

## **Code of Conduct for NMI Board**

In order to comply with the *Code of Practice for the Governance of State Bodies (2016)*, members of the NMI Board must adhere to the following Code of Conduct, “The Code”. Each Board member is required to acknowledge receipt of the Code and their commitment to act in accordance with it in writing to the Secretary of the Board.

The Board of the NMI is committed to the highest principles and standards in the conduct of its duties and obligations. The Code herein binds the Board, its members and Chair individually and collectively.

Since its establishment the NMI Board has always adopted the *Code of Practice for the Governance of State Bodies (2016)* issued by the Department of Public Expenditure and Reform. This Code is informed by both prevailing legislation and the *Code of Practice for the Governance of State Bodies (2016)* issued by the Department of Public Expenditure and Reform. While the Board duly adopted the *Code of Practice for the Governance of State Bodies (2016)* aforesaid the Board recognises that the provisions are supplementary to the statutory duties and obligations arising out of and imposed by the relevant legislation including in particular the National Cultural Institutions Act, 1997, National Monuments Act, 1930 and the Ethics in Public Office Acts 1995 and 2001.

The NMI Board recognises that while the relevant statutory obligations, including the Acts aforesaid, this Code of Conduct and the Corporate Governance Manual shall bind and guide the Board they cannot be, exhaustive and cannot provide for all possible situations that may arise. In recognition of the latter the members of the Board and Secretary to the Board should be aware that each such member of the Board has a duty, in the absence of express or relevant statutory provisions or guiding and informative Codes to be guided by the highest standards of integrity, honesty and proper ethics in the carrying out of their duties, obligations and functions as a Board and as members of the Board of the NMI.

The Board will review its own performance, that of its committees and individual members, on an annual basis.



Catherine Heaney  
Chair  
Board of the National Museum of Ireland

Dated: 2<sup>nd</sup> December 2021

**Objectives:**

The purpose of the Code of Conduct is to:

- a) Set down an agreed set of ethical principles.
- b) Promote and maintain a high level of confidence and trust in the NMI Board.
- c) Prevent the development or acceptance of unethical practices.
- d) Meet the requirements of the *Code of Practice for the Governance of State Bodies*.
- e) Comply with the requirements of relevant legislation.

The Code of Conduct relates both to the internal and external activities of the NMI Board members.

The Code requires that members act so as to ensure that the Board's business is conducted effectively, efficiently and objectively in the public interest, in a manner consistent with the highest standards of integrity and accountability and in accordance with the relevant legislation and guidelines.

The Chairperson will ensure that all members present at a meeting have a reasonable opportunity to contribute to Board deliberations and that no member exercises excessive influence on them.

**Integrity**

NMI Board members are expected to act and be seen to act with integrity and exclusively in the public interest.

Board members undertake to:

- Observe the highest standards of personal and professional integrity at all times.
- Disclose any outside employment/business interests in conflict or in potential conflict with the business of the NMI.
- Complete and return declarations of interest in accordance with the Ethics in Public Office Act 1995 and 2001.
- Neither give nor receive corporate gifts, hospitality, or benefits which might affect or reasonably appear to affect the members' ability to make an independent judgement on Board business.
- Ensure the conduct of purchasing activities of goods/services should be in accordance with best business practice.
- Ensure a culture of claiming expenses only as appropriate to business needs and in accordance with good practice in the public sector generally.
- Ensure that the NMI's annual report and financial statements accurately reflect their business performance and are not misleading or designed to be misleading.
- Avoid the use of the NMI'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.
- Commit not to acquire information or business secrets by improper means.

**Confidentiality**

Board members of NMI are expected to respect the confidential information they are provided with when performing their functions as a member of the Board or committees.

Members are required to:

- Respect the confidentiality of all information received during and after membership especially that which is not in the public domain. This would constitute material such as:
  - Commercially sensitive information (including, but not limited to, future plans or details of major organisational or other changes such as restructuring).
  - Personal information.
  - Information received in confidence by the NMI.
- Respect the confidentiality of decisions made by the Board until such time as these decision might be made public.
- Respect at all times the confidentiality of the deliberations of the Board and its committees.
- Return or destroy all documents, (hard & electronic copies), received during Board membership, when their term of office expires.
- 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 and Freedom of Information legislation).

### ***Obligations and Responsibilities***

In conducting the business of NMI Board, Members undertake to:

- Familiarise themselves with the Code of Conduct and the disclosure of interests legislation and with all relevant legislation and government guidelines to all Board members, management and employees for their retention.
- Ensure the above recipients acknowledge the receipt and understanding of same.
- Attend Board meetings and meetings of committees of which they are members on a regular basis and prepare themselves by reading the relevant papers in advance.
- Ensure that the Board operates effectively (achieves its objectives), efficiently (provides value for money) and in the public interest.
- Share corporate responsibility for decisions taken by the Board as a whole.
- Understand and respect the respective roles of the Board, the Chairperson, the Director and the Board's staff and treat all of them with courtesy and respect at all times.
- Fulfil all regulatory and statutory obligations imposed on NMI.
- Comply 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.
- All Board members and employees are required to co-operate with internal audit in the internal audit process.
- Conform with procedures laid down by the Board in relation to conflict of interest situations, including in regard to acceptance of positions following employment and/or engagement by a State body that may give rise to the potential for conflicts of interest and to confidentiality concerns.
- Acknowledge the duty of all to conform to highest standards of business ethics.
- Acknowledge the responsibility to be fully committed to the NMI while mindful that the organisation itself must at all times take into account the interests of the organisation.

### ***Fairness***

In conducting the business of NMI Board, members undertake to:

- Comply with employment equality and equal status legislation.
- Commitment to fairness in all business dealings.

### ***Work/External Environment***

As a state body, the NMI must comply with all relevant legislation and best practice in regard to a range of issues related to its employees, the public generally, equality principles and the environment.

Members must undertake to:

- Strive to ensure that the NMI complies with legislation and best practice in regard to employment, equality and health and safety issues.
- Promote the development of a culture of 'speaking up' whereby workers can raise concerns regarding serious wrongdoing in the workplace without fear of reprisal.
- Ensure that community concerns are fully considered.
- Strive to minimise any detrimental impact the operations of the NMI may have on the environment.

### ***Review***

- The Board will review the code of conduct for its members on an annual basis.