



**TOURISM COUNCIL
WESTERN AUSTRALIA LIMITED**

(A Company Limited by Guarantee and not having a Capital Divided into Shares)

**BOARD OF DIRECTORS
CODE OF CONDUCT**

**TOURISM COUNCIL WESTERN AUSTRALIA LTD
CODE OF CONDUCT**

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Tourism Council Western Australia Ltd

Code of Conduct

Adopted at meeting of the Board held on Tuesday 12th October 2004

Introduction

The Code of Conduct has been prepared to promote good and responsible practice. It provides Board Members with a summary of their obligations and guidance about ethical conduct.

Definitions:

Board Member: A member of the Board of Tourism Council Western Australia Limited (Tourism Council WA), who has been duly elected by Tourism Council WA Members under the Tourism Council WA Constitution, or subsequently co-opted to a Board position by the elected Board Members.

Tourism Council WA Member: An organisation, business, individual or student who or which is a financial member of Tourism Council WA Ltd.

1. Personal Behaviour

As Board Members are in a position of trust and their behaviour may affect the welfare, rights or entitlements of the tourism industry and Tourism Council WA Members, they have an obligation at all times to act lawfully and comply with the Code.

Board Members will:

Understand the Board's role and duties

- Gain a clear understanding of the purpose of the Board as well as the statutory and regulatory requirements of Tourism Council WA Members.
- Develop an understanding of the physical, political and social environment in which the Board operates.
- Stay informed about all relevant activities affecting the Board.
- Comply with all relevant legal obligations and where appropriate help implement the decisions taken by the Board.

Be active

- Attend all Board meetings. Where attendance is not possible, Board Members shall submit an apology. If absence is likely to extend for several consecutive meetings, Board Members shall obtain leave of absence.

- Prepare for meetings by reading and considering papers circulated with the agenda.

Respect each other

- Treat other Board Members with professionalism, courtesy and respect.
- Not improperly influence other Board Members.
- Act loyally and in good faith.

Raise concerns

- Communicate concerns to the President or other relevant Board Member regarding conduct, decisions or actions which adversely affect Tourism Council WA.

2. Accountability

2.1 Accountability for expenditure

Board Members shall:

- Act in a lawful, ethical and justifiable manner;
- Demonstrate personal integrity and reliability;
- Maintain Board confidentiality;
- Participate constructively in Board activities;
- Ensure action is taken on audit reports;
- Ensure compliance with statutory and legal requirements; and
- Analyse financial statements and management reports with due care, and properly inform themselves.

2.2 Engaging consultants / contractors

Board Members shall ensure:

- Consultants and Contractors are engaged on clear written terms and conditions.

3. Record keeping and use of information

3.1 Documentation of decisions

All decisions should be transparent and documented. Documentation protects all parties involved in a decision, both collectively and individually.

The Board shall:

- Ensure minutes are prepared, adopted and retained.
- Ensure adequate procedures are observed for documenting all decisions, events and transactions involving the Board.

3.2 Use of confidential information

The Board shall:

- Ensure all confidential records are subject to appropriate access procedures to maintain confidentiality.

Board Members shall:

- Maintain confidentiality and not divulge information deemed confidential or sensitive and if whenever uncertain seek a direction from the Board President.
- Not misuse information obtained in the course of Board duties for direct or indirect gain, or to harm others or the Board itself.
- Respect the privacy of individuals.

3.3 Security of information

While the Executive Officer is the person primarily responsible for the storage and handling of records, all Board Members have individual responsibility for any document, tape, disk or other record in their custody. Records should not be left in places where they may be seen by non-Board Members such as at home, an office or motor vehicle.

Board Members shall:

- Be responsible for not leaving Board records in places where they may be seen by non-Board Members.
- Ensure recorded information, in both paper and electronic form, under their control is kept in a secure place.
- Be cautious about leaving Board records on fax machines, photocopiers or computer screens.
- Lock away sensitive documents rather than leave them lying on desks.

- Avoid discussing Board business in public places where there is a likelihood of being overheard.
- Destroy duplicate copies of records no longer required.

4. Conflicts of interest

4.1 Private interests

Board Members shall:

- Place the interests of Tourism Council WA above personal interests and not use their position for personal gain.
- Avoid any conflict of interest.
- Openly declare matters of a private interest such as investments, relationships, voluntary work and membership of other groups that may conflict or be perceived to conflict with the member's Board duty.
- Record any issues of conflict to ensure they are transparent and capable of review.
- Disqualify themselves from any Board discussions and decisions where a conflict of interest has, or could occur.