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CODE OF CONDUCT (including Confidentiality)

1. Duties

- 1.1 As a director, employee and/or member of a committee or working group of the Australia New Zealand Gynaecological Oncology Group ABN 69 138 649 028 (**ANZGOG**), I agree:
- (a) to comply with ANZGOG's Code of Conduct (**the Code**) and the policies and procedures of ANZGOG as approved by the Board of ANZGOG from time to time;
 - (b) to act with reasonable care and diligence;
 - (c) to act honestly and fairly in the best interests of ANZGOG and its charitable purpose(s);
 - (d) not to misuse my position or any information I gain during my role with ANZGOG;
 - (e) to be frank and honest in all dealings with colleagues; and
 - (f) in performing my duties, to comply with all relevant laws, including in relation to work, health and safety, confidentiality, corporate responsibility, privacy and anti-discrimination.
- 1.2 If I am a director/responsible entity I will also:
- (a) ensure that the financial affairs of ANZGOG are managed responsibly;
 - (b) not allow ANZGOG to operate while it is insolvent; and
 - (c) comply with ACNC Governance Standard 5 – Duties of responsible persons (available on the ACNC website at <https://www.acnc.gov.au/for-charities/manage-your-charity/governance-standards/5-duties-responsible-persons>)

2. Conflict of Interest

- (a) I will comply with ANZGOG's Conflict of Interest Policy to ensure that all conflicts of interest are identified, disclosed and managed in a rigorous and transparent way to promote public confidence in the integrity, legitimacy, impartiality and fairness of ANZGOG's decision-making processes.
- (b) I will:
 - (i) disclose conflicts of interest;
 - (ii) perform the duties of my position impartially ;
 - (iii) avoid situations in which my private interest, whether pecuniary or otherwise, conflicts or might reasonably be thought to conflict with my duties.

- (c) I will not:
- (i) allow the pursuit of my private interest to interfere with the proper discharge of my duties;
 - (ii) solicit or accept from any person any remuneration or benefit for the discharge of the duties of my office over and above the official remuneration;
 - (iii) solicit or accept any benefit, advantage or promise of future advantage, whether for myself, my immediate family or any business concern or trust with which I am associated, from persons who are in, or seek to be in, any contractual or special relationship with ANZGOG; or
 - (iv) accept any gift, hospitality or concessional travel offered in connection with the discharge of my duties other than reasonable expenses which are approved by ANZGOG.

3. Confidentiality

- (a) I agree to adhere to ANZGOG's confidentiality requirements, including if I receive any confidential information which belongs to ANZGOG or which is received by me from a third party in the course of my duties with ANZGOG. I will:
- (i) use and disclose the Confidential Information solely for the purpose of my duties with ANZGOG and disclose the Confidential Information only on a "need to know" basis;
 - (ii) not use or disclose the Confidential Information outside ANZGOG without the prior written consent of ANZGOG;
 - (iii) maintain the Confidential Information as secure and confidential; and
 - (iv) immediately return the Confidential Information to ANZGOG upon request or immediately upon the termination of my relationship with ANZGOG.
- (b) I acknowledge that my obligations in relation to the Confidential Information will extend beyond the termination of my relationship with ANZGOG.
- (c) I will only use and disclose materials, including funding, research, commercialisation and other business proposals and information provided by applicants and others which are considered confidential, for the purposes of ANZGOG's business.
- (d) For the purposes of the Code of Conduct "**Confidential Information**" means:
- (i) all business information, documents, trade marks (whether registered or not) designs, patents, copyright material, study or research lists; trade secrets; business and research methodologies, systems, supplier details, product and technical information; trade know-how; strategic plans; marketing and business development information; business tools; financial information; funding methods; scientific, computer code, technical, product and service information; contact details, spreadsheets; financial records of any type, and the terms of any agreement with a business, researcher or client and forecasts including (without limitation) any research, diagrams, plans, or other documents whatsoever belonging to ANZGOG, along with the personal information of any individual;
 - (ii) all intellectual or other proprietary information or material of ANZGOG or its associated bodies corporate;
 - (iii) information designated as confidential by ANZGOG from time to time;
 - (iv) any information that is, by its nature, confidential;

and extends to all forms of storage or representation (whether oral or in writing) of the Confidential Information including, but not limited to, loose notes, diaries, memoranda, drawings, photographs, electronic storage and computer print-outs.

4. Intellectual property

- (a) I acknowledge that all intellectual property rights which I create in the course of my duties with ANZGOG (**Company IP**), including, but not limited to, Board Papers, Company documents and Committee for Risk Assessment minutes and documents, will be owned by ANZGOG (or as otherwise agreed between ANZGOG and a relevant third party) unless otherwise agreed between myself and ANZGOG in writing. I assign all of my present and future rights in Company IP to ANZGOG.
- (b) ANZGOG acknowledges that I retain all IP rights in material which I created before my involvement with ANZGOG and separately to ANZGOG unless otherwise agreed between myself and ANZGOG in writing.

5. Probity and Ethical Behaviour

5.1 I will act in a fair, honest and proper manner according to the law.

5.2 In undertaking my duties of my role, I will:

- (a) have an understanding and give proper consideration to legal, scientific and medical organisational requirements;
- (b) be reasonable, just and non-discriminatory when carrying out all aspects of my roles and responsibilities;
- (c) ensure my actions are undertaken in good faith and not for any improper or ulterior motive;
- (d) behave in a manner that maintains and enhances the reputation of ANZGOG and does not reflect adversely on ANZGOG;
- (e) be impartial in reaching any decision and accept the responsibility associated with that decision;
- (f) be honest and fair when requesting reimbursement of expenses (evidence of such expenditure is required) and seek pre-approval if required under any policy or guideline of ANZGOG;
- (g) show respect for one another and employees in providing professional opinions, guidance and expertise.

6. Behavioural Standards

6.1 In undertaking my duties of my role, I will:

- (a) Not act in a manner unbecoming of, or contrary to, the best interests of ANZGOG
- (b) demonstrate a positive commitment to ANZGOG's values, constitution, policies, rules and procedures
- (c) Comply with all laws, policies, procedures, rules, regulations and contracts.
- (d) Comply with all lawful and reasonable directions from ANZGOG.
- (e) Display the appropriate image of professionalism when undertaking duties for ANZGOG.
- (f) Refrain from offensive, derogatory, threatening, harassing, bullying language and conduct in the course of your duties with ANZGOG

- (g) Treat all internal and external stakeholders and the general public in a non-discriminatory manner with proper regard for their rights and dignity. In this regard, discrimination, victimisation or harassment based on a person's race, colour, creed, religion, national origin, citizenship, age, sex, sexual orientation, marital status, union membership or non-membership, mental or physical disability, or any other classification protected by law will not be tolerated.
- (h) Promptly report any violations of law, ethical principles, policies and this Code.
- (i) Maintain punctuality. If you are late or cannot report on time please telephone and let your manager or relevant person know as soon as possible.
- (j) Not use work time for private gain.
- (k) Maintain and develop the knowledge and skills necessary to carry out duties and responsibilities.
- (l) Observe health and safety policies and obligations and co-operate with all procedures and initiatives taken by the ANZGOG in the interests of occupational health and safety.
- (m) Refrain from any form of conduct which may cause any reasonable person unwarranted offence or embarrassment or give rise to the reasonable suspicion or appearance of improper conduct or biased performance.
- (n) Respect ANZGOG's ownership of all of its funds, equipment, supplies, books, records and property.
- (o) Not fight.
- (p) Not swear.
- (q) Not report for duties or to ANZGOG activities under the influence of illicit drugs or alcohol. If I am taking prescription medication that may impact my ability to perform my role, I must inform my manager, the CEO or the Chair of the Board. I acknowledge ANZGOG may require me to produce medical evidence to prove the medication does not affect create a safety risk.
- (r) Not smoke during ANZGOG duties or activities unless during prescribed breaks and within designated areas.

7. Media and Social Media Communication

- 7.1 I will not give media comment on behalf of ANZGOG unless authorised to do so in writing by the Chair or the Board. I will not make public comment (even in a private capacity) on the organisation or any issues affecting ANZGOG which is not in accordance with ANZGOG's policy.
- 7.2 The Chair is empowered to make media and other public statements on behalf of ANZGOG. If the Chair or the Board delegates this power the delegate may make media comment limited to the scope of the delegation. The delegate cannot delegate.
- 7.3 Unless I have been expressly authorised, I must not use social media to make statements which purport, or might reasonably be interpreted by a reader, to be statements made on behalf of the ANZGOG, or otherwise make any comment about or on behalf of the ANZGOG. This includes the use of ANZGOG social media accounts and my personal social media accounts.
- 7.4 Social media includes but is not limited to Facebook, Twitter LinkedIn and similar online platforms.
- 7.5 If I am requested to provide a response on behalf of ANZGOG, information or commentary about ANZGOG from a journalist or during an online discussion or on any other social media platform (unless

expressly authorised to do so), I will not engage under any circumstances and will direct all enquiries to [insert position title].

8. Benefits and Expenses

- 8.1 I will not solicit, demand, request or accept gifts or any other personal benefit by virtue of my position. I will assess whether its nature is that of a normal business courtesy or benefit as distinct from an inducement. I will comply with the ANZGOG Conflict of Interest policy in relation to any benefits that I am offered or receive.

9. Anti-Bribery and Corruption

- 9.1 I will not participate in or otherwise be engaged in any conduct that may constitute bribery or corruption under the Australian Criminal Code, or the Bribery Act (UK) or the Foreign Corrupt Practices Act (USA) or any other foreign equivalent.

10. Compliance with the Code

- 10.1 It is my responsibility to comply with the Code.
- 10.2 Any concerns regarding compliance with this Code of Conduct should be made in writing and directed to the Chair. The Chair will investigate and take appropriate action, including advising of his/her decision in relation to the matter raised...

11. Dealing With A Breach of the Code

- 11.1 Breaches of the Code include conduct in any circumstances connected with your ANZGOG duties and includes out of office conduct such as conduct at ANZGOG related functions and events along with conduct at industry events that impact on ANZGOG and its reputation.
- 11.2 The procedure outlined below is intended as a guide only to the procedures which may be implemented by ANZGOG. In every case, the actual procedure to be adopted will be a matter for ANZGOG's discretion and in consideration of the circumstances of the case as a whole:
- (a) If a breach of this code is suspected or allegations of a breach are made, the CEO in consultation with the Chair will consider the allegations and the surrounding circumstances. The CEO in consultation with the Chair may make a decision to conduct a formal investigation or may make findings that the allegations are substantiated or not substantiated.
 - (b) If an investigation is undertaken, the CEO in consultation with the Chair may arrange for interviews with witness and collect information. An individual who has allegations made against them will be informed of the allegations and given sufficient information to respond. This may involve the disclosure of confidential information to the person responding to the allegation. Any disclosure of confidential information will be limited to the extent necessary to afford due process.
 - (c) If the CEO in consultation with the Chair finds that a breach of this Code has been substantiated, they may take disciplinary action. Disciplinary action may be informal such as counselling, requiring an apology, retraining or redirection. Formal disciplinary action may also be taken. This includes, a verbal warning, a written warning, termination of employment, a reprimand, suspension, or termination of membership, exclusion from ANZGOG activities and events.

- (d) The CEO in consultation with the Chair may take disciplinary action to the extent of his or her delegated authority and any decision will be final. If proposed disciplinary action exceeds the CEO's delegated authority, the Chair will table the recommendations of the CEO at the next board meeting for determination. The board may affirm the CEO's recommendations or reject the recommendations and impose an alternative sanction. The decision of the board will be final.
- (e) If there is a recommendation by the CEO in consultation with the Chair for the removal of a director, or the suspension or expulsion of a member, the processes set out in ANZGOG's constitution will be followed.

Code of Conduct including Confidentiality redrafted [insert date] for Board ratification in [insert date].

I agree to act in accordance with the Code at all times:

PRINT NAME	POSITION	SIGNATURE
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DATED: