



# Standard 2.01 - Code of Conduct

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## 1. Application

This Code of Conduct Standard (this Standard) applies to all NQBP Personnel where relevant.

## 2. Standard

NQBP's business is dependant on good relations and fair treatment of customers, NQBP Personnel and the public, with fair consideration of the operating requirements of the business.

The principles defining the work performance and ethical conduct expected of all are:

- respect for the law and the system of government;
- respect for persons internal and external to the organisation;
- integrity;
- diligence; and
- economy and efficiency.

These principles are further reflected in NQBP's values which are to be upheld by NQBP Personnel when performing their occupational duties. NQBP's values are as follows:

- **Integrity**

"We stand by our actions and NQBP's values even when no-one is watching".

- **Respect**

"We care for and treat everyone fairly, recognising and appreciating diversity".

- **Excellence**

"We strive to deliver the best outcomes while being committed to continuous learning and improvement".

- **Unity**

"We share a common purpose to achieve positive outcomes for our organisation and regions".

**"Living and Non-Living"**

These values represent what are expected as corporate behaviours within NQBP. The focus is for all Personnel to display ways of living the values and not to engage in behaviours that are 'non-living' the values as set out in Attachment "A".

## 3. Code of Conduct

Set out below is an overview of the standards which are expected to be upheld by NQBP Personnel and which form NQBP's Code of Conduct.

Compliance with all NQBP policies, guidelines and procedures is important.

A failure to comply with any NQBP policies documents, including the Code of Conduct, could result in a range of actions being taken in response to the breach including disciplinary action. In

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some cases, a breach of NQBP policies could constitute “corrupt conduct” and result in an investigation being undertaken and conduct referred to the CCC.

For further details as to the types of conduct that constitute "corrupt conduct" and the CMC reporting obligations, please refer to the Standard 2.02 - Integrity Framework - Corrupt Conduct and Public Interest Disclosures. NQBP Employees who have information about suspected misconduct or corrupt conduct undertaken by other NQBP Employees are encouraged to disclose such information. Please refer to the Procedure 2.03 - Whistleblower Protection and Guideline 2.06 Whistleblowers and PID Protection Management Program for further information.

In this context, it is important that all NQBP policies and standards including the Code of Conduct are understood by all NQBP Personnel.

### Compliance with Instructions and NQBP Policies

NQBP is a small organisation and in this context, it is important that NQBP be productive and achieve work outcomes. All NQBP Personnel are expected to comply with all reasonable and lawful instructions even if not stated in the person's position description. NQBP Personnel should not proceed and the employer should not expect a person to proceed if it is unsafe or unlawful.

NQBP Personnel are also required to comply with all NQBP policies. A breach of any of NQBP policy would be considered a breach of this Compliance Policy and Code of Conduct and be subject to the sanctions of this policy and standard.

NQBP Personnel may object to a lawful and reasonable instruction on an issue of conscience, however, they are employed on the terms on which the employer determines. However, if a conflict arises involving a person's professional ethics or moral or cultural standards, the issue will be fully discussed. The relevant person can seek to have the instruction changed. While NQBP seeks to avoid situations where NQBP Personnel experience these conflicts, due to the size of the organisation and the skill resources available within NQBP, this may not always be possible. NQBP has the right, given fair consideration of any discrimination issues, to determine what is to be done.

### Relations with Others

Good relations with customers, public and staff are an integral part of NQBP's ability to operate effectively. NQBP Personnel are in a position of trust that establishes or reinforces the image of NQBP. NQBP Personnel must be open to positive constructive questions from other officers, customers and the public about their directions and advice. Supervisors are expected to be a model for others as to what is expected of all NQBP Personnel acting on behalf of NQBP.

In performing their duties, NQBP Personnel are expected to treat other staff, customers and the public with respect and to tolerate the views of others. They should not allow personal feelings to influence their judgement or decisions on work-related issues. NQBP Personnel will take care not to make false, derogatory or exaggerated statements regarding an individual or their competence, qualifications or experience.

Personal presentation in the workplace or while on official duty must be appropriate for the work being undertaken. Where NQBP Personnel are provided with a corporate uniform, the uniform must be worn complete and in good order.

### Safety

NQBP Personnel have a duty to take all reasonable steps to ensure their own, other staff, customers and the public's safety, health and welfare in the workplace. Smoking is not permitted in NQBP offices or workplaces or where it may pose a health or safety risk to NQBP Personnel or others. Personal use of alcohol or other drugs must not result in unsatisfactory work performance, or affect the performance or safety of self or others or the integrity or reputation of NQBP (refer to the Drug and Alcohol Procedure).

### Conflicts of Interest

Issues of conflict of interest and disclosure of interests are addressed in the Compliance Policy and the associated Disclosure and Conflict of Interests Procedure and the Trading (Securities) Procedure. A breach of this policy and procedures would be considered a breach of this standard and be subject to the sanctions of this standard.

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### Use of NQBP Resources

NQBP resources are to be used economically for the purposes for which they were provided, treated with appropriate care and secured against theft or misuse. NQBP Personnel will care for NQBP equipment, ensuring their proper use and appropriate maintenance.

### Gifts

All gifts offered to and considered for acceptance by NQBP or NQBP Personnel in their professional capacity as a representative of NQBP, must be declared to the Chief Financial Officer. Certain gifts may need to be registered (refer to Standard 4.02 - Acceptance of Gifts).

### Non Compliance with the Law, including Fraud

NQBP Personnel are expected to act honestly and comply with the law at all times. NQBP Personnel who do not comply with the law (eg commit fraud against NQBP), should expect to be dealt with to the full extent of the law.

Fraud is any activity involving dishonesty or deception that is to the detriment of NQBP, whether or not there is any personal benefit to the person(s) committing the fraud. Where there is an allegation or NQBP becomes otherwise aware of a failure of NQBP Personnel to comply with the law, an internal investigation will initially be undertaken to determine the facts of the situation. Responsibility for the investigation will be assigned to an appropriate General Manager, or an external party if warranted. Subject to the law, natural justice will apply to internal NQBP investigations.

Where NQBP considers the internal investigation establishes the facts of a relevant matter, depending on the nature of the facts established, the matter may be referred to the CCC, the Queensland Police Service and/or the QAO or other third party body, for appropriate action against the officer.

NQBP may take disciplinary action, whether before, during or after action (regardless of outcome) taken by a third party body, or if the third party body chooses to take no action. This may include dismissal, depending on the circumstances. There is no requirement to provide a “warning” to officers committing fraud due to its serious nature and summary dismissal is an option.

Where a serious matter is under internal investigation, the CEO will inform the Chairman, subject to confidentiality restrictions regarding some investigations, for example, those which have arisen under the PID Act or the *Crime and Corruption Act 2001* (Qld).

It is the responsibility of all NQBP Personnel to report suspicious or inappropriate activities, including “official misconduct”, eg suspected fraud. NQBP Personnel should refer to the Whistle-blower Protection Procedure when making such a disclosure. In certain circumstances, some NQBP Personnel may be able to report the suspicious or inappropriate activities and qualify for a range of protections (including protections against reprisals) under the PID Act or the Corporations Act. For further details regarding the range of disclosures that can be made and the procedure that is to be followed in making such disclosures, please refer to the Whistle-blowers Protection Procedure.

In order to best establish the evidence, it is preferred that matters are reported with the complainant identified, however anonymous allegations may also be investigated (refer to Procedure 2.05 Whistle-blower Protection and Procedure 2.06 Whistle-blower and Public Interest Disclosure Management).

NQBP Personnel making such disclosures will be treated in accordance with the legislative requirements and the policies of NQBP. Various protections and support will be available to the discloser, depending on whether the disclosure is made under the PID Act, the Corporations Act or outside of these legislative frameworks. NQBP Personnel should refer to Procedure 2.05 Whistle-blower Protection for further information.

### Public Representations

NQBP Personnel will not contribute in an official capacity to public discussions unless it is part of their official duty and they do not misrepresent the facts. If NQBP Personnel choose to speak in a private capacity in a public discussion, they must take all reasonable steps to ensure that any comment will be understood as representing their personal view as a private citizen. All NQBP

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Personnel acting on behalf of NQBP must seek to protect NQBP's interests in taking any actions which may affect NQBP's business.

Public statements which deliberately misrepresent the facts could constitute misconduct and could result in an investigation being undertaken.

### Information

NQBP Personnel must not deliberately access, store or forward information where the action might reasonably be anticipated to be contrary to or result in actions contrary to legislation, policies or principles. NQBP Personnel must not disclose any information about NQBP or NQBP Personnel other than that which is available in the public domain, unless it is authorised as being in the ordinary discharge of official duty, or if it is through the Right to Information regime or some other required disclosure mechanisms. NQBP Personnel previously engaged by NQBP have obligations to respect the confidentiality of official/confidential information formerly available to them in the course of their duties.

A failure to appropriately use NQBP information could constitute misconduct and could result in an investigation being undertaken.

### Intellectual Property

Intellectual property produced by persons employed by NQBP or produced on behalf of NQBP, unless specifically authorised or exempted will become the property of NQBP. Where NQBP Personnel are undertaking work in a professional capacity for or with other bodies, the person is duty bound to inform NQBP. Refer to Guideline 2.04 Intellectual Property Management.

### Work Performance

NQBP Personnel have a duty to provide appropriate work value and are expected to perform their duties to the best of their ability. There is an obligation on all NQBP Personnel to seek to develop their skills and knowledge and to keep up to date with advances and changes within their areas of expertise. NQBP Personnel will be held accountable for their official decisions and conduct.

### Breach

A breach of this Code of Conduct may lead to disciplinary proceedings, an investigation and referral of the conduct to the CCC or other sanctions as outlined above. Procedural fairness will be afforded when determining the appropriate response to a breach of this Code.

#### d. Compliance Policy, Procedure, Standard and Legislative Framework

As NQBP is a Government Owned Corporation, a port authority and is required to comply with its own policies, prescribed applicable legislation and State Government policies and procedures, this standard should be read in conjunction with:

- a. Policy 1 - Governance
- b. Policy 2 – Compliance
- c. Policy 13 – Dealing with a complaint involving the NQBP CEO
- d. Guideline 2.01 - Directors and Officers Liability Guideline
- e. Guideline 2.03 - Privacy Guideline
- f. Guideline 2.04 - Trading Guideline
- g. Procedure 2.01 – Compliance Procedure
- h. Procedure 2.02 - Disclosure Procedure
- i. Procedure 2.04 – Right to Information Procedure
- j. Procedure 2.05 - Whistle-blower Procedure
- k. Procedure 2.06 – Whistleblower PID Procedure
- l. Standard 2.02 - Integrity Framework – Corrupt Conduct and Public Interest Disclosures
- m. Corporate Governance Guidelines for Government Owned Corporations February 2009.

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- n. *Corporations Act 2001 (Cth)*
- o. *Government Owned Corporations Act 1993 (Qld)*
- p. *Information Privacy Act 2009 (Qld)*
- q. *Privacy Act 1988 (Cth)*
- r. *Public Interest Disclosure Act 2010 (Qld)*
- s. *Right to Information Act 2009 (Qld)*

### e. **Policy Review Date**

This Standard should be reviewed by 7 February 2023.

### f. **Definitions**

**CEO:** means the Chief Executive Officer of NQBP.

**Contractors:** means contractors or consultants engaged by NQBP under a personal services consultancy agreement or other similar arrangements.

**Corporations Act:** means the Corporations Act 2001 (Cth).

**CCC:** means the Crime and Corruption Commission.

**NQBP:** means North Queensland Bulk Ports Corporation Limited ACN 136 880 128.

**NQBP Employee:** means employees and Contractors of NQBP but does not include NQBP directors.

**NQBP Personnel:** means NQBP officers (for example NQBP directors) and NQBP Employees.

**PID Act:** means the *Public Interest Disclosure Act 2010 (Qld)*.

**QAO:** means the Queensland Audit Office.

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