

Code of Conduct and Ethics Policy

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Responsible person	CEO	Scheduled review date	21 August 2026

1. Introduction

The ethical climate of an organisation is an essential element in establishing its credibility and furthering its mission. An organisational culture that takes ethical considerations into account at every point cannot be produced simply by having the Board lay down a code; ethical principles must arise from consultation with and responsiveness to the organisation's Board members, office holders, employees, volunteers, partners, donors and stakeholders.

2. Purpose

This policy is designed to provide guidelines for procedures that will allow BFF 4 Change Ltd (BFF) to evolve a consensus on the ethical principles that should guide its conduct.

3. Policy

BFF commits itself to operating in accordance with an ethical code drawn up through agreed procedures following consultation with Board members and office holders.

Code of Ethics Procedures

1. Responsibilities

- 1.1. It shall be the responsibility of the Board to appoint an Ethics Committee headed by the Secretary of the Board.
- 1.2. The Ethics Committee shall be responsible for carrying out the process of developing a Code of Ethics for the organisation.
- 1.3. The CEO shall be responsible for disseminating the eventual Code of Ethics and ensuring its observance.

2. Procedures

- 2.1. The Ethics Committee shall organise consultation with Board members, employees, volunteers, and partners on:
 - The values that the organisation wishes to embody, and
 - The specific ethical imperatives that are implied by these values.
- 2.2. The Ethics Committee should consider the organisation's Mission, Vision and Values stated within the BFF 4 Change Business Plan ensuring these ethical values align with those Statements. See Appendix A.

- 2.3. The discussions around these issues should be used as a means to raise awareness of the significance of ethical attitudes to the effective operation of the organisation.
- 2.4. The Committee shall then:
 - Review the policies of the organisation to ensure that these are not in conflict with the organisation's ethical principles, and
 - Draw up a draft Code of Ethics for the organisation. (See Samples – Appendix B and C)
- 2.5. It should be noted that the organisation's ethical position is represented both by the organisation's policies and by its Code of Ethics, and any particular ethical guideline does not necessarily need to be repeated in both.
- 2.6. The draft Code of Ethics should then be circulated for discussion and comment to members, office holders, employees, volunteers, and partners. Again, the discussion should be used to forward a commitment among all concerned with the organisation to the ethical operation of the organisation.
- 2.7. The Ethics Committee shall forward a final draft of the Code of Ethics to the Board. The Board may make any alterations it sees fit, and the resulting Code of Ethics shall be presented for the approval of the membership at the next General Meeting.
- 2.8. Once the Code of Ethics has been approved by the Chairperson of the Board it shall be implemented by the organization.
- 2.9. Procedures should then be instituted to provide sanctions and penalties for breaches of the Code.

APPENDIX A

VISION STATEMENT

Using unique digital technology to give donors the power of choice connecting them to charities and businesses to provide help and support for people in crisis.

MISSION STATEMENT

To provide a digital platform to collect donations and direct funds seamlessly via charities so that businesses can easily help people in crisis.

VALUES

The beliefs and behaviours that matter most to us:

- Advocacy – Working to transform the causes of poverty.
- Dignity – Everyone deserves a fair go, an opportunity to live their best life.
- Empathy – Establishing relationships based on respect, trust, friendship and perception.
- Excellence – We strive to exceed expectations.
- Honesty – In everything we do.
- Integrity and Commitment – We walk the talk. We are ethical, accountable and deliver on our promise. Promoting, maintaining and adhering to our mission, vision and values.
- Passion – We are inspired by challenges and enthusiastic about the future.
- Respect and Compassion – No judgement. We put people first and embrace diversity.
- Trust - This is core to any and all relationships.

APPENDIX B - SAMPLE CODE OF ETHICS

Introduction

It must be stressed that this Code is not presented as a model for possible adoption but merely as an illustration of the kind of agreed principles that might arise from a process of consultation.

Volunteers

- Shall, in all business conducted under the aegis of BFF 4 Change (BFF), place the interests of the organisation over their own interests or those of any other person or persons.
- Shall observe the provisions of the constitution, policies, and rules of the organisation.
- Shall treat the other members of the organisation, and the staff of the organisation, and the office-bearers of the organisation, and the partners of the organisation, with respect.
- Shall undertake any training necessary for the performance of their duties.
- Shall, in any work carried out for the organisation, follow the directions of the Board
- Shall not so act as to bring the organisation or its mission into disrepute.

Staff

- Shall, in all business conducted under the aegis of BFF, place the interests of the organisation over their own interests or those of any other person or persons.
- Shall observe the provisions of the Constitution, policies, and rules of the organisation, including any policies on conflict of interest.
- Shall enthusiastically and competently carry out the duties specified by their contract of employment.

- Shall treat the other staff of the organisation, and the members of the organisation, and the office-bearers of the organisation, and the partners, donors and any other stakeholders of the organisation, with respect.
- Shall undertake any training necessary for the performance of their duties.
- Shall, in any work carried out for the organisation, follow the directions of their designated supervisors.
- Shall not so act as to bring the organisation or its mission into disrepute.

Board Members

- Shall, in all business conducted under the aegis of BFF, place the interests of the organisation over their own interests or those of any other person or persons.
- Shall observe the provisions of the Constitution, policies, and rules of the organization.
- Shall, as far as possible, attend all meetings of the Board, and, in the event that they are prevented from attending any meeting of the Board, shall notify the Secretary of their absence in advance of the meeting.
- Shall devote to their duties the amount of time required to carry them out thoroughly and effectively.
- Shall undertake any training necessary for the performance of their duties.
- Shall treat the other members of the Board, and the other members of the organisation, and the staff of the organisation, and the office-bearers and the partners and any other stakeholders of the organisation, with respect.
- Shall not so act as to bring the organisation or its mission into disrepute.

Office-bearers/ Company Officers

- Shall carry out enthusiastically and competently the duties assigned to the position.
- Shall, in all business conducted under the aegis of BFF, place the interests of the organisation over their own interests or those of any other person or persons.
- Shall observe the provisions of the Constitution, policies, and rules of the organization.
- Shall, as far as possible, attend all meetings of the Board, and, in the event that they are prevented from attending any meeting of the Board, shall notify the Secretary of their absence in advance of the meeting.
- Shall devote to their duties the amount of time required to carry them out thoroughly and effectively.
- Shall undertake any training necessary for the performance of their duties.
- Shall treat the other members of the Board, and the other members of the organisation, and the staff of the organisation, and the office-bearers and the partners, and any other stakeholders of the organisation, with respect.
- Shall not so act as to bring the organisation or its mission into disrepute.

APPENDIX C - SAMPLE CODE OF CONDUCT AND ETHICS

CODE OF CONDUCT AND ETHICS

1. AIM OF BFF CODE OF CONDUCT AND ETHICS

The ongoing success of BFF for Change Ltd (**BFF**) and its success in achieving its objectives rely heavily on the professional conduct and ethics of every individual who is seen as acting on behalf of BFF.

This Code aims to ensure a uniform standard of conduct and ethics for all BFF Representatives, including their conduct and ethics in performing any duties associated with their roles, or whilst representing BFF.

The Code should be read in conjunction with the BFF Constitution and also ensuring alignment with the BFF Business Plan.

Any BFF Representative who is seen as acting on behalf of BFF who fails to comply with the provisions of this Code may be subject to disciplinary action - which, for the purposes of this Code, is taken to include possible suspension, and/or expulsion as a Company Officer and/or removal from the Board; removal from their role representing BFF or one of its Committees or termination of their employment or contract.

The Constitution and the Code will both be accessible to everyone including members of the public via the BFF web site.

2. APPLICATION OF THE CODE OF CONDUCT AND ETHICS

This Code applies to:

- All Officers of BFF.
- All BFF Representatives, including Members of the Board from its acceptance and registration as a not-for-profit Company.
- All paid staff.
- All contractors representing BFF.
- All BFF Committee Members.
- Any other person representing BFF in an official capacity.

These policies and standards apply during all BFF activities including, but not limited to, all meetings, conferences, and social events such as drinks or celebratory dinners.

Unless otherwise specifically identified, Officers of BFF at all levels and in their every capacity as Company Officers, or as elected officials are referred to in this Code as Company Officers.

BFF Representatives who will become Company Officers as at the date of adoption of this Code will be provided (via email or otherwise), with a copy of the Code, including (when sent as 'hard copy') an Acknowledgement of Receipt Form (Annexure A). The original, completed and signed Receipt Form should be forwarded without delay to the Company Secretary.

New Officers when elected as Company Officers, staff, contractors and any other individual who is seen to be acting on behalf of BFF must be provided with a copy of the Code and the Acknowledgement of Receipt Form (Annexure A) is to be signed and returned to the Company Secretary.

The Chairperson or their delegate for this purpose is to note the acknowledgement in the Register of Officers of the Company for each Company Officer and a copy of each completed Form A (Annexure A) by all individuals to whom this Code applies is to be held by the Company Secretary in the appropriate shared files.

3. MATTERS ADDRESSED IN THIS CODE

BFF Representatives are faced with a wide range of issues that impact their activities and decision making.

While this document is not intended to address every conceivable issue, it provides guidance on a range of issues relating to conduct and ethics, including ethical decision making that BFF Representatives may face in their roles with BFF and generally.

General examples have been included in this Code to illustrate a principle rather than to address specific situations.

4. STANDARDS OF CONDUCT AND ETHICS

The following provides a guide to the *standards required* for all BFF Representatives:

4.1. Impartiality & Good Conscience in Decision Making

All BFF Representatives have a responsibility, through their own personal behaviour, to represent BFF as an organisation where decisions are impartial, fair and equitable, and made in good conscience without being influenced by their own self-interests.

4.2. Professional Conduct and Behaviour

All BFF Representatives are expected to demonstrate the highest standards of:

- Professionalism.
- Commitment.
- Honesty.
- Fairness.
- Openness.
- Team contribution and support, and
- Respect for all people.

4.3. Personal Responsibility for Conduct, Ethics and Performance

All BFF Representatives are required to take personal responsibility for their conduct and ethics, their decisions and actions, and their performance in their roles at all levels and in all capacities within BFF.

BFF Representatives should also provide a responsive and relevant service to their internal and external stakeholders and ensure economy and efficiency in all their actions and decisions.

BFF Representatives are expected to take personal responsibility for their conduct and ethics in performing their duties. These include:

- Their duty to comply with each and every provision of the Constitution and
- Their duty not to willfully act in a manner prejudicial to the interests of BFF.

4.4. Compliance with Legal and other Obligations

All BFF Representatives are required to comply with Commonwealth, NSW or other relevant State or Territory laws and the legal obligations of their position within BFF, this Code, BFF policies and procedures, and any lawful direction or delegation that may be given to a BFF Representative by an Officer of the Company with the authority to do so.

5. KEY ISSUES

5.1 Conflicts of Interest

Conflicts of interest exist when it is likely that a BFF Representative could be influenced, or could be perceived to be influenced, by a personal interest in carrying out their duties and/or obligations as a BFF Representative. Conflicts of interest that lead to prejudicial decision making may constitute corrupt conduct.

Examples of situations which might lead to a conflict of interest:

- Personal beliefs, attitudes, relationships or loyalties that influence a BFF Representative's impartiality or professionalism in their actions or decisions when representing BFF.
- Employment or business interests that compromise a BFF Representative's ability to make sound and objective decisions and judgments when representing BFF.
- Disclosure of confidential information for personal gain where that information affects BFF's position, reputation, or impacts on the personal and private information of any BFF Representative or member of the community.
- Involvement in political or community activities where the BFF Representative unethically uses their status or position with BFF to further their community or political activities.
- Seeking to influence the objective selection of family members, friends or anyone with whom the BFF Representative has a personal relationship, for positions or opportunities within BFF.
- Personal, financial or other interests in BFF's activities where the BFF Representative stands to gain a benefit for themselves, a family member or a friend or colleague (e.g: through their outside employment or external professional pursuits).

As soon as a BFF Representative becomes aware that their involvement in an issue or a decision may create a possible conflict of interest, or a perceived conflict of interest, they have an obligation to inform, without delay, the relevant person at the appropriate level of management, for example:

- If a Member of the Board, the Chairperson.
- If a member of a Committee, the Chairperson of that Committee.
- If attending the AGM or other BFF Meeting, the Chairperson.
- If a staff member, contractor or person representing BFF in an official capacity, the Chairperson.

BFF Representatives must be aware of the potential for a conflict of interest where they are involved in decision making which particularly involves or affects an individual BFF Representative, or their family or someone with whom they have (or have had) a close personal relationship.

BFF Representatives are not permitted to be involved in, unduly influence or attempt to influence decisions involving complaints or discipline, expenditure, employment or access to opportunities or other aspects or benefits of being associated with BFF, for members of their own family or someone with whom they are having (or have had) a close personal relationship.

5.2 Related Party Transactions

Under ACNC legislation charities are required to disclose related party transactions in a Related Transaction Register. Disclosing this information helped to build public trust and confidence, as the public can now see how the charity's assets are being used. A BFF Representative may be a related party. A related party transaction is a transfer of resources, services, or obligations between related parties. It does not have to include financial payment.

A related party transaction can include:

- purchases, sales or donations
- receiving goods, services or property
- leases
- transferring property, including intellectual property
- loans
- guarantees
- providing employees or volunteers
- a Responsible Person of a charity providing professional services (for example, accounting or legal services) at a discounted rate or for free.

A Board member or Company Officer are considered related parties and should disclose any transactions in BFF's Related Party Transaction Register.

5.3 Guide to Ethical Decision Making

- To assist in fostering a climate of ethical awareness, conduct and decision making, BFF Representatives may find it useful to refer to or consider (either by themselves or in consultation with other BFF Representatives or peers) each of the following five points:
- Is the decision or conduct lawful under Commonwealth, NSW or other relevant State or Territory law?
- Is the decision or conduct in line with BFF's objectives, Constitution and this Code?
- What will be the outcome for the BFF Representative who is the subject of the decision (or conduct), of other BFF Representatives and colleagues, BFF, and other relevant parties?
- Do these outcomes raise a conflict of interest or lead to private gain at the expense of other BFF Representatives?
- Would a member of the public, having knowledge of all relevant circumstances, reasonably regard the decision or conduct as ethical or acceptable? In other words, would the decision or conduct withstand public scrutiny?

5.4 External Influence

BFF Representatives are not to initiate and take action to seek testimonials, references or certificates relating to the performance of their role within BFF, from any person or business, outside BFF, which may enhance their position or status within BFF.

Nothing in this Code prevents a BFF Representative from making a written or verbal report concerning another BFF Representative (including a complaint or charge under the Constitution).

5.5 Benefits and Gifts

BFF Representatives must not seek money, gifts, travel, hospitality or any other benefit in relation to the performance of their role with BFF.

Under no circumstance is any offer of money to be solicited or accepted by a BFF Representative where it could be construed as a bribe for favourable treatment.

Where BFF Representatives believe they have been offered a bribe they must report the matter immediately to the Chairperson or their delegate for this purpose.

Where money has been offered to a BFF Representative that Representative should make it clear to the giver, that the money would be regarded as a donation/gift and it is not required in order to access the services of BFF. The money may only then be received if the person to whom it is offered is satisfied as to the donor's identity and that the donor fully accepts that the money is to be regarded solely as a donation/gift and its acceptance does not entitle that donor to any preferential or favourable treatment or any other advantage over other persons.

The offer of inducements or gratuities from any person who has or seeks a special relationship with BFF or a BFF Representative, or seeks to improve or enhance their position within BFF creates an unacceptable situation in which BFF and its partners cannot participate.

There is no precise or all-encompassing definition as to what constitutes an acceptable gift or benefit. The situation should pass the test of whether a "reasonable person" would find the acceptance of the gift or benefit acceptable in the circumstances.

The following is a **general guide** as to what may be considered acceptable or unacceptable:

- Token gifts or benefits are acceptable where it is clear that the donor will not receive an unfair advantage from the BFF Representative in performing their assigned role within BFF. If there is any doubt, the BFF Representative is to inform the Chairperson for this purpose and/or Company Secretary and obtain approval before accepting the gift or benefit.
- Giving and accepting gifts or benefits on seasonal or special occasions are acceptable provided the value of the gift is in keeping with the occasion.
- An offer of a gift, benefit, advantage or promise of future advantage for a BFF Representative or their family, in their employment or their business, which is intended to influence the BFF Representative's decision (or could reasonably be perceived as such), must **not** be accepted.
- Entertainment and hospitality of an excessive or repetitive nature may bring into question the ethics and judgement of the BFF Representative and are **not** to be accepted.
- Meals and entertainment are not to be accepted by a BFF Representative unless they occur in the normal course of, and relate to, their official capacity within BFF and are endorsed as acceptable by the Chairperson or their delegate for this purpose and/or the Company Secretary.

- BFF Representatives may accept public testimonials, presentations, awards etc. from a suitable organisation, community representatives or from colleagues.

Any gift or benefit, (not determined as a monetary donation) received or accepted must be declared and registered in BFF's Gift Register. This can be done via a notification to the Company Secretary or their delegate for this purpose providing full details of the gift or benefit, including the name and contact details of the giver.

Note: Nothing in this Code affects the power or ability of BFF, under its Constitution to:

- Raise and control its own funds.
- Apply its income and property towards its objectives.
- Pay or reimburse expenses incurred on behalf of BFF, by BFF Representatives.
- Employ persons for the purpose of pursuing the Company's objectives.

5.6 Public Comment

The term public comment is very broad. It includes, but is not limited to, comments, opinions, views or criticisms expressed:

- In the print media (newspapers, magazines, pamphlets and booklets etc.).
- On the radio, television, video or electronically.
- In social media.
- In photographs, on audio tapes or CDs/DVD's.
- At community meetings and speaking engagements, and/or
- At external conferences and seminars.

And where those comments, opinions, views or criticisms are, or may be, available to a section of the community and/or the public at large.

The term public comment and this Code also applies to any BFF Representative expressing their views and opinions and making comments and/or criticisms electronically using e-mail and any form of social media.

The only person authorised and entitled to make public comment in relation to the Company is the Chairperson or their delegate for this purpose.

The Chairperson or their delegate for this purpose manages the Company's marketing and public relations and represents BFF on matters relating to BFF's objectives.

While BFF Representatives are permitted to make comment as individuals and participate in activities in which they have a special expertise, they must ensure that any comment, opinion, view or criticism they express in any media or forum is done so and perceived to be done so as a private individual and not as a BFF Representative of BFF.

BFF Representatives purporting to make public comments as a representative of BFF, or perceived to be making such comments, run the risk of disciplinary action. Such action might be taken for example, where public comments are made by a BFF Representative which are prejudicial to the interests of BFF or which have the effect of hindering BFF in the achievement of its objectives.

5.7 External or Personal Interests/Activities/Employment

BFF Representatives must not participate in decisions as to BFF's activities where that individual stands to gain a personal advantage for themselves, their business, their employer, business partner or business associate, or for their family, regarding any matter in which they hold a direct or indirect interest.

A direct or indirect interest may include pecuniary or non-pecuniary interests which may be immediate or at a future time.

A pecuniary interest is one where there is a reasonable likelihood of expectation of financial gain or loss to the BFF Representative, their employer, business interests, a business partner or associate, or member of their family.

A non-pecuniary interest is a private or personal interest, unrelated to money or financial gain or loss.

BFF Representatives are required to inform the Chairperson, or their delegate for this purpose, where they believe their ability to make decisions and/or undertake their duties with BFF in an objective and professional manner may be compromised, or seen by a reasonable member of the public to be compromised by or conflicting with a pecuniary or non-pecuniary interest of any kind outlined above.

5.8 Confidentiality of Information

All BFF Representatives have a responsibility to maintain the confidentiality of documents as well as private and personal information of which they become aware, or which they can access, through their activities as a BFF Representative. They must not use or disclose such documents or information other than in the carrying out of their official duties.

This requirement for confidentiality applies to all documents and information, (including documents and information subject to any oral or written confidentiality agreement or statement), which are directly related to the BFF Representative's activities or duties as such, as well as documents and information of which they become aware of incidentally.

Information of any nature that might provide competitive or financial advantage to the BFF Representative must be treated as confidential and must not be disclosed to an outside or third party nor used by the BFF Representative personally to obtain any kind of advantage.

The requirement for confidentiality under this Code also applies to private and personal information about other persons whether BFF Representatives become aware of such information in the course of their normal duties or through inspecting the Related Party Transactions Register or similar.

However obtained, such private and personal information is strictly confidential and must not be disclosed to the public or to third parties except in the carrying out of BFF duties and responsibilities or otherwise in accordance with, and as required to give effect to, all the provisions of the Constitution.

5.9 Intellectual Property

The term Intellectual Property covers the rights of the creators and owners of inventions, concepts, plans, trademarks, copyright, books, CDs/DVD's, photographs and logos etc. and the obligations upon those who use or seek to use these.

Intellectual Property includes ideas created and developed by BFF Representatives of BFF and copyright material in the form of handbooks, manuals and in-house publications available to BFF Representatives.

Improper use of intellectual property owned (or acquired) by BFF or release of such intellectual property to other parties without permission of the Board is unethical and, apart from breaching this Code, may be regarded as theft.

5.10 Use of BFF Property, Facilities, Equipment, Resources and Monies

All BFF property including office facilities, equipment or resources (such as mobile phones, pagers, photocopiers, cameras, scanners, computers, hand held tablet devices, internet, e-mail accounts, social media sites, data and data bases) allocated or available to BFF Representatives are only to be used for purposes related to BFF and its activities, including the achievement of BFF's objectives and compliance with its obligations under the Constitution.

BFF Representatives are expected to protect BFF's property, as well as its monies and services and to use them economically and effectively.

Misusing facilities, equipment, resources or monies or misappropriating monies belonging to BFF, or aiding others in doing so, is a breach of this Code of Conduct which may lead to disciplinary action against the BFF Representative or dismissal, contract cancellation or expulsion from BFF.

5.11 Money Borrowed between Officers of the Company

Any monetary transaction between BFF Representatives, either as principals or agents whereby any interest or other return in money or in kind is charged, expected or paid, is a private transaction for which BFF is not responsible.

Any express or implied agreement or arrangement, between BFF Representatives which involves seeking or offering or accepting a loan of money in return for favourable treatment or for the advantage of one BFF Representative over another or any attempt to reach such an agreement or arrangement is a clear breach of this Code rendering those involved liable to disciplinary action and expulsion from BFF and/or dismissal and contract cancellation.

5.12 Use of Information after BFF Relationships cease, Employment is terminated or Work commitments cease

BFF Representatives who resign from, or who are expelled from BFF are not permitted to take or use confidential information about BFF, its activities, meetings, procedures or other Officers of BFF or to take any documents or items relating to BFF's activities, meetings or procedures which are not otherwise publicly available. This also applies to staff members and other persons who represent BFF who have had their employment terminated; have resigned or completed their contract/work commitments.

BFF Representatives who resign or who are expelled from BFF are not to use personal contacts from BFF to benefit any personal, business or other activity in which they are involved, or are embarking upon, if such use conflicts with the interests of BFF. When in doubt, advice should be sought from the Chairperson or their delegate for this purpose. This also applies to staff members and other persons who represent BFF who have had their employment terminated; have resigned or completed their contract/work commitments.

Where, under the Constitution, a BFF Representative gives notice of their intention to resign from BFF, and will undertake work or employment with a business or other organisation which has existing or future business with BFF (e.g., for the supply of equipment), they are not permitted to make, or take part in the making, of any decisions on behalf of BFF involving that business or organisation, prior to leaving BFF.

5.13 Interaction with Former BFF Representatives

BFF Representatives are not to give former BFF Representatives preferential treatment, or access to privileged or confidential information regarding BFF or its activities.

5.14 Sponsorship

It is important to ensure that any sponsorship of BFF by any private business or other organisation does not confer upon or give to (or be seen to confer upon or give to), any special advantage or consideration to that business or other organisation.

For this reason, only a BFF Director or their delegate for this purpose is authorised to seek or offer sponsorship on behalf of BFF.

Only a BFF Director or their delegate for this purpose has the authority to manage the marketing and advertising associated with sponsorship and to oversee the contractual obligations that may arise as a result of such sponsorship.

5.15 Political Neutrality

In our democracy, BFF Representatives are entitled to hold personal political views and engage in political activities which have no connection with BFF.

All BFF Representatives must however, remain strictly politically neutral when they are representing BFF in activities within the community. In this respect, BFF Representatives are reminded they must not wear political paraphernalia or clothing when representing BFF or conducting business on BFF's behalf, while in public view.

BFF Representatives, other than the Chairperson or their delegate for this purpose, must not participate in any political event, political function or similar activity as a representative of BFF without Board Approval.

BFF Representatives are reminded that the only person authorised and entitled to make public comment in relation to BFF is the Chairperson or their delegate for this purpose.

Note: Nothing in this Code prevents BFF Representatives receiving or being presented with awards or scholarships by, or from, or in the presence of, elected representatives at all levels of government including State and Federal Members of Parliament, State and Federal Ministers, Mayors or local Councilors or recognised local community groups.

6. HARASSMENT, DISCRIMINATION AND BULLYING

All BFF Representatives are entitled to perform their roles as BFF Representatives in an environment which is free from discrimination, harassment, bullying or victimisation.

All BFF Representatives are expected to behave in a professional manner and to treat each other with dignity and respect. BFF will not tolerate discrimination, harassment, bullying or victimisation under any circumstances.

Any BFF Representative found to have been engaged in any of these behaviours can expect to face disciplinary action or charges and possibly also at law.

BFF Representatives are reminded that all complaints or charges involving discrimination, harassment, bullying, victimisation and occupational violence must be genuine and made in good faith.

Complaints or charges of discrimination, harassment, bullying or victimisation which are found to be fabricated, frivolous or vexatious reflect poorly upon both the person alleging them and BFF as a whole and may lead to disciplinary action being taken against the complainant.

These policies and standards apply during all BFF activities including, but not limited to, all meetings, conferences, and social events such as drinks or celebratory dinners.

6.1 Discrimination

Discrimination is essentially any practice which makes distinctions between individuals or groups so as to disadvantage some or advantage others as defined in the Anti-Discrimination Act, 1977. Discrimination may be direct or indirect.

Direct discrimination means treating another person with an attribute (listed below) less favourably than a person without the attribute in the same or in similar circumstances.

Indirect discrimination means requiring a person with an attribute (listed below) to comply with a general requirement (or condition) that they cannot comply with, but with which most people without that attribute are able to comply and that requirement or condition is not reasonable in the circumstances.

Protected attributes include, but are not limited to:

- Race
- Sex
- Marital status
- Pregnancy
- Parental or caring responsibilities
- Disability
- Age
- Breast-feeding
- Gender identity
- Sexual orientation
- Lawful sexual activity
- Physical features
- Industrial activity
- Political belief or activity
- Profession or calling
- Religious belief or activity
- Irrelevant criminal record
- Irrelevant medical record
- Personal association with a person with one of these attributes

Discrimination or harassment based on these attributes or other attributes protected by applicable discrimination legislation will not be tolerated under any circumstances.

6.2 Harassment

The term harassment covers a wide range of behaviour which is uninvited, or unwelcome. It involves any form of behaviour which is demanding, intimidating, threatening or offensive and which annoys, disturbs, upsets or humiliates the person to whom it is directed.

Any person can be the subject of harassment including women or men, persons of any age or race, and persons with a disability.

The term harassment is not confined to repeated behaviour of the kind referred to above. It may be a single act. Even if it is a "one off", demanding, intimidating, threatening or offensive behaviour towards another may well be classified as "harassment".

The term also extends to any form of behaviour which creates a hostile environment for a particular person or group or which isolates or segregates that person or group.

Harassment can be verbal, written, physical, by innuendo, or through the display or distribution of offensive material. It can take place via telephone, fax, text message, or other electronic media. It can involve material put on a noticeboard or on a computer, sent by email, available on twitter, or put on face-book, a website, blog, chat or other social networking site and may involve signs, symbols and photographs.

Harassment can occur directly (i.e., between two persons) or indirectly via a third person.

Harassing behaviour may be undertaken by two or more persons acting in concert with one another and may be directed towards one person or to a group of persons.

What is acceptable behaviour to one person or a group may not be acceptable to another person or group of people.

Whether or not a particular form of behaviour can be classified as harassment does not depend on the intention of the person (or persons) engaging that behaviour but on how a reasonable person would perceive that behaviour in the circumstances. Harassment occurs if a reasonable person would, in all the circumstances, regard the behaviour in question to be demanding or intimidating or threatening or offensive.

Examples of behaviours which can constitute harassment include:

- Offensive jokes or offensive gestures.
- Verbal abuse or derogatory name calling.
- Uninvited physical contact, threatening or violent behaviour.
- Racially-based jokes (including skin colour, nationality or descent).
- Persistent and unwelcome requests to go out.
- Comments on another's impairment or disability (actual or perceived).
- Comments on a person's sexual partner or sexual preference.
- Unwelcome sexual advances or reference to sexual activities.
- Humiliation, intimidation or bullying, and
- The display of offensive visual material.

Any complaint or charge of harassment will be dealt with promptly by the Board and where proven, appropriate disciplinary action will be taken which may lead to the offender's expulsion from BFF.

Note: Any BFF Representatives may lodge a bona fide complaint or charge of harassment against another.

This is important in cases where harassing behaviour is observed to occur and the alleged victim does not wish to complain formally. BFF Representatives should be aware that harassment may be such that the victims seek protection from the Courts in the form of Personal Violence Orders.

6.3 Sexual Harassment

Anti-discrimination law defines sexual harassment as:

- Unwanted sexual advances; or
- Unwelcome requests for sexual favours; or
- Other unwelcome conduct of a sexual nature; and in the circumstances, a reasonable person would have expected the person concerned to be offended, humiliated or intimidated by this behaviour.

Sexual harassment may, in the circumstances consist of, but is not limited to:

- Staring or leering in a sexual manner.
- Unwelcome wolf whistling or name calling.

- Offensive or demeaning comments, questions, jokes or innuendo of a sexual nature.
- Unwelcome or uncalled for remarks, insinuations or intrusive questions about sexual activity or private life
- Unwelcome telephone calls, emails, text messages etc. of a sexual nature.
- Comments about a person's physical appearance or sexual characteristics.
- Unwelcome sexual or physical contact, such as slapping, kissing, touching, hugging or massaging.
- Requests for sexual favours or persistent requests for out of work social activities.
- Repeated sexual invitations when the person has refused similar invitations before.
- Initiation ceremonies involving unwelcome sexually-related behaviour.
- Displaying or circulating of erotic or sexually graphic material including posters, photographs, reading matter, objects, pictures, screen savers, calendars, cartoons, graffiti or messages left on boards or desks, or
- Sexual assault (which is also an offence under the Crimes Act, 1900) or other unlawful conduct.

Sexual harassment has nothing to do with mutual attraction and private, consenting friendships, whether sexual or otherwise. However, sexual harassment may occur after a consensual relationship has ended.

Any complaint or charge of sexual harassment will be dealt with promptly by the Board, and where proven, appropriate disciplinary action will be taken which may lead to the offender's expulsion from BFF.

6.4 Bullying

Generally speaking, bullying is any form of behaviour which intimidates, coerces, humiliates, threatens and/or undermines a person or a group of people. It is characterised by an individual or group behaving in a particular way to gain or exercise power over another person or group, and can include verbal harassment or even physical assault.

Bullying generally, but not always, meets the following four criteria:

- It is repeated.
- It is unwelcome and unsolicited.
- The recipient(s) considers the behaviour to be offensive, intimidating, humiliating or threatening.
- Based on the circumstances and available information, the behaviour would be regarded as aggressive, offensive, intimidating, and humiliating or threatening to the individual it is directed at, or, for that matter, others who are witness to or affected by it.

Examples of Bullying

There is no finite list of bullying behaviours. However, the following types of behaviour, where repeated or occurring as part of a pattern of behaviour, could be considered bullying:

- Being subjected to constant ridicule and being "put down" in front of colleagues.
- Being the victim of loud and abusive, threatening or derogatory language usually when others are present.

- Leaving offensive messages on email or by telephone including offensive messages through the use of SMS and material posted on the internet.
- Being subjected to “practical jokes” could otherwise be regarded as intimidating or humiliating.

Bullying behaviour can include the use of physical force. It may involve the actions of individuals or groups using the hierarchy or the structure of an organisation or working arrangements as a means of victimising, humiliating, undermining or threatening.

Bullying may include inappropriate use of status, position, gender, physical size, and/or a physical or verbal threat, and may result in alienation of an individual or group.

Bullying may also include inappropriate language or comments regarding physical or personal appearance, performance, or verbal abuse directed at one person or a group of people.

Any complaint or charge of bullying will be dealt with promptly by the Board and where proven, appropriate disciplinary action will be taken which may lead to the offender’s expulsion from BFF.

6.5 *Victimisation*

BFF Representatives who victimise or harass another BFF Representative because that person has:

- Complained about discrimination, harassment, sexual harassment or bullying.
- Supported another BFF Representative who has complained about these behaviours; or
- Acted as a witness for a BFF Representative who has complained about these kinds of behaviour are in breach of this Code and will be liable to appropriate disciplinary action.

6.6. *Grievance Procedure*

If any person in their role as a BFF Representative or otherwise feels they have been the subject of discrimination, harassment, sexual harassment or bullying or victimisation by another BFF Representative(s), they are encouraged to report the matter in the first instance, and in confidence, to the Chairperson or their delegate for this purpose. BFF Representatives who witness such behaviour must also report the matter.

The Chairperson or their delegate for this purpose will advise the BFF Representative of the appropriate procedure to be followed under BFF Grievance Procedure.

7. CONDUCT PREJUDICIAL TO THE INTERESTS OF BFF

Any act or behaviour or neglect by any BFF Representative which brings BFF into disrepute is deemed to be prejudicial to the interests of BFF and a breach of this Code.

Given the Company’s constitutional objectives it follows that the maintenance of goodwill and an excellent working relationship between BFF and its partner Charities and Businesses, at all levels, is of vital importance to all BFF Representatives and is in the best interests of BFF as a whole.

Any act or behaviour or neglect by any BFF Representative which adversely affects, or is detrimental to, that goodwill, or which undermines, threatens or prejudices that relationship at any level is not in the best interests of BFF and is a breach of this Code rendering that BFF Representative liable to suspension or expulsion from BFF

8. BREACHES OF THIS CODE OF CONDUCT AND ETHICS BY BFF REPRESENTATIVES

Any breach (or breaches) of this Code, if proven against a BFF Representative on the balance of probabilities, may be a ground (or grounds) for their expulsion or suspension from BFF, or termination of employment or contract/work commitments.

***Note:** A member of the Board of Directors can only be removed by resolution of the Company Officers. (Section 203D of the Corporations Act)*

A BFF Representative making allegations against another person is generally required to put these in writing.

The person who is the subject of these allegations is notified in writing by the Chairperson or their delegate for this purpose of the allegations concerned (and the relevant particulars as to the time, place, events, persons involved etc.) and is given the opportunity (and sufficient time) to respond to these allegations:

- Before the Board (in the case of a staff member or person representing BFF); or
- Before a Special Meeting of the Company Officers (in the case of a Director),

prior to any action being taken over or communication to any person outside BFF being made regarding the alleged offence except in the case of an alleged criminal offence.

The procedures for dealing with breaches of this Code of Conduct and Ethics will rely on and adhere to the principles of due process, natural justice, transparency and procedural fairness.

9. ANNEXURE 'A'

**BFF 4 CHANGE CODE OF CONDUCT AND ETHICS
ACKNOWLEDGEMENT FORM**

I, _____ (FULL NAME)

Position/Title

Organisation (if applicable)

Acknowledge receipt of the *BFF 4 Change Ltd Code of Conduct and Ethics* dated _____

I also acknowledge that I have read and familiarised myself with its content and application and agree to be bound by each of its provisions.

Signature

Date

When completed, please send this form to:

**The Secretary
BFF 4 Change Ltd**