

Board of Directors Code of Conduct

1 Code of Conduct

A Director must:

- Act honestly, with utmost good faith, exercising due skill and diligence at all times;
- Use care in fulfilling the functions of office and in exercising the powers attached to that office;
- Use the powers of office for proper purpose, in the best interests of the organisation as a whole;
- Be independent in judgment and actions and take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Board of Directors;
- Keep confidential all Board discussions and deliberations with information only being disclosed if the disclosure is authorised by the person from whom the information is provided, or is required by law;
- At all times, comply with the spirit as well as the letter of the law and within the principles of this Code;
- Declare all material personal interests in a matter that is related to the affairs of the Government Business Enterprise as required by section 28 of the *Government Business Enterprises Act 1995*;
- At all times, uphold the vision, purpose and values statements of the MAIB; and
- At all times, behave ethically to uphold the values, integrity and good reputation of the MAIB.

A Director must not:

- Make improper use of, or disclose information acquired as a Director;
- Take improper advantage of the position of Director;
- Allow personal interests, or the interests of any associated person, to conflict with the interests of the organisation;
- Engage in conduct likely to bring discredit upon the MAIB; and
- Accept gifts or entertainment in connection with the MAIB's business except in accordance with the Offers of Gifts and Benefits Policy (COR022).

Directors are required on an annual basis to acknowledge their understanding and commitment to this Code of Conduct by signing below and returning it to the Chief Operating Officer.

Signature:

Print Name: **Date:**

2 Review and Amendment

The Chief Operating Officer is responsible for reviewing the Board of Directors Code of Conduct every two years. Amendments shall be authorised by the Board of Directors before reissue.