



Royal Geographical Society
of South Australia Inc.

Council Member Code of Conduct

Purpose

This Code of Conduct has been developed to ensure that high standards of behaviour are demonstrated by individuals holding office as Council members of the Royal Geographical Society of South Australia (RGSSA) and in order to uphold the Society's reputation and ensure the pursuit of its objects in a sound governance environment.

This Code of Conduct applies to Councillors when acting in their capacity as members of the managing and controlling body of RGSSA.

This Code of Conduct has been developed to articulate the minimum standards of behaviour expected of Council members.

All Councillors are required to comply with this Code of Conduct in addition to meeting their obligations at law and under the RGSSA Rules.

Councillors are expected to attend monthly meetings¹, either in-person or 'virtually', and be active participants in the running of the RGSSA's affairs.

Policy

Behaviour

1. Councillors must at all times act with respect, courtesy and honesty and without discrimination or harassment.

This includes in dealings with other committee members and office bearers, the members of RGSSA and external parties with whom RGSSA deals, including guest speakers, sponsors, affiliated organisations and venue and hospitality providers etc.

2. Councillors must recognise the authority of the President (and in his or her absence, the vice president) as chairperson for the orderly conduct of meetings.
3. Councillors must not engage in any conduct likely to bring RGSSA into disrepute or otherwise negatively impact upon its reputation.
4. Councillors must use RGSSA resources in a proper manner and for proper purposes connected with the Society.

¹ According to Rule 13.3 of the Society's Rules "If any member of the Council is absent from three consecutive meetings of the Council without explanation that the Council accepts as satisfactory, his/her position as a member of the Council and as the holder of an office may be declared vacant by resolution of the Council (without notice to that person)"



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External communications

5. The primary spokespeople for RGSSA are the President and/or the Director. The Council may determine that other office bearers and Councillors be authorised to speak for, or represent, RGSSA either generally, or in a particular case.
6. RGSSA is a non-political organisation. Committee members must be politically neutral when acting in their capacity as Councillors of RGSSA, to enable RGSSA to be a forum for open debate and to work with current and future governments.

Information

7. Councillors must not make improper use of information acquired by virtue of their position so as to gain personal benefit or cause detriment to RGSSA.
8. Councillors must not disclose, or allow to be disclosed, confidential information acquired by virtue of their position, except where such disclosure has been authorised by RGSSA or is required by law.
9. Councillors must act to protect and preserve the Society's Intellectual Property and agree that any systems or innovations created through Society membership/resources, remain the property of the Society.

Out of session communications

10. Out of session decision-making is an inevitable part of the functioning of Council to support timely and efficient decision making between formal meetings.
11. The Council Secretary should circulate by open email to all Councillors (or relevant sub-committee members), any necessary out of session approval sought, accompanied by relevant supporting documentation.
12. Councillors should use their best efforts to respond promptly, by "reply all" within 3 working days of the circulation of the approval.

Duties

13. Councillors must abide by all rules, duties and obligations outlined in the RGSSA Rules and those imposed by any applicable laws, rules and regulations, including the Associations Incorporation Act 1985 (SA).



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14. Councillors must at all times act with reasonable care and diligence in the exercise of their powers and the discharge of their duties as a Councillor of RGSSA.
15. Councillors must not make improper use of their position, so as to gain personal benefit or cause detriment to RGSSA.
16. Councillors should maintain awareness of the financial position of RGSSA and take reasonable steps to ensure the responsible management of its financial affairs.
17. Councillors should make every attempt to complete actions they have agreed to undertake within the set timeframe.

Conflicts of interest

18. Councillors have a duty not to place themselves in a position which gives rise to a real or substantial possibility of conflict between their interest and duties, and the duties they owe to RGSSA.
19. If any matter is, or is likely to be, brought before the Councillors which could give rise, or could be perceived to give rise, to a real or substantial possibility of conflict, then Councillors should disclose this to the Councillors via the President.
20. The non-conflicted Councillors may determine the most appropriate means to resolve conflicts of interest, taking such advice they consider reasonable.