The name of organisation has adopted the following Code of Conduct that all Trustees / Board Members *delete not applicable*, agree to adhere to by signing below:

1.) Conflicts of Interest

No Trustee / Board member *delete not applicable* shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a Trustee / Board Member *delete not applicable* with the name of organisation.

Members of the board shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as a Trustees / Board Members*delete not applicable*. Nevertheless, conflicts may arise from time to time.

1. When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of name of organisation and the Trustee / Board Member’s *delete not applicable* personal interests, the Trustee / Board Member *delete not applicable* has a duty to immediately disclose the conflict of interest so that the rest of the Trustee / Board Member’s *delete not applicable* decision making will be informed about the conflict.
2. It is every Trustee / Board Member’s *delete not applicable* obligation, in accordance with this Code of Conduct and the Governance Policy, to ensure that decisions made by the Board reflect independent thinking. Consequently, in the event that any Trustee / Board Member *delete not applicable* receives compensation from name of organisation such compensation will be determined by and approved by the full Board in advance.
3. Any Trustee / Board Member *delete not applicable* having a conflict of interest shall not vote or use his or her personal influence to address the matter, and he or she shall not be counted in determining the quorum for the meeting.
4. All conflicts disclosed to the Board will be made a matter of record in the minutes of the meeting in which the disclosure was made, which shall also note that the Trustee / Board Member *delete not applicable* with a conflict abstained from the vote and was not present for any discussion.
5. Any new Trustee / Board Member *delete not applicable* will be advised of this policy during Governance induction and all Trustees / Board Members *delete not applicable* will be reminded of the Governance Code of Conduct and the Policy and Procedure for disclosure of conflicts and for managing conflicts on a regular basis, at least once a year.
6. Any reported conflicts of interest must be recorded in the Conflict of Interest Register.
7. The organisation will collectively agree on how to actively manage a Conflict of Interest situation with a Trustee / Board Member *delete not applicable* or whether the activity should continue or the Trustees involvement stops.
8. This Conflict of Interest Policy shall also apply to any Trustee / Board Member’s *delete not applicable* immediate family or any person acting on his or her behalf.

2. Confidentiality

Trustees / Board Members *delete not applicable* are reminded that confidential financial, personnel and other matters concerning the organisation, donors, staff, contractors, volunteers or clients/consumers may be included in board materials or discussed from time to time. Trustees / Board Members *delete not applicable* should not disclose such confidential information to anyone.

3. Active Participation

Trustees / Board Members *delete not applicable* are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. This includes:

* Attendance at all meetings of the board is a high priority.
* Being prepared to discuss the issues and business on the agenda, and having

read all background material relevant to the topics at hand.

* Cooperating with and respecting the opinions of fellow Trustees / Board

Members *delete not applicable* , and leaving personal prejudices out of all board discussions, as well as supporting actions of the Board even when the Trustee / Board Member *delete not applicable* personally did not support the action taken.

* Putting the interests of the organisation above personal interests.
* Representing the organisation in a positive and supportive manner at all times

and in all places.

* Showing respect and courteous conduct in all board meetings.
* Observing established lines of communication and directing requests for

information through the Chairperson.

I, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, recognising the important responsibility I am undertaking in serving as a Trustee / Board Member *delete not applicable* of name of organisation, hereby agree to carry out in an open and honest manner, to the best of my ability the duties and obligations associated with my role as a Trustee / Board Member *delete not applicable* and abide by this Code of Conduct and the Governance Policy. I understand that failure to abide by these documents may result in my removal as a Trustee / Board Member *delete not applicable*,.

Signature: Date: