ST JOHN AMBULANCE QUEENSLAND

CORPORATE CODE OF CONDUCT

Supporting Queenslanders since 1889
With you for Life

10 March 2023

SJAQ-CORP-PRO-001 v3

Contents

1 Amendment Log Sheet

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Authorised by: Chief Executive Officer (CEO)

Version	Issue Date	Details of Changes	Author
1	3 Oct 2022	Initial Issue	Rick Vine
2	14 Feb 2023	Revised to better capture Psychosocial Harm	Ben Lynch
3	10 Mar 2023	Revised to add child protection, harassment	Ben Lynch

2 Background

St John Ambulance Australia Queensland Limited (SJAQ) are a state-wide not-for-profit corporation and one of Australia's leading charitable organisations, committed to improving lives. Our life-saving services, training and equipment significantly improves outcomes for individuals in urgent and life-threatening situations. We work together with governments and our supporters to change lives directly through treatments, training and support.

Today, SJAQ is a leading organisation with a central role of socially engaging and improving the lives of our most vulnerable.

This Code applies to all Relevant Persons. This Code is applicable wherever SJAQ does business where we are expected to act in accordance with this Code and to use reasonable endeavours to influence those with whom we are working to ensure they also act to similar standards of integrity and ethical behaviour.

This Code establishes general principles. Certain areas covered by the Code may be the subject of more detailed provisions and requirements established by other documents.

3 Interpretation

In this Code:

"Advantage" - Includes any money, gift, loan, fee, reward, commission, employment, payment, release, discharge, contract, service, promise, and any other favour.

"Connected Person" - Includes any family member or relative of a Relevant Person and any company which is controlled by a Relevant Person or a family member of a Relevant Person.

"Government Official" - Includes any officer or employee of any Government Entity or any candidate for political office.

"Government Entity" - Means any national, regional or local government and any department, agency or instrumental thereof and any entity owned or controlled by another Government Entity.

"Relevant Persons" - Means employees (including secondees), volunteers, officers and directors of SJAQ and its subsidiaries.

4 Operating Principles

SJAQ's operating principles commit SJAQ and Relevant Persons

- To maintain high standards of business ethics and corporate governance.
- To deal appropriately with employees, volunteers, those with whom we do business with and the communities in which we operate.

5 Implementing Our Operating Principles

5.1 Responsibility

Responsibility for the implementation of this Code ultimately rests with the CEO and Board of Directors, who are expected to oversee implementation of the code to their individual business units, be responsible for communicating its content to employees and business partners and ensuring compliance.

All employees, volunteers, casuals and contractors have a responsibility to comply with this code.

5.2 Business Ethics

SJAQ is committed to conducting all its businesses with integrity and fairness. Relevant Persons are expected to maintain the highest standards of professionalism in all their dealing with others. They seek mutually beneficial relationships with contractors, suppliers governments and volunteers. They are required to promote the application of this Code in all dealings and to give preference in business dealings to those who adhere to similar business ethics. All Relevant Persons must comply with all applicable legal requirements.

5.3 Conflicts of Interest

A conflict of interest arises where a person's private interests interfere with the proper discharge of their official duties. SJAQ is committed to conducting its business without conflicts of interest and this Code requires all Relevant Persons to avoid any situation which may lead to an actual or perceived conflict of interest. Set out below is a non-exhaustive list of circumstances that would potentially give rise to a conflict of interest:

- Working for a non-SJAQ company or non-affiliated organisation at the same time as being employed by SJAQ. Not applicable to volunteers.
- Becoming a member of a board of any non-affiliated commercial, financial or industrial organisation.
- Having an interest in a company (other than as a holder of securities in a company whose securities are listed on any stock exchange) which either competes with or has business dealings with SJAQ.

5.4 Competition and Anti-trust

SJAQ is committed to complying with all applicable competition and antitrust laws.

Relevant Persons should acquaint themselves and comply with the applicable competition laws to which their businesses are subject. These are laws that aim to protect competition by prohibiting anti- competitive behaviour. Breach of competition laws is a serious offence and may expose SJAQ to severe penalties and other sanctions, and individuals to imprisonment. Set out below is a non- exhaustive list of anti-competitive behaviour which would potentially amount to an infringement of competition laws:

- Participating in price fixing, collective boycotts or market sharing arrangements.
- Exchanging competitively sensitive information with competitors.

5.5 Bribery

SJAQ believes that conducting business with integrity is critical to continuing to develop SJAQ as a successful, sustainable, and responsible business group. Corruption hinders economic, social, and political development and progress. Breach of anti-bribery laws, wherever and however this takes place, is a serious offence and may expose SJAQ to significant fines and other penalties, and individuals to imprisonment. Even the appearance of a breach of anti-corruption laws can cause very significant damage to SJAQ' reputation.

It is SJAQ's policy that all Relevant Persons should comply with the anti-bribery laws to which they are subject. This Code sets out the standards of behaviour expected from SJAQ, and the anti-bribery compliance procedures adopted by SJAQ.

5.6 Accepting Advantages

Relevant Persons should not solicit or accept any Advantages from any person or company having business dealings with SJAQ (e.g., clients, suppliers, contractors). However, they are allowed to accept (but not solicit) the following gifts offered voluntarily:

- Advertising or promotional gifts of a nominal value; or
- Gifts given on festive or special occasions subject to a maximum limit of AUD $100.

Relevant Persons should decline an offer of a gift if acceptance of it could affect the Relevant Person's objectivity or induce the Relevant Person to act against SJAQ' interests or lead to questions of bias or impropriety.

All gifts (except advertising or promotional gifts of a nominal value) which are offered voluntarily to Relevant Persons should be declared by the Relevant Person and acknowledged or approved by his/her immediate Supervisor/Department Head, and the HR Department.

5.7 Offering Advantages

Under no circumstances may a Relevant Person offer an Advantage to any person or company having business dealings with SJAQ for the purpose of influencing such person or company in any business dealings. Relevant Persons should also exercise good judgment and practice moderation in giving gifts. Excessive gifts in terms of value or frequency should not be offered to potential or existing customers. Gifts that are approved should bear the SJAQ logo.

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Procedures

- For gifts offered to speakers or facilitators of training/briefing seminars/talks which are given on a complimentary basis, corporate items should be requested/used with clear information on the purpose of the request and name of the receiver & his/her company.
- For offer of gifts/advantages, Relevant Persons should get proper approval from Head of Function/Division.
- Prior approval by CEO should be obtained for offer of gifts/advantages with value exceeding AUD $100 or equivalent.

5.8 Payments to Government Officials

It is strictly prohibited to offer an advantage to any Government Official. Prohibited advantages should not be made directly, through a Relevant Person's own personal involvement, or indirectly. Any request for an advantage by any Government Official in relation to gaining business or a business advantage for SJAQ must be refused and promptly reported to an appropriate director or officer of SJAQ.

5.9 Charitable Contributions and Sponsorship

Use of SJAQ's resources to make or solicit contributions to charitable organisations or other organisations, if done in accordance with applicable laws and regulations, is appropriate. Nevertheless, care must be taken to ensure that such activities do not create, or appear to create, an improper Advantage covered by this Code. Relevant Persons must comply with procedures for "Charitable Contributions and Sponsorship" (**Appendix A)** for contributions or solicitations of contributions by SJAQ to charities or other organisations. **All donations must have the approval of the CEO.**

5.10 Entertainment and Corporate Hospitality

Although entertainment is an acceptable form of business and social behaviour, Relevant Persons should not accept lavish or frequent entertainment from persons with whom SJAQ has business dealings if, by doing so, it might be perceived that they are placing themselves in a position of obligation to the offer. When giving entertainment, company functions are normally preferable to entertaining individuals, though this does not preclude meals and similar entertainment for moderate expense for individuals with whom SJAQ has dealings. The business purpose of entertainment and corporate hospitality should be documented.

It should be noted that any free trips or travelling expenses are considered as Advantages.

Without the prior consent of SJAQ, acceptance of these advantages is strictly prohibited. Relevant Persons should follow the procedures for "Entertainment and Corporate Hospitability" (**Appendix B)**.

5.11 Travel Expenses

Travel expenses incurred on behalf of a person or company (including a Government Official or a Government Entity) that are directly related to promoting, demonstrating, explaining, or certifying SJAQ' products or services, or that are directly related to executing or performing a contract with SJAQ, may be proper.

In practice, for purposes of promoting, demonstrating, or explaining its services, SJAQ may occasionally invite a person or company (including a Government Official) to travel to its facilities, offices and exhibits for tours, product demonstrations or business meetings at SJAQ's expense. SJAQ may reimburse such persons or organisations for reasonable and bona fide expenditures directly related to any such purpose, such as travel or lodging expenses. Reimbursed travel expenses may include the reasonable cost of such person or organisation's transportation, meals, lodging and entertainment.

5.12 Agents and Consultants

No individual or entity may be hired to commit bribery on behalf of SJAQ. Relevant Persons should take steps to ensure that agents or consultants fully comply with the applicable anti-corruption laws to which they are subject and to appropriately encourage them to adhere to the general principles as set out in this Code. Terms of engagement of agents and consultants should be clearly documented and duly approved, whilst performance of agents and consultants should be monitored.

Special care must be taken when SJAQ engages the service of an agent, consultant or third party, when such party is expected to assist in developing business with potential customers or where such party will be involved in obtaining any government approvals or action.

No consultant or agent should be proposed for consideration if there are suspicious circumstances that are not satisfactorily resolved. For example, that party:

- Has a reputation for corruption;
- Is likely to make improper payments or gifts;
- Requests that his/her identity be kept secret; or
- Requests (without reasonable commercial justification) that he/she or she be paid up front or in cash.

5.13 Training/Education

All Relevant Persons should attend or receive Code of Conduct training.

5.14 Political Non-Alignment

SJAQ, as a normal business activity, will lobby Government Entities either directly or through trade associations to promote policies that encourage business and achieve workable legislation. SJAQ is not however, politically aligned and accordingly Relevant Persons in their official capacity should not offer direct or indirect support ("political contributions" – either in cash or in kind) to any specific political party, candidate or campaign. Examples of political contributions include:

- Sponsorship of events organised by or associated with any political party, politician or candidate for public office.
- Free or discounted use of SJAQ' premises, services or products as an in-kind donation.

5.15 Gambling

Relevant Persons should not engage in frequent or excessive gambling of any kind with other Relevant Persons or with persons having business dealings with SJAQ. In social games of chance with clients, suppliers or business associates, they must exercise judgment and withdraw from any high-stake games.

5.16 Procurement Principles

In procurement SJAQ requires Relevant Persons to support the following principles:

- Initially liaise with St John Ambulance Australia Office to establish if a National Arrangement is already in place for the product or service.
- ***SJAQ will establish*** the size of the purchase above which ***tendering should*** be carried out. For purchases exceeding this limit, suppliers should be selected on the basis of competitive tendering including the impartial selection of appropriately qualified suppliers.

Whenever competitive tendering above the size thresholds is not carried out a file note explaining why such tendering was not done should be produced and kept on the supplier file.

5.17 Keeping of Records

SJAQ is committed to keeping proper records and following sound accounting policies. All company books, records, accounts, and invoices must be created and maintained so as to reflect fairly and accurately and in reasonable detail the underlying transactions and the disposition of company business. All relevant expenses should be properly approved and recorded in the financial records.

This Code prohibits all Relevant Persons from making any false or misleading statements or other entries in financial records. This Code also prohibits Relevant Persons from creating, maintaining, and using any off-the-record accounts with banks or any other third parties and from destroying company records before the normal destruction date.

It is a legal requirement to keep records for varying durations with the common durations being 5 or 7 years. RTO records will have an extended duration. SJAQ is to ensure that appropriate records are maintained for the appropriate duration.

5.18 Use of Information / Company Property

This Code strictly prohibits Relevant Persons from providing or making available confidential or insider information to anyone outside SJAQ without proper authorisation. Similarly, this Code strictly prohibits Relevant Persons from making use of confidential or insider information to secure advantage personally or for another party.

The unauthorised appropriation of goods and services belonging to SJAQ for personal use or resale and the unauthorised use of SJAQ' assets for personal benefit are strictly prohibited (this includes theft).

Relevant Persons should not alter equipment or facilities or install software without specific authorisation or develop their own applications without management approval. Security precautions should be exercised when using personal computers, and all computer software should be used in strict compliance with the laws of copyright.

5.19 Whistleblowing

All Relevant Persons have a responsibility to raise concerns about potential violations of the Code, including possible improprieties in financial reporting and internal controls. Individuals may also raise concerns regarding actual or potential harm (either physical or psychosocial) to either themselves or another individual. SJAQ believes that all team members have a responsibility to ensure that issues are reported in a timely manner to allow for appropriate corrective action to be taken.

Any such concerns should be raised in the first instance by staff with their immediate superior and if no satisfaction is gained then with the head of the department or to SJAQ. If a substantive complaint is received, an impartial and prompt investigation will be held. If the issue still remains unresolved, it will be raised to the head of the relevant business unit. Any material concerns raised through the head of the relevant business unit will be reported to SJAQ Executive which may also involve an independent 3rd party.

Individuals will be afforded protections under the SJAQ Whistle Blower Policy & Procedure

Contact may also be made with STOPLINE our third-party provider to file any report of breach of the code of conduct.

STOPLINE ph: **1300 30 45 50** or Email: **makeareport@stopline.com.au**

5.20 Health & Safety and the Environment

SJAQ is committed to doing its best to safeguard the health and safety of its employees, those with whom it does business and the communities within which it operates. Achieving this depends on the sustainable development of its business and the communities in which it operates. To this end, SJAQ is committed to be a good steward of the natural resources and biodiversity under its influence and to ensuring that all potential adverse impacts of our operations on the environment are identified.

5.21 Respectful Workplace and Equal Employment Opportunity

5.2.1 Equal Employment Opportunity and Discrimination

SJAQ believes in equal opportunities for all its employees. We have a zero-tolerance policy with regards to discrimination, harassment of any kind (especially sexual harassment), bullying, retaliation, or behaviours that may cause psychosocial injury and encourage open communication to address any concerns.

SJAQ recognises that its businesses benefit from the diversity of its workforce. So, it follows naturally that SJAQ encourages diversity and equal opportunities. A properly diverse workforce is one whose members are not discriminated against. Relevant Persons must be fully compliant with applicable employment and other laws and must not tolerate unlawful discrimination based on individual's race, sexual orientation, religion, gender, age or marital status.

5.2.2 Protection from harm

SJAQ is committed to ensuring its employees are protected from harm, both physical and psychosocial. All persons within SJAQ or providing services on its behalf are expected to act in a way that is aligned with and supportive of a safe, healthy, and positive work environment.

SJAQ believes that we as an organisation, and each of our team members, have a moral obligation to speak out to protect children and vulnerable people, and to take all appropriate measures to reduce or prevent harm to others, particularly children.

If you witness or experience bullying (including cyberbullying), harassment, or discrimination in the workplace speak out to your leader, the P&C Team and/or the Whistle-Blower Hotline (STOPLINE).

5.22 Use of Social Media

Relevant Persons should not use any social media tools in any way which will bring SJAQ into disrepute, disclose confidential information, interfere with the privacy of colleagues or those with whom SJAQ does business, imply SJAQ' endorsement of personal views or breach any applicable laws or regulations. Making negative or disparaging comments on social media, regarding work or SJAQ, outside of working hours is in breach of this Code.

5.23 Privacy

Relevant Persons should comply with applicable legal requirements relating to the collection, holding, processing, disclosure and use of personal data. The privacy of others and the confidentiality of information received in the course of business must be respected.

5.24 Outside Employment

Relevant Persons (except for non-executive directors, volunteers and casuals) who wish to take concurrent paid employment, either on a regular or consulting basis must seek the prior written approval of the CEO before accepting the employment.

5.25 ILO (International Labour Organisation) Declaration on Fundamental Principles and Rights to Work

SJAQ is committed to respect and promote:

- Freedom of Association and the effective recognition of the right to collective bargaining;
- The elimination of forced or compulsory labour,
- The abolition of Child Labour; and
- The elimination of discrimination in respect of employment and occupation.

5.26 Alcohol and Other Drugs

The use of illegal drugs or misuse of legal medications or other substances is not condoned or permitted under any circumstance within any SJAQ workplace. Alcohol must not be consumed or offered at any SJAQ operational workplace without the authority of the CEO.

Attendance at any workplace by any individual who is deemed not fit for work will be stood down pending further investigation which in turn may lead to disciplinary action.

6 Compliance with the Code

Anyone who is in breach of the Code will be subject to disciplinary action, which may include termination of employment. In cases of suspected corruption or other criminal offences, reporting will be made to the relevant authorities, as considered appropriate.

7 Reporting a breach or suspected breach

In the first instance for any perceived breach or incidents of unacceptable Behaviour or misconduct report to your immediate Leader, you may also elevate to your second level leader or to Human Resources.

You may also make a report to our Whistle Blower Hotline using our third-party provider – Stopline. A report can be made anonymously to the following third-party email: makeareport@stopline.com.au or by phone to: ph 1300 30 45 50

8 Control of this Document

- Policy/Procedure/Guidelines/Forms etc. are stored electronically on the SJAQ's HRIS and intranet.
- Responsibility for the version control and publication of this policy rests with the Head of the relevant function

Appendix A Charitable Contributions and Sponsorship

Control Guideline

Relevant Persons should ensure that any contributions or sponsorship are made in accordance with normal corporate practices and that such recipients are appropriate in the context of our business and corporate values.

Procedures for Charitable Contributions & Sponsorships

- Charitable contributions and sponsorships are only given to recognised charitable bodies with a strong track record of delivering value to the community / environment.

- All such contributions and sponsorships by SJAQ to the charitable body should be authorised by the CEO. The initiators should obtain approval with sufficient supporting details including date, purpose and amount, etc.

Procedures for Commercial Sponsorship

- Commercial contributions and sponsorships are only given to recognised legal entities with a strong track record of providing the appropriate level and type of exposure for corporate sponsors in return for the sponsorship.

- All such contributions and sponsorships by SJAQ should be authorised by the CEO. The initiators should obtain approval with sufficient supporting details including date, purpose and amount, etc.

Appendix B Entertainment and Corporate Hospitality

Control Guideline

Relevant Persons should be particularly vigilant in offering or being offered entertainment and turn down invitations to meals or entertainment that are excessive in nature or frequency.

Procedures on Entertainment

- When staff need to entertain or pay for meals for customers or business associates, they are expected to use their judgment to determine whether the kind of entertainment is appropriate, and expenses incurred are reasonable. Factors like Company image, local customs, etc. should always be considered.

- If several staff are present at the same event, the staff of the most senior level should pay and file an expense claim to be approved by his/her manager followed by the Head of Department or the CEO

- Expenses for entertainment given will be logged as per established expense claim process.

- Hospitality offered to employees which may appear excessive/disproportionate and/or includes travel should be declined unless authorised by member of the Senior Management.

- Hospitality received of a value greater than AUD$100 per head should be notified to Senior Management.

Procedures on Corporate Hospitality

A1.1.1 Corporate hospitality events are arranged by the relevant departments from time to time to recognise the support given to SJAQ by our volunteers, business partners & journalists/media representatives and to build relationships with them.

A1.1.2 Larger events will be separately budgeted; smaller events may be covered under departmental entertainment budget. Approval for the payment of such events must follow SJAQ payment approval matrix.

A1.1.3 Corporate hospitality events should generally involve either gifts of low/nominal value or small items of low value.

Appendix C Contractors

Control Guideline

Relevant Persons are required to take reasonable steps to ensure that contractors, or any other individuals or companies hired to conduct business on behalf of SJAQ and over which SJAQ has direct control develop and implement anti-corruption policies consistent with the general principles of this Code, or at least comply with relevant local laws.

Procedures for Selecting Contractors

- All Relevant persons are required to inform contractors of SJAQ Code of Conduct where practicable.
- Before engaging new contractors, a reasonable due diligence should be carried out on their track record, financial status and history of legal proceedings.
- Any new contractors are requested to confirm they will comply with applicable anti-corruption laws to which they are subject.
- All Relevant Persons will prepare the pre-determined specifications/requirements/scope of services for the products/services required.
- Tenderers are evaluated based on their capability, financial strength, company structure and reputation.
- Additional due diligence is performed by checking their current and former client references, as well as relevant work permits and licenses where applicable.
- Meet with tenderers and clearly communicate on the SJAQ Supplier Code of Conduct (Appendix D) and operating principles prior to engaging them.
- Contract will be awarded to the tenderer which offers the best value for money, complies with SJAQ Supplier Code of Conduct, and meets our service standard.

Appendix D Supplier Code of Conduct

As a minimum the Code of Conduct outlined below should be followed by all SJAQ suppliers.

Legal and Regulatory Compliance

- Suppliers must comply with all applicable laws and regulations wherever they operate.

Environment

- Suppliers will have appropriate systems in place to assess, measure and seek to reduce the environmental impacts of their operations.

Child Labour

- No employee should be below the local legal minimum age.
- In addition, no employee should be below 16 years old unless part of a recognised professional apprenticeship programme.

Forced Labour

- Suppliers much not use any form of forced, coerced or bonded labour.

Compensation and Working Hours

- All employees will have written contracts that comply with local laws.
- Suppliers shall comply with the local legal minimum wages where applicable and are encouraged to follow local voluntary codes.
- Salary should be paid promptly and not more than one month in arrears.
- Overtime should be compensated according to the law and within legal working hour limits.

Industrial Relations

- Suppliers will have in place communications mechanisms and grievance procedures that allow employees to raise concerns and complaints with management.

Health and Safety

- Suppliers will adopt and communicate health and safety policies and procedures that aim to reduce injury and illness and enhance employee health.
- Employees will receive training with regard to site safety and their own obligations with regard to ensuring the safety of themselves and other employees.

Discrimination

- Employment should be granted based on suitability for a job.
- Suppliers shall not discriminate on the basis of gender, race, national origin, age, marital status, maternal status, sexual orientation, religion or disability.

Suppliers and Subcontractors

- Suppliers should be encouraged to have their own supplier Code of Conduct in place.
- Suppliers and subcontractors should be paid accurately and on time.

Bribery and Corruption

- Suppliers will have policies, Codes of Conduct and procedures in place to avoid all forms of bribery, corruption and fraud and ensure they are enforced.

Auditing and Inspections

- Suppliers shall allow us access to relevant documents necessary to demonstrate compliance with this Code of Conduct.