

EQUALITY COMMISSION FOR NORTHERN IRELAND

**CODE OF CONDUCT
FOR
COMMISSIONERS**

OCTOBER 2017

CODE OF CONDUCT FOR BOARD MEMBERS OF PUBLIC BODIES

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1. INTRODUCTION

- 1.1 As a public office-holder, your behaviour and actions must be governed by the principles set out in this Code of Conduct. This Code is based on the guidance contained in 'Codes of Conduct for Board Members of Public Bodies (NI) (April 2014). It is your responsibility to ensure that you are familiar with, and comply with, all the relevant provisions of the Code.
- 1.2 Commissioners acting as a body corporate are referred to as the Board throughout this Code of Conduct.

2. KEY PRINCIPLES OF PUBLIC LIFE

- 2.1 The key principles upon which this Code of Conduct is based are the Seven Principle of Public Life¹. These are:

Selflessness

You should take decisions solely in terms of the public interest. You should not do so in order to gain financial or other material benefits for yourself, your family or your friends.

Integrity

You should not place yourself under any financial or other obligation to outside individuals or organisations that might, or might be perceived to, influence you in the performance of your official duties.

Objectivity

In carrying out public business, including awarding contracts and recommending individuals for rewards and benefits, you should make choices on merit.

Accountability

You are accountable for your decisions and actions to the public and must submit yourself to whatever scrutiny is appropriate for your office.

¹ *Standards in Public Life: First Report of the Committee on Standards in Public Life. Volume 1: Report. CM 2850-I.*

Openness

You should be as open as possible about the decisions and actions that you take. You should give reasons for your decisions and restrict information only when the wider public interest clearly demands.

Honesty

You have a duty to declare any private interests relating to your public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership

You should promote and support these principles by leadership and example.

- 2.2 These principles should inform your actions and decisions as a Board Member.

3. GENERAL CONDUCT²

- 3.1 The Board has corporate responsibility for ensuring that the Equality Commission fulfils its statutory duties, as set down in legislation, and the aims and objectives set by the sponsor department, The Executive Office (TEO) and approved by the Minister, and for promoting the efficient, economic and effective use of staff and other resources by the body.
- 3.2 To this end, and in pursuit of its wider corporate responsibilities, the Board and its Members shall:
- establish the overall strategic direction of the body within the policy and resources framework determined by the sponsor Minister and department;
 - constructively challenge the body's executive team in their planning, target setting and delivery of performance;

² Sections 3.1 and 3.2 not applicable for Codes of Conduct for departmental and agency non-executive Board Members.

- ensure that the sponsor department is kept informed of any changes which are likely to impact on the strategic direction of the body or on the attainability of its targets, and determine the steps needed to deal with such changes;
- ensure that any statutory or administrative requirements for the use of public funds are complied with; that the Board operates within the limits of its statutory authority and any delegated authority agreed with the sponsor department, and in accordance with any other conditions relating to the use of public funds; and that, in reaching decisions, the Board takes into account all relevant guidance issued by the Department of Finance (DoF) and the sponsor department;
- ensure that the Board receives and reviews regular financial information concerning the management of the body; is informed in a timely manner of any concerns about the activities of the body; and provides positive assurance to the sponsor department that appropriate action has been taken on such concerns;
- demonstrate high standards of corporate governance at all times, including using the Audit and Risk Committee to help the Board to address the key financial and other risks facing the body; and
- where applicable, appoint a Chief Executive to the body and, in consultation with the sponsor department, set performance objectives and remuneration terms linked to these objectives for the Chief Executive, which give due weight to the proper management and use of public monies.

Use of Public Funds

- 3.3 You have a duty to ensure the safeguarding of public funds³ and the proper custody of assets which have been publicly funded.
- 3.4 You must carry out your fiduciary obligations responsibly – that is, take appropriate measures to ensure that the body uses resources efficiently, economically and effectively, avoiding waste and extravagance. It will always be an improper use of public funds for public bodies to employ consultants or other companies to lobby the Assembly, Ministers or political parties.

³ This should be taken to include all forms of receipts from fees, charges and other sources.

Allowances

- 3.5 You must comply with the rules set by the Commission and the sponsoring Department regarding remuneration, allowances and expenses. Payment and taxation of these should be in line with relevant HM Revenue and Customs and DoF guidance. Ultimately, however it is your responsibility to ensure compliance with all relevant HM Revenue and Customs' requirements concerning payments, including expenses.

Gifts and Hospitality

- 3.6 You must not accept any gifts or hospitality which might, or might reasonably appear to, compromise your personal judgement or integrity or place you under an improper obligation.
- 3.7 You must never canvass or seek gifts or hospitality.
- 3.8 You must comply with the rules set by the body on the acceptance of gifts and hospitality which are in line with current DFP guidance. You should inform the Chair and Chief Executive of any offer of gifts or hospitality and ensure that, where a gift or hospitality is accepted, this is recorded in a public register in line with the rules set by the body.
- 3.9 You are responsible for your decisions on the acceptance of gifts or hospitality and for ensuring that any gifts or hospitality accepted can stand up to public scrutiny and do not bring the public body into disrepute.

Use of Official Resources

- 3.10 You must not misuse official resources⁴ for personal gain or for political purposes. Use of such resources must be in line with the body's rules on their usage.

⁴ This includes facilities, equipment, stationery, telephony and other services.

Use of Official Information

- 3.11 You must not misuse information gained in the course of your public service for personal gain or for political purpose.⁵
- 3.12 You must not disclose any information which is confidential in nature or which is provided in confidence without authority. This duty continues to apply after you have left the Board.

Political Activity⁶

- 3.13 In your public role, you should be, and be seen to be, politically impartial. On matters directly related to the work of the Commission, you should not make party political statements or engage in any other political activity.
- 3.14 In your capacity as Commissioner, you should be even-handed in all dealings with political parties.
- 3.15 Subject to the above, you may engage in political activity but should, at all times, remain conscious of your responsibilities as a Board Member and exercise proper discretion. You should inform the Chair and the sponsor department before undertaking any significant political activity.

Employment and Appointments

- 3.16 If you wish to take up new employment or appointments during your term of office, you must inform the Chair and the relevant sponsor department. Formal consideration will be given to whether such additional appointments are appropriate given your current appointment to this body.
- 3.17 On leaving office, you must comply with the rules of the body on the acceptance of future employment or appointments.

⁵ Board members who misuse information gained by virtue of their position may be liable for breach of confidence under common law or may commit a criminal offence under insider dealing legislation

⁶ If you are an MP, Member of the House of Lords, Member of the NI Assembly or other devolved administration or Local Councillor, you are exempt from these requirements - although you should still exercise proper discretion on matters directly related to the work of the body and recognise that certain political activities may be incompatible with your role as a board member.

4. MEMBERS' INTERESTS

- 4.1 You must ensure that no conflict arises, or could reasonably be perceived to arise, between your public duties and your private interests – financial or otherwise. You should note that the appearance of a conflict of interest, in terms of public perception, can be every bit as damaging as an actual conflict - both should be avoided.
- 4.2 You must comply with the rules of the body on handling conflicts of interests. As a minimum, these will require you to declare publicly any private interests which may, or may be perceived to, conflict with your public duties⁷.

Interests which may need to be declared can include:

- Remuneration from employment, self employment, directorships, other public appointments etc;
- Related undertakings i.e. you must register any directorships held which are themselves not remunerated but where the company (or other undertaking) in question is a subsidiary or parent of a company (or other undertaking) in which you hold a remunerated directorship;
- Contracts with the Commission;
- Houses, land and buildings that you own or have an interest in, which are of significance or relevance to, or bear upon the work and operation of the Commission;
- Shares and securities – holdings in a company or organisation which are of significance to or relevance to, or bear upon the work and operation of the Commission.
- Relevant non financial interests including membership or holding office in other public bodies, clubs, societies and organisations such as Trade Unions and voluntary organisations.

⁷ In general, all financial interests should be declared. When considering what non-financial interests should be declared, you should ask yourself whether a member of the public, acting reasonably, would consider that the interest in question might influence your words, actions or decisions.

- Cases in which a close family members or persons living in the same household as the Board Member may have an interest⁸.
- 4.3 If you are in any doubt as to what you should or should not be registering / declaring you should discuss this with the Chair and/or the Chief Executive.
- 4.4 The rules will also require you to remove yourself from the discussion or determination of matters in which you have a financial interest. In matters in which you have a non-financial interest, you should not participate in the discussion or determination of a matter where the interest might suggest a danger of bias.
- 4.5 In certain situations, handling a conflict of interest properly may require much more than simply leaving a Board meeting while the matter is being discussed or voted upon. For example, Board Members who have a conflict of interest should:
- not get involved in the setting of criteria for the assessment of the grant, tender etc;
 - not get involved in the actual preparation of the grant, tender, licence application (or subsequent presentations, interviews etc) if at all possible;
 - not receive any relevant papers in advance of the meeting;
 - not be present for the discussion or voting;
 - not use their position as a Board Member to try and improperly influence a decision by lobbying any other Board Member(s) or by contacting another Board Member to represent their interests at the meeting;
 - may have full access to all papers after any decision is taken, except Legal Funding Committee papers or papers to which legal privilege applies.
- 4.6 It is extremely important that there should be a level playing field with no advantage (real or perceived) given to Board Members or to individuals or organisations with Board connections or representation.

⁸ Close family members include personal partners, parents, children (adult and minor) brothers, sisters and the personal partners of any of these.

- 4.7 It is your responsibility to ensure that you are familiar with the body's rules on handling conflicts of interests, that you comply with these rules and that your entry in the body's register of Members' interests is accurate and up-to-date.

No Code can provide for all circumstances and if you are uncertain about how any aspect of the Code of Conduct applies, you should seek advice from the Chair and/or the Chief Executive who, in turn, may seek advice from the sponsor department.

5 RESPONSIBILITIES AS A BOARD MEMBER

- 5.1 You should play a full and active role in the work of the Commission. You should fulfil your duties and responsibilities responsibly and, at all times, act in good faith and in the best interests of the Commission.
- 5.2 You should deal with the public and their affairs fairly, efficiently, promptly, effectively and sensitively, to the best of your ability. You must not act in a way that unjustifiably favours or discriminates against particular individuals or interests.
- 5.3 You must comply with any statutory or administrative requirements relating to your post⁹.
- 5.4 You should respect the principle of collective decision-making and corporate responsibility. This means that, once the Board has made a decision, you should support that decision.
- 5.5 You must not use, or attempt to use, the opportunity of public service to promote your personal interests or those of any connected person, firm, business or other organisation.

⁹ In the case of a body incorporated under the Companies Act or the Companies (Northern Ireland) Order, you will also be subject to the duties of directors under company law. In the case of a body that has charitable status, you will also be subject to the duties of trustees under charities law.

6. RESPONSIBILITIES TOWARDS EMPLOYEES

- 6.1 You will treat any staff employed by the Commission with courtesy and respect. It is expected that employees will show you the same consideration in return.
- 6.2 You will not ask or encourage employees to act in any way which would conflict with their own Code of Conduct.