

Code of Conduct for Directors, Officers, Employees and Volunteers

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Document Information

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1. Background

Principle 3 of the ASX Corporate Governance Council Principles of Good Corporate Governance and Best Practice Recommendations 2nd edition recommends that companies establish a code of conduct (Code) as to:

- the practices necessary to maintain confidence in the Company's integrity;
- the practices necessary to take into account the Company's legal obligations and the reasonable expectations of the Company's stakeholders;
- the responsibility and accountability of individuals for reporting and investigating reports of unethical practices.

The Board of WHL has determined that it should adopt a code of conduct modelled on the above principles.

This Code sets out ethical standards for the Directors, Officers, Volunteers and Employees of Women's Housing Limited (WHL) and requires employees to ensure that their duties and responsibilities to the Company are performed with the utmost integrity.

This Code should be read in conjunction with:

- the WHL Board Conflict of Interest Policy; and
- the WHL Child Safety Policy

The conduct of the directors, officers, volunteers and employees of WHL is governed by the following principles.

2. Integrity and Professionalism

Directors, officers, employees and volunteers will:

- Act honestly and with integrity in all of their dealings for WHL.
- Maintain the highest levels of professional conduct in their interactions with colleagues and in representing the Company in the community.
- Not discriminate on the grounds of people's race, religion, gender, ethnicity, sexual preference, marital status, disability or any other characteristic set out in the Victorian Equal Opportunity Act.
- Be truthful, and not mislead or make any false statements, nor mislead by omission. Directors will not make promises or commitments that WHL does not intend, or would be unable, to honour.
- Publicly and privately support WHL and each other, acknowledging the strengths and weaknesses of others and acting with courtesy and respect.
- Act honestly and in good faith at all times in the interests of WHL and ensure that all stakeholders, particularly those who are recipients of services, are treated fairly according to their rights.
- Perform their duties as best they can, taking into account their skills, experience, qualifications and position. They will act in a safe, responsible and effective manner.
- Be punctual and reliable in their attendance and adhere to their prescribed and authorised hours of duty.
- Comply with the prescribed terms and conditions of their employment/engagement.
- Record their attendance for duty in the manner prescribed.
- Notify the organisation of any inability to attend duty as early as possible so as not to inconvenience others or delay the work of the organisation.

Ensure that all transactions, agreements and records that flow from relationships with WHL's stakeholders are accurately and openly recorded in WHL's books and records, and ensure no entries will be made which obscure the true nature of a transaction.

- Ensure that WHL promotes its services with integrity and accuracy.
- Work within WHL's policies and principles.
- Discuss issues as appropriate to determine whether or not a contemplated action is ethical.
- Respect and safeguard the property of WHL, the public and colleagues.
- Observe safe work practices so as not to endanger themselves or others.

3. Compliance with the Law and Company's Constitution

Directors, officers, employees and volunteers will:

- Abide by the law at all times.
- Be bound by the laws of the country.
- Carry out their duties in a lawful manner and ensure that WHL carries out its business in accordance with the law.
- Recognise both legal and moral duties of their role.

4. Conflicts of Interest

Directors, officers, employees and volunteers will:

- Endeavour to avoid conflicts of interest, real or perceived, however if they occur, directors, officers, employees and volunteers will fully disclose any business interest (public or private) and any other matters which may lead to potential or actual conflicts of interest, in accordance with WHL policies and procedures.
- Owe their first duty to WHL. In circumstances where other roles (whether serving as directors or trustees of another organisation) potentially conflict with the WHL's interests, the director, officer, employee or volunteer will advise and seek approval from the Chair or, if the person facing the potential conflict is the Chair, the Board, in accordance with this Code.
- Not use their role within WHL for political or community interests at any time unless authorised by WHL.
- Ensure that personal and financial interests do not conflict with the duty to WHL.
- Undertake no personal or business activities for personal gain while conducting business of WHL.

5. Confidential Information

Directors, officers, employees and volunteers will:

- Ensure that confidential information relating to WHL, its service users, its operations, or any other commercially sensitive matter, are not given either inadvertently or deliberately to third parties without the consent of WHL. Other than in circumstances required by law, there is no reason for Directors, officers, employees or volunteers to reveal confidential information. Confidential information which is to be released to legitimately interested third parties shall only be made so available after appropriate authorisation procedures have been followed.

- Maintain and observe their obligations of confidentiality and proper use of information even after leaving WHL.
- Maintain confidentiality regarding any information gained through their work and not divulge personal information or the address or phone numbers of Staff, Board or service users.

6. Benefits to Employees

Directors, officers, employees and volunteers will:

- Not use their status as a director, officer, employee or volunteer of WHL to seek personal gain from those doing business or seeking to do business with WHL.
- Not offer or accept payments, gifts or entertainment beyond that which would be considered normal business practice. Employees must report the offering of any such benefit to the CEO or, in the case of the CEO being offered such a benefit, to the Chair. Directors must report the offering of any such benefit to the Chair or, in the case of the Chair being offered such a benefit, to the Board.

7. Use of Company Funds and Resources

Directors, officers, employees and volunteers will:

- Not use funds, property, equipment or other resources of WHL for personal benefit.

8. Observance of the Code of Conduct

Directors, officers, employees and volunteers will:

- Report and record any behaviour that involves non-compliance with this Code. The Chair and CEO must be informed of any such acts or behaviour and take any action that is considered appropriate in the circumstances. Directors, officers, employees and volunteers must ensure that they comply with this Code.
- Will work collaboratively and will apply the principles of this Code to their duties and responsibilities on a daily basis.