

BSES Limited - Code of Conduct



Purpose of the Code

BSES Limited (BSES) is committed to ethical behaviour. Ethical behaviour is one of BSES's core values. Our customers expect our service to be delivered with integrity, professionalism and accountability. Our Code explains what is ethical behaviour in BSES. It will help you understand what you are responsible for as a Board Member or staff member and assist you in determining what to do when faced with an ethics related issue.

This Code is to be read in conjunction with your Letter of Appointment, any relevant Award, Agreement or other source of obligation. Letters of Appointment, relevant Awards, Agreements or other sources of obligation will prevail to the extent of any inconsistency with the Code.

Ethics and BSES Culture

BSES is committed to making sure that all Board Members and staff members are aware of ethical issues and act in an ethical manner.

Application of the Code

Directors and employees - Our Code applies to all BSES Board Members and staff members including permanent, fixed engagement and casual members and anyone representing BSES.

Contractors to BSES - Private contractors providing goods and services to BSES must comply with our Code, particularly in relation to "Integrity and Diligence – Disclosure of Official and Commercial Information; Intellectual Property and Copyright; and Ownership of Intellectual Property and Copyright", "Respect For Person" and workplace health and safety requirements. Contractors who are found to have engaged in conduct defined as 'Misconduct' in the Code may have their contracts summarily terminated.

Relevance to Staff Members on Leave - All the provisions of our Code continue to apply when you are on leave, including leave without pay. Other considerations may be relevant when you are not returning to duty, eg when you are on long service leave, prior to retirement.

Breaches of the Code

All Board Members and staff members should familiarise themselves with our Code and make certain that its provisions are observed. If you breach the standards of conduct detailed in our Code, it may constitute Misconduct.

Guiding Ethics of the Code

In developing our Code we have been guided by four primary ethical obligations:

- respect for the law and BSES' business;
- respect for persons;
- integrity and diligence;
- economy and efficiency.

Issues or situations that may occur in the course of your work and your dealings with BSES's customers are dealt with in our Code under these four obligations.

Resolving Ethical Dilemmas

An ethical dilemma is one where you are faced with a motivation or pressure to act other than in accordance with the Code or accepted principles of proper conduct.

The ethical dilemmas faced by Board Members and staff members in the performance of their duties may relate to one of the ethical obligations more than another, or may even appear to conflict with obligations defined by the Code.

In such cases you need to consider which ethical obligation is relevant, and should be given most weight in deciding what to do. In cases of conflict or confusion between competing/different obligations defined by the Code you should seek guidance from your Supervisor, Group Manager or the Chief Executive Officer as to how best manage your obligations under the Code to make sure BSES's best interests are protected.

Where to Go for Further Help

If you have any questions regarding your ethical obligations or the contents of our Code, refer to your Supervisor, Group Manager or the Chief Executive Officer.

Reporting Breaches of Our Code of Conduct

Staff should report any apparent breaches of our Code. The proper course of action in these circumstances is to notify your Supervisor, Group Manager or the Chief Executive Officer.

Any staff member who complies with our Code in terms of reporting breaches in good faith will be protected from reprisal or harassment.

1. *Respect for the law and BSES' Business*

This obligation deals with your integrity in terms of the work you perform on behalf of the sugar industry.

Service to Canegrowers and Raw Sugar Millers

In performing official duties, you are expected to act in the interest of BSES. This means you are required to act in accordance with the law and the policy objectives of the Board. In BSES, our Corporate Plan spells out our company's mission, goals and policy objectives. It identifies our customers and stakeholders and their needs, and gives tangible meaning to 'acting in the interest' of canegrowers and sugar millers. A copy is available on the intranet or from your supervisor.

In some instances you may hold views on particular matters which differ from those underlying BSES policy and programs. When implementing BSES policy, your personal views must not take precedence over those implicit in BSES policy, or interfere with the performance of your duties.

Lawful and Unlawful Instructions

BSES staff are expected to comply with all lawful work instructions. You have a right to seek clarification of instructions, but not to cause an instruction to be ineffective by delay or failure to comply with some part.

In most circumstances, you should be open to positive and constructive questions about any directions you give.

BSES's interest may be served by not complying with a direction which is in conflict with a law, or where compliance would result in consequences adverse to the interest of the Queensland sugar industry. In such circumstances, you must first discuss the situation with your Supervisor, Group Manager or the Chief Executive Officer, to make certain that your proposed course of action is supported.

You may refuse to comply with an instruction if you can demonstrate that:

- you have a genuine objection to the instruction (eg the direction involves aspects of 'maladministration' ie an administrative action that is unlawful, arbitrary, urgent, oppressive, improperly discriminatory or taken for an improper purpose); or
- you reasonably consider the instruction involves unlawful or unethical actions.

Challenging an Official Instruction

If you honestly believe an instruction is unethical or unlawful, you must communicate this to the person giving the instruction and provide a reasonable opportunity for them to respond.

If you still object once a response is given, you may seek advice from your Supervisor, Group Manager or the Chief Executive Officer.

If you consider that unethical conduct is involved, you must notify the Group Manager or the Chief Executive Officer.

2. Respect for Persons

This obligation covers your conduct in dealings with others, including the Company members, members of the public, growers, millers, staff, customers and public officials in any jurisdiction.

You must respond to reasonable demands from the public, growers, millers, staff, customers and public officials in a courteous and helpful manner. This is especially so where a person is unaware of their entitlements, is uncertain of what to ask for, or is ignorant of official procedures.

This obligation is also about acting fairly with others and avoiding patronage and favouritism.

Respect for the Dignity, Rights and Views of Others

BSES expects staff to treat all growers, millers, staff and customers with respect and tolerate the views of others. Respecting others includes looking for constructive solutions when conflicts and tensions arise in your work group.

Use of physical and/or verbal violence against any person on BSES property or anywhere there are BSES staff members working is a breach of our Code and constitutes Misconduct.

You are required to treat each person with respect and comply with BSES's equal opportunity, unlawful harassment, racial harassment, and sexual harassment, anti-discrimination, and victimisation policies and workplace health and safety policies. You are also required to comply with BSES's privacy policy. These policies form part of the Code. It is your responsibility to familiarise yourself with these policies. Non compliance with these policies constitutes Misconduct.

Procedural Fairness ('Natural Justice')

The principles of Procedural Fairness should be observed when making decisions about people, including growers, millers, customers and staff. This is particularly the case where the decision may have negative consequences for the people concerned, as in disciplinary matters and diminished work performance.

Briefly, Procedural Fairness requires that you:

- give the person concerned the opportunity to put their position forward and have it considered before any decision is made;
- do not have any personal interest in the matter to be decided or any bias as to the outcome, and you act in good faith throughout the process;

Concern for Safety, Health and Welfare

All staff have an obligation to secure personal safety, health and welfare in the workplace, as well as that of staff, customers and other persons is maintained. We are each responsible for each other's safety.

Information on responsibilities of staff under the *Workplace Health and Safety Act* is available from the BSES Head Office at Indooroopilly, on the intranet and from your local Workplace Health and Safety Officer. If you have any questions or require any clarification you should contact your Supervisor or Group Manager.

Merit in Staff Selection

BSES is an equal opportunity employer, with recruitment and promotion being based on merit and quality. BSES's equal opportunity strategies enhance career opportunities for all employees and eliminate discrimination in employment matters.

Merit in staff selection involves comparing all applicants, relative to each other, against selection criteria relevant to effective performance in a position. Any personal association with the applicant or bias must be declared to BSES.

Respecting the Whole Person

Many BSES staff members willingly give their time and energy beyond their obligations as staff members. This is admirable and contributes to the quality of our customer services. If you are a Supervisor or Group Manager, you have a responsibility, to the best of your ability, to make sure that staff members do not undertake workloads that will endanger their well being.

Off-Duty and Recreational Activities

Where staff members are off duty and in close proximity to other staff members who are on duty or dealing with customers, such as in a lunch area, off-duty staff members must consider the rights and comfort of others while engaging in recreational pursuits, including maintaining behaviour in accordance with Anti-Discrimination legislation.

Dress Standards

Where a uniform is provided as part of the identification of the work unit, official function or for workplace health and safety reasons, you are required to wear the uniform complete, and in good order.

3. *Integrity and Diligence*

The integrity obligation means that BSES expects employees to:

- use delegated powers, influence, resources and information properly;
- maintain proper confidentiality of BSES information; and
- avoid using delegated powers or the influence of your position, official resources or official information for personal or other improper advantage.

Conflicts of Interest

An **apparent** conflict of interest exists when it appears that a staff member's private interests could interfere with the proper performance of their official duties.

An **actual** conflict of interest exists when a reasonable person, in possession of the relevant facts, would conclude that the staff member's private interests do interfere with the proper performance of their official duties.

Your private interests include financial and personal interests. Interests of immediate family members may also be relevant.

BSES expects that you will advise your Supervisor or Group Manager of an actual or apparent conflict of interest. Except in cases of outside employment, (which is dealt with in a later section), it is your Supervisor's or Group Manager's responsibility to decide whether:

- there is, or could be, a conflict of interest;
- to authorise you to continue your duties;
- to request that you divest yourself of your interests; or
- to rearrange your duties or transfer you to an equivalent position with duties involving no such actual or apparent conflict of interest.

In some instances the Supervisor or Group Manager may wish to refer the matter to the Chief Executive Officer. The Chief Executive Officer has the final decision on what action is appropriate in situations involving conflicts of interest.

Declaration and Registration of Personal Interests

All staff members involved in making decisions affecting contracting, tendering or any BSES decision **must** register **personal** or **immediate** family interests which are significant and relevant to the integrity of the organisation. That is, where there is a **real** or **potential** conflict of interest. This declaration is to be provided to your Supervisor or Group Manager.

Not making the necessary declarations or registered personal interests may constitute Misconduct.

Gifts and Benefits

You must not ask for or encourage the giving of any form of gift or benefit in connection with your performance of official duties.

You may give, or accept a gift which is of nominal or token value, (as a guide a gift up to \$100 dollars should be considered to be of nominal or token value) or is offered in accordance with social custom, such as when you retire or leave the workplace.

Normal customary hospitality such as a cup of tea or a meal would be considered of nominal or token value, although even then it may cause difficulties if the outcome is that you feel under some obligation to that person or company.

As a general guide, you should not accept a gift (even if of nominal or token value) or accept normal customary hospitality from a person, which would result or could reasonably be regarded as resulting in your feeling morally obliged to act or omit to act in a certain way towards that person.

Where a gift is of more than nominal or token value, such as free club membership, air travel or accommodation it clearly has significant potential to compromise your integrity and that of BSES, especially if you are involved in:

- future purchasing decisions with the donor, either directly as a decision maker, or indirectly, through reporting on the adequacy of the donor's service, or quality of product;
- tender specification for products or services, or
- making regulatory decisions.

You **must** immediately provide written advice to your Supervisor or Group Manager that an offer of benefit was made, regardless of whether it was accepted or not

On receipt of this advice, your Supervisor will determine the necessary action to be undertaken.

If requested to do so by your Supervisor, Group Manager or the Chief Executive Officer, you will return the gift.

If you do not report accepting a gift or benefit other than a benefit of nominal or token value this may constitute Misconduct.

Bribes

Board Members and staff members in BSES may be offered bribes in the course of their duties.

Usually the bribe is an attempt to get you to disregard rules or pretend you have done something when you have not.

You must immediately report bribe attempts to your Supervisor. Accepting a bribe or not reporting an offer of a bribe constitutes Misconduct.

Under no circumstances will Board Members and staff members in BSES offer bribes.

Disclosure of Official and Commercial Information

One of the many functions of BSES is to generate and supply information to canegrowers and millers. An extensive range of information is produced and disseminated for the benefit of canegrowers and millers. However, there are some circumstances and some types of information which make the release of information inappropriate or illegal.

You must not disclose official or commercial information to any person unless:

- that information was generated by, or supplied to BSES for the purpose of communicating it to other people or organisations, and has been released for circulation;
- the disclosure is permitted in the normal course of your duties;
- you are authorised to release the information under a statute, regulation, Code or required to release the information by a Court or Tribunal; or
- the rights of any person to exclusive use of the information have expired (eg at the conclusion of a consultancy contract).

If any doubt exists as to the confidentiality of the information, you must refer to the original provider of the information and your Supervisor. If you fail to liaise with your Supervisor and release confidential information, release of such information may constitute Misconduct.

Release of information generated from consultation processes and collaborative research represents a particular area of concern for BSES.

In deciding whether to release information from these sources, you need to consider whether:

- undertakings were given to growers, millers, customers or collaborators regarding confidentiality and ownership of information;
- you should also provide related information which would significantly affect the interpretation of the information being requested;
- to provide interpretation with raw data when only data are requested;
- the release of the information confers a competitive advantage to the recipient. If so, should the information be given to other parties with a potential interest;

- the release of the information has potential adverse consequences such as unnecessary alarm for industry or negative market reaction, eg information concerning an exotic disease.

Databases which have been developed for research or information purposes are another source of information about which you need to exercise caution. The general rule that applies is that the use of personal information collected for a particular purpose is restricted to that purpose, except where the person or persons involved have given their permission. Use of any such information must be in accordance with BSES' Privacy Policy, as amended from time to time.

Intellectual Property and Copyright

Intellectual Property includes an invention, original work, results of scientific research, or product development which can be protected. Protection of Intellectual Property in Australia is governed by specific Acts of Parliament or common law, depending on the type of Intellectual Property involved.

Types of Intellectual Property produced within BSES include (but are not limited to):

- confidential information/trade secrets;
- scientific or technical knowledge or information;
- copyright;
- designs;
- patents;
- trade marks;
- computer programs;
- plant varieties.

The question of who is entitled to use Intellectual Property, and any benefit from any commercial exploitation of it, is determined by consideration of the circumstances in which the Intellectual Property was conceived, researched and developed.

Ownership of Intellectual Property or Copyright

In general, Intellectual Property produced in or by BSES is the property of BSES. This includes Intellectual Property produced by a staff member working at a university, for example, even if they were funded by a private sector organisation for the work. Contractual arrangements or your Letter of Appointment may further define ownership of Intellectual Property.

You must obtain prior permission from the organisation before entering into any arrangement regarding the publication or disclosure of any articles, processes or materials which you have produced as part of your duties, and any documentation that may relate to BSES' Intellectual Property or BSES' confidential information. If you fail to obtain such permission, your conduct may amount to Misconduct.

'Moral Rights' means a right of attribution of authorship of a works, a right not to have authorship falsely attributed and a right of integrity of authorship as defined in the *Copyright Act 1968 (Cth)*.

On commencing employment at BSES, as a condition of your employment (and as one of your post employment obligations) you are taken to have consented to any/all acts or omissions of BSES/persons authorised by BSES, in relation to any work you create or may create during the course of your employment, which may infringe on your Moral Rights.

In all cases, Intellectual Property, Copyright and Moral Rights issues must be read in conjunction with your Letter of Appointment. Any Intellectual Property, Copyright or Moral Rights created during the course of your employment, or in any way related to your Duties or developed using BSES resources must be assigned to BSES.

Outside Employment

If you are employed by BSES and have other employment at the same time, this can give rise to real or apparent conflicts of interest. The concern is greater where the private work is in areas related to your BSES work. Examples of outside employment include owning or having shares in a farm, private consultancies, holding a directorship and running an outside business.

Outside employment should not be undertaken if it:

- creates an apparent or actual conflict of interest; or

- is likely to affect your efficiency in the performance of your official duties.

A conflict of interest may exist, particularly in relation to private consultancies, where the area of work is one in which:

- BSES is already operating;
- BSES has identified as an opportunity, as outlined in the corporate plan and determined by BSES policy.

When you engage in outside work you must comply with the following:

- BSES's policy and the terms of your employment in regards to Intellectual Property and confidential information. Such information, accessed by virtue of your work role, must not be used for personal gain;
- outside work is to be performed wholly in your private time, and must not use BSES resources or facilities;
- there must be a clear separation between your BSES work and outside work, evidenced by such things as your mailing address, business cards and promotional material.

Acting as a Company Director or Board Member in another organisation raises particular concerns with possible conflicts of interest. In this regard you should consider whether the company is in a contractual or regulatory relationship with BSES, and seek authorisation from the Chief Executive Officer before agreeing to take on such positions/continuing in such a position.

If you are found to have acted other than in accordance with this directive it may constitute Misconduct.

Applying for Permission to Engage in Outside Employment

You must identify any facet of your outside employment that might be perceived as an apparent or actual conflict of interest. Where such a possibility exists, you must apply in writing to the Chief Executive Officer for permission to engage in outside employment. Your application should provide details of your proposed outside employment, including the hours of work and your opinion as to whether the outside employment:

- will adversely affect your efficiency and effectiveness in the performance of official duties for BSES;
- is likely to cause any conflicts or difficulties in relation to BSES requirements for overtime, 'on call' situations, rostered shifts;
- is relevant to confidential information or other Intellectual Property to which you have access by virtue of your employment with BSES; and
- might reasonably be seen as involving a conflict of interest.

Where a conflict of interest arises after you have been permitted to undertake outside employment, you must advise the Chief Executive Officer who will reassess your case to determine appropriate action.

Once a determination is made in relation to outside employment non compliance with the determination or if you are found to have made less than full disclosure before the determination, such action will constitute Misconduct.

In considering applications, BSES will look to strike a balance between the interests of BSES as an employer and the rights of staff members to lead their private lives free of unnecessary restrictions.

Post BSES Employment

By law a person cannot be restrained from using the skill, knowledge or experience gained in the course of employment. However, if you terminate your employment with BSES or BSES terminates your employment, your obligations in respect of confidentiality of information and ownership of Intellectual Property to which you had access during the course of your work continue, as do any conditions and obligations prescribed in your Letter of Appointment.

Testimonials, Referee Reports, Selection Reports and Performance Reports

If asked to give a reference, you may give one in a personal capacity. The reference must not be given on a BSES letterhead. Only the Chief Executive Officer or a person approved by the Chief Executive Officer is authorised to give a reference on a BSES letterhead.

You must be honest when providing reports on other staff members. If asked to give a reference or testimonial by a staff member, and you feel you could not be honest without detracting from the staff member's chance of success, you should discuss the limits within which you are prepared to comment.

When providing testimonials or references, you must not make false or derogatory statements about an individual, or assessments which cannot be substantiated. Referees must not exaggerate the substance or relevance of a person's competence, qualifications or experience.

Any person who suffers loss from a false or exaggerated reference may seek to recover damages from you or BSES.

False or deliberately misleading assessments of an individual's performance or merits (positive or negative) are an abuse of your position and may constitute Misconduct.

Plagiarism and Falsifying Results

Plagiarism is intentionally appropriating another's ideas or composition, in whole or in part, verbatim or otherwise, and passing them off as your own work. Plagiarism is a breach of our Code.

Falsifying results, or not giving appropriate credit to others' work, constitutes a breach of our Code.

These unethical practices assumes greater significance in the context of writing reports, technical articles, research papers and conference papers, particularly where you stand to benefit or attain credit.

Before reproducing information, permission must be obtained from the information provider and noted in any listing of references, or referred to in a note to the information.

Plagiarism and falsifying results constitutes Misconduct.

4. Economy and Efficiency

This obligation is about providing a 'fair day's work', and performing your duties to the best of your ability. Also, you must exercise due care, particularly if growers, millers, members of the public or customers rely on the information or advice provided. You are expected to act responsibly, and will be accountable for your official decisions and conduct.

Performing Your Duties

You are responsible for achieving your performance outcomes and maintaining proper standards of workplace behaviour and official conduct. You should acknowledge your performance outcomes, discuss these outcomes and barriers to achieving them with your Supervisor, monitor your performance, discuss potential problems with your Supervisor as soon as they arise and take action to resolve them.

You should contribute to the continuous improvement of your work unit by undertaking more challenging, diverse and different responsibilities and by participating in developmental activities.

Use of Alcohol and Other Drugs

All employees have an obligation to make certain that personal use of alcohol and other drugs does not result in unsatisfactory work performance, or affect the performance or safety of others.

Individuals are not to consume alcohol whilst on duty, unless in exceptional circumstances, and will not be permitted to report for duty or continue to perform your duties or to use BSES equipment while under the influence of alcohol or other drugs.

It is also preferred that alcohol is not consumed during lunch breaks or while representing BSES, in the interest of maintaining:

- effective work performance, decorum and judgement;
- effective customer relations; and
- BSES's public image.

The consumption of alcoholic beverages at the invitation of customers, suppliers or any other person is discouraged, although it is recognised that in some situations some staff members may feel awkward in refusing such invitations.

At all times, use your common sense and maintain BSES interests, the organisation's and your professional image, and your own welfare.

Drugs should only be used in accordance with Doctors' instructions. While on duty you should make sure that your immediate Supervisor is aware that you are taking medication, if there is any likelihood of adverse effect on work performance. You are responsible for ensuring any Drugs you use do not endanger you, other staff members, public, customers or BSES property while you are on duty.

Misuse or negligent use of drugs is a breach of our Code and will constitute a breach of our Code.

Gambling

Unless permitted by law or if permitted by law otherwise authorised by your Group Manager, gambling on BSES premises or at worksites where BSES staff members work is not allowed and is a breach of our Code.

Professional Codes of Conduct

If at any time you consider your professional code is in conflict with our Code, discuss the matter with your Supervisor. If the matter is still unresolved, raise your concern with your professional association and a representative may wish to approach BSES.

Self-Development Obligations

It is desirable that you develop your skills and knowledge, keep up to date with advances and changes within your areas of expertise and take reasonable initiatives to identify and apply for development opportunities. Management, where possible and appropriate, will assist you with the provision of relevant self-development.

Provision of Advice Without Fear or Favour

BSES staff have an obligation to provide all officers of BSES, growers, customers and all members of the general public with frank, independent, accurate and comprehensive advice and assistance. This includes setting out the identifiable advantages, disadvantages, costs and consequences of the available options and, where appropriate, recommending a particular course of action.

Use of BSES Property and Facilities for Private Purposes

BSES property, motor vehicles, equipment and facilities are only to be used for official purposes and activities, except where otherwise outlined in our Code or approved by the Chief Executive Officer or negotiated as part of salary packages.

You must be economical, and avoid waste and extravagance in the use of resources for the legitimate activities of BSES. 'Resources' include material and financial resources, skills and knowledge, Intellectual Property, and official information. Intangible assets such as corporate learning, public support, positive staff members morale, and professional commitment are also valuable resources.

Property

Staff members may occasionally use BSES property for activities which are not strictly official but deserve support, eg BSES social club activities or meetings of professional associations relevant to BSES. You must obtain clearance from the Chief Executive Officer to use BSES property other than for official purposes.

Equipment and Consumable Resources

All staff members can access resources such as telephones, computers and photocopiers at work. This equipment is to be used for official purposes only, unless otherwise specified in our Code.

Occasional and minor use of some equipment for private purposes is permitted, eg local telephone calls to check on child care arrangements. Managers are responsible for deciding the appropriate balance between efficiency and economy on one hand and, on the other, the obligation to treat people with consideration and respect.

BSES may allow use of some equipment away from work premises on a short-term basis to undertake official work at home, eg an individual may use a personal computer overnight or on weekends. In such circumstances, the equipment must be used only for official purposes and ensure that it (and any official information contained in the equipment) is secure.

Software should only be copied if authorised and only for official purposes in accordance with licence provisions. Similarly, private software must not be used on BSES systems.

Mail

You must not post any unauthorised or offensive items using BSES facilities. This also applies to the e-mail system used within BSES.

Leave and Attendance

You must comply with relevant rules and regulations regarding leave and attendance. This includes completing leave forms and attendance records appropriately and accurately, adhering to relevant hours of work, not abusing leave entitlements and not being absent from duty without authority. Failure to comply with leave and attendance requirements is a breach of our Code.