# Code of Conduct for Board Members

## [The coporation’s]’s Values

In all our operations and relationships we value:

set out here your values or principles

## How to behave

**Personal behaviour – it is expected that board members will:**

* be ethical, straight and have strong morals so they work always in the best interests of [the corporation].
* not abuse their position as board member to make profit for themselves or for any other person.
* be careful, work hard and use their expert knowledge.
* make it their business to participate actively in everything a board member has to do as it is written in their duty statement.
* make decisions fairly, without taking sides and in a short time, while including all available information, laws, policies and procedures.
* know about matters they make decisions on, and, if they need to will ask other people and organisations.
* understand what the board’s decision mean for the corporations money, business, future and other issues.
* be responsible with the corporation’s money.
* understand money and business reports, expert reports about the accounts and other bank and business statements that the board must decide on.
* come to at least 75% [numbers can be added, e.g. 5 out of 7] of board meetings.
* be kind, straightforward, respectful, with good manners and fair to other board members and think about and respect their opinions, rights, safety and wellbeing.
* not humbug, bully or speak against board members, community members and/or staff.
* be professional and help the board work together in harmony, safely and well.

## Talking about the corporation in public – it is expected that board members will:

* let the chairperson and the CEO or manager talk publicly about any business relating to the corporation’s board, business or staff matters.
* not share official information or documents that was given to them as board members, only when the board agreed or when they are asked to do so by law.
* not speak about the business of [the corporation] without being allowed to.
* not speak against formal decisions made in the board meetings but support and agree with them.
* respect the confidential and private details of other people and not make them public.
* make sure that information given as a director is only used for proper purposes.

## Conflicts of interest – it is expected that board members will:

* let the board know about any personal or business interests which could be a real conflict of interest, or other people might see it as a conflict of interest.
* not allow personal or money interests, or the interests of a relative or friend be in conflict with the interests of [the corporation].
* make sure, if there is a conflict of interest, that it is managed in the interest of all corporation members.
* make sure that they not take presents or favours from others, as this could be seen as being influenced and that they are no longer able to make independent decisions as a board member.

## In addition, board members must make sure they:

* adhere to the director’s duties as set out in the rule book.
* report when a person is not behaving properly while working in or for the corporation and tell the relevant people or the police about it.
* are responsible to help with good will in a friendly and positive way that all can work together in a good way and speak well about the board of [the corporation].

Modified plain English [Code of Conduct by David Fishel](https://nativetitle.org.au/learn/pbcs-making-it-work/policies-and-code-conduct), Director of Positive Solutions and Founder of BoardConnect.