# 

Board of Directors’ Code of Conduct

1. **POLICY**

Directors are accountable for their actions and are expected to promote and uphold this Code of Conduct which establishes a common understanding of standards of behaviour.

Directors are required to co-operate with this policy in accordance with the House Operator’s core values.

The signatures of Directors shall be taken as acknowledgement that they have read this document, agreed to abide by it, and that they understand their obligations.

1. **PURPOSE**

This Code of Conduct affirms the House Operator’s belief in social and ethical behaviour of all Directors. This Code of Conduct clarifies the minimum standards of behaviour expected of all Directors.

This Code of Conduct does not replace legislation and if any part of it is in conflict, then legislation takes precedence.

This Code of Conduct acknowledges the following rights in relation to the House Operator’s responsibilities to residents, their families and the general public:

* The rights of people to make choices in their own lives
* The rights of people to dignity, respect, privacy and confidentiality
* The rights of people to be valued as individuals
* The right of people to access services on a non-discriminatory basis that is culturally appropriate
* The right of the participants to receive an accountable and quality service in which they have a high level of confidence, trust and satisfaction

The foundation of this Code of Conduct is that all residents, staff and their families are treated with dignity and respect at all times.

1. **VALUES**

Directors are expected to uphold the following values at all times:

* Compassion
* Integrity
* Professionalism
* Commitment
* Excellence
* Accountability
* Respect for every individual’s needs
* Communication
* Friendship and Care

1. **COMMITMENT TO PROFESSIONAL CONDUCT AND BEHAVIOUR**

As a Director of this Board, you are accountable for your actions and are expected to act in a professional, ethical, fair, respectful, responsible and courteous manner at all times. Directors are not permitted to behave and act in a way that degrades, belittles, humiliates, offends or embarrasses members, their family members, staff members, visitors, suppliers or other stakeholders.

All Directors are required to adhere to this Code of Conduct in relation to professional conduct and behaviour at all times.

1. **BULLYING, DISCRIMINATION AND HARASSMENT**

Directors are expected to:

* Respect individual differences and not discriminate against, harass or bully anyone
* All Directors have the responsibility to ensure that their actions do not negatively impact other members’ health and safety through actions of bullying, harassment and discriminatory practices.
* Not use offensive or foul language or behave in a manner that offends, harasses, intimidates or unfairly discriminates against colleagues, participants or other related people.

1. **CONFIDENTIALITY AND PRIVACY**

Directors are expected to:

* Not disclose a resident’s private information, including resident profiles or individual Plans
* Maintain confidentiality at all times.
* Ensure they respect the confidentiality and privacy of residents and staff at all times.
* Ensure the preservation of confidential information that is not public knowledge.
* Not use information or authority derived from their appointment as a Director for personal gain
* Ensure as reasonably as possible, that all personal and sensitive information regarding Members of the House Operator cannot be seen, accessed, used or disclosed to any unauthorized person.

1. **PROFESSIONAL CONDUCT**

Directors are expected to:

* Behave in a professional and responsible manner at all times
* Faithfully observe and comply with SILC’s Code of Conduct, Policies and Procedures, relevant legislation and Individual Service Plans
* Represent the House Operator in a professional manner thereby enhancing its reputation in the community
* Ensure their actions do not bring SILC or the House Operator into disrepute
* Strive to keep up-to-date with ongoing education and knowledge in relation to work as well as the professional and ethical standards relevant to their area of expertise
* Treat residents, families and staff with courtesy, dignity, respect and sensitivity and be courteous and helpful in their role.
* Not provide services to residents for which they do not have the appropriate authorisation, skills or training.
* Comply with any conditions of access to or use of SILC’s and the House Operator’s resources and facilities.
* Avoid real or apparent conflicts of interest. If in doubt, ask for guidance from other Directors of the House Operator or SILC.
* Punctuality and teamwork are essential for the smooth running of the House Operator service. It is important that Directors arrive at the Board meeting location at the scheduled time.
* Maintain and develop knowledge in the disability sector and other areas of responsibility.
* Report any suspected misconduct immediately.

1. **USE OF SOCIAL MEDIA**

* Directors must protect their professional reputation and that of SILC and the House Operator and must not publish material on the internet or other such public domain, such as social media sites like Facebook, Twitter, Instagram or LinkedIn that may cause offense or discriminate against another Member, Participant or other person associated with the House Operator.

1. **MISCONDUCT**

Where Directors are found to have engaged in unprofessional behaviour, such behaviour may result in disciplinary action being taken against them which may include termination of Membership where such behaviour has been proven.

Where Directors have a complaint against another Director, Member or staff member of the House Operator, they are expected to report this behaviour in accordance with the procedures of the Complaints and Grievances Policy. The House Operator undertakes that no action will be taken against anyone for raising a concern or helping another person to raise one.

Misconduct is defined under the legislation as:

(a) willful, or deliberate, behaviour by a person that is inconsistent with the continuation of membership; and

(b) conduct that causes serious and imminent risk to:

(i) the health, or safety, of a person; or

(ii) the reputation, viability or profitability of The House Operator.

Where misconduct is reported, an investigation may occur and if proven, disciplinary action may be taken against the Director which may include termination of Membership. Action taken by the House Operator will be appropriate to the seriousness of the breach of the Code of Conduct.

In addition to the above, this Code of Conduct commits to:

* Provide leadership and treat the Board and staff and others concerned with the House Operator activities fairly and equitably, in accordance with Policies and Procedures,
* Strive to create and maintain a safe environment,
* Take all necessary steps to prevent harassment, discrimination and bullying in the workplace and respond immediately to any incidents,
* Encourage staff to report any incident of wrongdoing they identify and support them in doing so,
* Ensure staff know what their job entails, how they are expected to do it, what results they are accountable for and how their performance will be managed,
* Ensure the Employee Code of Conduct is understood by staff members.

10. CONFLICT OF INTEREST

The House Operator will maintain an up-to-date Register of Interests recording all actual or potential interests of Directors.

When encountering potential conflicts of interest, members of the Board of Directors will identify the conflict. The Director concerned will not vote on that issue, nor initiate or take part in any Board discussion on that topic (either in the meeting or with other members of the Board before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other Directors present.

If a member of the Board of Directors declares themselves to have an existing or potential conflict of interest, confidentiality will be respected. If a member alleges that another member of the Board of Directors has a conflict of interest, whether existing or potential, and that member does not agree, and if the Board of Directors cannot resolve this allegation to the satisfaction of both parties, the matter will be referred to the Chairperson. The Chairperson will make a recommendation to the Board of Directors as to what action will be taken.

Specifically, members of the Board of Directors will follow these guidelines in relation to conflict of interest:

Avoid placing (or creating the appearance of placing) their own self-interest or any third-party interest above that of The House Operator. While the receipt of incidental personal or third-party benefit may necessarily flow from certain organisation activities, such benefit must be merely incidental to the primary benefit to the organisation and its purposes,

* Not abusing their membership of the Board of Directors by improperly using that membership or the House Operator's staff, services, equipment, resources, or property for personal or third-party gain or pleasure,
* Directors will not represent to third parties that their authority as a Board member extends any further than that which it actually extends,
* Not engaging in any outside business, professional or other activities that would directly or indirectly materially adversely affect the organization,
* Not engaging in or facilitating any discriminatory or harassing behaviour directed toward staff, Members, fellow Directors, meeting attendees, sponsors, suppliers, contractors or others in the context of activities relating to the organization,
* Not soliciting or accepting gifts, gratuities, free trips, honoraria, personal property or any other item of value as a direct or indirect inducement to provide special treatment to the donor in matters relating to the organisation without fully disclosing such items to the Board of Directors,
* Providing goods or services to the organisation as a paid vendor to the organisation only after full disclosure to, and following approval by the Board of Directors

**11. REVIEW PROCEDURE**

This Code of Conduct will be reviewed every year. However, if at any time the legislative, policy or funding environment is so altered that the Code of Conduct is no longer appropriate in its current form, the policy will be reviewed immediately and amended accordingly.

**Code of Conduct - Board Director Agreement**

I acknowledge that I have read the Code of Conduct. I have had an opportunity to clarify any issues and agree to abide by this Code of Conduct.

House Operator: (INSERT HOUSE OPERATOR)

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| (Name) | (Name) |
| (Title) | (Title) |
| (Date) | (Date) |
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