



MIKE CARNEY GROUP

Diversity and Inclusion Code of Conduct

October 2022

This code is inclusive of:

Aboriginal and Torres Strait Island Peoples

Anyone of working age

Anyone with a disability

Any gender

LGBTIQ

Any religion

PRINCIPLES

This Code of Conduct is underpinned by values and ethics principles of the Mike Carney Group and Toyota Base Policy, which,

- Expand opportunities for diverse human resources to thrive
- Foster a corporate culture that makes the most of diversity to create value
- Support achievement of both work-style improvements and a better work-life balance
- Change people's mindset

The Mike Carney Corporate Principles are,

- transparent and effective processes, and decision-making in the business interest.
- sustainable development and management of assets and infrastructure, and delivery of effective services to our customers.
- meaningful community engagement.
- good governance of the business areas
- ethical and legal behavior of Senior Managers and workers.

The MCT and Toyota Core Values.

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| <ul style="list-style-type: none"> • Show we care • Work Better Together • Trust each other to deliver • Make the complex simple • Find your courage | <ul style="list-style-type: none"> • Respect • On Show • Professional • Efficient • Continuous Improvement |
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We understand that our actions shape and demonstrate our culture, and that this affects our service delivery to our customers. We will act in the following ways to demonstrate our corporate values.

Safety

- Everyone goes home safe today and every day.
- We keep each other safe.
- A well planned, well executed job is a safe job.
- I stand up for safety every day.
- Safety starts with me.

Excellence

- We exceed expectations and get it right every time.
- We deliver work of which we are proud.
- We put our best foot forward every time.
- We invest in success.
- We inspire others in our pursuit of excellence.

Respect

- We respect all people, their cultures, and our environment – always.
- We conduct ourselves with self-respect.
- We see the potential in others.
- We listen to each other, and our environment.
- We behave like the world is watching.
- We give more than we take.

Value

- Today we create value for tomorrow.
- We build social, environmental, and economic value to the region and dealership.
- We create value for community benefit.
- We value each other.
- We supply value.

Enjoyment

- We work together to innovate, create, and have fun.
- Think big. Have fun.
- We work efficiently and happily together.
- We energize and inspire others.
- We make a difference every day.
- Teamwork is how we get things done.

SCOPE

This Code applies to all people who perform work of any kind for, or on behalf of the Mike Carney Group.

RESPONSIBILITY

All workers are responsible for ensuring that they understand and adhere to the Code of Conduct.

DEFINITIONS

Benefits – means anything that implies personal gain to a person or thing is considered a benefit. This is inclusive of and not limited to gifts, gratuities, money (other than salary), allowance, fee subsidy, privilege, consideration, free service, accommodation, transport, and entertainment/meals.

Corrupt Conduct – is defined in Section 15 and 16 of the *Crime and Corruption Act 2001*. In respect of the Mike Carney Group, it essentially means conduct of a person, which does or could adversely affect the honest and impartial discharge of functions or exercise of powers of authority of the Mike Carney Group, and that could be a disciplinary breach providing reasonable grounds for terminating the person's services or a criminal offence.

Manager – includes persons appointed to positions with the title, Manager, General Manager, Principal, Director.

Workers – includes employees, contractors, volunteers, and all others who perform work on behalf of the company.

Reportable gifts – Any gift of property, travel, or any other benefit, (other than a moderate act of hospitality)

having a value of over \$100 (GST Inclusive), that is not part of your official remuneration.

THE CODE: STANDARDS AND EXPECTATIONS

The ethics principles and Mike Carney Group's Corporate Values form the basis of this Code of Conduct. They apply to all workers and guide our thinking, actions and decision making.

When acting in good faith and in keeping with the spirit of the Code, workers can expect to be supported by colleagues, team leaders/supervisors and by the Group.

Nothing in this Code interferes with your rights as a private citizen.

Mike Carney Group will provide training about this Code.

Mike Carney Group Standards

When working on behalf of the Group you will:

- (a) put safety first and comply with the Work Health and Safety Management System ensuring you and others have the licenses, tickets, training, and authorisation specific to your role and duties.
- (b) act within the limits of the authority given to you under your Position Description, and any delegations or authorisations specific to your position.
- (c) Comply with the Groups policies, administrative directives and procedures as varied from time to time.
- (d) make recommendations and decisions that are informed by the views of the Group e.g., internal stakeholders.
- (e) make responsible, accountable recommendations and decisions which are:
 - in keeping with the parameters set out in Groups policies, in written Administrative Directives or written instructions from your Senior Leadership Team or Principle; and
 - based on the ethical principles and on a balanced consideration of the natural environment, the financial sustainability, inter-generational equity, and the social and cultural interests of the Group;
- (f) always act honestly and fairly on the facts presented to you, and endeavor to consider the views of the affected parties before making a decision, but not to the point of delay when a prompt decision is reasonably required.
- (g) work with other workers to achieve the Groups outcomes as set out in the Strategic Plan, and you will contribute positively to the achievement of the individual outcomes, strategies and programs flowing from this Plan.
- (h) be accessible to our Guests, and respond to their needs in an appropriate manner, keeping your supervisors well informed.
- (i) remain open-minded and consider flexible and innovative approaches to meeting the Guests' needs after discussing these approaches with your supervisors.
- (j) make recommendations to your supervisors on ways to improve/coordinate the provision of the Groups services across localities (Townsville, Ingham, Charters Towers, 4WDCentral and Mahindra with a view to equitably meeting the needs of the whole Group.

- (k) work to assist the development of the Group as an organisation which seeks best value outcomes, values the development of its workers, celebrates its successes, and continues to learn; and
- (l) make effective use of the Groups resources and assets, and work with other workers, to achieve the Groups vision as outlined in the Strategic Plan.
- (m) If you are responsible for managing or supervising others, you must also ensure that:
 - you put safety first and ensure that staff are properly qualified to complete their role and duties.
 - you model constructive behavior and demonstrate accountability for individual and team performance and outcomes.
 - your work and the work of those you supervise contributes to the achievement of the Groups goals, targets and vision including an accountable, productive, and engaged workforce operating in a constructive culture reflecting organisational values.
 - workers' performance is monitored, and workers are given both constructive and regular feedback on their performance; superior performance is recognised; non-constructive behavior is challenged, and poor performance is managed.
 - workers work confidently and safely whilst carrying out their duties and benefit from individual and team role clarity and opportunities for further development; and
 - appropriate and timely action is taken if breaches of this Code occur.

YOUR CONDUCT: INTEGRITY AND IMPARTIALITY

You must:

- (a) be committed to the highest ethical standards.
- (b) show respect towards all persons, including workers, guests, and the general public.
- (c) be committed to honest, fair, and respectful engagement with the guests.

Having regard to the principles mentioned above you must:

- (a) not improperly use your delegation of powers or position or allow them to be improperly used.
- (b) be committed to honest, fair, and respectful engagement with the guests.
- (c) show respect towards all persons, including workers, guests, and the general public; and
- (d) ensure that any conflict that may arise between your personal interests and official duties is resolved in an ethical manner.
- (e) disclose fraud, corruption, and maladministration of which you become aware.

STANDARDS ON CONDUCT

Behavior towards each other

You must treat members of the public, other workers and guests with respect, honesty, fairness, sensitivity, and dignity. If you supervise or manage other workers you have a special responsibility to exhibit and encourage this kind of behavior, and to ensure that the workers you supervise understand the standard of performance and behavior that is expected of them.

Resolution of conflicts or disagreements

Where a conflict arises, whether with a guest, a member of the public or with a manager, or supervisor or another worker, you must seek to resolve the conflict or disagreement in a way that is respectful of the other person and of their point of view so as to obtain a constructive resolution of the conflict or disagreement.

Non-discriminatory workplace

You must always act to minimise and eliminate discrimination within the workplace and our work practices.

You must accommodate and respect different opinions, perspectives, and cultures, whilst managing disagreements by rational debate in a reasonable manner.

You must not behave towards others in a way that could reasonably be perceived as intimidating, harassing, overbearing, or bullying.

In this regard you must follow the directions set out in the Sexual Harassment and Workplace Harassment (Bullying) Policy and Standard under fair work.

Conflicts of Interest

Before making decisions, you must disclose any declarable or prescribed conflicts of interest. If you believe you have a conflict of interest, whether declarable or prescribed, you must report it to your Manager / Senior Leader or Principle, and that report must then be followed up in writing.

While the conflict exists, you must not be part of any decision-making processes related to the matter. If you feel you have a conflict of interest between professional and corporate values, you should discuss the matter with your supervisor.

Influences on decision making

You must not influence in an improper way, any person, or try to obtain any advantage or favour. All decisions must be, and must be seen to be, fair and transparent. This can be achieved in a number of ways, including keeping clear records and documentation to support how decisions were made.

Accepting gifts and benefits

You could be offered gifts or benefits, including hospitality (meals, accommodation, tickets to a sporting event etc.) from people with whom you do business or in the course of your duties.

While nominal value is not defined, as a general rule gifts below \$50 in value would be considered as of a nominal value.

The acceptance of Gifts or Benefits of a nominal value may be permitted in limited circumstances; however, you must not accept any gifts or benefits if there is a possibility that in doing so, you could create a real, potential, or perceived Conflict of Interest or be seen to be receiving a bribe. If you are unsure, seek guidance.

The test to apply is whether you could be (not whether you are) influenced by your private interests in carrying out your official duties, or whether people are likely to believe that you could be influenced. For example, ask yourself if accepting the gift or benefit could suggest that the giver may or would receive favourable treatment.

If you have any doubt as to whether it is appropriate to accept a gift or benefit you should decline it or inform your supervisor or manager and seek their guidance.

You must never accept a gift of money.

Employment outside of the Mike Carney Group -

If paid work is performed outside of the Group, you must be sure this work:

- is kept separate from work at the Mike Carney Group which includes Ingham, Charters Towers, Mahindra 4WD Central and Townsville dealership
- does not lead to a conflict of interest.
- does not affect the Groups' time or resources; and
- does not interfere with your work.

It is a condition of your employment that you must seek and obtain the HR Managers approval before performing paid work outside of the Group where there is or may be a perceived conflict of interest with the activities and responsibilities, or the requirements of the position, or the work may affect your ability to perform your duties. For example, work in another dealership.

External Activities -

When engaging in external social activities, if there is a possibility that others could think that you are representing the Mike Carney Group, you must make it clear that you are not acting on behalf of the Group.

STANDARDS ON CONDUCT

Customer Service

You must strive to provide excellent customer service. Guests must be treated with honesty, fairness, sensitivity, and dignity. Guests have a right to complain or criticise. You must make all reasonable efforts to help guests lodge complaints, but if you feel that a situation is threatening or intimidating, you are entitled to withdraw and report on the situation to your supervising officer.

Privacy/Confidentiality

The Group has information about commercial in-confidence matters, individuals and businesses that are private and sensitive and could be detrimental to the interests of those entities if released.

You must keep such information confidential.

Acting within the law –

You are expected to be reasonably aware of, and act within the law, policies, procedures, and delegations relevant to your area of work. You are entitled to have access to any legislation that may be relevant to your work. You are expected to obey lawful, reasonable directions from Supervisors, Team Managers, General Managers, and the Dealer Principal and his delegate.

You have the right, and are encouraged, to question how work is done, particularly if you believe there is a better way of doing something.

Challenging a direction –

You must not follow directions that are in breach of the law or unsafe to fulfil. If you are given such a direction, challenge it, and if you are not satisfied with the response, you should raise the concern at a higher level of management who may then also seek the advice of another appropriate contact, (such as a Work Health and Safety Officer). However, unless there is a significant concern for the lawfulness or safety of a direction, you are obliged to implement it in the interim.

Intellectual property –

Original work, inventions, or products that you have designed, thought of, or suggested through the course of your employment with the Group are always the intellectual property of the Mike Carney Group.

You must not publish, copy, or disclose any matters relating to the Groups intellectual property unless authorised.

YOUR CONDUCT: ACCOUNTABILITY AND TRANSPARENCY

You must:

- (b) exercise proper diligence, care, and attention in performing your duties

- (c) seek to achieve high standards
- (d) seek to innovate and continuously improve performance

Diligence, care, and attention –

You are required to carry out your duties honestly, responsibly, in a conscientious manner, and to the best of your ability. This includes:

- giving priority to official duties over personal activities during work time.
- helping the Group achieve its mission and goals by acting to improve systems and practices.
- conduct yourself in a way that is accountable, productive, and actively contributes to a constructive culture that reflects organisational values.
- conducting yourself in a way so as not to bring disrepute to the Group and so that others gain confidence and trust in the way the Group does business.

Attendance and absence from duty –

You are expected to follow Groups protocols e.g., agreements and policies on attendance at work. This includes accurately and truthfully recording work and leave periods and not being absent without authority. When you are unable to attend for work you must contact your supervisor as soon as practicable to inform them of this.

Self-Development -

You have a continuing responsibility to maintain and enhance your skills and expertise and keep up to date with knowledge associated with your area of work. The Group will assist by providing equitable access to training and development opportunities. This may include, learning new work duties, participating in project work, or undertaking internal or external training.

Workplace Health and Safety –

Under the *Work Health and Safety Act 2011* and the Groups policies and procedures in respect of work health and safety you have occupational health and safety obligations to:

- adhere to the workplace health and safety systems that are in place.
- follow reasonable workplace health and safety instructions.
- wear personal protective clothing and equipment where it is provided, and use it as instructed.
- not place yourself or others at risk of injury in the course of performing work of any kind for council.
- ensure that you are in a fit condition to perform your duties safely
- ensure that you do not attend work or conduct business with drugs and or alcohol in your system in excess of the tolerance levels set out in the Drug and Alcohol Policy.
- report incidents and hazards when you become aware of them.

Using Group Assets

The Groups assets include property, plant, equipment, small and valuable items, information systems, computing resources, goods, products, and valuables. We all share the responsibility of looking after them. You must take good care of assets that are in your possession or use and treat them with the same care and respect with which you would treat your own property. It is an offence to misuse or knowingly allow anyone else to misuse an asset.

Your responsibilities include taking all reasonable steps to ensure that assets under your jurisdiction are secured against theft as well as being properly stored, maintained, and repaired.

Email Communication

The use of the Mike Carney Group network, which includes email, is restricted to employees of the company or its authorised representatives and is only to be used explicitly for work-related matters.

Respecting the Groups Property

You must not appropriate Group property for your own use or for any use other than for the Groups benefit. This includes any property within the Groups control such as scrap material and waste, including waste material. Taking such property, or allowing it to be taken, without proper authorisation is stealing and is strictly prohibited under this Code.

Money

You must maintain high standards of accountability with the Groups money. You are not to borrow or use Group money for private purposes.

BREACHES OF THIS CODE

A breach of the Code damages business, and work relationships.

Suspected breaches will be investigated and dealt with in the manner outlined in Groups Disciplinary Procedures. Suspected breaches will be treated individually, and all relevant circumstances will be taken into account. Depending on the severity of the breach, formal disciplinary proceedings may be taken, up to and including termination of employment. When investigating suspected breaches, the principles of natural justice will apply, including reasonable notice and the right to representation.

The HR Manager may report fraudulent or corrupt conduct, to the Police as appropriate.

LEGAL PARAMETERS

Criminal Code Act 1899
 Crime and Corruption Act 2001
 Work Health & Safety Act 2011
 Industrial Relations Act Qld 2016

ASSOCIATED DOCUMENTS

Sexual Harassment Policy
 Workplace Harassment (Bullying) Policy
 Drug and Alcohol Policy
 Work Health and Safety Policy