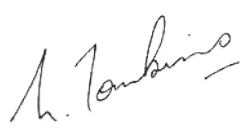



PROTOCOL

Code of Business Ethics



Issued with the authority of the Chief Commissioner and Chief Executive Officer of Scouts NSW

Chief Commissioner		CEO Signature	
Sponsor	CEO		
Document type	Protocol	Date of issue	14 September 2021
Document code & no.	PRTCL05	Version number	2.0
Document title	Code of Business Ethics	Due for review	14 September 2024

Code of Business Ethics

1 Background

Scouts NSW works with private, public and non-profit sectors to provide a range of services to its membership and community. Accordingly, organisations, service providers, small businesses and individuals can expect high standards of ethical behaviour from Scouts NSW personnel.

Underpinning these expectations are our Code of Conduct and organisational values. They drive our behaviour and reflect how we conduct ourselves in our business.

2 Objective

This Code of Business Ethics provides guidance regarding the standards of ethical behaviour that organisations, service providers, small businesses and individuals can expect from Scouts NSW personnel and that are expected of them, in dealing with Scouts NSW.

3 Policy Statement

Our values guide our actions in conducting business in a socially responsible and ethical manner. As an organisation and as individuals, we respect, apply and comply with the law, support human rights and equal opportunity, protect the environment and work for the benefit of our communities.

Scouts NSW personnel will at all times act with honesty and integrity in an open and transparent manner, performing their roles efficiently, effectively and fairly, thereby attracting the highest level of confidence from our community.

4 Statement of Procedures

4.1 Scouts NSW's Code of Conduct

The Scouts NSW Code of Conduct sets the requirements of conduct for Scouts NSW personnel in carrying out their functions. The Code of Conduct has been developed to assist to:

- Understand the standards of conduct that are expected of them;
- Enable them to fulfil their duty to act honestly and exercise a reasonable degree of care and diligence; and
- Act in a way that enhances public confidence in the integrity of Scouts NSW.

4.2 Our Key Business Principles

The Scouts NSW Code of Conduct is based on a number of key principles and sets out standards of conduct that meet these principles applicable to our activities. Similarly, this Code of Business Ethics is based upon principles which support the Code of Conduct and expand their meaning to include the way in which we do business.

➤ **Integrity**

We must not place ourselves under any financial or other obligation to any individual or organisation that might reasonably be thought to influence us in the performance of our duties.

➤ **Leadership**

We have a duty to promote and support the key principles by leadership and example and to maintain and strengthen trust and confidence in the integrity of Scouts NSW. This means promoting duty to others in the organisation and outside, by our own ethical behaviour.

➤ **Selflessness**

We have a duty to make decisions in the interest of Scouts NSW and not act in order to gain financial or other benefits for ourselves, our family, friends or business interests. This means making decisions because they benefit Scouts NSW, not because they benefit the decision maker or someone associated with the decision maker.

➤ **Impartiality**

We should make decisions on merit and in accordance with our obligations when carrying out Scouts NSW business. This includes the making of appointments, awarding of contracts or recommending individuals for rewards or benefits. This means fairness to all, impartial assessment, merit selection in recruitment and in purchase and sale of Scouts NSW resources, considering only relevant matters.

➤ **Accountability**

We are accountable for our decisions and actions and should consider issues on their merits, taking into account the views of others. This means recording reasons for decisions, submitting to scrutiny, keeping proper records, establishing audit trails and conducting audits.

➤ **Openness**

We have a duty to be as open as possible about our decisions and actions, giving reasons for decisions and restricting information only when the wider public interest clearly demands. This means recording, giving and revealing reasons for decisions, revealing other avenues available to the client or business, when authorised, offering all information, communicating clearly.

➤ **Honesty**

We have a duty to act honestly. We must declare any private interests relating to our duties and take steps to resolve any conflicts arising in such a way that protects public interest. This means obeying the law, following the letter and spirit of policies and procedures, observing the Code of Conduct, fully disclosing actual or potential conflicts of interest and exercising any delegated authority strictly for the purposes for which the authority was delegated.

➤ **Respect**

We must treat others with respect at all times. This means not using derogatory terms towards others, observing the rights of other people, treating people with courtesy and recognising the different roles others play in decision making.

In making our business decisions we strive to obtain the best value for money. Depending on the circumstances, our decision making takes into account many aspects including upfront costs, ongoing costs, suitability, quality, reliability, availability, experience, reputation, safety, legal compliance and environmental sustainability. While we strive to obtain the best price for goods and services we do not necessarily buy at the lowest or cheapest price nor sell at the highest or best price. Scouts NSW staff and volunteers are required to balance all relevant factors including initial cost, whole-of-life costs, quality, reliability and timeliness in determining true value for money.

Although Scouts NSW business dealings must be transparent and open to wider scrutiny, there will be times when information on our relationships with suppliers of goods and services cannot be made publicly available, however we will always act fairly in our decision making. That means we are objective, reasonable and even-handed. It does not mean that we can satisfy everyone all of the time. We will publicly support our decisions unless we have to maintain confidentiality or protect privacy.

4.3 What You Can Expect From Us

Scouts NSW will ensure that all its policies, procedures and practices related to tendering, contracting and the purchase of goods and services are consistent with best practice and the highest standards of ethical conduct. All procurement activities are based upon the following core business principles:

- Transparency of process;
- Accountability;
- Ethically managing potential conflicts of interest;
- Obtaining best value; and
- Monitoring and evaluating performance.

In maintaining these business principles, Scouts NSW will ensure that:

- Potential suppliers will be treated with impartiality and fairness and given equal access to information and opportunities to submit bids;
- Procurement activities and decisions will be fully and clearly documented to provide an effective audit trail and to allow for effective performance review of contracts;
- Tenders will not be invited unless Scouts NSW has a firm intention to proceed to contract; and
- Scouts NSW will not disclose confidential or proprietary information.

Scouts NSW personnel are bound by Scouts NSW's Code of Conduct. When doing business with the marketplace, Scouts NSW personnel are accountable for their actions and are required to:

- Use resources effectively and efficiently;
- Deal fairly, honestly and ethically with all individuals and organisations;

- Avoid any conflicts of interest (whether actual or perceived);
- Treat all tenderers for supply of goods and services equitably;
- Meet or exceed accountability standards;
- Abide by all relevant and applicable laws and regulations;
- Respect and follow Scouts NSW policies and procedures;
- Promote fair and open competition while seeking best value for money;
- Protect confidential information;
- Never solicit or accept remuneration, gifts or other benefits from a supplier or applicant for the discharge of their assigned duties; and
- Respond promptly to reasonable requests for advice and information.

4.4 What We Ask Of You

We require all providers of goods and services to observe the following principles when doing business with Scouts NSW:

- Secure access to and comply with Scouts NSW procurement policies and procedures;
- Provide accurate and reliable advice and information when required;
- Declare actual or perceived conflicts of interest as soon as you become aware of the conflict;
- Act ethically, fairly and honestly in all dealing with Scouts NSW;
- Take all reasonable measures to prevent the disclosure of confidential Scouts NSW information;
- Refrain from engaging in any form of collusive practise, including offering Scouts NSW personnel inducements or incentives designed to improperly influence the conduct of their duties;
- Refrain from discussing Scouts NSW business or information with the media;
- At all times be courteous towards Scouts NSW personnel and not bring Scouts NSW into disrepute;
- Obey all relevant laws or contractual obligations;
- Provide a safe working environment free of harassment or discrimination;
- Protect their safety and others in the work environment;
- Assist Scouts NSW to prevent unethical practices in our business relationships;
- Comply with privacy legislation in relation to personal information obtained through dealings with Scouts NSW or work undertaken for Scouts NSW;
- Respect the environment, comply with environmental laws and have sustainable practices in the use of resources and waste management;
- Communicate clearly and respond promptly to questions resolving any issues quickly; and
- Provide us with a quality product or service on time that gives us value for money.

It is incumbent upon all providers of goods and services to Scouts NSW to declare to Scouts NSW (at the earliest opportunity) that they:

- Have not been convicted for fraud or a fraud related offence, or, where the provider is a company, the directors have not been convicted for fraud or fraud related offences;
- Have not been a bankrupt or a director of a company that has entered into a Deed of Company Arrangement, been placed into External Administration or in Liquidation, or, where the tenderer is a company, the directors have not been a bankrupt or a director of a company that has entered into a Deed of Company Arrangement, been placed into External Administration or in Liquidation; and
- Have not had any corrupt findings or been identified as a person of interest by ICAC.

This is a self-declaratory mechanism. The responsibility for such declaration at all times lies with the provider.

4.5 Why Is Compliance Important?

You should also be aware of the consequences of not complying with Scouts NSW's ethical requirements when doing business with Scouts NSW. By complying with this Code of Business Ethics, you can avoid damaging allegations of unfair or unethical conduct in your dealings with Scouts NSW. Demonstrated corrupt or unethical conduct could lead to:

- Termination of contracts with Scouts NSW;
- Loss of work;
- Damage to reputation;
- Investigation for corruption;
- Matters being referred for criminal investigation; and
- Criminal prosecution.

Consequences for Scouts NSW staff and volunteers may include:

- Investigation;
- Misconduct charges;
- Loss of office, appointment or membership;
- Disciplinary action including termination of employment with Scouts NSW; and
- Potential criminal charges.

5 Guidance Notes

5.1 Gifts and Benefits

In general, Scouts NSW expects its personnel to decline gifts, benefits, travel or hospitality offered by parties with whom Scouts NSW conducts business. You should refrain from offering any such 'incentives' to Scouts NSW personnel as all offers will be formally reported to Scouts NSW by its personnel.

Scouts NSW only permits its personnel to accept gifts if:

- Gifts are of token or nominal value;
- Refusal of a gift is likely to be perceived as rude or culturally offensive to the party who is offering the gift; and
- The offer is not targeted at an individual.

If a gift is accepted, Scouts NSW requires the individual to record the gift in an appropriate register listing Gifts and Benefits.

5.2 Conflicts of Interest

All Scouts NSW personnel are required to disclose any conflict of interest. Scouts NSW extends this requirement to all our business partners, contractors and suppliers. Should a conflict of interest arise or be recognised by you in your dealing with Scouts NSW you must notify and declare this conflict of interest to Scouts NSW in writing.

A conflict of interest occurs when an official is in a position to be influenced, or appear to be influenced, by your private interests when doing a job. A conflict of interest can involve avoiding personal disadvantage as well as gaining personal advantage. A private interest may include social and professional activities and interests with individuals or groups, including family and friends, as well as financial interests. There are different types of conflict of interest:

- **Actual Conflict of Interest:** An official is in a position to be influenced by their private interest when doing their job.
- **Perceived Conflict of Interest:** An official is in a position to appear to be influenced by their private interests when doing their job.
- **Potential Conflict of Interest:** An official is in a position where they may be influenced in the future by their private interests when doing their job.
- **A Pecuniary Interest:** involves a situation where there is the potential to gain or lose financially from your position, for example from owning property, having unpaid debts to others or receiving hospitality or travel.
- **A Non Pecuniary Interest:** does not have a financial component. It can involve personal or family relationships or involvement in sporting, social or cultural activities that could influence your judgement or decisions, even though there is no financial benefit to you.

5.3 Confidentiality

All Scouts NSW information should be treated as confidential unless otherwise advised to you by Scouts NSW.

5.4 Communication between Parties

All communication should be clear, direct and accountable (written confirmation) in order to minimise the risk of perception of inappropriate influence being brought to bear on the business relationship.

5.5 Use of Scouts NSW Equipment, Resources and Information

All Scouts NSW equipment, resources and information should only be used for the purpose it is made available by Scouts NSW.

5.6 Contracted Employees

All contracted employees must comply with this Code of Business Ethics for doing business with Scouts NSW. If you employ sub-contractor(s) in your work for Scouts NSW, you must make your sub-contractor(s) aware of this Code and observe this Code of Business Ethics.

5.7 Reporting Unethical Behaviour (Internal Reporting Policy)

Scouts NSW is committed to promoting ethical behaviour. Reports of unethical behaviour, fraud, corruption, maladministration or waste can be made to the Scouts NSW, Chief Executive Officer at:

Direct Phone: (02) 9735 9030
 Email: ceo@nsw.scouts.com.au
 Mail: Scouts NSW
 Chief Executive Officer
 P O Box 125
 Lidcombe, NSW 1825

5.8 Who To Contact

If you have any questions regarding this Code of Business Ethics or wish to provide information about suspected corrupt conduct, you should contact Scouts NSW, Chief Executive Officer on phone (02) 9735 9030 or email ceo@nsw.scouts.com.au

6 Other related Policies, Procedures and Practices

This Policy needs to be read in conjunction with the following policies, procedures and practices that provide a Compliance framework for Scouts NSW:

[POL04: Personal Interest Statement](#)

[POL05: Sustainable Procurement](#)

[POL31: Conflicts of Interest](#)

[POL32: Limits of Authority](#)

[PRO37: Conflicts of Interest](#)