

ITF CODE OF ETHICS

1. INTRODUCTION

- 1.1. The Board of Directors of the International Tennis Federation (**ITF**) has adopted this Code of Ethics, which takes effect from 1 January 2019 (the **Code**), to help ensure that the sport is governed ethically and in accordance with the highest standards of honesty and integrity. The Code is based on the principles of the IOC Code of Ethics and best practice in sporting governance and ethics, and may be amended by the Board from time to time.
- 1.2. An independent ITF Ethics Commission has been established, also with effect from 1 January 2019, to carry out the functions ascribed to it in the ITF Constitution and this Code of Ethics, including implementing the Code in accordance with the provisions set out in Appendix 1 to this Code, and recommending to the Board from time to time changes or additions to be made to the Code of Ethics to ensure it remains fit for purpose.
- 1.3. Each of the following individuals (each, an **Official**) is bound by and is required to comply with this Code of Ethics:
 - 1.3.1. each person serving as a director of the ITF, or of any subsidiary or associated company of the ITF (an **Associated Company**) from time to time (each, a **Director**);
 - 1.3.2. the President and the Chief Operating Officer of the ITF (each, an **Officer**);
 - 1.3.3. each person serving as a member of a committee, commission, taskforce or working party of the ITF or any Associated Company, and each person appointed to represent the ITF or any Associated Company on a committee, commission, taskforce or working party of another body (each, a **Committee Member**); and
 - 1.3.4. each person who is a candidate for election or appointment as a Director or Officer or Committee Member (a **Candidate**), provided that while such persons are only Candidates (and not a Director or Officer or Committee Member), the only substantive requirements in this Code that are applicable to them are the requirements set out at Articles 2.6.2 and 2.8.
- 1.4. Officials who fail to comply with the Code may be sanctioned in accordance with the provisions of Appendix 1 to this Code. Officials are bound to submit to the jurisdiction of the ITF Ethics Commission, the Independent Tribunal and the Court of Arbitration for Sport (or **CAS**), as applicable, in relation to the enforcement of the Code, and may not bring any proceedings in any court or other forum that are inconsistent with that submission.
- 1.5. Officials remain bound in full by this Code of Ethics until the date that they cease to be a Director, Officer, Committee Member or Candidate (as applicable). After that date, they will still be bound by this Code of Ethics and subject to the jurisdiction of the ITF Ethics Commission, the Independent Tribunal and the CAS (as applicable) under this Code (a) in respect of the confidentiality obligations in Article 2.4; and (b) in respect of any matters occurring prior to that date.
- 1.6. This Code of Ethics applies to Officials and their conduct notwithstanding local criminal laws or other applicable laws or regulations, including national employment laws. Where an Official who is also an employee of the ITF breaches this Code, the ITF may choose to pursue its remedies against them under employment law and/or under this Code, as it sees fit.
- 1.7. Any Official who is in any doubt at any time as to their responsibilities under this Code of Ethics should contact the ITF Ethics Commission for guidance.

2. SUBSTANTIVE REQUIREMENTS

Save where otherwise stated, the following requirements apply to Officials at all times, i.e., whether or not they are acting in their capacity as Officials at the time in question. All Officials are responsible for acquainting themselves with this Code of Ethics, and shall be deemed to know its provisions by virtue of being bound. Any knowing, intentional, reckless or negligent failure to comply with these requirements shall amount to a breach of this Code of Ethics.

2.1. Basic obligations

Officials must:

- 2.1.1. act in accordance with the highest standards of honesty and integrity in all of their activities as Officials;
- 2.1.2. respect human rights that may be impacted in their actions as Officials, including:
 - 2.1.2.1. respecting human dignity;
 - 2.1.2.2. not discriminating improperly against or denigrating anyone on grounds of race, colour, sex, gender, sexual orientation, language, religion, political or other opinion, national or social origin, disability, or any other unlawful ground; and
 - 2.1.2.3. not committing any form of harassment or abuse of any person, whether physical, professional, sexual, psychological or otherwise;
- 2.1.3. respect the Olympic principles of autonomy from government interference and political neutrality in their dealings as Officials with government institutions and national and international organisations, associations or groupings; and
- 2.1.4. refrain at all times (i.e., whether acting in a personal capacity, in their capacity as an Official, or in any other capacity) from any fraudulent or corrupt act, or that brings or risks bringing the ITF or the sport of tennis into disrepute.

2.2. Duty of undivided loyalty

- 2.2.1. In their activities as Officials, Officials owe a duty of undivided loyalty to the ITF. They must make decisions (including as to how to cast a vote on a specific resolution) based solely on their independent and objective judgement, in good faith, of what is in the best interests of the ITF and its members and tennis as a whole. They must not allow themselves to be influenced by and they must not seek to advance any conflicting interests.
- 2.2.2. Where there is an actual, apparent or potential conflict between the interests of the ITF and the personal interests of an Official or of their relatives, friends or acquaintances,¹

¹ Circumstances in which such an actual, apparent or potential 'personal' conflict of interest may arise include (but are not limited to) the following: (a) personal involvement with sponsors, suppliers, contractors, venue operators, broadcasters or customers of the ITF or any Associated Company, 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) similar personal involvement (of the Official or their parent, spouse, siblings or children) with any person or company or other undertaking that promotes, brokers, arranges or conducts any form of betting activity in relation to tennis events; (c) ownership of property whose value may be affected by ITF action; (d) commercial interests that may have an effect on, or be affected by, ITF action; (e) outside employment that may place the Official in a position of conflict in respect of their duties to the ITF; and (f) outside

the Official must disclose the conflict to the ITF without delay (including, where possible, prior to the Official's election or appointment as an Official).

- 2.2.2.1. Each Director shall file an annual disclosure statement and each other Official shall file a biennial disclosure statement with the ITF Ethics Commission, in the form set out at Part 1 of Appendix 2 to this Code (as amended by the ITF from time to time), listing any actual, apparent or potential conflicts. Each Official shall be under a continuing duty to update that statement in writing as and when changes or additions are required to ensure the disclosure remains accurate and complete. The ITF Ethics Commission will maintain a register of such disclosures.
 - 2.2.2.2. If a conflict arises during a meeting, the Official concerned must disclose the conflict to the ITF President or other chair of the relevant meeting (even if it has already been declared in a disclosure statement). The ITF President or other chair of the relevant meeting shall (i) advise the meeting of the conflict; and (ii) cause the conflict to be recorded in the register maintained by the ITF Ethics Commission (and, where applicable, in the minutes of the relevant meeting) if it has not been recorded there already.
 - 2.2.2.3. In every case, unless otherwise specified by the ITF Ethics Commission or (where applicable) the ITF President or other chair of the meeting, the Official who is the subject of the conflict must (A) excuse him/herself from any discussions relating to the conflict; (B) abstain from voting and/or from seeking to influence the vote on any matter impacted by the conflict; and (C) refrain from taking any other part in the handling of the conflict or of the matter impacted by the conflict.
 - 2.2.2.4. Any of the requirements set out in Article 2.2.2.3 may be waived where the ITF Ethics Commission (or the ITF President or his/her delegate or other chair of the relevant meeting) deems it appropriate, save that no waiver of any requirement may be granted where the Official has a personal financial interest in the outcome of the matter being considered. Any waiver of the requirements must be recorded in the register maintained by the ITF Ethics Commission (and, where applicable, in the minutes of the relevant meeting).
- 2.2.3. Officials must also disclose in the same manner any 'institutional' conflicts of interest, i.e., actual, apparent or potential conflicts between the interests of the ITF and the interests of a Member or Regional Association or other body with which they are associated (whether by virtue of employment or otherwise). Such conflicts may not be waived. Officials:
- 2.2.3.1. may present the perspective of a particular stakeholder (such as a Member or a Regional Association) or of any third party, where they consider it relevant to the matter at hand, but they must not pursue the interests of that stakeholder or third party in a manner that would conflict with their overriding duty to act in the best interests of the ITF and its members and tennis as a whole;
 - 2.2.3.2. must not agree to act or allow themselves to be influenced to act in their capacity as an Official in a manner that conflicts with their duty of undivided

involvement in civic, professional or political organisations that may create the perception of conflict of interest and/or improper divulging of confidential information. In case of any doubt, the Official concerned should refer the matter to the ITF Ethics Commission for guidance, in accordance with Article 1.7 of this Code.

loyalty to the ITF (e.g., by agreeing to vote in a particular manner in respect of a particular issue); and

- 2.2.3.3. must disclose to the ITF Board any matter that may reasonably be construed as impacting or potentially impacting upon their decision-making (e.g., side-agreements between National Associations, or financial support or loans given by one National Association to another), and must provide such further information in relation thereto as the ITF President (or his/her delegate) may request, so that there is full transparency and its effects are understood. The Official shall then comply with the decision of the ITF President (or his/her delegate) as to how to address the matter.

2.3. Bribery and corruption

Officials must:

- 2.3.1. not directly or indirectly solicit, accept or offer any form of undue remuneration or commission, nor any concealed benefit or service of any nature, connected in any way with their activities as Officials;
- 2.3.2. not misuse their position as an Official (including any information provided to them in their capacity as an Official) in any way, especially for private aims or objectives;
- 2.3.3. use the resources of the ITF only for lawful purposes authorised by the ITF Board or the President or the Chief Operating Officer;
- 2.3.4. only claim reimbursement from the ITF for expenses properly and reasonably incurred in the course of their ITF activities;
- 2.3.5. not offer or accept (directly or indirectly) any bribe, payment, commission, gift, donation, kick-back, facilitation payment, or other inducement or incentive (whether monetary or otherwise) in order to influence decision-making in relation to any matter involving the ITF or any Associated Company; and
- 2.3.6. (without prejudice to Article 2.3.5) comply with the requirements as to gifts and hospitality set out in Appendix 3 to this Code.

2.4. Confidentiality

- 2.4.1. Officials must not disclose to any third party (whether for personal gain or otherwise) any information disclosed to them (or otherwise learned) in confidence in their capacity as Officials or otherwise as a result of their ITF activities.
- 2.4.2. Notwithstanding Article 2.4.1, disclosure of such confidential information is permitted (i) where required by law; (ii) where the ITF agrees to such disclosure in writing; or (iii) where that information is already in the public domain (other than by reason of the Official's breach of this Article).
- 2.4.3. Officials remain bound by this Article 2.4 even once they are no longer an Official.

2.5. Integrity of Competitions

Officials must not:

- 2.5.1. influence the course or result of a tennis match or event or part thereof to obtain advantage for themselves or others, or do anything else that might undermine confidence in the integrity of a competition; or

- 2.5.2. facilitate or assist a breach of the Tennis Anti-Doping Programme or the Tennis Anti-Corruption Program or any other integrity rules applicable in the sport of tennis (the **Integrity Rules**) by anyone who is bound by such Integrity Rules; or
- 2.5.3. commit or be complicit in any way in an act that would have constituted a breach of the Integrity Rules if they and/or the other persons involved had been bound by the Integrity Rules.

2.6. **Candidacies**

- 2.6.1. This Article applies to any process by which persons put themselves forward for election or appointment to the Board of Directors (including as President) (each such process, a **Candidacy**, and each such person, a **Candidate**).
- 2.6.2. Once they have decided to become a Candidate, whether or not they have officially declared their Candidacy, Candidates must abide by the Candidacy Rules approved by the Election Panel and at Appendix Four of this Code, as well as any further rules issued by the ITF in respect of such Candidacy.
- 2.6.3. Officials who are not Candidates must:
 - 2.6.3.1. respect the integrity of the Candidacy process, allowing equal conditions and opportunities for each Candidate and potential Candidate, treating each Candidate and potential Candidate in a fair and equal manner, and avoiding any risk of conflict of interest;
 - 2.6.3.2. not accept gifts or hospitality from any Candidate;
 - 2.6.3.3. not directly or indirectly solicit or accept any form of advantage from the process; and
 - 2.6.3.4. not use the resources of the ITF to back any Candidate.

2.7. **Bidding**

- 2.7.1. This Article applies to any process by which persons represent or otherwise support a bid for the grant of hosting rights, commercial rights and/or other rights to ITF events (each such process, a **Bid**, and each such person, a **Bidder**).
- 2.7.2. Officials who are not Bidders must:
 - 2.7.2.1. respect the integrity of the Bid process, allowing equal conditions and opportunities for each Bidder and potential Bidder, treating each Bidder and potential Bidder in a fair and equal manner, and avoiding any risk of conflict of interest;
 - 2.7.2.2. not accept gifts or hospitality from any Bidder;
 - 2.7.2.3. not directly or indirectly solicit or accept any form of advantage from the process;
 - 2.7.2.4. not use the resources of the ITF to back any Bidder; and
 - 2.7.2.5. be neutral in respect of Bids for the grant of hosting rights, commercial rights and/or other rights to ITF events, including refraining from making any public declaration appearing to give an opinion on one or more bidders.

Note: The ITF may issue a Bidding Code of Conduct or similar policy that shall apply to Bidders, who are not subject to the jurisdiction of this Code of Ethics.

2.8. Reporting and cooperation with investigations

Officials must:

2.8.1. report to the ITF Ethics Commission without delay any information they have that a reasonable person would consider might evidence or otherwise reflect:

2.8.1.1. any approach or invitation received by any Official (including themselves) to engage in conduct that might amount to a breach of this Code of Ethics; and

2.8.1.2. any incident, fact or matter that may indicate a potential breach of this Code of Ethics by any Official (including themselves); and

Note: It shall not be a breach of this Article for Directors or members of committees or commissions or taskforces or working parties not to report to the ITF Ethics Commission minor breaches of confidentiality and/or similar transgressions that they consider in good faith are more appropriately dealt with under their own codes of conduct or other policies and procedures. Save in exceptional circumstances, the ITF Ethics Commission will not interfere with such resolution of the matter.

2.8.2. cooperate truthfully, fully and in good faith with all investigations carried out by or on behalf of the ITF Ethics Commission in relation to possible breaches of this Code of Ethics, whether by themselves and/or by others, including (without limitation) by answering any questions and providing access to any information, data and/or documentation requested as part of that investigation;

2.8.3. not do anything (by act or omission) that has the object or effect of obstructing, preventing, delaying or otherwise interfering with or frustrating any investigation carried out by or on behalf of the ITF Ethics Commission, including (without limitation) interfering with any potential witness; and

2.8.4. not make a report in bad faith, with malicious intent, or for any other improper purpose.

3. ATTEMPTS AND COMPLICITY

3.1. An Official's agreement or attempt to do something (by act or omission) 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 Official renounced the agreement or attempt prior to it being discovered by a third party not involved in the agreement or attempt.

3.2. An Official who knowingly and intentionally authorises, causes, assists, encourages, aids, abets, covers up or is otherwise complicit in any breach of the Code of Ethics by another Official will be treated as having committed such breach themselves.

4. MISCELLANEOUS

4.1. Unless specifically defined in this Code of Ethics, defined terms used in this Code of Ethics (denoted by capital letters, e.g., 'President') have the meaning given to them in the ITF Constitution.

4.2. The substantive requirements of this Code of Ethics will not apply to matters occurring prior to 1 January 2019 unless they are more favourable to the person(s) involved than the previously applicable requirements. The procedural/enforcement provisions set out in Appendix 1 and

elsewhere in this Code will apply to all matters that come to the attention of the ITF after 1 January 2019, even if those matters occurred prior to 1 January 2019.

- 4.3. Any gap in this Code of Ethics shall be filled, and any unforeseen circumstances arising in relation to the Code of Ethics shall be addressed by reference to, and in a manner consistent with, the objectives underlying this Code of Ethics.
- 4.4. This Code of Ethics is governed by and shall be construed in accordance with English law. If any dispute arises that relates in any way to the Code of Ethics, and neither the Code of Ethics nor any other ITF rule or regulation provides for such dispute to be resolved by another body, then the English courts shall have exclusive jurisdiction to resolve it.

APPENDIX ONE: THE ITF ETHICS COMMISSION AND ITS FUNCTIONS

1. THE ITF ETHICS COMMISSION

- 1.1. The ITF Ethics Commission (the **Commission**) is an independent body established to carry out the functions given to the Commission in the ITF Code of Ethics, and operating in accordance with the provisions of this Article 1 of Appendix 1 of that Code and with its Terms of Reference.
- 1.2. The ITF Board shall appoint a suitably qualified person to act as chair of the Commission (the **Chair**), and the Chair shall then appoint up to four other Commission members, all of whom shall have suitable experience/qualifications to sit on the Commission. At least three Commission members (which may include the Chair) should have a legal background. Subject thereto, members shall be appointed for a term of four years, and may be re-appointed for one further term. The Chair shall have the power to fill any vacancy arising. Save where this Code of Ethics applies, members other than the Chair may only be removed by the Chair, for just cause; and the Chair may only be removed by the Board, for just cause.
- 1.3. The Chair will appoint one of the other Commission members as Deputy Chair of the Commission, to act in place of the Chair whenever the Chair is not able to act for whatever reason. The Chair will also appoint a lawyer who is independent of the ITF to act as the Legal Secretary to the Commission, providing the Commission with legal and administrative support. All communications to the Commission shall be made via the Legal Secretary.
- 1.4. All of the members of the Commission, including the Chair and Deputy Chair, shall be and shall remain at all times completely independent of the ITF and of its Members and Regional Associations. They shall ensure that the Commission functions at all times in an independent manner. They shall immediately disclose any circumstances likely to affect their independence with respect to any matter before the Commission, and shall not act in respect of that matter unless approved by the Chair.
- 1.5. The ITF will provide the Commission with the necessary financial resources to fulfil its functions. It will compensate the Commission members for the time they spend on Commission matters on a pre-agreed basis, will reimburse them for their expenses incurred while on Commission business, and will indemnify them from and against any claims, costs, expenses, damages or liability of any kind arising out of their activities as Commission members.
- 1.6. The Chair of the Commission will report to the Council at each Annual General Meeting on the non-confidential aspects of the activities of the Commission in the previous year.
- 1.7. The Chair and two other members of the Commission shall form a sub-group with oversight of elections and/or appointments to the Board of Directors (including as President) (**the Election and Eligibility Panel**). The functions of the Election and Eligibility Panel are:
 - 1.7.1. to approve the Candidate Rules and issue updates to those Candidate Rules from time to time (the Candidate Rules as currently in force are set out at Appendix 4);
 - 1.7.2. to ensure Candidates comply with the Candidate Rules;
 - 1.7.3. to monitor and where necessary adjudicate upon (i) the eligibility of Candidates, and (ii) the ongoing eligibility of members of the Board of Directors (including the President) following their election or appointment, pursuant to Articles 19 (c)(iii) and 21(l) of the ITF Constitution and in accordance with the provisions of Article 9 of this Appendix 1; and
 - 1.7.4. to ensure the proper administration of all tasks relating to elections and/or appointments to the Board of Directors (including the President) (as more fully set out in the Commission's Terms of Reference).

2. INITIAL CONSIDERATION OF POTENTIAL BREACHES OF THE CODE

- 2.1. Any person (including the Board of Directors and/or any Official) may file a complaint regarding potential violations of the Code with the Legal Secretary of the Commission. Complaints must be submitted in writing, and attach all available evidence.
- 2.2. Any complaint regarding potential violations of the Code that is erroneously filed with the Board of Directors or any other person within the ITF must be referred without delay to the Legal Secretary of the Commission.
- 2.3. Upon receipt, the Legal Secretary will provide the complaint to the Chair of the Commission for review. The Chair may ask the complainant to provide further information about the matters set out in the complaint.
- 2.4. The Chair may decide that no further action will be taken in respect of a complaint, where the Chair considers that the complaint is frivolous or malicious or does not identify any matter that warrants investigation.
- 2.5. If the Chair considers that the complaint warrants investigation, the Chair will appoint a suitably qualified investigator, who must be independent of the ITF, to conduct such investigation in accordance with Article 3 of this Appendix 1 (the **Investigator**).
- 2.6. The Chair may initiate an investigation without receiving any complaint, if information that the Chair considers warrants investigation comes to the Commission's attention by another route (e.g. by an anonymous complaint).
- 2.7. The Chair does not have to give grounds for initiating an investigation and the decision to do so may not be challenged.
- 2.8. The Chair may at any stage (including prior to initiation of an investigation) write to any person, explaining the basis on which it is considered that they may have violated the Code, and asking if they wish to admit such violation(s). If so, the Chair may also propose sanctions to be accepted by the person without further proceedings, or else may direct that the matter proceed directly to adjudication of sanction.
 - 2.8.1. If the person admits the violation(s) and accepts the proposed sanctions, the Commission will publish a written decision narrating the relevant matters, which decision shall be final and binding on all parties, with no right of appeal for anyone. It will be published on the ITF's website, and will be recognised and enforced by the ITF and its Members and Regional Associations.
 - 2.8.2. If the person does not admit the violation(s) and/or accept the proposed sanctions, the Chair may either initiate an investigation or else (if the Chair considers that an investigation is not required) proceed directly to a finding by the Commission in accordance with Article 4.2 of this Appendix 1 or to adjudication by the Independent Tribunal in accordance with Article 4.3 of this Appendix 1.
- 2.9. If the Chair considers that the matter that is the subject of the complaint might involve a criminal offence and/or an offence under other applicable laws or regulations, he/she may report it to the relevant authority or authorities (including criminal, administrative, professional and/or judicial authorities). If another relevant authority is already investigating or adjudicating a matter that is the subject of a complaint to the Commission, the Chair may delay initiation of an investigation, or stay an investigation that has been initiated, pending the outcome of the proceedings of the other relevant authority, where the Chair considers it appropriate to do so. The Chair may direct the Investigator to conduct his/her investigation in conjunction with the other relevant authorities and/or may share (or direct the Investigator to share) information gathered by the Investigator

and/or the Commission with respect to such matter with the other relevant authorities, should the Chair deem it appropriate to do so.

- 2.10. If a complaint under this Code of Ethics is received by the Commission in relation to one of the members, the complaint and any subsequent handling must be carried out by an Commission member other than the subject of the complaint. The processes in this Appendix 1 shall apply *mutatis mutandis* (i.e. with any amendments deemed to have been made that are necessary to take account of the different context).

3. INVESTIGATION

- 3.1. Where an investigation is initiated by the Chair, the Legal Secretary to the Commission will advise the party/parties that is/are the subject of the investigation of the appointment of the Investigator, of the possible violations of the Code to which the investigation relates, and of the materials on which the Chair has relied in deciding that the matter warrants investigation.
- 3.2. If in the course of the investigation the Investigator comes to consider that the matter that is the subject of the complaint might involve a criminal offence and/or an offence under other applicable laws or regulations, the Investigator shall raise this with the Chair, for possible action under Article 2.9 of this Appendix 1.
- 3.3. A party being investigated has the right to be legally represented (at their own cost), and the right to make a written submission to the Investigator.
- 3.4. The Investigator may seek information relevant to the investigation from any source, including any Official or any third party. Where the Investigator believes the circumstances so warrant, he/she may require an Official (whether or not the target of the investigation) to provide any information within that Official's control that is reasonably related to a potential breach of the Code of Ethics, e.g., by providing access to documents, data or other information, by answering questions (in writing or in interview), or otherwise.
- 3.5. If the Investigator determines during the course of the investigation that there is/are further Officials whose conduct warrants investigation for potential breaches of the Code, the Investigator will consult with the Chair, who may expand the scope of the investigation accordingly. In such circumstances, the Chair will write to the Official(s) involved to advise them of this decision and the basis for it, and of their right to make a written submission to the Investigator.
- 3.6. Upon the conclusion of the investigation, the Investigator will provide the Chair of the Commission with a final report of the investigation, together with the investigation files. The final report will contain all relevant facts and evidence, identify all individuals who provided such facts and evidence, set out the potential breaches of the Code by all relevant persons, assess the sufficiency of the evidence to meet the applicable standard of proof in respect of each such potential breach, and make a recommendation accordingly as to whether the matter should proceed to adjudication against any persons.
- 3.7. If new evidence subsequently comes to light or where the Chair of the Commission otherwise deems it appropriate, the Chair may ask the Investigator to re-open a concluded investigation or any part thereof.

4. DECISION FOLLOWING INVESTIGATOR'S REPORT

- 4.1. The Chair and/or (at the Chair's option) one or more other members of the Commission will review the Investigator's final report and investigation files, assess the sufficiency of the evidence to meet the applicable standard of proof in respect of each potential breach of the Code identified in the report, and make one of the following determinations:

- 4.1.1. that the matter should be referred back to the Investigator to conduct further investigations;
 - 4.1.2. that there is insufficient evidence to proceed, in which case the case will be closed (and if considered appropriate the Chair may order the Legal Secretary to publish notice of the closure of the investigation);
 - 4.1.3. that the case should proceed to a finding by the Commission in accordance with Article 4.2; or
 - 4.1.4. that the case should proceed to adjudication by the Independent Tribunal in accordance with Article 4.3.
- 4.2. Where it is determined following review of the Investigator's report that the Code has been breached, but that the sanction(s) for such breach(es) should not be more than a warning, a reprimand, a fine of \$20,000 or less, and/or a suspended period of ineligibility, the Chair of the Commission will issue a written decision to that effect, with reasons. The Official that is the subject of the decision has twenty-one (21) days from receipt of the decision to appeal it to the Independent Tribunal (sitting as an appeal panel) in accordance with Article 9 of the Procedural Rules Governing Proceedings Before an Independent Tribunal Convened Under ITF Rules (the **Tribunal Procedural Rules**). The Independent Tribunal shall consist of one member, unless the Chairman of the Panel determines that three members are required. If no appeal is filed within that time-frame, the decision will become final and binding, will be published on the ITF's website, and will be recognised and enforced by the ITF and its Members and Regional Associations.
- 4.3. Where it is determined following review of the Investigator's report that the Code has been breached and the sanction(s) sought for such breach(es) should be greater than those specified in Article 4.2, the Chair of the Commission (or the Legal Secretary on the Chair's behalf) will send the Official(s) involved a written notice of charge, advising them of the following:
- 4.3.1. that they have a case to answer for breach of the Ethics Code;
 - 4.3.2. the specific Article(s) of the Code that they are alleged to have breached;
 - 4.3.3. details of the alleged acts and/or omissions relied upon in support of the alleged breach(es) (either summarised in the notice or incorporated by reference to the Investigator's report);
 - 4.3.4. the sanctions that will be sought if such breaches are proven to the requisite standard;
 - 4.3.5. that the matter is being referred to the Independent Tribunal (sitting as a first instance body) for adjudication in accordance with the Tribunal Procedural Rules, save that the Independent Tribunal shall consist of one member, unless the Chairman of the Panel determines that three members are required; and
 - 4.3.6. (where applicable) that a provisional suspension is being imposed further to Article 4.4 of this Appendix 1 pending resolution of the charge.
- 4.4. Provisional suspension:
- 4.4.1. Where a notice of charge is issued to an Official, the Chair of the Commission may provisionally suspend the Official pending the Independent Tribunal's determination of whether the Official has committed a breach of the Code of Ethics, if the Chair considers such step necessary to protect the image, reputation and/or integrity of the ITF and/or the sport of tennis.
 - 4.4.1.1. In accordance with Bahamian law, where the Chair of the Commission considers under Article 4.4.1 that a Director should be provisionally suspended, they shall

make such recommendation to the ITF Board of Directors, which shall consider the appropriate action, including whether that Director shall in the interim be given notice of but not participate in meetings of the Board of Directors (nor any other decisions).

- 4.4.2. The Official may contest such provisional suspension by written application to the Independent Tribunal, in accordance with Article 3.5 of the Tribunal Procedural Rules, but the only admissible grounds of challenge (which the Official shall bear the burden of establishing) will be that:
 - a. the charge(s) has/have no reasonable prospect of being upheld, e.g., because of a patent flaw in the case against the Official; or
 - b. other facts exist that make it clearly unfair, in all of the circumstances, to impose a provisional suspension prior to a full hearing on the merits of the charge(s) against the Official. This ground is to be construed narrowly, and applied only in exceptional circumstances.
- 4.4.3. The Chairman of the Independent Tribunal shall determine the appropriate procedure to be followed to determine the application, including whether an oral hearing is required.
- 4.4.4. A decision by the Official not to contest the provisional suspension shall not be taken as an admission against the Official's interests. If the provisional suspension is not challenged, or is upheld on challenge, the Official will be entitled to have the charges against him/her determined as quickly as reasonably practicable.
- 4.4.5. During the period of any provisional suspension, the Official may not carry out any activity on behalf of, or relating to, the ITF or the sport of tennis.
- 4.4.6. Where a suspension is imposed on an Official as a final sanction for breach of the Code, any period of provisional suspension served by the Official shall be credited against that suspension.

5. ADJUDICATION

- 5.1. The Official must respond to the notice of charge(s) in writing within fourteen (14) days of the date of the notice of charge (or by such extended deadline as the Legal Secretary agrees) stating whether:
 - 5.1.1. the Official waives his/her right to a hearing and admits the charge(s) and accepts the sanctions proposed in the notice of charge, in which case the Chair of the Commission will issue a decision confirming the breaches admitted and the sanctions imposed, and that decision will be final and binding on the parties, will be published on the ITF's website, and will be recognised and enforced by the ITF and its Members and Regional Associations; or
 - 5.1.2. the Official disputes the charge(s) and/or the sanctions proposed, in which case he/she shall also state (in summary) the basis on which they are disputed, and the Legal Secretary will refer the case to the Independent Tribunal in accordance with Article 3.1 of the Tribunal Procedural Rules.
- 5.2. If the Official fails to file a written response disputing the charge(s) and/or the sanctions proposed within the fourteen day deadline, he/she will be deemed to have admitted the charge(s), accepted the sanctions proposed, and waived his/her entitlement to have a hearing on, or make written submissions and/or adduce evidence in relation to, the charge(s) and/or the proposed sanctions before the Independent Tribunal. In such a case the Commission will issue a decision confirming the breaches deemed admitted and the sanctions imposed, and that decision will be final and

binding on the parties, will be published on the ITF's website, and will be recognised and enforced by the ITF and its Members and Regional Associations.

- 5.3. The proceedings before the Independent Tribunal will be brought in the name of the ITF, but the prosecuting party will be the Commission, which may instruct lawyers to act for it in the proceedings. The Independent Tribunal shall consist of one member, unless the Chairman of the Panel determines that three members are required. If a charge is upheld, the Independent Tribunal shall impose sanctions and may award costs in accordance with Article 6 of this Appendix 1.
- 5.4. Final decisions of the Independent Tribunal may be appealed by the Official or by the Commission, solely to the CAS. Where the Official files the appeal, the respondent will be the ITF, not the Commission. The CAS will resolve the dispute definitively in accordance with Article 8 of the Procedural Rules and in accordance with the CAS Code of Sports-related Arbitration (the **CAS Code**), save that the appeal will only take the form of a *de novo* hearing where that is required in order to do justice (for example, to cure procedural errors at the hearing of first instance). In all other cases, the appeal will not take the form of a *de novo* hearing but instead will be limited to consideration of whether the decision of the Independent Tribunal that is being appealed was erroneous.
- 5.5. Where the Commission and the Official charged agree, charges of breach of the Ethics Code may be heard directly by the CAS, sitting as the first and only instance body, further to the provisions in the CAS Code for ordinary arbitration procedures, with no requirement for a prior hearing before the Independent Tribunal, and with no right of appeal from the CAS's decision.

6. SANCTIONS

- 6.1. Any one or more of the following sanctions may be imposed for a proven breach of the Code of Ethics:
 - 6.1.1. a warning as to future conduct (i.e., a reminder of the substance of the provision of the Code of Ethics that has been infringed, together with a threat of sanction in the event of further infringement);
 - 6.1.2. a reprimand (i.e., an official written pronouncement of disapproval);
 - 6.1.3. a fine in an amount proportionate to the breach;
 - 6.1.4. an order of reimbursement or restitution;
 - 6.1.5. removal of any award or other honour previously bestowed by the ITF;
 - 6.1.6. removal from office, or suspension from office for a specified period;
 - 6.1.6.1. In accordance with Bahamian law, any decision by the Independent Tribunal that a Director should be removed or suspended from office shall be deemed to be a recommendation to the Council that the Director be removed from office. The Board of Directors shall submit the necessary resolution to the Council at its next General Meeting (which may be an Extraordinary General Meeting called specifically for this purpose), where it shall be voted on in accordance with the ITF Constitution. In the interim period, that Director shall be given notice of but not participate in meetings of the Board of Directors (nor any other decisions).
 - 6.1.7. disqualification from acting as a Director and/or as an Officer and/or as a Committee Member and/or as a Candidate for a specified period (of up to a lifetime); and/or
 - 6.1.8. any other sanction(s) that may be deemed appropriate and proportionate.

- 6.2. The sanction(s) to be imposed in a particular case shall be determined by reference to all of the relevant circumstances of that case, including the seriousness of the breach, the need to protect the image and/or integrity of the sport, the need to deter repetition of the wrongful conduct (by the Official in question and/or by any other Official), and any mitigating or aggravating factors that may be present (including the Official's prior record, and his/her degree of assistance to/cooperation with the process). Where more than one breach has been committed, the sanctions shall be based on the more/most serious breach, but increased by an amount appropriate to reflect the other breach(es).
- 6.3. Where deemed appropriate, the implementation of all or part of any sanction(s) imposed may be suspended for a period, and waived at the end of that period, so long as specified conditions are satisfied.
- 6.4. Costs:
- 6.4.1. The Independent Tribunal shall have the power to order any party to pay some or all of the costs of convening the Independent Tribunal and of staging the hearing and/or the costs (legal, expert, travel, accommodation or otherwise) incurred by the parties in relation to the proceedings. If the Independent Tribunal does not exercise that power, the ITF will pay the costs of convening the Independent Tribunal and of staging the hearing, and each party will bear its own costs (legal, expert, travel, accommodation or otherwise).
- 6.4.2. In exercising its discretion to award costs, the Independent Tribunal may have regard to the parties' conduct at all relevant times. The Independent Tribunal should have regard to the ITF's regulatory function, and its obligation to bring or defend proceedings for the good of tennis. Therefore, costs should not be awarded against the ITF simply because an alleged breach of this Code of Ethics has not been proven to the required standard. Rather costs should only be awarded against the ITF if the Independent Tribunal determines that the charge was brought improperly, frivolously, dishonestly and/or in bad faith.
- 6.5. Where a fine, reimbursement, restitution and/or costs award is imposed against an Official (a **Financial Award**), then such Financial Award must be paid: (a) by the Official (and not, unless the ITF agrees, by any third party, including a Member); and (b) directly to the ITF within one calendar month of receipt of the decision imposing the Financial Award. However, the Commission will consider any request from any Official, on the grounds of financial hardship, to make the payment of such Financial Award over a prolonged period of time. Where an Official has been suspended from office and/or disqualified from acting as an Official for a specified period, he must have paid (or be up to date on any instalment plan for repayment of) the Financial Award before he/she may resume office/act as an Official again.

7. LIMITATION

- 7.1. No notice charging an Official with breach of the ITF Ethics Code may be sent more than twelve (12) years after the date on which the breach is alleged to have occurred. Provided that time-limit is met, however, proceedings for breach may be temporarily suspended in order to avoid the risk of prejudice to and/or to give precedence to investigations or proceedings conducted by other competent authorities into the same or related matters, even if that means the proceedings under this Code are not concluded prior to the twelve-year time-limit.

8. ELIGIBILITY OF BOARD DIRECTORS (INCLUDING THE PRESIDENT) WHO HAVE BEEN CONVICTED OF A CRIMINAL OFFENCE

- 8.1 In the event that a Director, Officer or Candidate has been convicted of a criminal offence whether at first instance or appeal, the Election and Eligibility Panel shall consider and determine (in accordance with Articles 19(c)(iii) and 21(k) of the ITF Constitution) whether or not such conviction should result in his/her position becoming vacated by virtue of any of the grounds set out in Article

21(k) of the ITF Constitution. For the avoidance of doubt, any such consideration and determination is without prejudice the Commission's ability to separately pursue the conviction and/or the conduct resulting in the conviction as a breach of the Code of Ethics.

8.2 In considering and determining whether or not the conviction for a criminal offence should result in the Director, Officer or Candidate's position becoming vacated by virtue of any of the grounds set out in Article 21(k) of the ITF Constitution, the Election and Eligibility Panel:

8.2.1 shall provide (i) the individual Director, Officer or Candidate, and (ii) the Board of Directors (not including the individual Director, Officer or Candidate in question) with sufficient opportunity to make representations, including via any legal representative of his/her/their choosing;

8.2.2 may request that (i) the individual Director, Officer or Candidate, and/or (ii) the Board of Directors:

8.2.2.2 produce any relevant documents; and/or

8.2.2.3 attend any hearing to answer questions, which hearing shall be inquisitorial in nature, unless the Election and Eligibility Panel considers another approach is required to fairly determine the matter;

8.2.4 shall determine the matter by simple majority; and

8.2.5 shall give written reasons for its determination as soon as practicable.

8.3 Save as provided for by Article 21(k)(iv)(B), the determination of the Ethics and Eligibility Panel shall be final and binding, with no right of appeal. The determination of the Ethics and Eligibility Panel may however be subject to challenge as a decision of the Board of Directors, in accordance with Article 33 of the ITF Constitution (Arbitration) and the CAS code of sports-related arbitration (ordinary arbitration procedure).

9. CONFIDENTIALITY

9.1. Save where otherwise provided in this Code, the proceedings of the Commission, and any information provided to or obtained by it or by an investigator appointed by it, shall be kept confidential.

9.2. Notwithstanding Article 9.1 of this Appendix, the Commission and/or the Investigator may disclose confidential information:

9.2.1. where necessary to facilitate the application or enforcement of the Ethics Code and/or to protect the integrity and reputation of the sport;

9.2.2. where they deem it necessary and appropriate, to inform the public about or confirm ongoing or closed procedures, or to correct inaccurate information or damaging rumours, provided that any such disclosure shall respect the rights of those involved, including their right to be presumed innocent of all charges unless and until proven otherwise.

9.3. The Chair may inform the public about the reasons for any decision and/or the closure of any investigation, in any appropriate form and via any appropriate media, such as (without limitation) by publishing the decision itself, in whole or in part, having redacted or anonymised all or part of it where deemed appropriate.

10. DEVIATIONS

10.1. Any deviation from any provision of the Code of Ethics and/or any departure from or irregularity,

omission, technicality or other defect in the procedures set out in the Code of Ethics will not invalidate any finding, procedure or decision unless it is shown to have rendered the proceedings unreliable or to have caused a miscarriage of justice.

APPENDIX TWO: DECLARATION FORMS

PART ONE: CONFLICT OF INTEREST DECLARATION FORM

I the undersigned declare that:

1. I have read, understood and agree to be bound by and comply with the ITF Code of Ethics.
2. I **do not** have **nor do I presently anticipate having** any conflict of interest (actual, apparent or potential) save as set out in this declaration.
3. I agree to make immediate disclosure of any material change required to this declaration in order to ensure that it remains accurate.
4. I agree to make immediate disclosure of any additional actual, apparent or potential conflict of interest that arises subsequent to the preparation of this declaration, by way of a separate declaration, to ensure my disclosure remains complete.
5. I agree to be bound by any decisions taken by relevant authorities under the ITF Code of Ethics.

Name (print in full):

Address:
.....
.....

Position:

Details of conflict of interest (actual, apparent or potential):*

Positions held in tennis:
.....

Current jobs/paid positions:
.....
.....

Significant financial or other interests in the following:
.....

Other facts that may give rise to actual, apparent or potential conflicts of interest:
.....
.....

Signature: Date:

Print name:

Please return completed form via email to commission@itf-ethics.com

* Use additional sheets if necessary.

PART TWO: GIFT/HOSPITALITY DECLARATION FORM

Date of offer of gift or hospitality	
Name of recipient	
Name of ultimate recipient (if passed on to someone else)	
Details of gift or hospitality	
Estimated cost	
Name of person who made offer (including name and company)	
Relationship to ITF	
Why was offer made?	
Is there a current/potential contract with the offeror? (If yes, provide details)	
Has offeror ever given a gift or hospitality to the recipient before? (If yes, provide details)	
Signature and date	

APPENDIX THREE: GIFTS & HOSPITALITY

1. Notwithstanding any other provision of this Code of Ethics, Officials must not offer or accept:
 - 1.1 any cash gift in their capacity as Officials;
 - 1.2 any gift, hospitality or other benefit that is given secretly, not openly;
 - 1.3 any gift, hospitality or other benefit that creates an actual or apparent or potential conflict of interest for the recipient or that is intended or may reasonably be construed as being intended to influence the recipient improperly in their official activities (such as, without limitation, gifts offered by suppliers, other commercial partners and interested parties to influence decisions relating to the awarding of commercial contracts, particularly for media rights, events and sponsorship, and gifts offered by Candidates to influence decisions relating to their candidacy); or
 - 1.4 any other gift, hospitality or other benefit (whether of a monetary value or otherwise) in circumstances that give rise to an appearance of impropriety or lead to the recipient's impartiality or integrity being called into question or to the ITF and/or the sport of tennis being brought into disrepute.
2. Subject strictly to Article 1 of this Appendix 3, in their capacity as Officials, Officials may offer and accept:
 - 2.1 tokens of consideration or friendship of nominal value, in accordance with prevailing local customs; and
 - 2.2 reasonable, proportionate and *bona fide* corporate gifts and hospitality (including tournament accreditation or tickets), solely as a mark of respect or friendship;

provided that any such token, gift or hospitality that is worth more than US \$250 (or the equivalent in any other currency) must be disclosed to the ITF Ethics Commission using the form at Part 2 of Appendix Two to the Code of Ethics (as amended by the ITF from time to time), and recorded and approved by the ITF Ethics Commission. If it is not approved by the ITF Ethics Commission, it must be withdrawn or returned (as applicable).
3. Subject always to Article 1 of this Appendix 3, any tickets and/or hospitality (including tournament accreditation) offered by a Member in respect of one of its events, and any gifts that are provided as part of that hospitality to all of the Member's guests at that event, shall not be reportable pursuant to Article 2 of this Appendix 3, even where their value is more than US \$250 (or the equivalent in any other currency).
4. It is prohibited to offer or accept any gift or hospitality or other benefit that does not meet the requirements of Articles 1 and 2 of this Appendix 3. If in doubt as to whether those requirements are met in a particular case, the Official should refer the matter to the ITF Ethics Commission for guidance in accordance with Article 1.7 of the Code of Ethics.
5. Nothing in this Appendix 3 or in the rest of the Code of Ethics is intended to supersede or contradict the ITF Anti-Bribery Policy. In the event of any conflict between any provision of this Appendix 3 or any other provision in the Code of Ethics and any part of the ITF Anti-Bribery Policy, the ITF Anti-Bribery Policy will prevail.

APPENDIX FOUR: RULES FOR CANDIDATES

Candidates shall:

1. comply with the Code of Ethics and the ITF Constitution;
2. not send out official campaign material in any form prior to the official public announcement by the ITF of all valid candidates. However, prospective candidates may indicate publicly their intention to contest the elections, and participate in meetings, prior to the official public announcement;
3. conduct their candidacy with honesty, dignity, moderation and respect for their opponents;
4. not insult or demean their opponents, or do anything else with malicious intent or bad faith that may harm the image of any opponent;
5. respect and not seek to exert any improper influence over the democratic process (such as making promises in exchange for votes);
6. not seek or use any financial, political or other support for the Candidacy from any regional association or other ITF partner or supplier;
7. not directly or indirectly solicit or accept any benefits of whatever nature intended to influence decisions within their authority once elected, or which may reasonably be perceived as intending to have that effect;
8. not offer, give or accept gifts or hospitality (directly or indirectly) to or from any official or representative of a member national association or regional association (together a **Member**), or anyone involved in the ITF or other governing body of tennis, unless compliant with Appendix Three: Gifts and Hospitality in the context of their existing capacity within tennis (such as a national or regional association official, or existing ITF Official);
9. except as set out in paragraph 7, not give or offer (directly or indirectly) to any Member any benefit or service of any kind that a reasonable person might construe as an attempt to influence the vote of that Member;
10. disclose to the ITF Ethics Commission (within a month of nomination, and updated throughout the period from nomination to the election) any gifts or hospitality received or provided by the Candidate, to or from anyone involved in any way (directly or indirectly) in the ITF, a Member or other governing body of tennis in the twelve months prior to the date of election or appointment to the position for which they are a Candidate, save for:
 - 10.1. gifts or hospitality compliant with Article 2 of Appendix Three (i.e. corporate gifts or tokens of friendship under \$250, received in their existing capacity as an official within tennis, such as a Member official, or existing ITF Official); and
 - 10.2. gifts or hospitality compliant with Article 3 of Appendix Three (i.e. tickets, and/or gifts given to all guests, over \$250 offered by a national association in respect of one of its events);
11. submit a Conflicts of Interest Declaration Form to the ITF Ethics Commission at the time they are nominated, and update it in the period prior to the election in the event of any change;
12. not participate in any official public forum or debate (such as a regional association meeting) for the sole or main purpose of promoting their candidacy unless equal opportunity to participate is offered to their opponents, save that:

- 12.1. candidates for the Board of Directors may attend forums or meetings in their region where only candidates from that region are offered the opportunity to participate, provided attendees are also only from that region;
13. not engage in any act, collaboration or collusion by or between Candidates with the intent to defraud or manipulate the result of the vote, including but not limited to:
 - 13.1. bullying, intimidation or coercion of others (whether voters or another Candidate); or
 - 13.2. being a part of, or knowing beneficiary of, any order or instruction attempting to mandate the way one or more Members must vote (whether on a regional basis or otherwise);
14. unless in the ordinary course of their business as an existing Official, not receive individual or special support or services from the ITF, or ITF staff, including any consultants, agents or advisors engaged by the ITF, beyond general administrative support and services provided to ensure that Candidacies are conducted in a fair, open and consistent manner. Further, in the case of an incumbent President seeking re-election, the President shall record with the Ethics Commission their travel for the calendar year in which the election takes place. For the avoidance of doubt, an incumbent President may travel in their own time and using their own resources;
15. if an existing Director, Officer, or Committee Member:
 - 15.1. continue to carry out their official duties during their Candidacy, including scheduling meetings with Members on a basis consistent with the ordinary course of their business as an Official, during which the Candidate may refer to their Candidacy in a purely factual manner but not campaign;
 - 15.2. not, in their existing capacity, organise or participate in meetings or events or social functions with Members solely or mainly for the purpose of promoting their Candidacy;
16. upon request by the ITF Ethics Commission (based on reasonable concerns that these Candidate Rules may not have been followed), provide a statement of expenditure and/or bank account statements and other relevant information concerning the nature, source and amount of funds used to support their candidacy;
17. respect the following duties of ITF and regional association staff:
 - 17.1. to maintain a strict duty of neutrality between Candidates;
 - 17.2. to limit their relations and communications with Candidates strictly to the performance of their duties as ITF or regional association staff (as appropriate); and
 - 17.3. unless in the ordinary course of their business with an existing Official, not to provide any additional support or services to a Candidate, beyond general administrative support and services provided to all Candidates (limited to those from the relevant region in the case of regional association staff); and
18. in case of any doubt about their responsibilities under the Code of Ethics, seek guidance from the Election Panel at commission@itf-ethics.com.