



CODE OF CONDUCT FOR GOVERNING BODY MEMBERS

**September
2019**

1.0 INTRODUCTION

1.1 This Code provides guidance to members of the Governing Body on the standards of conduct and accountability expected of them in fulfilling their responsibilities and in their relationship with the Governing Body and the Chief Executive of the College.

1.2 In addition to this Code, governors should familiarise themselves with the following documents in particular:

- (a) The College's Instrument of Government;
- (b) The College's Articles of Government;
- (c) Standing Orders of the Governing Body and its Committees;
- (d) The Management Statement & Financial Memorandum entered into by the College with the Department for the Economy;
- (e) The College Development Plan;
- (f) The principles laid down by the Committee on Standards in public Life (the Nolan Committee) for those in public office, namely:
 - Selflessness
 - Integrity
 - Objectivity
 - Accountability
 - Openness
 - Honesty
 - Leadership

These seven principles are set out in more detail at Appendix 1;

- (g) The College's Hospitality and Gifts Policy.

1.3 Copies of the documents at (a) – (e) and (g) above are available electronically on the Governing Body section of the College's intranet, Gateway, or, in paper form from the Secretary to the Governing Body on request.

1.4 If a governor is in doubt about the provisions of this Code, or any of the source documents referred to above, the Secretary to the Governing Body should be consulted in the first instance.

- 1.5 This Code also applies to every committee or working group of the Governing Body and to any other subsidiary body of the College to which governors may be appointed.

2.0 AIMS AND VALUES

- 2.1 The College Vision, Mission and Values are reviewed and updated by the Governing Body from time to time and seek to encapsulate the core purposes and aims of the College. Governors should have due regard to these, which are available on the Governing Body section of Gateway, when conducting the business of the Governing Body and considering the activities and proposed activities of the College.

3.0 CORPORATE RESPONSIBILITY

- 3.1 The Governing Body is committed to:

- (a) Acting within its powers, as conferred by the relevant sections of the Further Education (NI) Order 1997, and in accordance with the provisions of its Instrument and Articles of Government and the College's Management Statement & Financial Memorandum;
- (b) Recognising the Governing Body / College's obligations to all those with whom it has dealings including students, employees, suppliers, other educational institutions and partners, and the wider community;
- (c) Ensuring that it conducts its business in accordance with the ethical standards as set out in more detail in this Code.

4.0 RESPONSIBILITIES AND CONDUCT OF INDIVIDUAL GOVERNORS

- 4.1 **Governors should:**

- (a) Make themselves aware of their responsibilities as members of the Governing Body;
- (b) Exercise the highest standards of propriety and accountability in all aspects of Governing Body activity including the proper use of College funds;
- (c) Act in good faith and in the best interests of the College at all times;
- (d) Use reasonable care, skill and diligence in undertaking their role;

- (e) Seek to protect the good reputation of the College and maintain the trust and confidence of those with whom it deals.

4.2 They should not:

- (f) Use information gained in their capacity as a governor for personal gain, to promote their private interests, or for any other improper purpose;
- (g) Put themselves in a position where there is conflict (actual, potential, or perceived) between their personal interests and their duty to the Governing Body;
- (h) Be bound in their speaking or voting by mandates given to them by other bodies or persons.

4.3 Individual governors are furthermore expected to:

- (i) Work co-operatively with other governors in supporting the aims and objectives of the College;
- (j) Base their views on matters coming before the Governing Body or its committees on an honest assessment of the available facts unfettered by influence or representation from others;
- (k) Accept that they are bound by the collective decisions of the Governing Body whether they agree with them or not and refrain from publicly revealing or criticising the views of other governors expressed at meetings of the Governing Body or its committees;
- (l) Understand that individual governors have no legal or other authority outside meetings of the Governing Body and its committees;
- (m) Respect the confidentiality of business and the record of discussions and decisions that are, on occasions, deemed not for publication;
- (n) Be aware of and accept that individual governors, other than the Chair, do not have the right to make statements or express opinions on behalf of the Governing Body other than with the Governing Body's approval;
- (o) Recognise that governors should not deal directly with College staff, including senior staff, and that the Secretary to the Governing Body will act as the point of contact in all matters between governors and the executive;

- (p) Enhance their effectiveness as a governor through participation in training and development and other knowledge building opportunities;
- (q) Attend, as far as practicable, all meetings of the Governing Body and committees to which they are appointed;
- (r) Have regard to the different, but complementary, responsibilities of the Governing Body and the Chief Executive. Whereas the Governing Body is responsible for determining strategic policy and the overall direction of the College, the Chief Executive is responsible for implementing the Governing Body's decisions and managing the College's affairs within the budget and framework fixed by the Governing Body. Governors should work together so that the Governing Body and the Chief Executive perform their respective roles effectively.

5.0 REGISTER OF INTERESTS AND DECLARATION OF CONFLICTS OF INTEREST

- 5.1 The Instrument of Government requires that governors shall not take or hold any interest in any property held or used for the purpose of the College except with the approval of the Department for the Economy.
- 5.2 The Instrument of Government further requires that the Governing Body prepare and maintain a Register of Interests which will be open for public inspection.
- 5.3 Governors, in order to comply with the requirements of the Instrument of Government as regards registration and declarations of interest, must:
 - (a) Complete and submit an annual Register of Interests return to the Secretary to the Governing Body;
 - (b) Declare any amendments required to their entry in the Register of Interests as soon as reasonably practicable;
 - (b) Declare any conflict of interest (actual, potential, or perceived) arising from a matter coming before the Governing Body or a committee of the Governing Body and withdraw from the meeting during consideration of the subject matter in which the interest has been declared.

6.0 HOSPITALITY AND GIFTS

- 6.1 Governors should not receive gifts, hospitality or benefits of any kind from a third party which might reasonably be thought to compromise their personal judgement or integrity.

6.2 Governors must declare any hospitality or gifts received or offered for the purposes of updating the Governing Body's Register of Hospitality and Gifts and will be invited to do so at every meeting of the Governing Body.

Adopted by the Governing Body on:

18 September 2019

THE SEVEN PRINCIPLES OF PUBLIC LIFE

The following is an extract from the Second Report of the Nolan Committee on Standards in Public Life, May 1996.

SELFLESSNESS

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family or their friends;

INTEGRITY

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties;

OBJECTIVITY

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit;

ACCOUNTABILITY

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office;

OPENNESS

Holders of public office should be as open as possible about all the decisions and actions they take. They should give reasons for their decisions and restrict information only when the wider public interest demands;

HONESTY

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest; and

LEADERSHIP

Holders of public office should promote and support these principles by leadership and example.