



Code of Conduct
for
Members of *An Bord Rialaithe*¹

¹ Version 1 approved by *An Bord Rialaithe*, BR 2010#7, 17 December 2011
Version 2 approved by *An Bord Rialaithe*, BR 2011#3, 25 March 2011
Version 3 (this version) approved by *An Bord Rialaithe*, BR 2011#5, 27 May 2011

1.0 INTRODUCTION

- 1.1 The purpose of this Code is to provide guidance to *An Cathaoirleach* and all members *An Bord Rialaithe* on the principles and conduct required to ensure sound and ethical governance in the best interests of the College and the wider public. A copy of the Code shall be placed on the Mary Immaculate College website and shall be available on request.
- 1.2 The Code takes account of the Ethics of Public Office Acts, 1995 and the Standards in Public Office Act, 2001 as well as the Irish Universities Act, 1997. The Code has been developed in full accordance with the document *Governance of Irish Universities: A Governance Code of Legislation, Principles, Best Practice and Guidelines* (HEA IUA).
- 1.3 Mary Immaculate College shall present this Code of Conduct to all new members of *An Bord Rialaithe* for their understanding and the Secretary of *An Bord Rialaithe* shall ensure that copies of the Code are circulated to them for retention.

2.0 OBJECTIVES

- 2.1 The objectives of the Code are:
- To set out those ethical principles which govern the activities of *An Bord Rialaithe* (as outlined in Section 3.0, below);
 - To promote and maintain confidence and trust in *An Bord Rialaithe*;
 - To prevent the development or acceptance of unethical practices;
 - To promote the highest legal, management and ethical standards in all the activities of Mary Immaculate College;
 - To promote compliance with applicable legislative requirements as well as best current governance and management practices in all the activities of Mary Immaculate College.

3.0 GENERAL ETHICAL PRINCIPLES

- 3.1 All activities of *An Bord Rialaithe* are governed by the following general ethical principles which inform this Code and which members shall observe in the discharging of their duties:
- Integrity;
 - Openness and transparency;
 - Selflessness
 - Honesty
 - Leadership
 - Fairness
 - Independence

- Accountability
- Objectivity
- Efficiency and effectiveness;
- Value for money

4.0 INTEGRITY

- 4.1 Members of *An Bord Rialaithe* shall disclose outside employment/business interests which they consider may be in conflict or in potential conflict with the business of Mary Immaculate College, or may be perceived as such. Disclosure requirements are set out more explicitly under Section 5.0, below.
- 4.2 Members of *An Bord Rialaithe* shall not give or receive gifts, hospitality, preferential treatment or benefits which might affect or appear to affect their ability to make independent judgments as a member of *An Bord Rialaithe*.
- 4.3 Members of *An Bord Rialaithe* shall be committed to having the College compete vigorously and energetically but also ethically and honestly with other educational institutions, commercial and other providers of research and advisory services.
- 4.4 Mary Immaculate College is committed to conducting its purchasing activities of goods/services in accordance with public policy and best business practice and its purchasing regulations will reflect this.
- 4.5 Mary Immaculate College is committed to ensuring that its engagement of consultancy and other services is in compliance with public policy guidelines.
- 4.6 Mary Immaculate College is committed to ensuring that the accounts / reports it produces accurately reflect the operating performance of the College and are not misleading or designed to be misleading.
- 4.7 Members of *An Bord Rialaithe* shall avoid the use of the College's resources or time for personal gain, for the benefit of persons/organisations unconnected with the College or its activities or for the benefit of competitors.
- 4.8 Mary Immaculate College is committed to not acquiring information or confidential third party business information by improper means.

5.0 DISCLOSURE OF RELEVANT INTERESTS

- 5.1 Upon appointment to *An Bord Rialaithe*, a member shall disclose all relevant interests (pecuniary, family, financial or other) which pose a real or potential for conflict of interest or could materially influence the member in the performance of his or her functions as a member of *An Bord Rialaithe* or damage public confidence in the College. For this purpose, each member will furnish to the Secretary details relating to his/her employment and all other business interests including shareholdings (valued at more

than €15,000 or of more than 5% of the issued capital of a company), professional relationships etc, which could involve a conflict of interest or could materially influence the member in relation to the performance of his/her functions as a member of *An Bord Rialaithe*. Any interests of a member's family of which he/she could be expected to be reasonably aware or a person or body connected with the member which involve a conflict of interest or could materially influence the member in the performance of his/her functions should also be disclosed upon appointment. For this purpose, persons and bodies connected with a member includes:

- a) a spouse, parent, brother, sister, child or step-child;
- b) a body corporate with which the member is associated;
- c) a person acting as the trustee of any trust, the beneficiaries of which include the member or the persons at (a) above or the body corporate at (b) above;
- d) a person acting as a partner of the member or of any person or body who, by virtue of (a) – (c) above, is connected with the member.

5.2 Each member shall furnish to the Secretary details of any relevant interests as described in Paragraph 5.1 of which he/she may become aware during the course of his/her membership of *An Bord Rialaithe*.

5.3 Details of interests disclosed should be kept by the Secretary in a special confidential register and should be updated on an annual basis. Changes in the interim should be notified to the Secretary as soon as possible by members.

5.4 A member of *An Bord Rialaithe* who has an interest in -

- a) a company (other than a public company of which he or she is not a director or otherwise involved in its management) or concern with which the College proposes to make a contract, or,
- b) a contract which the College proposes to make -

shall disclose to *An Bord Rialaithe* the fact of the interest and its nature and shall take no part in any deliberation or decision of *An Bord Rialaithe* relating to the contract and the disclosure shall be recorded in the minutes of *An Bord Rialaithe*.

5.5 Any member of *An Bord Rialaithe* in doubt as to whether this Code requires disclosure of an interest of his/her own or of a connected / related person (as outlined in Paragraph 5.1, above), or in doubt as to whether a conflict of interest has arisen on foot of a matter (including a proposed appointment) on the Agenda of *An Bord Rialaithe*, should consult *An Cathaoirleach*.

5.6 In the event that any member *An Bord Rialaithe* should regard consideration of a matter on the Agenda of *An Bord Rialaithe* as potentially constituting a conflict of interest that member shall be obliged to inform *An Cathaoirleach* of the potential for a conflict of interest and in such circumstances offer to withdraw while the matter remains under consideration. Under such circumstances, *An Cathaoirleach* may require that the member

withdraw from *An Bord Rialaithe* while the matter remains under consideration. Where a matter relating to the interests of *An Cathaoirleach* arises, he shall depute to *An tUachtarán* (or to a *Leasuachtarán* in the absence of *An tUachtarán*) and withdraw from *An Bord Rialaithe* while the matter remains under consideration.

5.7 In the event that consideration of a matter on the Agenda of *An Bord Rialaithe* should constitute a conflict of interest for a member, no documentation in respect of such a matter should be made available to that member prior to a decision by *An Bord Rialaithe*. Any decisions by *An Bord Rialaithe*, once taken, should be notified to the member.

5.8 All members of *An Bord Rialaithe* shall comply with the Ethics in Public Office Acts (1995 & 2001) by furnishing annual Statements of Interest which shall be returned by the College to the Standards in Public Office Commission. The designated Officer of the Body shall ensure that all members of *An Bord Rialaithe* are fully informed of their obligations under the Ethics Acts and that members are provided with the relevant Guidelines produced by the Standards Commission.

6.0 OBLIGATIONS

6.1 Each member of *An Bord Rialaithe* shall comply with the provisions of the Ethics in Public Office Act (1995) and the Standards in Public Office Act (2001).

6.2 Each member of *An Bord Rialaithe* shall develop and maintain a clear understanding of the functions of *An Bord Rialaithe* and of the Instrument of Government.

6.3 Each member of *An Bord Rialaithe* shall develop and maintain a clear understanding of the role of any committee of *An Bord Rialaithe* on which they serve.

7.0 COMMITMENT

7.1 Members of *An Bord Rialaithe* shall acknowledge their responsibility to be fully committed to the mission of Mary Immaculate College, with due respect to the tenets of academic freedom.

8.0 FAIRNESS

8.1 This Code of Conduct places an onus on members of *An Bord Rialaithe* to ensure compliance with employment equality and equal status legislation, commitment to fairness in all business dealings and the valuing and equitable treatment of all those with whom the College interacts.

9.0 TREATMENT OF INFORMATION

9.1 Mary Immaculate College is cognisant of its statutory responsibilities under the Freedom of Information Acts and the Data Protection Acts and is committed to providing access to general information relating to its activities in a way that is open and enhances its

accountability to the general public.

9.2 Each member of *An Bord Rialaithe* shall respect the due confidentiality of sensitive information held by Mary Immaculate College. This would constitute material such as:

- personal information;
- information received in confidence by Mary Immaculate College;
- any commercially sensitive information or other information sensitive to the reputation of Mary Immaculate College.

9.3 Mary Immaculate College shall observe appropriate prior consultation procedures with third parties where, exceptionally, it is proposed to release sensitive information in the public interest.

9.4 Each member of *An Bord Rialaithe* shall observe due confidentiality in relation to all discussions, decisions and documentation prepared for, or issuing from, *An Bord Rialaithe*.

10.0 CONDUCT

10.1 Members *An Bord Rialaithe* are expected to:

- Participate actively and work co-operatively with other members in discharging their collective responsibilities as a Governing Body.
- Treat each other and all Mary Immaculate staff and students with courtesy and respect;
- Act as spokespersons for *An Bord Rialaithe*, in either public or private fora, only as specifically requested by the Chairperson of the Trustees or President to do so.

11.0 BREACHES OF THE CODE

11.1 Any person shall be entitled to present a complaint, in writing and duly signed, that a member of *An Bord Rialaithe* is in breach of this Code. The response of *An Bord Rialaithe*, as outlined below, shall be guided by the principles of natural justice.

11.2 Any complaint or allegation that a member of *An Bord Rialaithe* is in breach of the Code shall be submitted, in writing and duly signed, to the Secretary. On receipt of such a complaint, the Secretary shall inform *An Cathaoirleach* immediately. *An Cathaoirleach* shall then notify, in writing, the person against whom the complaint or allegation has been made.

11.3 *An Cathaoirleach* shall refer the complaint to an independent and external Ombudsman, to be nominated by the President of the Law Society of Ireland, who shall conduct a formal investigation into the matter. The Ombudsman shall be guided in his or her investigation by the principles, requirements and obligations set out in this Code, as well as by the policies of Mary Immaculate College as adopted by *An Bord Rialaithe*, and by the

principles of natural justice.

- 11.4 *An Cathaoirleach* shall agree a time-frame with the Ombudsman within which the complaint will be considered by the Ombudsman and a recommendation given to *An Bord Rialaithe*.
- 11.5 *An Cathaoirleach* shall notify *An Bord Rialaithe*, at its next scheduled meeting, that a complaint has been received and that a formal investigation by an independent and external Ombudsman has been initiated.
- 11.6 The investigation shall be carried out by the Ombudsman in a timely fashion and a report containing conclusions and recommendations shall be presented to *An Cathaoirleach*. Where a complaint is not upheld, or where the complaint is upheld but considered by the Ombudsman to be of a minor nature, the subject of the complaint shall not be identified by name in the report of the Ombudsman.
- 11.7 On receipt of the report of the Ombudsman, *An Cathaoirleach* shall present a copy to the person against whom the complaint has been made.
- 11.8 *An Cathaoirleach* shall forward the report to *An Bord Rialaithe* which shall consider the recommendations of the Ombudsman.
- 11.9 The decision of *An Bord Rialaithe* shall be final.

12.0 **RESPONSIBILITY FOR ADDITIONAL GUIDANCE**

- 12.1 The Secretary shall keep members of *An Bord Rialaithe* briefed in respect of any relevant developments in governance and accountability.
- 12.2 The Secretary of *An Bord Rialaithe* shall provide practical guidance and direction as required by members of *An Bord Rialaithe* in such areas as gifts and entertainment and on other ethical considerations which may arise from time to time.

13.0 **REVIEW OF THE CODE**

- 13.1 This Code of Conduct shall be reviewed by *An Bord Rialaithe* on a three-yearly basis or as required by any circumstances arising (such as the introduction of new regulatory or statutory measures).
- 13.2 The review period, or any other relevant circumstances necessitating review, shall be notified to *An Bord Rialaithe* by the Secretary.