



## **OACT BOARD Director Code of Conduct**

### **1. Purpose of Code of Conduct**

The purpose of this Code of Conduct is to outline the type of behaviour that Orienteering ACT (OACT) requires from its Directors and set out clear principles and guidelines for the ethical and professional conduct of Directors in effectively carrying out their responsibilities.

### **2. Who does this Code of Conduct apply to?**

This Code of Conduct applies to OACT Directors whenever they are acting in their capacity as an OACT Director.

### **3. General Principles**

Directors of OACT must:

1. act honestly and in good faith in the interests of OACT as a whole
2. exercise the degree of care, skill and diligence that a reasonable person in a like position would exercise in OACT's circumstances
3. exercise powers granted to them honestly and for the purposes for which they were conferred and not for ulterior purposes
4. avoid any actual or potential conflict between the obligations owed to OACT and a Director's personal interest or other duties
5. not disclose any information that is obtained through their position that is confidential
6. disclose advantages or business opportunities acquired in the course of their office
7. prevent insolvent trading by OACT
8. be independent in judgment and actions and take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Directors
9. be well prepared for Directors meetings
10. make reasonable enquiries at Directors meetings to ensure that OACT is operating efficiently, effectively and legally towards achieving OACT's goals

11. undertake diligent analysis of all proposals and matters placed before the Directors
12. acknowledge and embrace decisions of the Directors when communicating with third parties, irrespective of their own personal views
13. treat colleagues, members and employees of OACT with respect, courtesy, honesty and fairness, having proper regard to their interests, opinions, rights, safety and welfare
14. show respect for the opinions of other Directors and allow each Director a fair and reasonable opportunity to contribute to discussion and decision making
15. not engage in conduct that would likely bring discredit upon OACT or bring the Director or OACT into disrepute, or would constitute conduct unbecoming of a Director of OACT
16. not abuse, harass, bully, intimidate, discriminate, threaten or victimise other Directors, colleagues, members and/or employees of OACT
17. comply with the content and themes of section 4 of this Code of Conduct regarding child safety
18. promote and encourage diversity, equality and inclusiveness in decision making and throughout OACT, and
19. comply with the spirit as well as the letter of the law and the principles in this Code of Conduct.

#### **4. Child Safety**

OACT is a child safe organisation and has zero tolerance for child abuse. OACT adheres to applicable child safety standards and legislation through the adoption of Sport Integrity Australia National Integrity Framework. Directors must be aware of their responsibilities outlined in Orienteering Australia's (OA) child safety and safeguarding documents and be clear about processes for reporting and acting on concerns or reports of child abuse.

*Note: OA's policy applies to all orienteering associations in Australia.*

Refer [\*NIF Safeguarding Children and Young People Policy 2023.pdf - Google Drive\*](#)

Directors must respect, listen to and promote the rights of children and ensure behaviour and interactions with children are appropriate, respectful and adhere to the behavioural expectations outlined in OA's child safety and safeguarding documents.

#### **5. Breach of the Code of Conduct**

A breach of this Code may be considered serious misconduct and require formal investigation and further action being taken.

In some situations, a breach of this code may result in detriment to OACT and the Director may be liable for their actions under civil and criminal laws.

If a Director suspects that a breach of the Code of Conduct has occurred or will occur, he or she must report that breach to the President of the Board, or to another member of the Board, or to the Executive Officer. In some circumstances, such a disclosure may qualify for protection in accordance with the Whistleblower Policy. All reports will be acted upon and kept confidential.

**6. Review**

This Code will be reviewed by the Board every two years, or earlier as required.

**7. Director Declaration**

- I have read and understand the OACT Directors Code of Conduct.
- I acknowledge that I must ensure that any personal interests or roles do not influence or interfere with the proper performance of my duties in the best interests of OACT.
- I agree that I have an ongoing obligation to comply with the OACT Directors Code of Conduct.

<i>Signature</i>		<i>Date</i>