

Policy	GUF Board Code of Conduct
Version	2
Prepared By	Company Secretary
Reviewed By	Board
Approved by Board	30th March 2020

CODE OF CONDUCT FOR THE DIRECTORS OF GALWAY UNIVERSITY FOUNDATION

OBJECTIVES

The objectives of this Code of Business Conduct are

- to promote the expression in practice of the values of Galway University Foundation (GUF)
- to maintain confidence and trust in GUF including the protection of the good name of GUF
- to prevent the development or acceptance of unethical or inappropriate practices

GENERAL PRINCIPLES

Directors of GUF will observe the highest standards of integrity, responsibility and confidentiality in the conduct of the work of the Board. In his/her capacity as a Director, each member of the Board will act in the interest of GUF and no other interest.

"Interest" is understood to mean direct or indirect benefit - financial or otherwise - to a Director, a member of his/her extended family and/or his/her professional associates past or present. (A register of Directors' interests will be maintained by the Board).

Where any Director experiences a conflict or a potential conflict, he/she will declare this to other Directors and will excuse himself/herself from decisions in that case.

In addition Directors will ensure compliance with legal/regulatory requirements, with the company's own rules of conduct, and with external voluntary standards that may be adopted from time to time (such as the Governance Code for Community and Voluntary Organisations – hereafter referred to as the Governance Code).

Directors will ensure that collectively as a Board, and as individuals, they are sufficiently well-informed to form competent judgements about the needs and the well-being of GUF.

INTEGRITY

The Board will:

- Require each Director to submit annually a declaration of interests
- Avoid participating in any decisions involving conflicts of interest whether or not such conflicts have previously been disclosed (at the discretion of the Chairperson, members who have declared an interest may nonetheless participate in discussions)
- Avoid giving or receiving gifts including hospitality, preferential treatment or other benefits which might affect or appear to affect the ability of the donor or the recipient to make independent judgement on business transactions
- Ensure that purchasing of goods/services is conducted in accordance with best business practice
- Avoid the use of the GUF's resources or time for personal gain or for the benefit of persons/organisations unconnected with GUF or its activities.

RESPONSIBILITY

The Board will:

- Ensure that GUF's accounts and reports and published materials (including its website) accurately reflect their business performance and are not misleading or designed to be misleading
- Support the provision of access to general information relating to GUF's activities in a way that is open and that enhances its accountability to its Donors and to the general public.
- Respect the confidentiality of sensitive information held by GUF (such as commercially sensitive information or personal information)
- Comply with relevant statutory provisions relating to access to information (e.g. Data Protection Act).

CONFIDENTIALITY

The Board will:

- Ensure that they maintain the confidentiality of all information obtained by virtue of their position.
- Ensure that they do not retain any documentation obtained during their term as Director and should return such documentation to the Secretary or otherwise indicate to the Secretary that all such documentation has been disposed of in an appropriate manner.