's name], or that bring (or have the potential to bring) the [insert Member Board's name] and/or the sport of cricket into disrepute. *NOTE: Perception of conduct is as significant as conduct itself. It is a grey area that requires the relevant person to think carefully about his/her future conduct, long before undertaking any actual activities that may be prohibited under the Code of Ethics.*
- 3.1.2 A Relevant Person must not do anything that may intimidate, offend, insult, humiliate or discriminate against anyone on the basis of race, religion, culture, colour, descent, national or ethnic origin, sex, gender, sexual orientation, disability, marital status, maternity status or otherwise. Safeguarding the dignity of the individual is fundamental. All forms of harassment (whether physical, verbal, mental, sexual or otherwise) are prohibited.
- 3.1.3 A Relevant Person must not abuse his/her position in any way, especially for private aims or objectives. He/she must use the resources of the [insert Member Board's name] only for lawful and ethical purposes authorised by the [insert Member Board's name], and not for any unauthorised purpose.
- 3.1.4 A Relevant Person must report to the Ethics Officer without delay all knowledge concerning any approach or invitation received by the person to engage in conduct that would amount to a breach of this Code of Ethics, and any incident, fact or matter that comes to the attention of the person that may evidence a potential breach of this Code of Ethics
- 3.1.5 A Relevant Person must cooperate fully with all investigations carried out by the Ethics Officer in relation to possible breaches by him/herself and/or others of the Code of Ethics (including, without limitation, by providing any information and/or documentation requested by the Ethics Officer as part of that investigation).

3.2 Conflicts of interest

- 3.2.1 A Relevant Person must not use his/her position or his/her activities with the [insert Member Board's name] to advance his/her personal interests or those of any relative, friend or acquaintance (whether arising directly or through a related third party).

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3.2.2 Each Relevant Person shall owe to [insert Member Board's name] a duty of care and loyalty. Specifically, a Relevant Person must make decisions (including casting a vote) based solely on his/her independent judgement, in good faith, of what is in the best interests of the [insert Member Board's name]'s collective membership and the sport of cricket as a whole. He/she must not seek to advance any conflicting interests, such as the interests of a third party (such as a governmental or political body) (an 'institutional' conflict of interest) or his/her own personal interests (a 'personal' conflict of interest). He/she must avoid any situation that could lead to any actual or perception of conflict of such interests.

3.3.1 Declaration of interests

3.3.1 Relevant Persons must be free from any influence which might interfere or appear to interfere with the proper and efficient discharge of their duties, or which might be inconsistent with their duty of loyalty to [insert Member Board's name]. It is also the duty of Relevant Persons not to use their position with [insert Member Board's name] for personal advantage or gain. To that end no Relevant Person shall have an undisclosed conflict of interest.

3.3.2 Where a Relevant Person has, or may have an actual, apparent or potential conflict of interest in respect of his/her duties, he/she must disclose the conflict to the Ethics Officer without delay, and when relevant make such disclosure prior to his/her election or appointment to his/her position within the [insert Member Board's name], or, if such conflict arises during a meeting, he/she must disclose the conflict to the Chair of the relevant meeting. Thereafter, he/she must excuse him/herself from any discussions relating to the conflict; abstain from voting (and/or from seeking to influence the vote) on any matter relating to the conflict; and refrain from taking any other part in the handling of the conflict or of the matter to which the conflict relates.

NOTE: Circumstances in which such an actual, apparent or potential conflict of interest may arise include: (a) personal involvement with sponsors, suppliers, contractors, venue-operators, broadcasters or customers of the [insert Member Board's name], including ownership of a material interest in such an entity, acting in any capacity for such an entity, or accepting benefits (e.g., payments, commissions, services or loans) from such an entity; (b) ownership of property affected by the action of the [insert Member Board's name], or acquired as a result of confidential information obtained from the [insert Member Board's name]; (c) commercial interests that may have an effect on, or be affected by the [insert Member Board's name]'s action; (d) outside employment that may place the relevant person in a position of conflict in respect of his/her duties to the [insert Member Board's name]; and (e) outside involvement in civic, professional or political organisations that may create the perception of improper and unauthorised divulging of confidential information, or that bring (or have the potential to bring) the [insert Member Board's name] and/or the sport of cricket into disrepute.

3.3.3 In circumstances where there is any material change to the information contained in the original declaration, the Relevant Person shall file a supplementary declaration describing such changes with the Ethics Officer as soon as reasonably practicable.

3.3.4 Where there is an actual, apparent or potential conflict (whether noted by virtue of a formal disclosure or otherwise), the Ethics Officer (or the Chair of the relevant meeting, as applicable) shall advise all Relevant Persons of the conflict, cause the conflict to be recorded, set appropriate safeguards to seek to manage the actual, apparent or potential conflict; and have the authority to waive, where considered appropriate, some or all of the 'conflict'

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requirements provided that any such waiver shall also be recorded. No waiver shall be granted where the Relevant Person has a personal financial interest in the outcome of the matter being considered.

3.4 Confidentiality

3.4.1 A Relevant Person must not disclose to any third party any information disclosed to him/her in confidence as a result of his/her activities within the [insert Member Board's name], save where (a) required by law; or (b) the [insert Member Board's name] agrees to such disclosure in writing, in advance; or (c) that information is already in the public domain (other than by reason of his/her breach of this clause).

3.4.2 These duties of confidentiality will continue indefinitely or until such time that such information comes into the public domain, other than by breach of this confidentiality obligation or until a Relevant Person is required, by law, to disclose such information.

3.5 Bribery, gifts and hospitality

3.5.1 Subject to clause 3.5.5, any individual gifts, benefits, hospitality or other advantages which are received by Relevant Persons, either directly or indirectly, which in any way relate to, or which arose as a result of, his or her position as a Relevant Person, could be seen to potentially influence the judgement of the Relevant Person in the discharge of their duties. Therefore, for the purposes of transparency, they must be disclosed to the Ethics Officer who will determine if the gift may be accepted.

3.5.2 A Relevant Person 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 actions or decision-making in relation to any matter involving the [insert Member Board's name]. He/she must disclose any request that he/she receives for such inducement or incentive to the Ethics Officer without delay.

3.5.3 The [insert Member Board's name] recognises that individuals might from time to time offer gifts and hospitality to Relevant Persons. A Relevant Person should never accept benefits of any kind from a third party that compromise (or might reasonably be thought to compromise) his/her personal judgment or integrity. In this context, perception is as important as reality. The fundamental principle is that no Relevant Person should do anything that might give the impression that he/she has been or might be influenced by a gift or hospitality or other consideration to show bias for or against any person or [insert Member Board's name] while carrying out official duties for the [insert Member Board's name].

3.5.4 A Relevant Person may never accept any cash gift, nor should he/she offer or accept any gift, payment or other benefit (whether of a monetary value or otherwise) in circumstances that a reasonable person might consider could bring him/her, or the sport of cricket, into disrepute.

3.5.5 Subject always to the foregoing, a Relevant Person may offer and accept reasonable, proportionate and bona fide corporate gifts and hospitality, solely as a mark of respect or friendship, provided that any such gifts or hospitality (or other benefits) that are worth more than US\$xxx (or the equivalent in any other currency), must be disclosed to, and recorded and approved by the Ethics Officer, or, if not approved by the Ethics Officer, withdrawn or returned, stored or disposed of, as applicable.

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- 3.5.6 Relevant Persons acknowledge that any gift, hospitality or other benefit offered to them as a result of their position within the [insert Member Board name] that is worth more than US\$XXX is automatically considered to have been given to the [insert Member Board name] and therefore it becomes the property of the [insert Member Board name]. As a consequence, the Relevant Person in receipt of the gift, hospitality or other benefit must hand it over to the [insert Member Board name] for the benefit of [insert Member Board name] as a whole.

3.6 Match-related integrity

- 3.6.1 The following types of conduct are prohibited: corruption; betting on cricket matches; misuse of Inside Information for betting purposes; giving or providing to any Participant any gift, payment, hospitality or other benefit either (a) for the purpose of procuring any breach of the Code, or (b) in circumstances that could bring him/her or the sport of cricket into disrepute. Relevant Persons are automatically bound by and required to comply with all of the provisions of [insert Member Board's name] Anti-Corruption Code, and the definition of "Participant" in the Anti-Corruption Code is therefore extended to include all Relevant Persons.
- 3.6.2 For purposes of applicable data protection and other laws and for all other purposes, a Relevant Person is deemed to have consented to the collection, processing, disclosure and use of information relating to him/herself and his/her activities, including personal information relating to him/herself and his/her activities, for the purposes of investigation under the terms of the Code, and shall confirm such agreement in writing upon demand.

3.7 Relationships with Betting Organisations

- 3.7.1 A Relevant Person may not have a business association (whether direct or indirect) or enter into any business arrangement (whether formal or informal) with any Betting Organisation that involves the payment of any monies to or by, or the conferring of any benefit(s) or advantage(s) upon or by, the relevant person, either directly or indirectly, as a result of such association or arrangement unless such association or arrangement is disclosed to, and recorded and approved by, the Ethics Officer.
- 3.7.2 A Relevant Person shall be in breach of this Code if, any member of the Relevant Person's immediate family (being a spouse, parent, sibling, son or daughter, or son or daughter-in-law) has a controlling interest in a Betting Organisation, a substantial relationship with a Betting Organisation, or is employed in the day-to-day operational control of a Betting Organisation.

3.8 General provisions

- 3.8.1 A Relevant Person's agreement or attempt to commit any conduct that would, if completed, have amounted to a breach of the Code of Ethics shall be treated as if it had been completed and had resulted in a breach of the Code of Ethics, unless the Relevant Person renounced the agreement or attempt prior to it being discovered by a third party not involved in the agreement or attempt.
- 3.8.2 A Relevant Person who authorises, causes, knowingly assists, encourages, aids, abets, covers up or is otherwise complicit in any breach of the Code of Ethics by another relevant person will be treated as having committed such breach him/herself.
- 3.8.3 The [insert Member Board's name] will appoint a person with appropriate skills, experience and standing to act as the Ethics Officer under this Code of Ethics. The Ethics Officer will be

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appointed for a term of at least [three (3)] years (which may be renewed), and the role can be fulfilled on an ad hoc or part-time basis by an existing Relevant Person within the [insert Member Board's name], or ideally can be appointed as an external independent person of appropriate standing. A deputy or alternate Ethics Officer, disassociated from the primary Ethics Officer, should be appointed and engaged where the Ethics Officer is conflicted by a matter raised.

- 3.8.4 The Ethics Officer will report directly to the Board of the [insert Member Board's name], and he/she will be responsible for Code of Ethics training and communication to relevant persons, and for the reporting and monitoring of compliance with the Code of Ethics. Whether acting of his/her own accord or on referral by any third party, the Ethics Officer will be responsible for conducting investigations into the activities of any Relevant Person that he/she believes may have committed an offence under this Code of Ethics (although he/she shall be entitled to request the assistance of third parties, e.g. lawyers, to assist in the investigation if and when required). As part of that investigation, the Ethics Officer may request evidence and/or documents and may hold a hearing.
- 3.8.5 Following the conclusion of his/her investigation, where the Ethics Officer determines that there is a case to answer, the Ethics Officer shall produce a written report setting out his/her conclusions together with, where he/she considers it appropriate, recommendations as to sanctions and/or appropriate action to take against the Relevant Person. This report shall be submitted to [insert Member Board's name] [Board/Chair etc] for determination as to what, if any, action should be taken. Alternatively, or additionally, the [insert Member Board's name] can have recourse to assistance and advice from the ICC Ethics Officer, should competencies or requirements determine such assistance.
- 3.8.6 [possible inclusion of right of appeal against decision of Board/Chair etc if the Member wants to include a right of appeal.]
- 3.8.7 This policy serves as a framework to guide ethical conduct, but by no means covers every situation. If Relevant Persons are unclear about the requirements of this policy they should consult the Ethics Officer. Relevant Persons have a responsibility to ask questions if they have doubts about a situation or proposed course of action.

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APPENDIX B – TEMPLATE FORMS

CONFLICT OF INTEREST DECLARATION FORM

I the undersigned DECLARE as follows:

1. I have read, understood and agree to be bound by and comply with the Code of Ethics.
2. I do not have nor do I presently anticipate having any conflict of interest, actual, apparent or potential, other than as set out in this declaration.
3. I agree to make immediate disclosure of any material change to the declaration contained in this declaration.
4. I agree to make immediate disclosure of any additional actual, apparent or potential conflict of interest which arises subsequent to the preparation of this declaration by way of a separate declaration.
5. I agree to be bound by any decisions taken by relevant authorities under the Code of Ethics.

Date:

Signature:

Full name:

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GIFT/HOSPITALITY DECLARATION FORM

(Authorisation / Accepted / Declined)

Name of recipient:

Name of ultimate recipient (if passed on):

Date of offer of gift or hospitality:

Details of gift or hospitality provided:

Estimated cost of gift or hospitality provided:

The provider (name and company):

Relationship of provider to ICC:

Why the offer was made:

Is there a current/potential contract with the donor? If yes, provide details:

Has donor ever given a gift or hospitality to the recipient before? If yes, provide details:

Date:

Signature:

Full name: