**[Insert organisation name/logo]**

**Directors’ code of conduct and ethics**

Directors adhere to the **[insert organisation name]** Code of conduct and ethics. The following clarifications help Directors assume their important roles, Directors must:

1. Act with honesty, sound judgement, due caution and be willing to consider professional advice on all matters in which they do not have expertise.
2. Act within the boundaries of their authority as defined by the law, legislative and regulatory supporting documents as found in organisational policies.
3. Act exclusively for **[insert organisation name]**, even when sitting as a representative of another group/organisation.
4. Administer the organisation and its assets in the interest of current and future stakeholders and in line with **[insert organisation name]**agreed Values.
5. Provide opportunities for members and stakeholders to comment on decisions facing the organisation.
6. Hold themselves accountable to the organisation’s stakeholders, (including the general community) for their decisions and for their and the organisation’s performance.
7. Not gain financially, or in other material ways, including families and friends, from association with the Board. This includes using his/her status on the Board to gain advantage from any other organisation.
8. Not place themselves under any obligation, financial or otherwise, to any other organisation that can or may influence them in the performance of their duties.
9. Not act in a manner that may damage or undermine the reputation of the organisation or the staff and must not take part in an activity which is in conflict with the organisation’s objectives
10. Ensure that the organisation complies with all legal requirements and that they exercise overall control over the organisation’s financial affairs.
11. Regularly review the rules and constitution of the organisation. Any changes must be made in accordance with legal requirements.
12. Strive to attend all meetings regularly, ensuring they are familiar with the issues to be discussed, enabling them to contribute appropriately and effectively.
13. Ensure that any confidential information or material provided or discussed at the meetings, remain confidential and only within the scope of the meeting.
14. Disclose any personal or professional conflicts of interest.