

## Code of Conduct for Board Members

Date: July 2022

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<b>Policy Information</b>	
<b>Policy Title</b>	Code of Conduct for Board Members
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<b>Policy Sponsor</b>	Chairperson of Board
<b>Policy Owner</b>	Chief Executive
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<b>Related Documents</b>	Management Statement and Financial Memorandum Board Operating Framework Conflicts of Interest Policy Code of Conduct for Staff Gifts and Hospitality Policy Media Handling Policy

## 1. INTRODUCTION

- 1.1 The Northern Ireland Assembly expects all holders of public office to work to the highest personal and professional standards. Guidance<sup>1</sup> has been produced by the Department of Finance (DoF) on the contents of a Code of Conduct for Board Members of public bodies, with the expectation that all public bodies should prepare their own Code to reflect the specific environment in which the Board operates, its relationship with Ministers and government department and its particular responsibilities to the public and external regulators.
- 1.2 This Code of Conduct for Board Members of Libraries NI has been prepared, based on the guidance produced by DoF. As a Board Member of Libraries NI, your behaviour and actions must be governed by the principles set out in this Code of Conduct, which forms part of your terms and conditions of appointment. It is your responsibility to ensure that you are familiar with, and comply with, all the relevant provisions of the Code. Any breach of the Code will be viewed as a breach of your terms and conditions of appointment.

## 2. PURPOSE

- 2.1 The purpose of this Code of Conduct is to:
- provide a clear framework within which Board Members are expected to conduct themselves
  - ensure Board Members know the standards of behaviour that are required
  - maintain high standards of conduct so that the public, the Minister, the Department and other stakeholders can have confidence in Libraries NI and its governance arrangements
  - protect Board Members from unfair criticism and minimise the potential for misunderstandings.

## 3. POLICY

- 3.1 Board Members are expected to uphold and comply with the seven principles of public life (the Nolan Principles). The principles are set out below:

**Selflessness** – Board Members should act in the public interest at all times and take decisions based solely in terms of the public interest. Board Members should not act in order to gain financial or other material benefits for

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<sup>1</sup> <https://www.finance-ni.gov.uk/sites/default/files/publications/dfp/fddfp0414att.pdf> (April 2014)

themselves, their families or their friends, or use, or attempt to use, the opportunity of public service to promote personal interests or those of any connected person, firm, business or other organisation.

**Integrity** – Board Members should not place themselves under any financial or other obligation to outside individuals or organisation that might influence them in the performance of their Libraries NI duties and responsibilities.

**Objectivity** – in carrying out Libraries NI business, including making appointments, determining remuneration or other rewards and benefits, or awarding contracts, Board Members should make choices based on merit and should not allow any private interest to influence decisions.

**Accountability** – Board Members are accountable for their decisions and actions and must submit themselves to whatever scrutiny is appropriate to their role.

**Openness** – Board Members should be as open as possible about the decisions and actions they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands it or where there are clear and lawful reasons for doing so.

**Honesty** – Board Members have a duty to declare any private interests that might affect their Libraries NI duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

**Leadership** – Board Members should promote and support these principles by leadership and example and be prepared to challenge poor behaviour whenever it occurs.

### **Responsibilities**

- 3.2 Board Members have corporate responsibility for ensuring that Libraries NI fulfils the aims and objectives set by the Department for Communities (DfC) and approved by the Minister, and for promoting the efficient, economic and effective use of staff and other resources by Libraries NI. Further information on the responsibilities of Board Members is set out in the Management Statement and Financial Memorandum and the Board Operating Framework.
- 3.3 Board Members are expected to play an active role in the work of Libraries NI, fulfilling their duties and responsibilities responsibly and, at all times, acting in good faith and in the best interests of Libraries NI. They must respect the principle of collective decision-making and corporate responsibility.
- 3.4 Board Members must deal with the public and their affairs fairly, efficiently, promptly, effectively and sensitively, and to the best of their ability. They must not act in a way that unjustifiably favours or discriminates against particular individuals or interests.

- 3.5 Board Members must comply with all statutory or administrative requirements associated with their appointment.

### **Use of Public Funds**

- 3.6 Board Members have a duty to ensure the safeguarding of public funds<sup>2</sup> and the proper custody of assets which have been publicly funded. Board Members must carry out your fiduciary obligations responsibly i.e. take appropriate measures to ensure that Libraries NI 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.

### **Allowances**

- 3.7 Board Members must comply with the rules set by the Department, the Board and Libraries NI regarding remuneration, allowances and expenses. Payment and taxation of these will be in line with relevant HM Revenue and Customs and DoF guidance. Ultimately, however it is the responsibility of individual Board Members to ensure compliance with all relevant HM Revenue and Customs' requirements concerning payments, including expenses.

### **Conflicts of Interest**

- 3.8 Board Members must comply with the Libraries NI Conflicts of Interest Policy and associated guidance. They must ensure that no conflict arises, or could reasonably be perceived to arise, between their public duties and private interests, financial or otherwise. Actual or potential interests, financial or otherwise, which may, or may be perceived to, conflict with public duties must be declared so that they can be managed in a way that safeguards the integrity of the Board Member and maximises public confidence in Libraries NI. Board Members are responsible for ensuring that Declarations of Interest are accurate and up-to-date.

### **Gifts and Hospitality**

- 3.9 Board Members must ensure that any gifts or hospitality accepted can stand up to public scrutiny and do not bring Libraries NI into disrepute. Board Members must not accept any gifts or hospitality which might, or might reasonably appear to, compromise their personal judgement or integrity or place them under an improper obligation. Board Members must never canvass or seek gifts or hospitality.
- 3.10 Registers of gifts and hospitality offered, whether accepted or rejected, must be completed on a regular basis and submitted for review by the Chairperson

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<sup>2</sup> This should be taken to include all forms of receipts from fees, charges and other sources

of the Board. The Chairperson's register will be submitted to the Audit and Risk Assurance Committee for review.

#### **Use of Official Resources**

- 3.11 Board Members must not misuse official resources<sup>3</sup> for personal gain or for political purposes. Use of such resources must be in line with Libraries NI's rules on their usage.

#### **Use of Official Information**

- 3.12 Board Members must not misuse information gained in the course of their public service for personal gain or for political purpose<sup>4</sup> and must not disclose any information which is confidential in nature or which is provided in confidence without authority.

#### **Political Activity<sup>5</sup>**

- 3.13 In their public role, Board Members should be, and be seen to be, politically impartial. They should not occupy a paid party political post or hold a particularly sensitive or high-profile role in a political party. On matters directly related to the work of Libraries NI, they should not make political statements or engage in any other political activity. In their official capacity they should be even-handed in all dealings with political parties.
- 3.14 Subject to the above, Board Members may engage in political activity but should, at all times, remain conscious of their responsibilities as a Board Member and exercise proper discretion. They should inform the Chairperson and DfC before undertaking any significant political activity.

#### **Employment and Appointments**

- 3.15 A Board Member who wishes to take up new employment or appointments during their term of office must inform the Chairperson and DfC. Formal consideration will be given to whether such additional appointments are appropriate given the current appointment to Libraries NI.
- 3.16 On leaving office, Board Members should continue to observe their duty of confidentiality and comply with the rules of Libraries NI on the acceptance of future employment or appointments.

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<sup>3</sup> This includes facilities, equipment, stationery, telephony and other services

<sup>4</sup> 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.

<sup>5</sup> The DoF guidance states that a Board Member who is an MP, a Member of the House of Lords, a Member of the Northern Ireland Assembly or other devolved administration or Local Councillor, is exempt from these requirements, although he/she 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 their role as a Board Member. Under the terms of The Northern Ireland Assembly Disqualification Act 1975 MLAs are disqualified from being Board Members of Libraries NI.

### **Responsibilities towards Libraries NI Employees**

- 3.17 Board Members must treat staff employed by Libraries NI with courtesy and respect. It is expected that employees will show you the same consideration in return.
- 3.18 Board Members must not ask, or encourage, employees to act in any way which would conflict with the Code of Conduct for Staff.

## **4. Authority**

- **Policy Sponsor:** The Chairperson of the Board has overall responsibility for the Code of Conduct for Board Members.
- **Policy Owner:** The Chief Executive, in conjunction with the Chairperson, is responsible for dissemination of the policy and for its regular review.
- **Policy Contact:** Any Board Member who is uncertain about any aspect of the Code of Conduct and how it applies to their particular circumstances or who requires further information should contact the Chairperson, the Chief Executive or the Head of Internal Audit.