



## **Code of Business Conduct**

### **Intent and scope**

It is a requirement of the Department of Finance that all State funded organisations adopt a Code of Business Conduct for Board Members and Staff. The Code sets out a framework of business practices to enable the delivery of the highest possible standards for the stakeholders and clients of Bord Scannán na hÉireann/ the Irish Film Board.

It is intended that this Code will be reviewed as required to reflect changes in the processes and procedures of decision making within the Board and/or as the regulatory environment changes.

### **Objectives**

Bord Scannán na hÉireann/ the Irish Film Board will carry out its activities consistently demonstrating the following principles:

1. Honesty, transparency and professionalism in all its transactions
2. Fairness, consistency and integrity in its service to the film and tv industry
3. Respect, courtesy, confidentiality and trust in all its personal interactions
4. Proactive and forward thinking in the execution of its duties
5. Conviction, pride and a passion for Irish film and filmmakers
6. Commitment to equality and pluralism with regard to gender, sexuality, race, religion, age, disability or membership of the Traveller community.

Bord Scannán na hÉireann/ the Irish Film Board Directors and Staff will always be mindful of the above principles in every aspect of their position to ensure a high standard of ethical practices.

Bord Scannán na hÉireann/ the Irish Film Board will strive to ensure financial transactions are documented and controlled to the highest possible level in accordance with the Film Board Act, Code of Practice for the Governance of State Bodies, the Office of the Comptroller and Auditor General, Freedom of Information Act, Data Protection Act and the Standards in Public Office Commission.

## **General Principles**

### **1. Integrity**

- disclosure by Directors of outside employment/business interests in conflict or in potential conflict with the business of the body (see *Conflict of Interests*);
- management and employees should not be allowed to be involved in outside employment/business interests (paid or unpaid) in conflict or in potential conflict with the business of the body –
  - in the case of staff considering undertaking outside activities, they must first consult the CEO in writing;
  - the Chairman undertakes to consider Board Member conflict of interest issues that do not pertain to specific projects which may arise.

Issues which may arise could include invitations to join Boards, invitations to events, participation in specific projects, activities or events.

- avoidance of the giving or receiving of 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 on business transactions;
- commitment to compete vigorously and energetically but also ethically and honestly;
- conduct of purchasing activities of goods/services in accordance with the Public Procurement Guidelines;
- ensuring that the body's accounts/reports accurately reflect their business performance and are not misleading or designed to be misleading;
- avoidance of use of the State body's resources or time for personal gain, for the benefit of persons/organisations unconnected with the body or its activities or for the benefit of competitors; and
- commitment not to acquire information or business secrets by improper means.

### **2. Conflict of Interest Rules**

#### **2.1 With specific regard to Projects and Board Members**

Where a Board member has a relationship to a project (either directly or through a production company) a conflict of interest exists. The Board member is benched from receiving any documentation with regard to deliberations and the decision. The project will appear on the agenda for the next Board meeting and the conflict of interest will be noted in the minutes.

## **2.2 *With specific regard to Projects and Staff***

Where a Staff member, including the CEO, who is a part of the Project Group or Development Group, has a relationship to a project submitted for funding, be it direct or indirect, the Staff member leaves the room while the project is discussed and the conflict is noted in the notes from the meeting.

## **2.3 *With regard to other matters***

Where a Board member or the CEO may have a potential conflict of interest in relation to an issue which is not specifically project based, the matter is discussed with the Chair prior to open discussion with the Board. The Chair decides whether the Board member in question is excluded from the discussion and a conflict of interest noted or not.

Where a Staff member may have a potential conflict of interest in relation to an issue which is not specifically project based, the matter is discussed with the CEO. The CEO decides whether the Staff member in question is excluded from the discussion or activity.

## **2.4 *With regard to the Standards in Public Office Commission***

In line with Ethics in Public office Act, Designated Directors (Chair and Board Members) and Designated Positions (CEO and Head of Business and Finance) complete annual Statements of Interests or Statement of Nil Interest for the Office of register held at the Standards in Public Office Commission.

## **3. *With regard to Section 481 Tax Investments***

Board Members and Staff Members are prohibited from investing, as Section 481 investors, in projects in which the Irish Film Board has invested.

## **4. *Information***

- support by Directors, management and employees of a State body for the provision of access by the body to general information relating to the body's activities in a way that is open and enhances its accountability to the general public.
- respect the confidentiality of sensitive information held by the State body. This would constitute material such as:
  - commercially sensitive information (including, but not limited to, that which pertains to film and tv projects and other sensitive information such as confidential information with regard to the Minister for the Arts and his Department and other information about organisations);
  - personal information; and
  - information received in confidence by the public body.

- observe appropriate prior consultation procedures with third parties where, exceptionally, it is proposed to release sensitive information in the public interest.
- comply with relevant statutory provisions (e.g. data protection legislation, the Freedom of Information Act, 1997)

**5. *Obligations***

- fulfil all regulatory and statutory obligations imposed on the State body;
- compliance with detailed tendering and purchasing procedures, as well as complying with prescribed levels of authority for sanctioning any relevant expenditure;
- introduce controls to prevent fraud including adequate controls to ensure compliance with prescribed procedures in relation to claiming of expenses for business travel;
- Directors should use their reasonable endeavours to attend all Board meetings; and
- acceptance of positions following employment and/or engagement by a State body can give rise to the potential for conflicts of interest and to confidentiality concerns. The Board of a State body should, therefore, in a manner most effective to such body, deal with the issue of post resignation/retirement employment, appointment and/or consultancy of its Directors and employees by the private sector and should ensure that any procedures that it may have put in place in this regard are monitored and enforced.

**6. *Loyalty***

- acknowledge the responsibility to be loyal to the State body and fully committed in all its business activities while mindful that the organisation itself must at all times take into account the interests of the owner(s); and
- acknowledge the duty of all to conform to highest standards of business ethics.

**7. *Fairness***

- compliance with employment equality and equal status legislation;
- commitment to fairness in all business dealings; and
- value customers and treat all customers equally.

**8. *Work/External Environment***

- place highest priority on promoting and preserving the health and safety of employees;
- ensure that community concerns are fully considered; and
- minimise any detrimental impact of the operations on the environment.

**9. Responsibility**

- circulation of this Code of Business Conduct which includes the policy on disclosure of interests to all Directors, management and employees for their retention; and
- above recipients to acknowledge receipt and understanding of same.

**10. Review**

- commitment to review the Code of Business Conduct as appropriate.

**11. Declaration**

I, \_\_\_\_\_ (insert name)

\_\_\_\_\_ (insert position)

**have read and understood this Code of Business Conduct with regard to my position at Bord Scannán na hÉireann/ the Irish Film Board .**

\_\_\_\_\_ (signature)

\_\_\_\_\_ (insert\_date)