

# Code of Conduct

## PURPOSE

To outline a set of general business ethics and standards of professional behaviour applicable to all directors, employees and contractors of the Port Authority of New South Wales (the Port Authority).

To define for all employees what behaviour is expected of them and what behaviour is considered unacceptable.

## SCOPE

Compliance with the Code of Conduct is an essential term and condition of all contracts of employment. It applies to all directors, employees, and contractors at the Port Authority.

Responsibility for complying with this Code of Conduct will rest with each employee and his or her manager.

Directors are also subject to the Board's charter and other governance documents and to the specific requirements of the State Owned Corporations Act 1989 and other applicable legislation.

## PRINCIPLES

The emphasis of this Code is not on punishment but on the need to ensure ethical behaviour – both personal and professional. Breaches of this Code of Conduct, however, may result in disciplinary action. Dismissal on Notice or disciplinary action may range from counselling, a formal warning letter or, in more serious cases, summary dismissal. In some circumstances, police may become involved and employees may be charged with a criminal offence.

Employees are accountable for their actions and behaviour.

In conjunction with the legal and regulatory requirements applicable to Directors and employees of the Port Authority, the following specific guidance is provided in how to adhere to the Port Authority's Code of Conduct

### GENERAL BEHAVIOUR

To uphold trust and confidence in the Port Authority, you should:

- Conduct yourself with absolute honesty and integrity while pursuing the Port Authority's business objectives, in representing the Port Authority and in dealing with port users. Your primary business loyalty is to the Port Authority.
- Conduct yourself in an appropriate manner at all events facilitated by the Port Authority.
- Consider the social and economic implications of your actions as well as the commercial implications.
- Use the Port Authority's resources effectively, without waste, so that the Port Authority's resources are used to meet its objectives.
- Recognise that the Chairman is the only authorised spokesperson for the Board of Directors.
- Recognise that the Chief Executive Officer is the only authorised spokesperson for the Port Authority. Only the Chief Executive Officer can grant permission for others to act/speak on behalf of the Port Authority.
- Treat members of the public and colleagues with respect, courtesy, honesty and fairness, and have proper regard for their interests, rights, safety and welfare.
- Perform work in a way that protects the health and safety of those performing the actual work, colleagues and visitors. Appropriate safety equipment and/or clothing must be used when required and no one must work under the influence of illegal or

performance affecting drugs or alcohol. There must be no bullying, harassment or discrimination in how work is done

#### FRAUD & CORRUPTION

If you have access to sensitive investigations or commercially sensitive information you should be alert to inappropriate attempts to influence you.

Only accept gifts or forms of entertainment if they are below \$200 in value in any one calendar year, are justifiable in all circumstances, are not bribes and will not influence or impair your decision-making process in the Port Authority's best interests.

Do not accept any gifts, favours, or forms of entertainment not be requested in return for, or exchange of, business services or information. This includes gifts or benefits for other people. Gifts of money must never be accepted.

Declare any gifts or series of gifts, worth more than \$200 and declare each and every gift offered or received irrespective of value, where the sum of the gifts offered or received has reached \$200. This can be done by completing the online Gift Register Declaration form available on page 4.

#### ETHICS & CONFLICT OF INTEREST

In relation to specific Board decisions, the Board will comply with Clause 2, Schedule 10 of the *State Owned Corporations Act 1989*. A director cannot take part in discussions or vote on a matter in which that director has a material personal interest; unless the Board resolves that the interest does not disqualify the director.

If you engage in any political or semi-political activity you should do so at your sole discretion, in your own right, without involving the authority of your position in Port Authority, or any of the Port Authority's assets or information.

Support non-profit charitable, social, or sporting bodies, only where no real or apparent conflict of interest is involved.

Decline to participate in any activities which may conflict with the duties and responsibilities of your employment with the Port Authority.

Keep confidential the use of inside information regarding the affairs of the Port Authority and its shareholder or port users, or any information acquired in the course of employment. Do not use that information for your own personal gain or for that of others such as friends, relatives or business associates.

Make sure you do not use or convert to your own benefit, the funds, information or property of the Port Authority and/or port users, or assist others in such behaviour.

Once a year, a summary of the breaches and the resulting actions of the Code will be reported to the Board.

Any significant breach of the Code must be immediately reported to the Chairman of the Board.

#### FURTHER INFORMATION

- This policy should be read in conjunction with:
- Port Authority of New South Wales Enterprise Agreement 2010-2014 and its successors
- Vision and Values
- Fraud & Corruption Control Policy and Management Plan

- Disciplinary Policy
- Internal Reporting Policy
- Sponsorship, Gifts and Memberships Policy