

## CODE OF ETHICS AND PROPER PROCESS

Policy Type – GOVERNANCE

POLICY REF: G02

The Board is committed to the adoption of ethical conduct in all areas of its responsibilities and authority. In doing so it binds its members to the same principles and practices.

### Board Members

1. Shall act honestly and in good faith at all times in the interest of Canoe Racing NZ and its owners/stakeholders, ensuring that all stakeholders, particularly those who are recipients of services, are treated fairly according to their rights
2. Shall carry out their duties in a lawful manner and ensure that Canoe Racing NZ carries out its business in accordance with the law
3. Shall avoid conflicts of interest in as far as this is possible. Where such conflicts arise, the Board member(s) concerned will act within the terms of the Board's Conflict of Interest Policy
4. Shall be diligent, attend Board meetings and allow sufficient time to preparation for Board meetings to allow for full and appropriate participation in the Board's decision making
5. Shall observe the confidentiality of non-public information acquired by them in their role as Board members and not disclose to any other person such information
6. Shall act in accordance with their fiduciary duties, complying with the spirit as well as the letter of the law, recognising both the legal and moral duties of the role
7. Shall be loyal and supportive to the Board, abiding by Board decisions once reached

### The Board

1. Shall meet according to the Canoe Racing NZ Constitution to monitor the management and performance of Canoe Racing NZ.
2. Shall ensure that there is an appropriate separation of duties and responsibilities between itself and CEO and that no one has unfettered powers of decision making
3. Shall ensure that the independent views of Board members are given due consideration and weight
4. Shall ensure that stakeholders are provided with an accurate and balanced view of Canoe Racing NZ's performance including both financial and service provision
5. Shall regularly review its own performance as the basis for its own development and quality assurance
6. Shall ensure that Canoe Racing NZ's assets are protected