

## ETHICS COMMITTEE CHARTER

### Purpose

1. This Charter sets out the role, composition and operation of the Ethics Committee of Lander & Rogers.
2. The Ethics Committee is an internal committee reporting to the Chief Executive Partner (**CEP**).

### Role

3. The primary role of the Committee is to assist the CEP, and if required the Board, to monitor, assist and advise on ethical issues relating to the undertaking of work for clients and potential clients.
4. The Committee is also required to identify and advise on potential ethical risks that the firm may be exposed to through firm or individual conduct, as distinct from professional compliance risk issues.
5. The Committee shall consider the firm's values, policies and relevant laws including the professional conduct rules and the regulatory and legislative framework governing the legal profession across Australia, in carrying out its role.
6. The CEP may also from time to time delegate other responsibilities to the Committee that the CEP believes are appropriate for consideration by the Committee and consistent with this Charter.
7. The Committee acts primarily as an advisory body to the CEP and its responsibilities are limited to oversight and making recommendations to the CEP. The Committee's actions and recommendations are subject to review and approval by the CEP.

### Composition

8. The members of the Committee, including the Committee Chair, are appointed by the CEP.
9. The Committee will consist of at least six members, with representatives from different office locations.
10. The Committee may, at its discretion, invite attendance at its meetings members of the firm or external people that the Committee believes to be necessary or appropriate.
11. The members of the Committee and other attendees may not participate in deliberations of the Committee where the matter could affect their position or where they have a potential, actual or perceived conflict of interest.

### Operation

12. The Committee will meet at least three times per year, or more frequently as required.

13. The Committee shall:
  - (a) Develop framework or process for making robust, ethically-based recommendations;
  - (b) Establish and monitor a mechanism by which the CEP is able to raise ethical concerns and referral of ethical issues or potential issues to the Committee;
  - (c) Establish and monitor a gateway mechanism that all staff are able to raise ethical concerns and referral of ethical issues or potential issues to the Committee;
  - (d) Establish the firm's register of recommendations of ethical issues to the CEP and the reasoning upon which these recommendations are based (**Ethics Register**); and
  - (e) Maintain a SharePoint page with relevant information. This can include details of recommendations made, subject to approval by the CEP.
14. The Committee shall:
  - (a) Report to the CEP periodically on all matters for which the Committee has responsibility;
  - (b) Provide minutes of each Committee meeting for noting by the CEP; and
  - (c) At the request of the CEP or Board, report on matters which have been delegated to the Committee.
15. The Committee may request, as required, additional independent, professional or other advice to carry out its responsibilities, if necessary.
16. The Committee will periodically review and evaluate the performance of the Committee to determine whether it is functioning effectively by reference to its Charter and current best practice.
17. The terms of this Charter are subject to change from time to time by the CEP.

**Policy Owner:** Chief Executive Partner

**Last Updated:** 11 February 2021