

Code of Business Conduct
for
Members and Employees of the National Qualifications
Authority of Ireland

25 March 2010

INTRODUCTION

The *Code of Practice for the Governance of State Bodies* (2009) requires that all State Bodies develop and adopt a 'Code of Business Conduct' binding on all Directors and employees of State Bodies. The Code also requires that the Code be approved by the Authority. Certain matters, in accordance with the Code of Practice are specifically required to be included in the Code.

The Chairperson of the Authority is required to affirm in his/her annual report to the Minister for Education and Science that Codes of Business Conduct for Directors and Employees have been put in place and are being adhered to.

This Code sets out in written form the agreed standards, guiding principles and obligations that inform the conduct of members and employees of the Authority

INTENT, SCOPE and OBJECTIVES

The Code of Business Conduct covers all the activities of the Authority for both members and employees and demonstrates that the Authority conducts all its business in a manner which is impartial and based on sound ethical principles. The Code is intended to:

- establish an agreed set of ethical principles for the conduct of the Authority's business
- promote and maintain confidence and trust in the Authority, and
- prevent the development or acceptance of unethical practices in the Authority.

GENERAL PRINCIPLES/CONFLICTS of INTEREST

MEMBERS' OBLIGATIONS

On appointment to the Authority, and in addition to the requirements under the Ethics in Public Office Acts, 1995 and 2001, each member should furnish to the Director of Corporate Affairs of the Authority details relating to his/her employment and all other business interests including shareholdings, professional relationships etc., which could involve a conflict of interest or could materially influence the member in relation to the performance of his/her functions as a member of the Authority.

Any interests of a member's family of which he/she could be expected to be reasonably aware or a person or body connected with the member which could involve a conflict of interest or could materially influence the member in the performance of his/her functions

will also be disclosed. For this purpose persons and bodies connected with a member should include:

- (a) A spouse, parent, brother, sister, child or step-child;
- (b) A body corporate with which the member is associated;
- (c) A person acting as the trustee of any trust, the beneficiaries of which include the member or the persons at (a) above or the body corporate at (b) above; and
- (d) A person acting as a partner of the member or of any person or body who, by virtue of (a) - (c) above, is connected with the member.

Each member should furnish to the Director of Corporate Affairs and Communications details of business interests on the lines above of which he/she becomes aware during the course of his/her membership.

- a) Where it is relevant in any matter which arises for the Authority, the member will be required to indicate to the Director of Corporate Affairs and Communications the employment and any other business interests of all persons connected with him/her, as defined at (a) above.
- b) The Authority may exercise discretion regarding the disclosure by members of minor shareholdings. As a general guideline, shareholdings valued at more than €15,000 or of more than 5 per cent of the issued capital of a company will be disclosed.
- c) If a member has a doubt as to whether this Code requires the disclosure of an interest of his/her own or of a connected person, that member will consult the Chairperson.
- d) Details of interests disclosed will be kept by the Director of Corporate Affairs and Communications of the Authority in a special confidential register and will be updated on an annual basis. Changes in the interim will be notified to the Director of Corporate Affairs and Communications as soon as possible. Only the Chairperson, Director of Corporate Affairs and Chief Executive of the body will have access to the register.
- e) Should a matter relating to the interests of the Chairperson arise, he/she will depute the Deputy Chairperson to chair the Authority meeting and should absent himself/herself when the Authority is deliberating or deciding on a matter in which the Chairperson, or a person or body connected with the Chairperson, has an interest.

- f) Authority papers on any deliberations regarding interests will not be made available to the member concerned prior to a decision being taken. Decisions once taken will notified to the member.
- g) It is recognised that the interests of a Director and person connected with him/her can change at short notice, a Director will, in cases where he/she receives documents relating to his/her interests or of those connected with him/her return the documents to the Director of Corporate Affairs and Communications at the earliest opportunity.
- h) A Member will absent himself/herself when the Authority is deliberating or deciding on matters in which that member (other than in his/her capacity as a member of the Authority) or a person or body connected with the member has an interest.
- i) Where a question arises as to whether or not a case relates to the interests of a Member or a person or body connected with that Member the Chairperson of the Authority should determine the question.
- j) Former Members will treat commercial information received while acting in that capacity as confidential.
- k) Directors should not retain papers obtained during their terms as Director and should return such documentation to the Director of Corporate Affairs and Communications or otherwise indicate that all such papers in their possession has been disposed of in an appropriate manner. In the event that Directors require access to Authority papers from the time of their term on the Authority, this can be facilitated by the Director of Corporate Affairs and Communications.

Employees' Obligations

The Chief Executive, as a member of the Authority, is obliged to complete a statement of interests.

Employees must declare in writing to the Director of Corporate Affairs and Communications, who maintains a confidential record, any personal or family interest or possible conflict of interest that might affect their impartiality in carrying out their duties immediately if such exists or as soon as it occurs.

Employees of the Authority may not involve themselves in outside employment or business interests which are in conflict, or in potential conflict, with the business of the Authority, or would prevent them from carrying out their duties. Where a question arises as to whether or not a case involved a conflict of interest for an employee, the matter should be brought to the attention of his / her immediate superior. Where such cases

warrant it, the Chief Executive shall determine the question and his / her decision shall be final.

GIFTS and ENTERTAINMENT

Employees' Obligations

Employees of the Authority must not accept or give gifts, hospitality, preferential treatment, or any other benefits or favours which might affect or appear to affect the ability of the donor or the recipient to make independent judgement on business transactions

Some suppliers, consultancies / service providers and contractors may send unsolicited gifts to named employees with whom they have contact. In such cases employees notify the Administration Executive who will decide whether the gift may be accepted. In the case of non-personal gifts these are distributed in an equitable manner among all staff.

Entertainment of Authority employees by suppliers is acceptable within normal commercial criteria. These are defined as follows:

- l) A meal may be accepted at a local venue (but this must not include residential stay).
- m) A ticket for a sports or other public entertainment event at a local venue may be accepted.
- n) Under no circumstances may cash or cash vouchers be accepted by any employee.

Under no circumstances may any employee, acting in a professional or personal capacity, solicit or request a gift, donation or support from suppliers of goods or services to the Authority, without the express written permission of the Chief Executive or an officer nominated by him.

Where a question of the giving of a gift to people or organisations doing business with the Authority arises, the approval of the Chief Executive or of his delegated nominee should be sought beforehand. Gifts of this kind must be token and should not normally exceed €100 in value.

INTEGRITY and LOYALTY

Members' and Employees' Obligations

The Authority is committed to competing vigorously and energetically but also ethically and honestly.

Members and employees may not acquire business information or the business secrets of competitors or potential competitors by improper means.

Members and employees may not use the Authority's resources or time for personal gain, for the benefit of persons or organisations unconnected with the Authority or its activities, or for the benefit of competitors.

Members and employees of the Authority acknowledge the responsibility to be loyal to the Authority and are fully committed to all its business activities, and to conform to the highest standards of business ethics.

INFORMATION

Members' and Employees' Obligations

The Authority will provide access to general information relating to its activities, in a way that is open and enhances its accountability to the general public. The Authority will provide accurate and timely accounts and reports which reflect its business performance.

Authority members and employees must at all times maintain the confidentiality of information obtained in the course of the Authority's business.

Authority members and employees must respect the confidentiality of sensitive information held by the Authority. This includes:

- a) commercially sensitive information, including but not limited to, future plans or details of major organisational or other changes such as restructuring
- b) personal information; and
- c) information received in confidence by the Authority.

There will be appropriate prior consultation with third parties where, exceptionally, it is proposed to release sensitive information in the public interest.

The Authority will comply with the requirements of the Data Protection Acts 1998 to 2003 and the Freedom of Information Acts 1997 to 2003.

OBLIGATIONS

Members' and Employees' Obligations

The Authority is fully committed to:

- a) The fulfillment of all its regulatory and statutory obligations

- b) The operation of controls to prevent fraud, including adequate controls to ensure compliance with prescribed procedures in relation to the claiming of expenses for business travel
- c) Ensuring that its accounts and reports accurately reflect its business performance and are not misleading or designed to be misleading
- d) Compliance with employment equality and equal status legislation
- e) Fairness in all business dealings
- e) Valuing customers and treating all customers equally.
- f) Placing the highest priority on promoting and preserving the health, safety and welfare of its employees
- g) Ensuring that community concerns are fully considered, and
- h) Minimising any detrimental impact of its operations on the environment.

All members of the Authority and employees of the Authority are required to bear these principles in mind in the conduct of their duties.

Employees' Obligations

The purchasing activities of the Authority are to be conducted in accordance with best business practice.

The Authority has approved detailed Tendering and Purchasing Procedures, as well as approved levels of authority for approval of expenditure and these are strictly adhered to. The Tendering and Contract procedures are compatible with and complement EU Public Procurement Directives as well as other relevant international trade control mechanisms.

The Tendering and Purchasing Procedures are designed to provide an objective framework to assess the products and value-for-money of suppliers, and to provide the organisation with goods and services at competitive prices.

Tendering procedures and approval levels are fully documented and must be seen as the backdrop to this Code of Business Conduct.

ENFORCEMENT and RESPONSIBILITY

Members' and Employees' Obligations

It is essential that the provisions of this code be understood and observed by all employees of the Authority and in particular by all members of the Authority.

It is not possible for a set of rules or guidelines to provide for all situations which may arise. Members and employees of the Authority will bear in mind, therefore, that it is primarily their responsibility to ensure that all of their activities, whether covered specifically or otherwise in this document, are governed by the ethical principles described here.

A copy of this Code of Business Conduct is distributed to all current members of the Authority and employees of the Authority and to all new Authority members and employees on their appointment. Authority members and employees will acknowledge that they have received and understood the requirements of this Code.

CIRCULATION AND REVIEW

Following approval by the Authority, this Code will be circulated to all Authority members and employees each of whom will acknowledge receipt and understanding of same. The Authority commits to review the Code annually or as appropriate.

This Code of Business Conduct was approved by the Authority on 25 March 2010

National Qualifications Authority of Ireland

Code of Business Conduct

Acknowledgement

I acknowledge that I have read and understand the Authority's Code of Business Conduct and I agree to be bound by the standards and principles contained in the Code.

I agree to inform the Director of Corporate Affairs and Communications (who will retain a confidential record) of any material fact or conflict of interest that might affect the performance of my duties in a fair and impartial manner.

Signed _____

Date / /