



OUR CODE OF ETHICS AND CONDUCT



TransGrid

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Our Code of Ethics and Conduct

TransGrid, is committed to the ethical standards and principles outlined in our Code. Each of us can contribute to maintaining these standards and principles by basing our decisions and actions on our values.

Our reputation is very important to us and we will endeavour to uphold strong and high ethical values in all our transactions. Our business contractors, and business partners are also expected to adhere to these standards when carrying out work for and on behalf of TransGrid.

On behalf of the Board, I commend Our Code of Ethics and Conduct and endorse our values as the basis of our commitment to our community as we support each other in our business endeavours.

A handwritten signature in black ink that reads "P. McIntyre". The signature is written in a cursive, flowing style.

Peter McIntyre
Managing Director



TransGrid is committed to maintaining a reputation for responsibility, honesty and fairness in its dealings with staff, customers, clients, suppliers, contractors and the community. To maintain these standards we should conduct ourselves in a professional manner that demonstrates the highest ethical standards.

The purpose of Our Code of Ethics and Conduct is to reinforce our commitment to high ethical standards. Our Code is important as it applies to all of us. It is the foundation upon which we conduct our business and build our good reputation.

We will undertake business with companies with high standards of business conduct. Business partners and clients that knowingly seek to have TransGrid staff violate Our Code of Ethics and Conduct will be subject to appropriate sanctions. We will endeavour not to use suppliers who disregard environmental, safety and employment laws.

With the assistance of our staff, Our Code of Ethics and Conduct has been reviewed and revised, to ensure that we individually and as an organisation maintain our standards with current world's best practice in ethical behaviour.

Our values

Our Code of Ethics and Conduct is based on our values and is a cornerstone of our organisation. It is designed to help understand our high standards of conduct and behaviour and to deal with any ethical problems we may encounter in our work.

Our reputation at TransGrid depends on all of the decisions we make and all the actions we take personally each day. Our values influence our decisions and actions, and how we conduct our business. Together we are building a work environment on the basis of these values and by understanding and applying these values, we build and enhance our reputation for honesty, respect and trustworthiness.



If anyone, after reading Our Code, is still unsure about any work-related ethical issue, they can always seek help from their Team Leader/Manager or the Corporate Audit and Risk Manager. TransGrid is committed to fostering a secure and open work environment in which all staff can be confident in seeking advice about any questions.

Our values are

→ **Honesty and integrity**

To be truthful and consistent in all our dealings.

→ **Trust and respect**

To recognise and have confidence in the ability of our colleagues, value their contributions and opinions, and accept the differences, as well as the similarities of people.

→ **Open communication**

To share information in an open and transparent manner.

→ **Professionalism**

To undertake our tasks diligently, and to address competently the difficult as well as the ordinary issues that we face.

→ **Fairness and equity**

To undertake our duties without fear or favour, and make decisions with impartiality and sensitivity.

→ **Consideration**

To treat people with understanding and consider their viewpoints when making decisions.

Our responsibilities and accountability

Our personal and corporate reputations are dependent on each and every one of us making a personal commitment to uphold Our Code of Ethics and Conduct. In the event of a conflict between any TransGrid policy or procedure and this Code, the Code will take precedence.

It is essential that we report possible unethical behaviour, misconduct, fraud or corruption. It only takes one person to damage the reputation of work teams or TransGrid. Where a policy or procedure is inappropriate or not working we should bring it to the attention of our Team Leader/Manager or the relevant Business Unit Manager.



TransGrid is responsible for respecting the rights of each of us, and that includes being treated honestly, fairly and with compassion, having our opinions and privacy respected and receiving due recognition.

Accountability

We are personally accountable for our behaviour and should behave in a manner that does not offend our fellow workers, bring our organisation into disrepute, or cause TransGrid to break any law or contractual obligation. At no time should we act in a fraudulent, illegal or corrupt manner.

Managers/Team Leaders can be held accountable for what their staff do or fail to do, especially if the inappropriate conduct in question is serious, repeated or widespread.

Responsibility

We are expected to work to the best of our ability and obey lawful instructions given to us by a responsible officer of TransGrid. We must cooperate with investigations being conducted in connection with the administration, management and operation of TransGrid.

We are responsible for our own conduct, and are expected to understand:

- what our job is;
- how our job is to be performed;
- the policies and procedures relevant to our duties; and
- the results we are to achieve.

Occupational Health and Safety

We are responsible for our own safety and the safety of the people we work with. In turn, TransGrid is responsible for providing a safe work environment and for putting the health, safety and welfare of its employees first.

REFERENCE: *TG Procedure: Health and Safety Management System GD HS G2 020.*

Community

As we work within the community we should always act responsibly and be mindful of stakeholder and local concerns and consider their viewpoint when making decisions that may affect them.



Environment

We are responsible for protecting and where possible, enhancing the environment in which we operate. TransGrid is committed to conducting its activities and services in a manner that minimises pollution and complies with relevant environmental legislation, industry standards and codes of practice. This environmental commitment is a responsibility shared by everyone and no one can assume it is someone else's job.

REFERENCE: *TG Procedures: Environment Management System (EMS) Manual GD EN G2 002; also refer to TG Environment procedures on Environment Home page on TransNet.*

Financial

In all financial matters we are to be diligent and mindful that we can account for matters within our delegated authority and area of influence.

If anyone is unsure of what their responsibilities are, they should discuss them with their Team Leader/Manager or the Corporate Audit and Risk Manager.

Ethical decision making and behaviour

Where decisions involve our own judgement we should make sure that all the relevant facts are considered and the ramifications that the decision may have on others.

We are expected to be honest, fair, compassionate and non-discriminatory in our dealings with colleagues, customers, suppliers, contractors and the public, and to treat all people with courtesy and sensitivity. We should avoid causing distress or other forms of harm to colleagues, respect individual differences, co-operate with each other as members of a team, and share tasks fairly.

We should endeavour to understand other cultures and their function in human behaviour and society, recognising the strengths that exist in all cultures. We should not engage in discrimination based on race, sex, age, religion, national origin, sexual orientation, or disability.



Exercise of delegated authority

When making decisions or taking actions under a delegated authority:

- we should ensure that the decision or action is timely;
- within our delegated authority;
- we comply with all decision-making requirements and procedures required by the delegation;
- we act according to relevant legislation;
- we base it on relevant facts and be able to justify it with evidence; and
- we properly document the decision or action and the reasons on which it is based.

REFERENCE: *TG Procedure: Sub-delegations of Authority GD ST G2 001.*

Business ethics – contractors, customers and suppliers

When dealing with business associates, they are to be made aware of TransGrid's Code of Ethics and Conduct and are expected to adhere to the same standard of behaviour when carrying out work for, or on behalf of TransGrid.

REFERENCE: *TransGrid Business Ethics – A Guide to Contractors, Customers and Suppliers.*

Ethics check list

We should ask ourselves when making a decision:

- Is it an honest decision?
- Has the decision been made professionally, fairly and compassionately?
- Would I like to be treated in the same manner?
- Can I live with the decision?
- Could I justify the decision or action to others?

TransGrid's resources

We are expected to be efficient and economical in our use and management of TransGrid's property, services and resources, including our own work time.



“TransGrid’s resources” include:

- material, equipment and vehicles;
- money (including cash, cheques, credit cards, accounts and securities); and
- documents, records, data and information, and time and staff.

Protecting and using resources

We are each entrusted with TransGrid resources and honouring that trust is a basic responsibility. We must protect these resources from loss, damage, misuse or theft. All actual and suspected losses must be reported in writing.

REFERENCE: *TG Procedure: Asset Recording and Control Procedures GD FN G2 018.*

Limited use of issued tools for private purposes is acceptable. Certain tools and minor items of equipment may be borrowed, with permission from the relevant Team Leader/Manager responsible for the resources, provided that the loan is appropriately recorded.

REFERENCE: *TG Procedure: Loan and/or Allocation of TransGrid Assets to Employees GD FN G2 049.*

Motor vehicles are to be used in accordance with the relevant procedure.

REFERENCE: *TG Procedure: Conditions of Use for TG Vehicles GD TR G2 003.*

Electronic data and equipment

Limited use of TransGrid’s resources such as telephones, mobile phones, faxes, photocopiers and desktop computers for personal purposes is acceptable. Unauthorised interstate and international calls should not be made.

Appropriate and limited personal use of portable computers, digital cameras, e-mail and the Internet is acceptable.

However, all use needs to comply with corporate guidelines on security and inappropriate use.

We must not use the internet or email to view and/or send any offensive, defamatory, confidential material or material which would harm TransGrid or bring it into disrepute.



TransGrid's resources and equipment must not be used for another business or second job without permission of the Managing Director.

REFERENCE: TG Procedure: Email and Internet Systems Management GD RI G3 003.

Private employment or business

We must ensure that any outside employment or business does not:

- conflict with our TransGrid duties;
- interfere with our TransGrid work;
- make use of personal or confidential information obtained through our work with TransGrid;
- make use of TransGrid resources including our own work time; or
- discredit or disadvantage TransGrid.

If any of the above situations exist or apply or there could be a conflict, or a perceived conflict of interest, we must seek written approval from Group Manager before engaging in the outside employment or business.

TransGrid can require an employee to cease private employment or conducting a business if any of the above situations exist and cannot be resolved.

Corporate information and intellectual property

Corporate information is an important asset for our organisation. We must take care when we create or maintain reports, records and communications that we maintain the integrity and security of that corporate information. We should never allow ourselves to be part of a chain of incorrect information.

We must seek and gain approval from the owner before use of any copyright work or intellectual property to ensure that we do not infringe copyright. Any published work must acknowledge other people's contributions to the work, either as organisations or individuals, published work or personal communication.

Confidential information

Some of the information that we have access to will be confidential. This information must be protected and secured and not disclosed to unauthorised or third parties.



We must not access confidential information unless the information is required in the performance of our duties. We must not release any confidential information obtained through our job unless:

- we are required to do so by law; or
- we are authorised to do so.

Personal information

TransGrid is committed to adherence with the principles of sound privacy practice within the organisation to ensure management of personal information is consistent with legislative requirements.

We must abide by privacy legislation governing the collection, holding, use, correction, disclosure or transfer of personal information obtained through our job and we should acquaint ourselves with and adhere to the privacy principles in privacy legislation.

We should take care when dealing with former employees of TransGrid that we do not give them, or appear to give them favourable treatment, or access to confidential or personal information.

REFERENCE: *TG Procedure: Privacy Management GD ES G2 064; Privacy Act 1988 (As Amended) NSW Privacy and Personal Information Protection Act 1998.*

Ceasing employment

If a person ceases employment or contract work with TransGrid, they must not use or take advantage of any confidential or personal information obtained in the course of their employment or contract with TransGrid. Before ceasing work they must return all TransGrid equipment, property and documentation provided as part of their work.

Reporting of misuse or security breaches

We have a responsibility to report any misuse of TransGrid's information, or any breach of security relating to TransGrid's information, to our Team Leader/Manager or the Corporate Audit and Risk Manager.



Hospitality, gifts and benefits

Occasionally, offers of hospitality, gifts, or benefits in a variety of forms will come from customers, contractors and business associates. We should be guided by the following considerations:

- maintaining our ethical standard; and
- avoiding compromise or the perception of compromise.

Hospitality, or a gift or benefit should never be solicited or requested for ourselves or anyone else. Hospitality, or a gift or benefit should not be accepted if we think, or a reasonable person could think, that we could be influenced in the way we do our job as a result of the hospitality, gift or benefit.

Token gifts or benefits

Token gifts may be given or accepted if the gift is not likely to be seen as compromising. Token gifts do not have a significant monetary value, are inconsequential or trivial, and are not offered on a frequent basis. Token gifts may include chocolates, calendars, pens, cups, alcohol or gifts up to an approximate value of \$50.00.

If anyone is uncertain whether a gift is token, they should discuss it with their Team Leader/Manager or the Corporate Audit and Risk Manager.

Non-token hospitality, gifts, or benefits

If hospitality or a gift, or benefit is considered to be more than token and acceptable, permission must be sought from the relevant Team Leader/Manager in order to protect each of us, and TransGrid. Non-token hospitality, gifts or benefits may include invitations to a restaurant, sporting or entertainment tickets, or an individually targeted commercial discount.

All non-token hospitality, gifts or benefits that are accepted must be recorded in the TransGrid “Hospitality, Gifts and Benefits” register and sighted by the relevant Team Leader/Manager.

REFERENCE: *TG Policies: Purchase and Distribution of Gifts GD ES G1 019; Entertainment and Other Hospitality GD ES G1 018.*

REFERENCE: *TG Procedure : Acceptance of Gifts, Benefits and Hospitality GD 1A G2 002.*



Gifts of cash (in any amount) are never acceptable.

If hospitality, a gift or benefit is offered to influence the way we do our work, it should be reported immediately in accordance with TransGrid's internal procedure GD ST G2 004.

If money or gifts are offered in order to obtain a benefit or favour it is illegal. It is called bribery and is one form of corruption. Similarly, if a bribe is sought or accepted, it is corruption.

REFERENCE: *TG Procedure: Reporting of Corruption, Maladministration or Serious and Substantial Wastage. GD ST G2 004.*

Conflicts of interest

A conflict of interest arises when our personal interests, or those of people close to us, conflict with the impartial performance of our public or occupational duties.

A conflict of interest would exist where we have a personal interest, or a family member, relative or anybody close to us has an interest, that could lead us to be influenced in the way we carry out our duties. The perception of a conflict of interest could arise where circumstances exist which lead a reasonable person to think that we could be so influenced.

It is important that customers, suppliers, clients, contractors and colleagues can be confident that decisions made by TransGrid are fair and impartial. Therefore, if we believe that there could be a conflict of interest, or a perception that there is a conflict of interest, we must advise our Team Leader/Manager, as soon as we become aware of it. The Team Leader/Manager will appropriately record the decision or course of action.

The responsibility is on us to identify any real or perceived conflict of interest and disclose it. A conflict of interest that leads to a decision motivated by bias in any form may be corrupt conduct.

Public comment or statement

As members of the community we have a right to enter into public debate in our private capacity. However, we must take care not to give the impression that our comments are made on behalf of TransGrid.



Public comments or statements on corporate or government issues can only be made if it is authorised by the Executive General Manager/People, Strategy and Corporate Services or the Managing Director.

Public comments or statements in relation to operational incidents must be authorised by the relevant General Manager.

“Public comments or statements” includes comments or statements made:

- at public and community meetings, via the media; or
- when it is reasonably foreseeable that the comments or statements will become known to the public at large.

Alcohol and other drugs

We have a responsibility to not attend or resume work impaired by alcohol or drugs so as to ensure our own safety and the safety of others.

REFERENCE: *TG Procedure: Alcohol and Other Drugs GD HS G2 054.*

Reporting apparent fraud and unethical behaviour

We have a responsibility to report acts of dishonest, fraudulent or unethical behaviour that may not only damage the reputation of TransGrid but also that of staff.

Reporting corruption, maladministration or wastage

We have a responsibility to report any instance of apparent corruption, maladministration or serious and substantial wastage.

Within TransGrid we can report suspected instances to:

- an Executive General Manager;
- a General Manager;
- the Corporate Audit and Risk Manager;
- the Corporate Solicitor;
- the Managing Director; or
- the Ethics Helpline on **02 9284 3123** or **1800 261 993**.



Alternatively we can also report externally to the:

- Independent Commission Against Corruption, for suspected corruption;
- Ombudsman for suspected maladministration; and
- Auditor-General for suspected serious and substantial wastage.

A person who makes a voluntary report in accordance with TransGrid's internal reporting procedure GD ST G2 004 will be protected under the *Protected Disclosures Act 1994*, which makes it a criminal offence for anyone to take detrimental action in reprisal against a person who makes a protected disclosure.

TransGrid is committed to ensuring that employees are not victimised as a result of reporting.

If anyone reports corrupt conduct, maladministration or serious and substantial wastage they will be treated with fairness.

Any matter reported will be handled confidentially and that person will be advised of the result of any investigation. Protection is not available under the Protected Disclosures Act 1994, for disclosures that are frivolous or vexatious or primarily question the merits of government policy, or are made in an attempt to avoid dismissal or disciplinary action.

REFERENCE: TG Procedure: Reporting of Corruption, Maladministration or Serious and Substantial Wastage GD ST G2 004.

Breaches of the Code

Breaches of the Code may lead to disciplinary action (including dismissal) and/or the bringing of civil or criminal proceedings.

Helpline

Not all possible situations can be identified or addressed in this Code of Ethics and Conduct. If you have any questions about Our Code, privacy information, or TransGrid policies or procedures, talk to a Team Leader or Manager or contact the Corporate Audit and Risk Manager on the Ethics and Conduct **Helpline** on **02 9284 3123** or **1800 261 993** for confidential advice.

You can also call the St James Ethics Centre ethi-call, the good decision line, on **1800 672 303** to discuss any ethical situation you may be faced with. Ethical-call provides confidential advice.



TransGrid Ethics Helpline

Toll Free 1800 261 993

Phone 02 9284 3123

Web www.transgrid.com.au



TransGrid