

GOVERNANCE NEW ZEALAND INCORPORATED

MEMBER'S CODE OF ETHICS

Members of the Institute's New Zealand Division are required to uphold the **Code of Professional Ethics and Conduct** presented below. There are **four core principles** which all Associate and Fellow members must adhere to and demonstrate as part of being a member of ICSA.

Integrity

Integrity is the quality of being honest and having strong moral principles. It requires that members are 'impartial, independent and informed'. This includes:

- acting professionally in your business dealings;
- not accepting or offering improper gifts or hospitality;
- avoiding conflicts of interest, or, where a conflict arises make sure everyone involved is aware of the interest;
- considering the ethical issues and groups or stakeholders which are affected in your decision making;
- avoiding involvement in any unethical, misleading, illegal or obscure behaviour; and
- avoiding bringing the profession into disrepute.

High standard of service/professional competence

A high standard of service or professional competence should be delivered throughout one's working life. This involves an understanding of relevant technical, professional and business developments. Professional competence also considers the wider implications and expectations of our members. This includes:

- maintaining professional knowledge and skills which are required to perform the role you are employed to carry out;
- completing CPD as required by the membership agreement;
- communicating effectively with your clients, colleagues and stakeholders to ensure that they are able to make informed decisions;
- acting within your level of competence. If this requires an admission to your client that you are unable to perform a task then this should be communicated effectively;
- upholding the requirements within the Royal Charter and byelaws; and
- respecting confidentiality of information acquired through professional relationships.

Transparency

Transparency requires that members are clear and open in their business and behaviours. This includes:

- being open and frank in any business dealings;
- not being underhand in any business transaction; and
- treating all work as if it was reported in the public domain.

Professional behaviour

Professional behaviour requires that members act in a way which conforms to the relevant laws of the jurisdiction they are residing and/or performing business transactions in. It also requires them to pay regard to all regulations which may have a bearing on their actions. Adherence to the byelaws, specifically byelaw 24.8 which states that the following actions or inactions may result in disciplinary proceedings:

- becoming bankrupt or insolvent;
- being convicted of an offence other than any spent conviction which has brought or may bring discredit on the Institute or the profession;
- failing to uphold the code of professional conduct and ethics;
- behaved, by doing something or not doing something, in a way that may be considered by the Disciplinary Tribunal to bring the Institute or the profession into disrepute;
- disobeying any decisions of the Council or of one of its Divisional Committees;
- breaking any of the Institute's byelaws or Charter or Regulations;
- failing to comply or co-operate with a disciplinary investigation; or
- failing to comply with a decision or any conditions made by a Disciplinary or Appeal Tribunal.

**By order of the Board of
Governance New Zealand Inc.
30 July 2015**