

**Municipal Association of Victoria**

**Code of Conduct**

**For Members of the Management Board, Insurance Board,**

**Workcare Board, Audit and Risk Committee.**

**Approved 4 June 2021**

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# 1. INTRODUCTION

## 1.1 Context

This Code of Conduct (*the* Code) prescribes the conduct expected of Members of the MAV Management Board (*the* Board), Insurance Board (MAVIB), Workcare Board (WCB) and Audit and Risk Committee (ARC).

The MAV’s objectives are to meet its legislative obligations under the Municipal Association Act 1907 and to be an efficient, effective, and ethical organisation supporting the local government sector to perform its role and functions.

The Board is elected by member councils every two years. The president is elected by all members, while 12 regional Board members are elected by their region. The MAV Rules of Association (the Rules) establish positions of office and set out the obligations and functions of the Board.

The Board has established the MAVIB, WCB and ARC to assist it to perform its functions. The MAVIB and WCB reports to the Board and exercises powers under delegation. The ARC, as an advisory committee assists the Board in monitoring and reviewing matters of significance affecting financial reporting, risk and compliance.

All Members are required to familiarise themselves with and act in accordance with this Code.

This Code is supplemented by various policies and procedures adopted by the Board and the Chief Executive Officer which are specifically referenced in this Code.

## 1.2 Purpose

The purpose of the Code is to engender high standards of corporate conduct and individual behaviour by Board/committee members in the context of their roles as representatives of the MAV.

**‘Member’** means –

(a) in relation to the Management Board, an elected member of the Board;

(b) in relation to the MAVIB, WCB and ARC, a member includes Board and Independent members of MAVIB, WCB and ARC.

‘**Workplace**’ means – a location where a person performs tasks and activities in their capacity as a member of the MAV Management Board, MAVIB, WCB or ARC.

## 1.3 Scope

This Code applies to Members when they are performing functions and duties as members of the Board, MAVIB, WCB and ARC.

# 2. CONDUCT PRINCIPLES

It is expected that Members will:

**Act with honesty and integrity:**

* be open and transparent in your dealings;
* use power responsibly;
* ensure that any possible conflict of interest is disclosed or avoided;
* strive to earn and sustain public trust and the trust of the MAV’s membership at a high level.

**Exercise due care, diligence and skill:**

* ascertain all relevant information;
* make reasonable enquiries;
* understand the financial, strategic and other implications of decisions.

**Act in good faith in the best interests of the MAV:**

* demonstrate accountability for your actions;
* accept responsibility for your decisions;
* avoid activities that may bring you or the MAV into disrepute.

**Act fairly and impartially:**

* avoid bias, discrimination, caprice or self interest;
* demonstrate respect for others by acting in a professional and courteous manner, with sensitivity to their interests, rights, safety and welfare.

**Use information appropriately:**

* ensure information gained as a Member is only applied to proper purposes and is kept confidential;
* not disclose official information or documents acquired as Member, other than as required by law or where agreed by decision of the Board/MAVIB/WCB/ARC;
* respect the confidentiality and privacy of all information as it pertains to individuals and comply with the MAV’s privacy obligations.

**Use your position appropriately:**

* support and adhere to the formal decision of the Board made in its meetings;
* do not make any unauthorised public statements regarding the business of MAV;
* avoid the use of your position as a Member to seek an undue advantage for yourself, family members or associates;
* avoid the use of your position as a Member to cause detriment to the MAV;
* ensure that you decline gifts or favours that may cast doubt on your ability to apply independent judgement as a Member.

**Act in a financially accountable manner:**

* adhere to financial procedures as approved by the Board;
* understand financial reports, audit reports and other financial material that comes before the Board/MAVIB/WCB/ARC;
* actively inquire into this material.

**Comply with the MAV’s governance rules:**

* have a good working knowledge of the MAV’s governing documents pertaining to your role as a Member;
* act within the powers and for the functions set out in the MAV’s governing documents.

**Demonstrate leadership:**

* promote and support the application of the MAV’s values;
* acknowledge and act in accordance with the responsibility you as a Member have in regard to the rights of the MAV’s member councils and other stakeholders;
* act in accordance with this Code.

# 3. CONFLICT OF INTEREST

Conflicts of interest are conflicts between public duties and private interests. These conflicts can be actual, potential or perceived.

An actual conflict of interest occurs where there is a real conflict between a person’s performance of their duties and responsibilities and their private interests. A potential conflict of interest arises where a person has private interests that could conflict with their MAV duties and responsibilities.

A perceived conflict of interest can exist where a third party could reasonably form the view that a person’s private interest(s) could improperly influence the performance of their duties and responsibilities, now or in the future.

A conflict of interest can arise in relation to avoiding personal losses as well as gaining personal advantage – whether financial or otherwise.

Members are to ensure their personal or financial interests (or the interests of family members, friends or associates) do not influence or interfere with the performance of their duties.

Where a conflict of interest arises, the member is to make a full declaration at the meeting and not participate in voting on the matter.

Further guidance in relation to conflict of interest can be gained from the MAV’s Conflict of Interest Policy for members of the Management Board, Insurance Board and Audit and Risk Committee, the Gifts, Benefits and Hospitality Policy and the Purchasing Policy.

# 4. GIFTS AND BENEFITS

Members are not to seek or accept gifts, benefits and hospitality for themselves or others, that could be reasonably perceived as influencing them.

The MAV’s Gifts, Benefits and Hospitality Policy provides detailed guidance in relation to accepting, declining, declaring and recording gifts, benefits and hospitality and action to be taken where a bribe or other corrupt conduct is involved.

Members who are unsure about accepting a gift or benefit are to seek advice from their Chair/CEO. Where the Chair is unsure, the CEO is to be consulted before any advice is given.

# 5. HEALTH AND SAFETY

Members are to carry out their duties safely and avoid conduct that puts themselves or others at risk.

Members are obliged to comply with safety standards and are not to breach them either deliberately, by negligence or by trying to coerce another to do so. This includes the misuse of alcohol, drugs or other substances when attending meetings or when engaged in MAV activities.

Where a member observes a hazard in the workplace, he or she must report it immediately to the Manager HR and Corporate Services.

No one may bully, harass or behave in a discriminatory fashion towards anyone in the MAV workplace. Such behaviour will not be tolerated and will be subject to appropriate action.

The MAV Occupational Health and Safety Policy and the No Bullying, Discrimination or Harassment in the Workplace (including Sexual Harassment) Policy provides further guidance in this area.

# 6. OFFICIAL INFORMATION

In the course of performing their duties members will have access to official information, personal information and confidential information. Official information is only to be used for official purposes and in an approved manner. Personal information is to be handled according to the *Privacy and Data Protection Act* 2014 and MAV’s Information Privacy Policy.

Members shall only disclose official information, confidential information or other documents acquired in the course of their duties when required to do so by law, in the legitimate course of duty, when called to give evidence in court, or when proper authority has been given**.**

# 7. PUBLIC COMMENT

Members are not authorised to make public comment on behalf of the MAV. MAV’s Media Policy sets out the arrangements for dealing with the media. The MAV President is the primary spokesperson and the CEO is the secondary spokesperson. All media contacts and enquiries are to be handled by the Communications Team.

When making comment in a private capacity, members are to ensure their comments are not related to any MAV activities, that any personal comments do not compromise their capacity to perform their MAV role in an unbiased manner, and that their comments are not seen or perceived to be an official comment.

# 8. REPORTING UNETHICAL BEHAVIOUR

Members are to comply with legislation, policies and lawful instructions in the performance of their duties. They must report conduct that violates any law, rule, policy or regulation or represents corrupt conduct, mismanagement of MAV resources, or is a danger to public health or safety or to the environment.

Members need to be aware of the protections afforded by the Public Interest Disclosure Act and should familiarize themselves with the MAV’s Public Interest Disclosure Policy and Procedures. The MAV’s Fraud and Corruption Policy provides further guidance on expected behavior.

# 9. DUTY TO NOTIFY

Members must notify the MAV should there be a significant change in their circumstances such as:

* Being charged with an indicatable offence against a law of the Commonwealth, State or Territory, or a law of a foreign country that would be an indictable offence in Australia;
* Being declared bankrupt or involved in a bankruptcy related event;
* Any other event or circumstance that could impact the performance of their duties and/or the reputation of the MAV.

# 10. INTERNAL DISPUTE RESOLUTION

If members are unable to resolve interpersonal conflicts that adversely affect the operations of the Board/MAVIB/WCB/ARC, the parties to the dispute agree to work together to try to resolve the dispute.

If Members concerned are unable to resolve the dispute within ten working days they may agree to the appointment of a mediator nominated by the Chief Executive Officer and acceptable to both parties, or failing agreement, nominated by the Dispute Settlement Centre and appointed by the Chief Executive Officer.

If one party does not consider mediation to be appropriate, that member will refer the issue to the Board to determine, whether or not mediation is required. Any referral to the Board and decision by the Board in respect to mediation will be confidential.

# 11. BREACH OF THIS CODE

The MAV expects and requires members to comply with the letter and spirit of this Code, other relevant Acts and Regulations that apply to the activities of the MAV and Commonwealth and State laws generally.

Breaches of this Code can range from minor to very serious in nature. Possible breaches of this Code are to be drawn to the attention of the relevant Chair, the Board and the Chief Executive.

The appropriate remedy or course of action relating to a breach will depend on the nature and circumstances of the breach. For minor matters the remedy may involve counseling or disciplinary procedures or removal from the Board/Committee. The avenues available in relation to breaches constituting corrupt or criminal activity include the involvement of the Victoria Police and court action. The MAV’s Fraud and Corruption Policy and the Public Interest Disclosures Policy may provide further guidance.

# 12. RELEVANT POLICIES

* [Conflict of Interest Policy for MAV Workcare and Insurance Board members and Audit Committee members, Contractors and Consultants](https://mavasnau.sharepoint.com/:w:/s/Corporate/ERD3VwQt49ZPu6ShVtwStvgBsVtgrr-JCvUcUEW4rtHB_Q?e=qxMXSL)
* [Fraud and Corruption Policy](https://mavasnau.sharepoint.com/:w:/s/Corporate/EXAs1LqAnFxCvywoW0EdLFYBBG3zFSFW80a0KXlxUUjE0A?e=WR7bpS)
* [Gifts, Benefits and Hospitality Policy](https://mavasnau.sharepoint.com/:w:/s/Corporate/EZ1Emmr5pxlLm8_g81rzBj4B1HXT8BvA6OUnAPSQLKH0Pw?e=A9xyi0)
* [Media Policy](https://mavasnau.sharepoint.com/sites/Intranet/SitePages/Media.aspx)
* [Social Media Policy](https://mavasnau.sharepoint.com/:w:/s/Corporate/EXJhof8y-G9IhR87-hAXrW8B7Uus9c-AWK9d0W4pyZSo9Q?e=tETdmu)
* [Occupational Health & Safety Policy](https://mavasnau.sharepoint.com/:b:/s/Corporate/EZxqSXRrlYZOrejKfNaTNp8BGOFZhu85bOYUA84X_yN-Pg?e=Y9VBlh)
* [Public Interest Disclosures Policy](https://mavasnau.sharepoint.com/:w:/s/Corporate/EfybwI7gLJ1MjZ27x6abvUkBMGemuS-WwX0632FPs64ErA?e=E2ctYK)
* [Public Interest Disclosures Procedures](https://mavasnau.sharepoint.com/:w:/s/Corporate/EfybwI7gLJ1MjZ27x6abvUkBMGemuS-WwX0632FPs64ErA?e=f1S5Yv)
* [Purchasing Policy](https://mavasnau.sharepoint.com/:w:/s/Corporate/EeG-zxwv_4hDhP6uhQqQ9EkB3JRrhVey1RghBfNdmdy2pg?e=MbI02k)
* [Records Management Policy](https://mavasnau.sharepoint.com/:w:/s/Corporate/EVEl0pQST6JIpH6aEQlCjogBlnjWAdbKeNAHW_K5eYzsAA?e=ILreGq)
* [No Bullying, Discrimination or Harassment in the Workplace (including Sexual Harassment) Policy](https://mavasnau.sharepoint.com/:w:/s/Corporate/EY6b9EgMGPFLkWH-xLqoAeIBCDuqQ3IAuh4tksI2IPsndQ?e=wlNVT5)