



**CODE OF CONDUCT FOR MEMBERS OF THE EXECUTIVE
COMMITTEE**

National Supervisors Forum 2019

Code of Conduct for Members of the Executive Committee of the National Supervisors Forum

The National Supervisors Forum (“NSF”) is established to provide support, education and advocacy to all credit union board oversight committees in the Republic of Ireland and supervisory committees in Northern Ireland and to promote the highest standards of performance by board oversight and supervisory committees in fulfilling their legal and ethical functions and responsibilities.

Status of this Code of Conduct

This Code of Conduct (“the Code”) sets out the standards of personal behaviour and conduct required of members of the Executive Committee (“Members”) of the NSF.

Every existing Members must sign an acknowledgement accepting his or her obligation to comply with the Code in its entirety.

Candidates seeking election as Members will be asked to confirm that they have read and understood this Code, and, if elected, must sign a Declaration confirming their obligation to comply with it.

The Executive Committee may approve updates or amendments to this Code from time to time.

This Code of Conduct has been approved by the Executive Committee of the NSF on 6 October 2018.

Members Obligations

- Understand and abide by their legal duties and responsibilities.
- Act in accordance with the rules of the NSF Constitution.
- Attend every meeting of the Executive Committee and any committee or sub-committees of the Executive Committee to which he or she is appointed, unless there is a good reason for non-attendance, in which case the secretary should be notified.
- Prepare properly for every meeting by reading in advance any documents sent out for the meeting.
- Attend meetings on time and be fully prepared and able to take an active role in discussions and decision making.
- Accept that the decisions of the Executive Committee are taken collectively by the Members and a Member cannot make decisions or act on his or her own.
- Represent the NSF in a positive and supportive manner at all times and in all places.

Standards of Behaviours

In addition to fulfilling their legal duties, Members are expected to show high standards of behaviour in carrying out their responsibilities, in order that the Executive Committee can function properly as a committee.

Members shall observe the following general standards:

- In their dealings with each other and members of the NSF, Members must treat people politely, fairly, and with dignity and respect.
- On public occasions and on all NSF business, Members must behave with integrity and in a way which is appropriate for a Member of the NSF. The Member must not bring the NSF into disrepute or prejudice its general good standing in any way.
- Members will treat meetings of the Executive Committee or of any committee or sub-committee of the Executive Committee to which he or she is appointed, as formal occasions, and will:
 - accept the authority of the chairperson of any meeting, expressing all questions and points of view through the chairperson;
 - listen to the views of the Members with an open mind, seek advice or clarification where needed;
 - express their own views, and come to their own decisions on individual matters in good faith in what they believe to be in the best interests of the NSF;
 - accept decisions made by the Executive Committee in accordance with the NSF Constitution, even if he or she disagrees with it, and voted against it if a vote was taken. This includes a commitment to support any decision of the Executive Committee outside of meetings;
 - not resort to behaviour that could be considered aggressive or intimidating;
 - keep to the agenda, raise other issues under “any other business” or according to agreed procedures;
 - not present misleading information or behave in a way designed to mislead the Executive Committee;
 - ensure that they do not attend any meetings under the influence of alcohol, or illegal or recreational drugs.

Confidentiality

Members will treat all information which they receive in their capacity as Members, and all discussions at Executive Committee meetings or within committees or sub-committees of the Executive Committee, as confidential.

Members will observe the following obligations of confidentiality:

- they will not disclose any information outside Executive Committee meetings unless it is already in the public domain, or they are specifically authorised by the Executive Committee to do so. This includes information about NSF business, the deliberations of the Executive Committee in reaching decisions, and the way individual Members voted on issues.
- they will not use any information for personal advantage.
- they will not pass information to any representative of the press or media.
- they will take proper care of any documents they receive as Members, and store and dispose of them securely.
- they will not make unauthorised copies of any documents.

Conflicts of Interest

Members must avoid any situation which may lead to a potential conflict of interest. Members must disclose to the board, through the secretary, any situation which they believe may potentially give rise to a conflict of interest.

Where such a potential conflict is notified, the Executive Committee shall decide whether the Member may proceed with the situation giving rise to the conflict (for example, taking up an appointment in another organisation) or whether he or she must avoid it.

Where such an interest is notified, the Executive Committee shall decide whether the Member needs to take any action to manage this and, if so, what this must be. Examples of such action include not receiving papers on an issue related to the conflict, not attending Executive Committee meetings where an issue relating to the conflict is being discussed or not voting on such issue. The Executive Committee may determine any other action it believes is necessary to manage the conflict.

Material Interest

Members must disclose to the Executive Committee, through the secretary, any material interest which they or their spouse or partner holds in any business which is providing goods or services to the NSF or is being considered as a potential supplier of goods and services.

No Member may take part in any discussion on a matter in which they have a material interest, or take part in any decision, or vote on any resolution. This applies to meetings of the Executive Committee and of any committee or sub-committee of the Executive Committee.

Ongoing Professional Development

Members should ensure that they are properly prepared to carry out their responsibilities. In order to keep pace with changing legal, regulatory and financial obligations, Members should undergo appropriate training and professional development on an ongoing basis.

Hospitality and Gifts

Members shall not accept lavish gifts or gratuities or any offer, payment, promise to pay, or authorisation to pay any money, or anything of value that could be interpreted to adversely affect their decisions or likely to compromise their personal or professional integrity. Gift items of nominal value, such as small promotional items, business meals, mementos received because of attending a widely held gatherings as panellist/speaker and other customary gifts are allowed.

Use of NSF's Assets

The assets of the NSF shall be used for legitimate business purposes and shall not be used for personal purposes. Incidental personal use, if reasonable, does not amount to breach of this code. A Member, who resigns from the Executive Committee, must return all NSF fixed assets held by him/her to the Treasurer of the NSF.

Breach of this Code

All Members accept that they must comply with this Code if the Executive Committee is to function and carry out its role properly and efficiently. Where any Member alleges that another Member is in breach of this Code, the following provisions will apply:

If the allegation is made during a meeting, the matter is to be referred to the chairperson, who may;

- request the Member alleged to be in breach to desist from any behaviour giving rise to the breach;
- defer the matter to be considered by the Executive Committee on a subsequent occasion;
- adjourn the meeting;
- request that the Member alleged to be in breach temporarily leaves the meeting for the matter to be discussed by the remaining Members present;
- exclude the Member alleged to be in breach for the remainder of the meeting.

If the remaining Members are to consider an allegation of a breach of this Code at any time, the Member alleged to be in breach shall be given the opportunity to respond to the allegation.

If the remaining Members consider that a Member has committed a breach of this Code;

- the breach shall be minuted by the Secretary;
- the Executive Committee may recommend that the Member in breach undergoes disciplinary action and/or training;
- the Executive Committee may decide to resolve the matter in accordance with Section 6.1.3 or Section 6.1.4 of the NSF Constitution.

Implementation

It is essential that all Members adhere to this Code. Members are expected to honour the content and spirit of this code. They will certify this by signing a Declaration that they have read, understand and will abide by this Code.

Code of Conduct Declaration

Date:

Print Name:

Signature:

Witnessed By: