

Management, Board and Executive Committees Code of Conduct

Document owner: Board of Management | Supersedes: Management and Executive Committees Code of Conduct (approved 2 February 2020)

1. Purpose and scope

This Code sets out the conduct expected of I.A.W.A. directors, Board of Management members, officers, executive and subcommittee members and anyone exercising delegated governance responsibilities. It applies during meetings, events, electronic communications and whenever acting for or representing I.A.W.A.. It supplements the Constitution, applicable law, the I.A.W.A. Members' Code of Conduct and other approved policies. Where requirements conflict, applicable law and the Constitution prevail.

2. Governance and collective responsibility

Act in the best interests of I.A.W.A. and wrestling in Ireland; exercise independent judgement, reasonable care, skill and diligence; understand the responsibilities of your role; prepare for and participate constructively in meetings; respect properly made collective decisions while retaining the right to record a dissent in the minutes. Do not purport to bind I.A.W.A. or speak on its behalf without authorisation. Maintain clear boundaries between Board oversight and delegated operational decisions.

3. Integrity, fairness and respectful conduct

Behave honestly, professionally, impartially and respectfully. Do not engage in bullying, harassment, discrimination, victimisation, intimidation, retaliation or abuse of position. Treat athletes, clubs, coaches, officials, volunteers, staff, funders and other stakeholders fairly. Make decisions on evidence and objective criteria, not personal relationships or favouritism. Support equal opportunity and inclusive participation.

4. Legal and policy compliance

Comply with the Companies Act 2014, applicable charity law where relevant, data protection law, safeguarding obligations, health and safety requirements, anti-doping rules and other laws relevant to I.A.W.A. activities. Follow the Constitution, financial controls, safeguarding procedures, disciplinary and complaints policies, and any approved delegations. Directors must understand their statutory duties and seek appropriate advice when needed.

5. Conflicts of interest and loyalties

Disclose actual, potential or perceived conflicts promptly to the Company Secretary or meeting chair, including club affiliations, personal relationships, paid roles, supplier interests or interests in selections, appointments, grants and disciplinary matters. Keep an up-to-date declaration of interests and declare relevant conflicts at the start of meetings or as they arise. The chair, with appropriate independent input, will determine and minute proportionate management steps, which

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may include non-participation in discussion, voting or access to papers. A conflicted chair must not decide their own case.

6. Confidentiality and data protection

Protect non-public Board papers, personnel matters, safeguarding information, member data, finances, commercial information and privileged advice. Access and share information only where authorised and necessary, use secure channels and promptly report suspected data breaches. Confidentiality continues after leaving office, but does not prevent lawful reporting, protected disclosures, safeguarding referrals or cooperation with regulators or authorities. Apply current GDPR and Irish data protection requirements.

7. Financial stewardship, expenses and procurement

Exercise appropriate oversight of budgets, grants, reserves, expenditure, financial reporting and risk. Use I.A.W.A. funds, assets, information and resources only for authorised purposes. Comply with procurement, authorisation, reimbursement and recordkeeping rules; submit accurate, supported expenses and never approve your own claim. Disclose related-party transactions and ensure decisions are independently reviewed and recorded. Report suspected fraud or misuse promptly.

8. Gifts, hospitality and improper influence

Do not solicit or accept gifts, hospitality, benefits or preferential treatment that could influence, or appear to influence, judgement. Decline gifts from current or prospective suppliers or contractors where impartiality may be questioned, and report offers to the Secretary. Modest hospitality may be accepted only where reasonable, transparent and authorised in advance under I.A.W.A. policy; the recipient must not approve their own hospitality. No cash or cash equivalents may be accepted. Record offers and decisions where required.

9. Safeguarding and athlete welfare

Promote a safe environment for children and adults at risk and uphold I.A.W.A. safeguarding policies and reporting pathways. Ensure safeguarding concerns are passed promptly to the designated safeguarding contact and, where appropriate, statutory authorities. Do not investigate allegations personally or promise secrecy. Support appropriate vetting, training, supervision, safe recruitment and athlete welfare oversight. Where immediate danger exists, contact emergency services.

10. Meetings, records and decision-making

Respect agendas, quorum, voting and minute-taking requirements under the Constitution and terms of reference. Keep accurate records of decisions, conflicts, actions and delegated authorities. Challenge constructively, listen to different views and avoid using informal channels to bypass Board decisions. Distribute Board documents securely and return or delete them as directed when leaving office, subject to record-retention requirements.

11. Communications, media and social media

Communicate accurately, courteously and consistently with approved I.A.W.A. positions. Only authorised spokespersons may issue statements on behalf of I.A.W.A.. Do not publish confidential information, disparage colleagues or members, disclose sensitive disputes or imply personal opinions are official I.A.W.A. policy. Refer media enquiries to the designated spokesperson.

12. Accountability, complaints and speaking up

Raise suspected misconduct, governance failures, safeguarding concerns, fraud or breaches of this Code promptly through the appropriate I.A.W.A. channel. Concerns about a Board member should be referred to the President or Secretary unless implicated, in which case an uninvolved Board officer or independent route should be used. Complaints must be considered fairly, confidentially where practicable, without retaliation and with appropriate separation of investigator and decision-maker. Statutory and protected-disclosure rights remain unaffected.

13. Breaches and consequences

An alleged breach will be handled under the applicable Constitution, disciplinary procedure and legal requirements, with notice of the concern, opportunity to respond, impartial decision-making and any applicable appeal. Proportionate outcomes may include advice, training, a formal warning, restriction of delegated duties or a recommendation for removal through the proper constitutional process. This Code does not itself confer a power to remove an elected director or override statutory rights.

14. Induction, acknowledgement and review

Every person within scope must receive this Code on appointment, disclose relevant interests and sign the declaration below. Re-acknowledgement should follow material changes. The Board will review this Code at least every two years or earlier following legal, governance or organisational changes. Adoption and amendments require formal Board approval and a minuted decision.

Declaration of undertaking

I confirm that I have read and understood the I.A.W.A. Management, Board and Executive Committees Code of Conduct; I agree to comply with it, declare conflicts of interest as required, and uphold my governance responsibilities.

Name (print): _____

Position / Committee: _____

Signature: _____

Date: _____

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Return the completed declaration to the I.A.W.A. Company Secretary for secure retention. This declaration is separate from the general member's online Code of Conduct acknowledgement.

Board adoption record

Approved by the Board of Management on: 25th August 2025

Drafting note: Confirm the Constitution's terminology, the named safeguarding and complaints reporting channels, financial policies, and whether any role titles require amendment before adoption.