



Code of Business Conduct – ESRI Council

Version 2.0, May 2020

1. Intent and Scope of this Code

The Code of Practice for the Governance of State Bodies requires that each state body should have a written Code of Business Conduct for members of governing boards as well as for employees.

This code sets out the agreed standards of principle and practice which will inform the conduct of members of the ESRI Council and its Committees. Council Members are expected to comply voluntarily with this written code.

Council Members should also take into account their obligations under the Ethics in Public Office Acts, the Standards in Public Office Acts and the Companies Acts.

Should a Council Member have any doubt in relation to any aspect of the code s/he should consult the Chair.

2. Objectives of the Code

This code seeks to:

- Establish an agreed set of ethical principles which will underpin the work of the ESRI.
- Promote and maintain confidence in the work of the ESRI.
- Prevent the development or acceptance of unethical practices.

3. General Principles

Council Members should observe the following general principles:

i. Standards

The Council acknowledges the duty of all members to conform to the highest standards of business ethics.

ii. Fairness

The Council will ensure that the ESRI complies with employment equality and equal status legislation and is committed to fairness in all its activities.

iii. Integrity

- Members shall disclose any outside employment and business interests in conflict, or in potential conflict, with the work of the ESRI.

- Members shall not give or receive corporate gifts, hospitality, preferential treatment or benefits which might affect, or appear to affect, the ability of the donor or the recipient to make independent judgement.
- Members shall ensure that the ESRI's accounts and reports accurately reflect the Institute's business performance and are not misleading or designed to be misleading.
- Members shall not use the ESRI's resources or time for personal gain or solely for the benefit of persons or organisations unconnected with the Institute.
- Members commit that they shall not acquire information or business secrets by improper means.
- Members shall ensure there is a culture of only claiming expenses as appropriate to Institute business needs and in accordance with public sector practice.

4. Information

- Members will ensure that access to general information on the activities of the Institute is facilitated in a manner that is open and enhances its accountability to the general public.
- Members shall respect the confidentiality of sensitive information held by the Council. This includes material such as:
 - reports submitted for consideration by the Council;
 - information received in confidence by the Council;
 - personal information;
 - commercial or Institute-specific sensitive information (including, but not limited to, future plans or details of major organisational or other changes such as restructuring).
- Members shall observe appropriate prior consultation procedures with third parties where, exceptionally, it is proposed to release sensitive information in the public interest;
- Members shall comply with relevant statutory provisions, e.g. data protection legislation.

5. Obligations

Members shall:

- ensure that the Council fulfils all regulatory and statutory obligations imposed on the ESRI;
- cooperate with audit procedures;
- endeavour to attend all Council meetings;
- ensure that appropriate procurement guidelines are being applied in the ESRI;
- be satisfied that controls to prevent fraud have been put in place, including adequate controls to ensure compliance with procedures in relation to claiming of expenses for business travel;
- recognise that the acceptance of positions following membership of the Council can give rise to the potential for conflicts of interest and to confidentiality concerns.

- Council Members shall continue to respect the confidentiality of sensitive material held by the ESRI in any dealings s/he may have following the termination of her/his membership of the Council.

6. Work/External Environment

- The Council will place the highest priority on promoting and preserving the dignity and respect as well as health and safety of the Institute’s employees and ensure that community concerns are fully considered.
- Ensure the Institute promotes a culture of “speaking up” whereby employees can raise concerns regarding serious wrongdoing in the workplace without fear of reprisal.

7. Loyalty

- Acknowledge the responsibility to be loyal to the Institute and fully committed to its activities while mindful that the organisation itself must at all times take into account the interests of its stakeholders.
- Prepare an explanatory booklet providing practical guidance and direction on such areas as gifts and entertainment and on other ethical considerations which arise routinely.

8. Communications

Members shall adhere to the policy that only the Chair, Director or their nominee shall speak to the media on behalf of the Council.

9. Responsibility

- Circulate this Code of Conduct and a policy document on disclosures of interest to all Council members for their retention.
- Ensure above recipients acknowledge the receipt and understanding of same.

10. Process and Review

The Council will review the Code of Business Conduct as part of its regular review of Governance.

11. Version History

Version No.	Date	Amendments	Approved By
Version 2.0	May 2020	Review/update against 2016 Code of Practice for Governance of State Bodies	Council
Version 1.0	Sept 2010	Initial version	Council