



CODE OF ETHICS

I. Integrity

All directors, officers, employees, and volunteers of Evolution Theatre Company (ETC) shall act with honesty, integrity, and openness in all of their dealings as representatives of Evolution Theatre Company. ETC shall maintain a working environment that values integrity, fairness, and respect.

II. Mission

- **To strengthen and promote the performing arts in Gisborne by providing education and high-quality theatrical productions.**

III. Governance

The Committee is responsible for setting the mission and the strategic direction of ETC and for exercising oversight of its finances and policies. The Committee shall:

- Ensure that Committee members and staff possess the requisite skills and experience to carry out their duties and that all directors understand and fulfill their governance duties, acting for the benefit of ETC and its public.
- Adopt and implement a Conflict of Interest Policy so that conflicts of interest, as well as the appearance of conflicts of interest, are avoided or properly managed through disclosure, recusal, or other means;
- Be responsible for the hiring and regular performance review of the Managing Artistic Director, and ensure that the compensation is reasonable and appropriate;
- Ensure that the Managing Artistic Director and appropriate staff provide the Committee with timely and comprehensive information so that the Committee can effectively carry out its duties;
- Ensure that ETC conducts all transactions and dealings with integrity and honesty;
- Ensure that ETC promotes working relationships with Committee members, management team, staff, and volunteers based on mutual respect, fairness, and openness;
- Ensure that ETC is fair and inclusive in its hiring and promotion policies and practices for all Committee, management team, staff, and volunteer positions;
- Ensure that key policies of ETC are in writing, clearly articulated, and adopted;
- Ensure that the resources of ETC are responsibly and prudently managed;
- Ensure that ETC has the capacity to carry out its programs effectively.



IV. Law and Ethics

Evolution Theatre Company shall comply with all applicable national and local laws and regulations and shall seek the advice of counsel when necessary or appropriate. Compliance with the law, however, is the minimum standard of expected behavior. ETC shall also adhere to the highest ethical standards. All resolutions and other legal actions by the Committee shall satisfy two requirements: (1) they shall be legally permissible, and (2) they shall also reflect the highest ethical standards as determined by the Committee in the exercise of its sole discretion.

V. Stewardship

In managing its funds responsibly and prudently, Evolution Theatre Company shall:

- Devote a significant percentage of its annual budget to programs in pursuance of its mission;
- Incur administrative costs adequate to ensure effective accounting and legal compliance systems, internal controls, competent staff, and other expenditures critical to professional management;
- Pay compensation, in return for services, that is reasonable but not excessive;
- Avoid accumulating funds excessively;
- Draw prudently from restricted funds in a manner consistent with the restrictions;
- Follow spending practices and policies that are fair, reasonable, and appropriate to fulfill the mission of ETC.

VI. Diversity

ETC shall promote diversity and inclusiveness in its Committee, management team, staff, artists, and volunteers.

VII. Evaluation

Evolution Theatre Company is committed to improve, continually, its public programs and its organizational quality. ETC shall periodically review its program and incorporate lessons learned into future programs. SVS shall be responsive to new developments in its field of activity and shall be responsive to the interests of its audiences, artists and other constituencies.

ETC shall develop and implement an evaluation procedure whereby the performance of the Board of Directors as a whole, each Board committee, and each director is evaluated periodically.



VIII. Fundraising

Evolution Theatre Company shall comply with the fundraising requirements of Registered Charities Act 2005 and all further amendments. ETC shall respect the privacy concerns of individual donors and shall follow donor intent in making expenditures. ETC shall disclose important and relevant information to potential donors. In raising funds from the public, ETC shall:

- Inform donors of the mission of ETC, how resources will be used, and the integrity of ETC causing donations to be used effectively for their intended purposes;
- Inform donors of the identity of those serving on ETC's Board;
- Disclose ETC's most recent financial reports on request;
- Represent that contributions will be used for the purposes for which they were given;
- Provide appropriate acknowledgement and recognition of contributions;
- Treat information about donations with respect and with confidentiality to the extent provided by the law;
- Encourage donors to ask questions when making a donation, and provide prompt, truthful, and forthright answers.

IX. Transparency

Evolution Theatre Company shall provide comprehensive and timely information to the public, the media, and all stakeholders and shall be responsive in a timely manner to reasonable requests for information. All informational and solicitation materials shall honestly and accurately represent ETC's policies and practices. All financial and program reports shall be complete and accurate in all material aspects.

The following governance documents shall be posted on ETC's website: Deed of Trust, Conflict of Interest Policy, Code of Ethics, Gift Acceptance Policy, Whistleblower Notice and Policy, and Document Management Policy, along with financial statements (if available) and for the most recent past year.

X. Confidentiality

All directors, officers, employees and volunteers have a duty to safeguard information that is proprietary to ETC. Information about ETC that is confidential or proprietary and obtained by a director, officer, employee or volunteer as a consequence of such person's association with ETC may not be disclosed to third parties unless expressly authorized by Evolution Theatre Company.



XI. Complaints

Any person, whether or not connected with ETC, may lodge a complaint of unethical conduct against a director, officer, employee, or volunteer of ETC by filing such complaint, written or oral, with any director or officer.

XII. Remedies

Any director who fails to comply with this Code of Ethics may, in the discretion of the Committee, be removed. If any employee or volunteer fails to comply with this Code of Ethics, that person may be put on notice or terminated, at the discretion of the Managing Artistic Director or the Committee.

XIII. Annual Affirmation Statement

Evolution Theatre Company shall provide a copy of this Code of Ethics to every director, officer, employee and long-term volunteer. Each year the Annual Affirmation Statement, attached, shall be signed by each director, officer, and employee, affirming that such person has received a copy of this Code of Ethics, has read and understands it, and agrees to comply with it. Casual volunteers are not required to sign and submit such a Statement. All Annual Affirmation Statements shall be submitted to the Secretary of the Committee and then filed with the minutes of the first meeting of the Committee held each year after January 31.



ANNUAL AFFIRMATION STATEMENT

The Code of Ethics of Evolution Theatre Company requires an annual affirmation that you have received, read, understand, and agree to comply with the Code of Ethics.

Please sign this Annual Affirmation Statement indicating your affirmation as described above. Please return this Statement to the Secretary of ETC each year by January 31.

Your Name:

Date: