



# Directors Code of Conduct

All Pilbara Meta Maya Regional Aboriginal Corporation (PMMRAC) Directors:

- Must exercise their powers in good faith and honesty in the best interests of the organisation as a whole, with the level of skill and care expected of a Director
- Have a duty to use due care and diligence in fulfilling the functions of office and exercising the powers attached to that office
- Must use the powers of office for a proper purpose, in the best interests of the organisation as a whole
- Have a primary responsibility to act for the benefit of the communities as a whole but, where appropriate, will have regard for the interests of all communities
- Must not make improper use of information acquired
- Must not take improper advantage of the position of Director or opportunities arising from that position
- Must not accept significant gifts or other benefits that have the potential to impair his or her judgement or could be seen to be a conflict of interest.
- Be independent in judgement and act with required care and diligence, in analysing proposals placed before the Board and demonstrate commercial reasonableness in their decisions
- Must disclose to the Board, as soon as it arises, actual or potential conflicts of interest which may exist or might reasonably be thought to exist between the interests of the Director or his associates and the interests of the other parties in carrying out the activities of the organisation
- Must not accept or expect related party financial benefits unless approved by the members of the corporation
- Must report any related party benefits to the Chairperson, in writing, to the next Board meeting after the transaction occurred. Related party benefits include any financial benefit obtained from the organisation as outlined by the CATSI Act and in ORIC guidance fact sheets. The organisation Secretary will maintain a register of related party transactions
- Must not permit confidential information received in the course of their duties to be disclosed, unless that disclosure has been authorised, or is required by law

# PILBARA META MAYA REGIONAL ABORIGINAL CORPORATION

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- Must protect the assets of the organisation to ensure availability for legitimate business purposes and ensure all corporate opportunities are enjoyed by the organisation and that no property, information or position belonging to the organisation or opportunity arising from these are used for personal gain or to compete with the organisation
- Should not engage in conduct likely to bring discredit upon the organisation; and
- Have an obligation, at all times to act ethically and to comply with the spirit, as well as to the letter of the law and with the principles of this Code, and ensure that all suspected reports of unethical practices are investigated fully and thoroughly to ensure the company operates in the manner expected of the company by society

**Rachael Christensen**  
**Chief Executive Officer**

Date: 1/09/2021