


SAAA POLICIES & PROCEDURES	
	<b>Procedure Name</b>
	Revision No
	Revision Date
	Procedure Owner

**MGT 1.1.06-000 Code of Conduct.docm**

0

02 - 04 - 2018

MCG

### ***Purpose***

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The SAAA / SAF Code of Conduct (“Code”) is designed to describe the standards of behaviour and conduct required of all SAAA / SAF members, volunteer staff, paid staff, supporters and service providers current and past (“Persons”). The extent of applicability of this Code will vary depending on the depth of engagement any one person associated with SAAA / SAF may have in respect of their dealings within the sphere of SAAA / SAF activities or with external parties.

### ***Scope***

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The Code assumes that all persons will observe commonly understood standards of conduct and behaviour that is expected generally in the community and within Australian law. However, the Code does focus on matters specific to the SAAA / SAF environment in the following respects:

1. Confidentiality
2. Protection of intellectual property
3. Acting in best interest
4. Conflict of interest
5. Personal gain
6. Working with minors
7. Drugs and alcohol
8. Discharge of duties
9. Respect
10. Fiduciary Duty
11. Laws of Australia

### ***Prerequisites***

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- a. The SAAA / SAF organisations operate to a very large extent with reliance on volunteer contributions. Nevertheless, whether operating in the capacity of a volunteer or for reward, there is no difference in the way in which this Code must be observed
- b. Any person who is part of the SAAA / SAF environment – from a Member with no specific broader responsibilities to the organisations other than as a member, to paid staff or the President should consider themselves at all times an ambassador for the SAAA / SAF organisations when engaging with external parties.
- c. All appointed members of the management teams of SAAA / SAF are required to sign a declaration that they will abide by and observe this Code
- d. All paid staff will be bound through their contract of engagement to abide by and observe this Code
- e. All SAAA / SAF Members will on the occasion of their first joining as a Member the SAAA / SAF and on the occasion of their annual membership renewals be required to acknowledge (online) this Code
- f. Breaches of the Code will be dealt with in accordance with the respective Rules of association of SAAA and SAF as relevant, or otherwise at law.

	SAAA POLICIES & PROCEDURES	
	<b>Procedure Name</b>	<b>MGT 1.1.06-000 Code of Conduct.docm</b>
	Revision No	0
	Revision Date	02 - 04 - 2018
	Procedure Owner	MCG

The SAAA / SAF Code:

Confidentiality

Information that exists in the public domain, whether released to the public domain by SAAA / SAF or legally comes into existence in the public domain through other sources is not considered confidential information.

All other information relating to and belonging to SAAA / SAF should be considered confidential to the SAAA / SAF and must be kept confidential.

Internally, SAAA / SAF operate on an open book basis. However, there are occasions when in regards certain matters such as but not limited to strategic matters, disciplinary matters, confidentiality restrictions placed on SAAA / SAF or members of SAAA / SAF by other parties, contract terms and similar that such information should be kept safe and not disclosed excepting by specific approval of the President or as may be required at law. This requirement would generally be expected, but not necessarily in all instances, to be limited to the management team, staff and supporters – in particular National Councillors, Committee Members and advisors.

Protection of intellectual property

All information but not limited to documents, systems and tools in hard copy or electronic formats that are developed by SAAA / SAF members, staff and supporters or offered by other parties or the purposes of use by SAAA / SAF and its Members is considered to be intellectual property of SAAA / SAF. This intellectual property must be kept safe and not provided in any form under any circumstances to non-members of the SAAA without the specific approval by the President or Secretary, or as may be required at law.

Acting in best interest


All persons are obliged to act in the best interests of SAAA / SAF regardless of any other interest a person may have and without any compromise that may arise from potential personal gain that is not dependent on any engagement of any kind with SAAA / SAF.

Conflict of interest

If any time a conflict of interest arises or is perceived to arise intra an individual(s) or entity(ies) and the SAAA / SAF, then the affected and related persons must immediately declare the actual or perceived conflict in writing to the President and the Secretary and immediately withdraw from any participation or dialogue in relation to the subject matter.

An assumed or implied disclosure regarding a conflict of interest is inadequate. A prompt, clear and written disclosure in the manner described above is required.

Areas where a conflict of interest has the potential to arise or be perceived to arise may include but not be limited to financial matters, personal gain, strategic matters, disciplinary matters, confidentiality restrictions placed on SAAA / SAF or members of SAAA / SAF by other parties, contract terms and similar.

	SAAA POLICIES & PROCEDURES	
	<b>Procedure Name</b>	<b>MGT 1.1.06-000 Code of Conduct.docm</b>
	Revision No	0
	Revision Date	02 - 04 - 2018
	Procedure Owner	MCG

In the case of National Councillors / Committee Members, a Councillor does not act against the SAAA / SAF interests if the Councillor / Committee Member participates in a discussion where they have disclosed a conflicting interest, but ought not vote on the relevant issue in respect of the SAAA / SAF actions and shall be absent from Council / Committee discussions and considerations for sufficient time to permit remaining Councillors / Committee Members, in all the circumstances of the case, to discuss fairly and openly the relevant proposal, the conflict and the outcome which will affect both the SAAA / SAF and the disclosing person.

A Councillor / Committee Member shall also have a conflict if the relationship between the disclosing person and any other Councillor or Committee Member is one where unusual or non-financial influence may reasonably be brought to bear on the other persons.

#### Personal gain

Persons associated with the SAAA / SAF shall be compromised by a personal gain or issue, which might arise to them if it arises without the knowledge and consent of the National Council / Committee of SAAA / SAF.

Persons may contract with SAAA / SAF to provide services or material and gain a profit or advantage provided that it is approved, done openly, honestly, clearly and in a manner, which enables a clear understanding of the arrangements.


A personal gain in addition to any agreed fees or the manner in which such fees may be delivered for services must be disclosed and agreed in a manner that permits consideration by the National Council / Committee of SAAA / SAF without undue, unreasonable or unfair pressure being brought to bear upon them in reaching agreement with the payment and or advantage.

The possibility of personal gain is not of itself a conflict of interest. Personal gain may arise; however, a conflict of interest may arise where the advantage arises or is highly likely to arise to a person in circumstances where that likelihood or actual occurrence has not been declared.

#### Working with minors

All persons associated with SAAA / SAF engagement with minors (persons under the age of 18) must have a current Working With Children Check (WWC) issued in accordance with the WWC Act in circumstances where a legal guardian or legal appointed guardian is not present and where the engagement is not occurring at a public event or open space.

The typical circumstances where contact with minors may occur within the SAAA / SAF environment may include public open days or events at SAAA / SAAA member facilities or airports where members of the public come into contact with SAAA / SAF members when viewing aircraft, entering aircraft or receiving demonstrations or presentations of aviation practices and activities. Under these circumstances, and where minors are present and an obvious legal guardian or

	SAAA POLICIES & PROCEDURES	
	<b>Procedure Name</b>	<b>MGT 1.1.06-000 Code of Conduct.docm</b>
	Revision No	0
	Revision Date	02 - 04 - 2018
	Procedure Owner	MCG

legal appointed guardian is present, then a WWC Check certificate would not ordinarily be expected to be held by SAAA / SAF members.

In circumstances where there is contact between one adult SAAA / SAF member and one or more minors and no legal guardian(s) or appointed legal guardian(s) are present – for example “joy flights”, then a WWC certificate is required.

Notwithstanding the above, if there is any doubt whatsoever regarding procedure and / or the requirement for a WWC Check certificate, then no member or representative of SAAA / SAF should allow themselves to be compromised in any way whatsoever.

Drugs and alcohol

The illegal use of drugs under any circumstances or excessive consumption of alcohol in public SAAA / SAF environments or in environments where a person is representing SAAA / SAF or conducting business of SAAA / SAF is not acceptable or permitted.

Discharge of duties

Any person who accepts duties to be performed on behalf of SAAA / SAF will perform such duties to the best of their ability and within their personal time and other constraints.

Other members, volunteer staff, paid staff and supporters must accept that any person who accepts such duties will Endeavor to perform those duties. Nevertheless, if at any time a person determines, or the National Council or Committee of SAAA / SAF determines, that they are unable to effectively discharge their duties, then they should voluntarily step aside without recourse in order to avoid any potential to compromise the operations of SAAA / SAF.

Respect


All persons related to and amongst the SAAA / SAF environment must observe common courtesy and respect for each other at all times.

This extends to recognition that certain members of the SAAA / SAF community hold positions of responsibility on behalf of SAAA / SAF which include obligations to act in accordance with either or both internal policy & procedures and external laws and regulations, and there should be no attempt to coerce any individual to act outside of such policies, procedures, laws and regulations.

This also extends to matters of opinion to the extent that holding an opinion that does not accord with the opinion held by another person(s) must not be cause to denigrate, vilify or damage the reputation of one party or other(s).

Fiduciary Duty

The responsibility of fiduciary duty is more generally applicable to the management teams of SAAA / SAF and, in the context of the SAAA / SAF environment, is concerned with acting and doing all that is reasonable and practical with the highest standards of propriety and integrity to protect the safety

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	<b>Procedure Name</b>	<b>MGT 1.1.06-000 Code of Conduct.docm</b>
	Revision No	0
	Revision Date	02 - 04 - 2018
	Procedure Owner	MCG

of SAAA / SAF members and their financial interests in SAAA / SAF. To not observe these obligations is regarded as being a breach of this Code.

#### Laws of Australia

The laws of Australia take precedence over any part of this policy & procedure and the Code. All persons must at all times observe the laws of the country.

### ***Responsibilities***


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- a. Gazetting and communication of this Code - Mgr. Corporate Governance (MCG)
- b. Conduct in accordance with this Code – All persons
- c. Monitoring of the application of the Code – SAAA / SAF National Councillors and Committee Members
- d. Management of breaches of this Code – MCG
- e. Executing a declaration to abide by and observe the Code; this should take the form a printed copy of the Code and contain the declaration, name and signature of the management team member, and date - All appointed members of the management teams of SAAA / SAF

### ***Procedure***

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1. MCG must ensure that this Code is visible to the SAAA / SAF community by way of publication using any of the available SAAA / SAF forms of communication systems. A reminder of the Code's existence to occur at intervals of no less than one year - MCG
2. All persons should familiarize themselves with the Code on joining as a new Member of SAAA / SAF and in particular any new appointees to the SAAA National Council or SAF Committee, and thereafter conduct themselves in accordance with the Code – All persons
3. On the occasion that any SAAA National Councillor or SAF Committee Member becomes aware of any breach of this Code, then he or she must bring such breach to the attention of MCG - Management team members of SAAA / SAF
4. MCG will take steps at his or her discretion to manage any breach of the Code and, if necessary, table the matter at an SAAA National Council or SAF Committee meeting as relevant for further direction - MCG
5. All appointed members of the management teams of SAAA / SAF must complete a declaration acknowledging that they will abide by and observe the Code and forward a completed declaration to the Secretary (SEC) - Appointed members of the management teams of SAAA / SAF

	SAAA POLICIES & PROCEDURES	
	<b>Procedure Name</b>	<b>MGT 1.1.06-000 Code of Conduct.docm</b>
	Revision No	0
	Revision Date	02 - 04 - 2018
	Procedure Owner	MCG

### **References**

- a. The Act - the Associations Incorporation Reform Act 2012 or equivalent prevailing
- b. The Rules (also referred to as The Constitution) – under section 46 of the Associations Incorporation Reform Act 2012

### **Definitions**

Acronym or Terminology	Concise definition or meaning
Code	The SAAA / SAF Code of Conduct
Management teams	SAAA National Council Councillors (incl. Office Bearers) and SAF Committee Members (incl. Office Bearers)
MCG	Appointed Mgr. Corporate Governance for both SAAA and SAF and generally also the President of SAAA and SAF
Persons	SAAA / SAF members, volunteer staff, paid staff, supporters and service providers current and past
SAAA	Sport Aircraft Association of Australia
SAF	Sport Aviation Facilities Inc.
SEC	Hon. Secretary of both SAAA and SAF
WWC	Working With Children Check