

TG4

Code of Conduct for the Board of Directors

Intent and Scope

It is a requirement of the Department of Finance that all state funded organisations adopt a Code of Conduct for Board members and staff. The code sets out the framework of business practices to enable the delivery of the highest possible standards for stakeholders and clients of Teilifís na Gaeilge (TG4).

It is intended that this Code will be reviewed as required to reflect changes in the processes and procedures of decision making within the Board and/or as the regulatory environment changes.

Objectives

TG4 will carry out its activities consistently demonstrating the following principles:

1. Honesty, transparency and professionalism in all transactions
2. Fairness, consistency and integrity in its service to the film and TV industry
3. Respect, courtesy, confidentiality and trust in all its personal interactions
4. Proactive and forward thinking in the execution of its duties
5. Conviction, pride and a passion for Irish Language television
6. Commitment to equality and pluralism with regard to gender, sexuality, race, religion, age, disability or membership of the travelling community.

TG4 Directors will always be mindful of the above principles in every aspect of their position to ensure a high standard of ethical practices.

TG4 will strive to ensure financial transactions are documented and controlled to the highest possible level in accordance with the Broadcasting Acts, Code of Practice for the Governance of State Bodies, the Office of the Controller and Auditor General, Freedom of Information Act, Data Protection Act and the Standards in Public Office Commission.

Integrity

- The disclosure by Board members of outside employment/business interests in conflict or in potential conflict with the business of TG4.
- Management and employees should not be involved in outside employment/business interests in conflict, or in potential conflict, with the business of TG4. (In the case of staff considering undertaking outside activities, they must first consult the director general in writing)
- the Chairman undertakes to consider Board Member conflict of interest issues that do not pertain to specific projects which may arise. Issues which may arise could include invitations to join Boards, invitation to events, participation in specific projects, activities or events.

- Giving or receiving corporate gifts, hospitality, preferential treatment or benefits which might affect or appear to affect the ability of the donor or the recipient to make independent judgement on business transactions should be avoided.
- Commit to compete vigorously and energetically but also ethically and honestly.
- The conduct of purchasing activities of goods/services should be in accordance with the Public Procurement Guidelines.
- 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 TG4's annual report and financial statements accurately reflect their business performance and are not misleading or designed to be misleading.
- Avoid the use of TG4's resources or time for personal gain, for the benefit of persons/organisations unconnected with TG4 or its activities or for the benefit of competitors, and
- Commit not to acquire information or business secrets by improper means.

Conflict of Interest Rules

With specific regard to Projects and Board Members

Where a Board member of a connected person (a relative or business associate) has a relationship to a project, a conflict of interest exists. The Board member is precluded from receiving any documentation with regard to deliberations and the decision. The conflict of interest will be noted in the minutes.

With regard to the Standards in Public Office Commission

In line with Ethics in Public Office Act, Designated Directors (Chair and Board Members) and Designated Positions (DG and senior managers) complete annual statements of interests or Statement of Nil Interest for Standards in Public Office Commission

Information

- Support by the Board, management and employees of TG4 for the provision of access by the body to general information relating to the body's activities in a way that is open and enhances its accountability to the general public.
- Respect for the confidentiality of sensitive information held by TG4. 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; and
 - information received in confidence by the public body.
- 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).
- The non-disclosure of privileged or confidential information do not cease when Board membership or employment in TG4 has ended. Former Board members will treat commercial information received while acting in that capacity as confidential.
- The acceptance of further employment where the potential of conflict of interest arises is restricted during a reasonable period of time after members retire/resign from the board.
- Board members should not retain documentation obtained during their terms as a Board member and should return such documentation or equipment to the Secretary of the Board or otherwise indicate to the Secretary to the Board that all such documentation in their possession has been disposed of in an appropriate manner. In the event that former Board members require access to Board papers from the time of their term on the Board, this can be facilitated by the Secretary of the Board.

Obligations

- Fulfil all regulatory and statutory obligations imposed on the State body.
- 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.
- Board members should endeavour to attend all Board meetings.
- 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.

Loyalty

- Acknowledge the responsibility to be loyal to TG4 and fully committed in all its business activities while mindful that the organisation itself must at all times take into account the interests of the shareholder.

Fairness

TG4 is committed to

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

Work/External Environment

TG4 will

- Promote the development of a culture of 'speaking up' whereby workers can raise concerns regarding serious wrongdoing in the workplace without fear of reprisal.
- Place highest priority on promoting and preserving the health and safety of employees.
- Ensure that community concerns are fully considered.
- Minimise any detrimental impact of the operations on the environment.

Responsibility

- Circulate the Code of Conduct and a policy document on disclosure of interests to all Board members, management and employees for their retention.
- Ensure the above recipients acknowledge the receipt and understanding of same.
- Prepare an explanatory booklet providing practical guidance and direction on such areas as gifts and entertainment and on other ethical considerations which arise routinely.

Review

- Arrange for, and commit to, reviewing the Code of Conduct as appropriate.

Date: May 2019