

General Statement of Expectations & Code of Conduct for SPADA Executive Members

1.0 General Statement of Expectations

Each Executive Member is expected to adhere to a high standard of ethical conduct and to act in accordance with SPADA's [Constitution](#). The good name and reputation of SPADA depends upon the way the Executive conducts business and the way the membership and screen industry perceive that conduct. Unethical actions, or the appearance of unethical actions, are not acceptable.

Executive Members are to be guided by the following principles in carrying out their responsibilities.

I. Loyalty

Executive Members should not be, or appear to be, subject to influences, interests, or relationships that conflict with the interests of SPADA or its ability to operate for the benefit of the producing community as a whole.

Executive Members shall act so as to prioritise and protect the interests of SPADA and its assets, staff members, legal rights, and standing with media and government.

II. Care

Executive Members shall apply themselves with seriousness and diligence to participating in the affairs of the Executive and its committees and shall act prudently in exercising oversight of SPADA and shall be attentive to legal ramifications of their and the Executive's actions.

Executive Members are expected to be familiar with SPADA's business and the environment in which the organisation operates, and understand SPADA's principal plans, policies, strategies, and core values.

III. Inquiry

Executive Members shall take such steps as are necessary to be sufficiently informed to make decisions on behalf of SPADA and to participate in an informed manner in the Executive's activities. Executive Members are expected to attend all meetings of the Executive, except if unusual circumstances make attendance impractical.

IV. Prudent Financial Management

Executive Members shall exercise prudent judgement in the management of SPADA's financial affairs by giving primary consideration to the probable income and probable safety of SPADA's capital assets and the relation between SPADA's assets and its present and future needs.

V. Compliance

Executive Members shall comply with all obligations and expectations as set out in SPADA's Constitution, in particular, the aims and objectives set out in Clause 1, and the obligations set out in Clauses 11 and 12.

VI. Observance of Ethical Standards

SPADA Members must adhere to the highest of ethical standards in the conduct of their duties. These include honesty, fairness, and integrity.

CODE OF CONDUCT

As members of the Executive, we will focus on our strategic functions:

1. Ensuring there is clarity of vision, ethos, and strategic direction.
2. Holding staff to account for the performance of the organisation.
3. Overseeing the financial performance of the organisation and making sure its money is well spent.
4. Ensuring the voices of SPADA members are heard.
5. Maintaining good standing with New Zealand media and government authorities.

As individuals on the Executive, we agree to:

Exercise duty of care

1. We acknowledge that our position on the Executive places us in a fiduciary relationship with SPADA and obligates us to carry out of duties with care, loyalty, and confidentiality.
2. We will exercise all due care, diligence, and skill in the performance of our functions and in the exercise of our powers.
3. We will make an honest effort to render an informed decision with respect to each issue that may come before the Executive.
4. We will exercise due diligence in being familiar with SPADA's Constitution and will make a reasonable attempt at all times to understand the issue and options brought before the Executive.
5. We will use good judgement in acting on behalf of the organisation and with the care an ordinary prudent person in a like position would exercise under similar circumstances.

Act with integrity and professionalism

1. We will support the integrity and reputation of SPADA.
2. We will act honestly and with integrity in all our dealings involving SPADA.
3. We will be truthful and will not mislead (including by omission) nor make any false statements.
4. We will exercise our powers of office for the proper purposes for which those powers were granted.
5. We will act in a professional and business-like manner and maintain the highest levels of professional conduct in our interactions with colleagues, staff and SPADA members and in representing SPADA in the screen industry, and to media and government authorities.
6. We will not discriminate on the grounds of race, religion, gender, marital status, or disability.
7. We will not make promises or commitments that SPADA does not intend, or would be unable, to honour.

Act in the best interests of SPADA

1. We will refrain from taking actions that are contrary or detrimental to the interests of SPADA.
2. We will not misrepresent SPADA in any negotiations, dealings, contracts, or agreements.
3. We will not conduct ourselves in any manner that conflicts with the interests of SPADA and/or has the likelihood of causing damage to SPADA and/or its members.
4. We shall portray SPADA through public and private statements that are forthright and factual.
5. We will not knowingly misrepresent facts to SPADA members or the screen industry for the purpose of advancing a personal cause or influencing the membership or the screen industry to place pressure on the Executive to advance a personal cause.
6. We will not engage in any communications (including on social media) that defames any other Executive Member or SPADA staff member. Personal attacks against Executive Members or SPADA staff members are prohibited and not in the best interests of the organisation.

Fulfil our role and responsibilities

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day-to-day management.
2. We will assist the organisation in carrying out its fiduciary responsibilities such as reviewing financial statements.
3. We will develop and share the ethos and values of SPADA and be in service to the organisation.
4. We agree to adhere to SPADA's policies and procedures as set out by the relevant governing documents and law.
5. We will work collectively for the benefit of SPADA.
6. We will advocate for the organisation.
7. We will be candid but constructive and respectful when holding Executive Members and staff to account.
8. We will consider how our decisions may affect SPADA, its membership and the wider screen industry.
9. We will stand by the decisions that we make as a collective.
10. We acknowledge that the President/s speaks for SPADA and we will only speak or act on behalf of the Executive if we have the authority to do so.
11. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
12. When making or responding to complaints we will follow the established procedures.
13. We will strive to uphold SPADA's reputation in our private communications (including on social media).

Demonstrate our commitment to the role

1. We will be informed about SPADA's plans, policies, strategies, and core values.
2. We will involve ourselves actively in the work of the Executive, and accept our fair share of responsibilities, serving on committees or working groups where required and capacity and expertise allows.
3. We will make every effort to attend all meetings and as many functions and special events as possible. Where we cannot attend explain in advance why we are unable to.
4. We will arrive at meetings prepared, having read all papers in advance, and ready to make a positive contribution and observe protocol.
5. We will get to know SPADA well and respond to opportunities to involve ourselves in SPADA activities.

Build and maintain relationships

1. We will develop effective working relationships with SPADA staff, members, and other relevant stakeholders from the screen industry.
2. We will express views openly, courteously, and respectfully in all our communications with Executive Members and staff both inside and outside of meetings.
3. We will support the President/s in their role of leading the Executive and ensuring appropriate conduct.
4. We will not interfere or involve ourselves without prior consent in any other Executive Members business activities or dealings.

Respect confidentiality

1. We will observe complete confidentiality when matters are deemed confidential or where they concern individual staff, Executive Members, or SPADA members.
2. We will keep confidential all information, discussions, deliberations, and decisions that relate to the Executive that are not publicly known. We recognise that it is appropriate from time to time to ensure that certain information relating to the Executive and to SPADA and its business is not shared beyond the Executive and will exercise caution in sharing such information outside the Executive including with staff and SPADA members.
3. We will not reveal the details of any Executive vote.
4. We will ensure all confidential papers are held and disposed of appropriately.
5. We will maintain confidentiality and observe the proper use of information even after we leave office.

Declare conflicts of interest and be transparent

1. We will declare any business, personal or other interest that we have in connection with the screen industry and these will be recorded in the Register of Business Interests.
2. We will fully disclose to the Executive at the earliest opportunity any relevant personal or business interest, whether public or private, that involves, or could appear to involve, a potential or actual conflict with the interests of SPADA. A conflict can also occur where an Executive Member takes actions or has interests that could make it difficult to objectively and efficiently perform his or her duties to SPADA, or puts themselves in a position where this could be perceived to be the case.
3. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
4. If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
5. We accept that the Register of Business Interests may be published on SPADA's website.
6. We will act in the best interests of SPADA as a whole and not as a representative of any group.
7. We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the governing Executive, attendance records, relevant business, and pecuniary interests, may be published on SPADA's website.

Observe the code

1. We will work collaboratively and will apply the principles of the Code to our duties and responsibilities on a daily basis.
2. We will, with effect from the date of appointment and each anniversary of that date, sign a confirmation that we have read and understood this Code and will comply with it.
3. We will report to the Executive any behaviour that involves non-compliance with the Code.
4. We understand that potential or perceived breaches of this Code, whether intentional or unintentional, will be taken seriously and that the Executive will take any action that is considered appropriate in the circumstances, including formal sanctions and serious breaches may be cause for dismissal from the Executive.

Adopted by SPADA Executive on Thursday 26 November 2020.

Signed [See Attached]

The SPADA Executive agree that this Code of Conduct will be reviewed annually, upon significant changes to the law, SPADA's Constitution and policy or as needed and it will be endorsed by the full Executive.

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Signed *See Below*

Name

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J. G. Miller
John
Kleener
John
John
John
John
John

Therese Gardiner
MICK SINCLAIR
KARIN WILLIAMS
SHARON MENZIES
SAMSON SAMPAO
RICHARD FLETCHER
Don Buckingham
Lisa Chatfield