

| Version Control | |
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| Title | KRSP Code of Conduct 270923 |
| Document Ref/Version No | V1: 290921 V2: 270923 |
| Purpose of Document | The purpose of this Code of Conduct is to set down the general principles and standards, which govern the conduct of Board members and committee members of the organisation thereby maintaining a high level of public confidence in the activities of the LSP. |
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| Authorised By | KRSP Board |
| Effective Date | 270923 |
| Review Date | Biennially 270925 |
| Comments | SGC: 1.2 (b), 4.1 (b)(f) (g), 5.1 (b) |

KRSP Board & Committee Members Code of Conduct

Board members are required to adhere to the code of conduct for Board members of KRSP. The code of conduct must be reviewed and signed annually by each member of the Board.

The purpose of this Code of Conduct is to set down the general principles and standards, which govern the conduct of Board members and committee members of the organisation thereby maintaining a high level of public confidence in the activities of the LSP.

The code should set out basic objectives such as the establishment of agreed set of ethical principles, the promotion, and maintenance of confidence and trust, and also the prevention of development or acceptance of unethical practices. This code acknowledges the duty of all Board members and committee members to conform to highest standards of business and personal ethics.

Board members and committee members are obliged to comply with statutory and regulatory obligations, agreed policies and procedures, regulations, agreed standards and codes of practice, or standard operating procedures adopted by the organisation.

As it is not possible for this Code of Conduct to provide for every situation which may arise, Board and Committee members must bear in mind that it is primarily their responsibility to ensure that all their activities, whether covered specifically or otherwise in this Code of Conduct, are for the benefit of the organisation and are governed by the ethical considerations implicit in the Code.

General responsibilities

The Board and individual members must ensure that the organization complies with the legal, regulatory, and governance obligations relevant to the LSP.

The members are expected to attend Board meetings on a regular basis and be prepared by reviewing Board documentation in advance, contribute to the decision-making of the Board, and share collective responsibility for the Board decisions.

The Board has a formal schedule of matters specifically reserved for a decision to ensure conformance with its legal, regulatory, and governance obligations.

Board members are expected to act in the best interests of the organisation at all times and not in a representational capacity.

Board members are encouraged to attend professional, developmental, and related events and keep up to date with legal, regulatory, governance, and management obligations relevant to the operations of the organisation.

Board members are expected to contribute to the work of committees or working groups that may be appointed by the Board from time to time.

Conflicts of Interest and Conflicts of Loyalty

It is acknowledged that Members contribute their expertise and their unique insights to the Boards decisions. In making such contributions, the member is not acting in a representative capacity but as part of the collective Board and is required to respect the collective decision of the Board on any matter. In the carrying out of their duties, members need to be aware of real or perceived conflicts of interest and conflicts of loyalty.

Conflict of Interest

What is it?

When a Board member' private, business, or professional interests (including that of a relative, partner) compete with his/her duties as a Board member of KRSP in a manner which may unduly influence the proper fulfilment of his/her fiduciary duty towards the LSP.

How to deal with it?

If a Board member has an interest, either direct or indirect, in any contract or arrangement with any organisation or individual proposed to become involved with KRSP, they must declare their interest at a Board meeting. Where enters into a contract or a financial or professional arrangement with any organisation or individual, and this matter appears before the Board for decision, any Board member who has an interest in or connection with that individual or organisation, either direct or indirect, must declare their interest to the Board.

The Board member must make a statement and answer any questions put to them on the issue by other Board members. Following the statement and answering of questions, the Board member may, by discretion of the majority of the rest of the Board, be asked to leave the room and not vote on the particular issue. Where a question arises as to whether or not a case relates to a conflict of interest of the chairperson, the Board shall decide the question.

KRSP has introduced a register of Directors' interests, which is updated annually. Board members are expected to provide information on any potential conflicts of interest/ conflicts of loyalty for inclusion in the register.

Conflict of Loyalty

What is it?

A conflict of loyalty arises where a board member may be involved in board decisions and maybe (or perceived to be) potentially influenced by considerations other than the best interests of the organisation.

This might happen when the board member has come onto the Board as a nominee of a particular group, and this situation may cause the board member to think that they should act in the interests of the grouping that nominated them.

How to manage them?

- Board members will always act in the interests solely of KRSP as their board member, rather than acting in the interests of any grouping which nominated me or whom they otherwise represent.
- Board members will declare any conflict of loyalty or any circumstance that might be viewed by others as a conflict of loyalty as soon as it arises.
- Board members will submit to the judgment of the Board and do as it requires regarding potential conflicts of loyalty.
- Conflicts of loyalty may be sufficiently serious to amount to conflicts of interest.

General Principles

Integrity

The collective responsibility, authority, and confidentiality of the Board should be safeguarded. It is essential that Members conduct themselves and are seen to conduct themselves and all of their activities to the highest possible standard. This requires disclosure by Members of outside employment/business interests in conflict or potential conflict with the business of the organisation.

Gifts and Benefits

A member must not obtain personal advantage from any person dealing with the organisation.

Specifically, a member must not accept or give any gifts or inducements where the value could appear that the person giving is attempting to influence the member to gain an advantage.

Information

The Board and individual members are required to respect the confidentiality of sensitive information held by the organisation. They must comply with relevant statutory provisions (e.g., Data Protection legislation, etc.).

Former Board members should treat information received while acting in this capacity as confidential. Board papers remain the property of the Board and should be returned at the cessation of a members term of appointment or resignation.

Obligations

The Board and the members are required to comply with all legal and regulatory obligations imposed on it.

Board members should be aware of their duty to conform to the highest standards of personal and professional ethics.

Individual members are expected to act in good faith and in the best interests of KRSP at all times and to support decisions of the Board.

External Environment

The Board is committed to promoting and preserving the health, safety, and welfare of staff, stakeholders, and those with whom the Board interacts. The Board is responsible for:

- circulation of this Code of Conduct and a policy document on disclosure of interests to all Members for their attention;
- acknowledging receipt and understanding of same; and
- providing guidance and direction on such areas as gifts and entertainment and on other ethical considerations which arise routinely.

In Summary

Ethical behaviour

Board Members:

- will not personally gain materially or financially from their role as trustee, nor will they permit others to do so as a result of my actions or negligence;
- will document expenses and seek reimbursement according to procedure;
- will not accept gifts or hospitality without prior consent of the chair;
- will use organisational resources responsibly, when authorised, in accordance with procedure.

In the Boardroom

- will strive to embody the principles of leadership in all their actions and live up to the trust placed in me by KRSP;
- will abide by board governance procedures and practices;
- will strive to attend all board meetings, giving apologies ahead of time to the chair if unable to attend;
- will study the agenda and other information sent me in good time prior to the meeting and be prepared to debate and vote on agenda items during the meeting;
- will act independently in a personal capacity in promoting the aims of LSP in line with its governing document;
- will honour the authority of the chair and respect his or her role as meeting leader;
- will engage in debate and voting in meetings according to procedure, maintaining a respectful attitude toward the opinions of others while making their voice heard;
- will accept a majority board vote on an issue as decisive and final;
- will maintain confidentiality about what goes on in the boardroom unless authorised by the chair or Board to speak of it.

Enhancing Governance

- will participate in induction, training, and development activities for trustees;
- will continually seek ways to improve board governance practice;
- will strive to identify good candidates for trusteeship and appoint new trustees on the basis of merit;
- will support the chair in his/her efforts to improve his/her leadership skills;
- will support the co-ordinator in his/her executive role and, with their fellow board members, seek development opportunities for him/her.

Breach of the Code

Any minor breach of this Code of Conduct will be dealt with in the first instance informally, for example by the chairman of the Board or another Board member, drawing the breach to the Board member's attention during a meeting or similar.

If a Board member is concerned that another Board member may be in breach of this Code of Conduct, they should raise their concerns with the Chairperson.

However, where there is evidence of a deliberate, serious or continued breach of this code of conduct, this will be taken up by the Chairperson, in a special convened meeting if appropriate.

Review

The Board should consider the Code of Business Conduct as appropriate and approve at a meeting of the Board.

Any proposed revisions to the Code of Business Conduct should be approved at a meeting of the Board.

This policy is required to be reviewed by the Board (at least biennially).

This policy should be read alongside the LSP Governance Framework, policies, and protocols.

Declaration of Understanding and Acceptance

I _____ wish to state that I have read and understand the contents of this policy and undertake to comply with it in all aspects of my work as a Board and/or Committee member with Kilkenny Recreation & Sports Partnership.

Signed: _____ Date: _____