

Board Policy: **Code of Conduct**

Approved by the Board: 25 September 2014

PURPOSE

This Code of Conduct applies to all members of the Board of Grand Pacific Health Ltd (GPH) and recognises that the Board has an important role to play in setting 'the tone at the top'. The Board is also responsible for ensuring that a complementary code of conduct is developed, understood and actively managed in the organization as a whole.

RESPONSIBILITY

This GPH Code reflects the expectations and requirements of directors of all publically funded organisations and demonstrate our active commitment to our guiding principles:

- Evidence-based
- Collaboration
- Innovation
- Accountability
- Transparency

GPH directors must carry out their duties to the best of their ability and follow the highest standards of ethical conduct. This requires each director to:

1. Act honestly, in good faith and in the best interests of the company as a whole.
2. Act with courtesy and respect towards everyone.
3. Engage in conduct that will not bring discredit to the company.
4. Comply with relevant legislative, industrial and administrative requirements.
5. Use care, diligence and skill in fulfilling the functions of office and exercising the powers attached to that office, which includes preparing for and attending all board meetings.
6. Recognise that the primary responsibility is to the company as a whole but may, where appropriate, have regard for the interest of other stakeholders of the company.
7. Use the position of director only for the best advantage of the company.
8. Use official resources lawfully and efficiently and in compliance with company policies and procedures.
9. Demonstrate leadership in workplace health and safety behaviour, acknowledging GPH policies and procedures whilst undertaking the duties of a director.
10. Be independent in judgement and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the board of directors.
11. Use information acquired as a director only. Confidential information received by the member in the course of the exercise of directorial duties remains the property of the company from which it was obtained and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by that company, or the person from whom the information is provided, or is required by law.
12. Report any breaches of the Code by themselves or others to the Chair.

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The Board also acknowledges as a collective that they will:

- Undertake diligent analysis of all documents and advice provided to them
- Abide by Board decisions even though at a vote, their position was not adopted
- Maintain the confidentiality of other director's positions
- Contribute to the desired culture of the Board and work constructively to achieve the best for the organisation
- Treat each other with respect, dignity and with regard to the office held
- Have the interests of the community and the objects of the company at the heart of all decision-making.

Reporting and Investigation of Unethical Practices

- Any grievance or complaint against a Board member should be referred to the Chair, or an approved delegate.
- The Board is obliged to investigate any complaint raised concerning unethical practices (see Feedback and Complaints Policy).

Name of Director

Signature

Date

Policy title:

Policy sponsor:

Board approval:

Due for review:

Code of Conduct

Chair, Board of Directors

At Board meeting of 30 May 2013

By 30 September 2015