

**CODE OF CONDUCT FOR MEMBERS OF  
NORTHERN REGIONAL COLLEGE GOVERNING BODY**



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# CODE OF CONDUCT FOR GOVERNING BODY MEMBERS OF NORTHERN REGIONAL COLLEGE

## 1. INTRODUCTION

- 1.1 This document sets out a code of conduct for Governors. It is based on Guidance issued by the Department of Finance & Personnel (DFP) (now the Department of Finance (DoF) in April 2014.
- 1.2 As a public office-holder, your behaviour and actions must be governed by the principles set out in the Northern Regional College (the College) Code of Conduct. It is your responsibility to ensure that you are familiar with, and comply with, all the relevant provisions of the Code.

## 2. KEY PRINCIPLES OF PUBLIC LIFE

- 2.1 The key principles upon which this Code of Conduct is based are the Seven Principles of Public Life<sup>2</sup>. 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.

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<sup>2</sup> *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 Governing Body Member.

## **3. GENERAL CONDUCT<sup>3</sup>**

- 3.1 The Governing Body has corporate responsibility for ensuring that the College fulfils the aims and objectives set by the Department for the Economy (DfE) and approved by the Minister for the Economy (the Minister), and for promoting the efficient, economic and effective use of staff and other resources by the College.
- 3.2 To this end, and in pursuit of its wider corporate responsibilities, the Governing Body and its Members shall:
- establish the overall strategic direction of the College within the policy and resources framework determined by the Minister and DfE;
  - constructively challenge the College's executive team in their planning, target setting and delivery of performance;
  - ensure that DfE is kept informed of any changes which are likely to impact on the strategic direction of the College 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 Governing Body operates within the limits of its statutory authority and any delegated authority agreed

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<sup>3</sup> Sections 3.1 and 3.2 not applicable for Codes of Conduct for departmental and agency non executive Governing Body Members.

with DfE, and in accordance with any other conditions relating to the use of public funds; and that, in reaching decisions, the Governing Body takes into account all relevant guidance issued by DoF and DfE;

- ensure that the Governing Body receives and reviews regular financial information concerning the management of the College; is informed in a timely manner of any concerns about the activities of the College; and provides positive assurance to DfE that appropriate action has been taken on such concerns;
- demonstrate high standards of corporate governance at all times, including using the independent Audit and Risk Assurance Committee to help the Governing Body to address the key financial and other risks facing the College; and
- where applicable, appoint with the Minister's approval a Chief Executive to the College and, in consultation with DfE, 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 funds<sup>4</sup> 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 College 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**

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

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<sup>4</sup> This should be taken to include all forms of receipts from fees, charges and other sources.

## **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 College on the acceptance of gifts and hospitality which are in line with current DoF 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 College.
- 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 College into disrepute.

## **Use of Official Resources**

- 3.10 You must not misuse official resources<sup>5</sup> for personal gain or for political purposes. Use of such resources must be in line with the College's rules on their usage.

## **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.<sup>6</sup>
- 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 Governing Body.

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<sup>5</sup> This includes facilities, equipment, stationery, telephony and other services.

<sup>6</sup> Governing Body 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

## **Political Activity<sup>7</sup>**

- 3.13 In your public role, you should be, and be seen to be, politically impartial and even-handed in all dealings with political parties. Members of the Governing Body are not expected to occupy a paid party political post or hold a particularly sensitive or high-profile role in a political party.
- 3.14 On matters directly related to the work of the College, you should not make political statements or engage in any other political activity.
- 3.15 Subject to the above, you may engage in political activity but should, at all times, remain conscious of your responsibilities as a Governing Body Member and exercise proper discretion. You should inform the Chair and the 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 DfE. Formal consideration will be given to whether such additional appointments are appropriate given your current appointment to this College.
- 3.17 On leaving office, you must comply with the rules of the College on the acceptance of future employment or appointments.

## **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 College on handling conflicts of interests. As a minimum, these will require you to declare publicly any

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<sup>7</sup> 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 College and recognise that certain political activities may be incompatible with your role as a Governing Body member.



private interests which may, or may be perceived to, conflict with your public duties<sup>8</sup>.

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 College;
- 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 College;
- 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 College.
- Relevant non financial interests including membership or holding office in other public bodies, clubs, societies and organisations such as Trade Unions and voluntary organisations.
- Cases in which close family members or persons living in the same household as the Governing Body Member may have an interest<sup>9</sup>.

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.

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<sup>8</sup> 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.

<sup>9</sup> Close family members include personal partners, parents, children (adult and minor) brothers, sisters and the personal partners of any of these.

- 4.5 In certain situations, handling a conflict of interest properly may require much more than simply leaving a Governing Body meeting while the matter is being discussed or voted upon. For example, Governing Body 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 or receive any minutes relating to that part of the meeting; and
  - not use their position as a Governing Body Member to try and improperly influence a decision by lobbying any other Governing Body Member(s) or by contacting another Governing Body Member to represent their interests at the meeting.
- 4.6 It is extremely important that there should be a level playing field with no advantage (real or perceived) given to Governing Body Members or to individuals or organisations with Governing Body connections or representation.
- 4.7 It is your responsibility to ensure that you are familiar with the College's rules on handling conflicts of interests, that you comply with these rules and that your entry in the College'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 of the College who, in turn, may seek advice from the Department.**

## **5. RESPONSIBILITIES AS A GOVERNING BODY MEMBER**

- 5.1 You should play a full and active role in the work of the College. You should fulfil your duties and responsibilities responsibly and, at all times, act in good faith and in the best interests of the College.
- 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 post<sup>10</sup>.
- 5.4 You should respect the principle of collective decision-making and corporate responsibility. This means that, once the Governing Body 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.

## **6. RESPONSIBILITIES TOWARDS EMPLOYEES**

- 6.1 You will treat any staff employed by the College 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.

## **7. COMMUNICATION WITH THE MINISTER**

- 7.1 Communications between the Governing Body and the Minister will normally be through the Chair, except where the Governing Body has agreed that an individual member should act on its behalf. Nevertheless, individual members have the right of access to the Minister on any matter which they believe raises important issues relating to their duties as members of the Governing Body. In such cases, the agreement of the rest of the Governing Body would normally be sought.

## **8. DAY-TO-DAY BUSINESS BETWEEN THE COLLEGE AND DFE**

- 8.1 Day-to-day business between the College and DfE will be conducted by the Principal or another member of staff who is authorised to act on behalf of the Governing Body.

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<sup>10</sup> 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.

## **9. INDUCTION OF NEW MEMBERS OF THE GOVERNING BODY**

- 9.1 The Chair should ensure that all members of the Governing Body, when taking up office, are fully briefed on the terms of their appointment, and on their duties and responsibilities. They should also be given a copy of this Code of Conduct; other relevant background material such as the Instrument and Articles of Government, the College Partnership Agreement; its latest College Development Plan and annual reports and Financial Statements; College organisational structure and basis of operation; and the guide for governors. The Chair should encourage new members of the Governing Body to attend an induction course on the duties of members of public bodies, or some other suitable induction programme.