



## POLICY

Drafted by	J. Briscoe	Approved by Board on	June 2018
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### Code of Conduct, Board Members

#### **Purpose**

To outline the code of conduct that specifies the corporate ethical, behavioural and practice obligations of VFM members who are elected by the membership to VFM's Board of Management.

#### **Principles and Code of Conduct**

VFM's Code of Conduct sets out the ethical principles and standards that are expected of Board members as part of their governance duties under seven pillars: Commitment, Conduct, Conflict, Conscientiousness, Confidentiality, Communication and Community.

#### **Commitment**

Specifically, at all times, Board members are to be committed to:

- The pursuit of fulfilling VFM's Charter and Mission as a key priority, and
- Promoting VFM's interests as well as the interests of its members, stakeholders and listeners of the Tuggeranong Valley.

#### **Conduct**

Each Board Member shall at all times:

- Observe sound financial practices, manage potential risks effectively and meet all obligations
- Comply with all applicable Commonwealth and Territory legislation and regulation, and
- Observe the provisions of VFM's Constitution and policies.

#### **Conflicts**

No Director shall at any time:

- Put their own interests, or the interests of any other person or entity, before VFM's interests, or act as to give the appearance of any such conflict
- Enter into any financial relationship on VFM's behalf without the approval of the VFM Board, in whose deliberations on that issue the Director shall have taken no part, or
- Through their own conduct bring VFM into disrepute.

#### **Confidentiality**

Each VFM Director shall:

- Preserve the confidentiality of VFM's business affairs
- Protect the privacy of VFM's members, clients/customers and listeners
- Recognise their accountability to VFM's members, and
- Provide all information on VFM's performance to give meaning to that accountability.

### ***Conscientiousness***

Each VFM Director shall at all times:

- Exercise their independent judgement on the issues before them
- Provide themselves with the information necessary to support their judgements, and
- Invest the time and effort required to fulfil directorial duties by reading all meeting materials, participating fully in meetings and performing duties as assigned by the VFM Board.

### ***Communication***

Each VFM Director shall at all times while acting in their capacity as a Board Member:

- Maintain the knowledge, skills and information base needed to effectively oversee VFM's business affairs, and
- Communicate VFM's Charter, Mission, strategy and culture to members, stakeholders and the public.

### ***Community***

Each VFM Director shall:

- Observe and promote the human rights of all persons affected by VFM's work
- Oppose prejudice, address disadvantage and promote diversity in all aspects of VFM's governance and management, and
- Treat colleagues, clients and the community with courtesy and respect.

### **Valley FM Compliance Obligations**

The Board is responsible for the development, implementation, operation and review of this policy. Compliance with the policy is also the responsibility of all Board Members.

### **Legislation Framework**

N/A

### **References**

Australian Charities and Not-for-profit Commission (ACNC). 2018. *Governance for Good* available @ [ACNC Governance for Good](#)

Institute of Company Directors Australia. 2013. *Code of Ethics and Conduct* available @ [Community Directors Code of Ethics and Conduct](#)

Our Community. 2008. *Code of Governance* available @ [Our Community Code of Governance](#)

Valley FM 9.5. (2018). *Board Roles and Responsibilities*. VFM Policy Manual 2018.