

Directors' Code of Conduct

OBJECTIVE

All DWM Directors are expected to comply with the DWM Rules as well as all applicable laws and rules in connection with their position.

LEGISLATION

Nil

RELATED POLICIES

Directors' Expenses Policy

DEFINITIONS

DWM Rules - Dulverton Regional Waste Management Rules as adopted on 08/05/2013.

RESPONSIBILITIES

Board

All Directors are required to comply with the spirit and letter of this policy and its associated procedures and undertake any relevant training as required.

CEO

The CEO is responsible for giving all Directors access to a copy of the Directors' Code of Conduct Policy.

POLICY STATEMENT

In accordance with legal requirements and agreed ethical standards, directors, both collectively and individually will:

- discharge their duties honestly, in good faith and in the best interests of DWM .
- use their powers as a Director for proper purpose;
- demonstrate commercial reasonableness in decision making, taking competent and independent advice at DWM expense where necessary;
- make reasonable enquiries to check that DWM is operating legally, effectively and efficiently and reliance on DWM staff is appropriate;
- act with the level of skill, care and diligence expected of a Director;
- act for the benefit of DWM;

- not make improper use of information or corporate opportunities for personal gain or to the detriment of DWM;
- not allow personal interest, or the interest of any person or entity associated with them, to conflict with the interests of the Corporation, and disclose these in writing to the Chairman as soon as apparent;
- not engage in conduct likely to bring discredit to DWM;
- maintain confidentiality of DWM information acquired during their appointment and following termination of their appointment;
- allow sufficient time to devote to their Director's duties with DWM;
- assist DWM to meet its compliance obligations under the Corporations Act by DWM of changes to personal details within 7 days; and
- as an "employee" of DWM, abide by all relevant company policies.

Breach Of Duties Under This Code

The Chairman will investigate any reported or suspected breaches of this Code by any Director. In any event, the Chairman will discuss the matter personally with the Director concerned and allow the Director the opportunity to respond to the claims.

Disciplinary actions available to the Chairman range from counselling the Director, through to recommendation for termination under the terms of the DWM Rules and will be commensurate with the severity of any proven breach.

If the Director's actions appear to breach a Director's fiduciary or statutory duties, the Chairman will consult with the Board regarding the need to report the matter to Australian Securities & Investment Commission (ASIC), any other appropriate regulatory authority or the Tasmanian Police.

Any disciplinary action instigated for breaches of this Code will be advised to the Owner Representatives as part of any performance report required.

The Board has the right to consider similar disciplinary action against any other Director or DWM staff proven to be involved in either committing the breach or concealing of it.

If the Chairman is the subject of the reported or suspected breach, the Board will investigate the claim and manage any required disciplinary action.

If a Director is unsure of whether an action breaches this Code of Conduct Policy, the matter should be raised with the Chairman.

REVIEW

This policy will be reviewed every 4 years or as required by the Board.

REFERENCE			
APPROVED BY:	DWM Board	MINUTE NO:	4 of 2013
APPROVAL DATE:	18 June 2013	REVIEW DATE:	September 2017