



An Ghníomhaireacht
Tithíochta
The Housing Agency

Code of Business Conduct

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1. Codes of Business Conduct for Board Members and Staff

The 2016 “Code of Practice for the Governance of State Bodies” issued by the Department of Finance provides a working framework for the application of best practice in corporate governance. Section 5 of the Code states that “all State bodies should have published Codes of Conduct for their Board and employees” These codes of conduct serve to provide a framework against which the business of the Agency can be run in a legal and ethical manner while upholding the values of the Agency.

2. Conflict of interest

In order to safeguard against any loss of public confidence and damage to the reputation of the Agency which could arise as a result of a poorly managed conflict of interest, the Agency shall adopt a conflict of interest policy.

The requirement of which are as follows:

- Staff and Board members in decision-making roles are prohibited from entering into business transactions with other board members. Any potential conflicts in this regard shall be disclosed.
- Staff and Board members in decision-making roles must disclose all details relating to their connection (direct or indirect) to any persons or groups doing business with the Agency.
- Board Members shall withdraw from decisions that present a potential conflict.
- Board members who have an actual or potential conflict of interest should not participate in discussions or vote on matters affecting transactions between the Agency and the other groups.
- Staff members who have an actual or potential conflict should not be substantively involved in decision-making affecting such transactions.

3. Participation

- Board Members shall demonstrate their commitment to the Agency by demonstrating a high priority of participation in Board and Committee meetings through high levels of attendance.
- Board Members shall prepare themselves for all Board and Committee meetings by familiarising themselves with the meeting's agenda and background materials to the greatest extent possible, with the goal of discussing the issues and business addressed at the meetings.
- Board Members shall focus on the discussions at hand and be prepared to deal with issues that may not be easily solvable.
- Board Members shall be members of at least one Committee of the Board
- Board Members shall participate in:
 - Strategic planning and orientation workshops;
 - Board development workshops;
 - Seminars and other educational events that enhance their skills as Board members; and
 - Other special events.

4. Respect

- Staff and Board members shall express their opinions, unencumbered, yet always with the goals of flexibility and compromise whenever achievable by remaining open to differing viewpoints.
- Staff and Board members shall work with and respect the opinions of their peers and leave personal prejudices out of discussions.
- Board Members shall observe parliamentary procedures and display courteous conduct in all Board and Committee meetings toward each other and toward staff.

5. Support

- Staff and Board Members shall support, in an affirmative manner, all actions taken by the Board, even when they may be in a minority position with respect to any such action.
- Staff and Board Members shall represent the Agency in a positive and supportive manner at all times and in all places.
- Staff and Board Members shall exercise the duties and responsibilities of their office or position with integrity, collegiality and care.

6. Governance

- Board Members shall ensure that the Board performs its duties of governance. Board Members shall ensure that they understand their legal obligations to the Agency and that they ensure those obligations are upheld.
- Board Members shall place the Agency's and its Board's interests before their own personal interests and will immediately declare any conflicts of interest which arise.
- Board Members shall remove themselves from situations where their continued presence on the Board may cause embarrassment to the Agency or undermine the confidence of their peers.

7. Statutory Responsibilities

Staff and Board Members must adhere to all statutory responsibilities' imposed on the Agency and ensure compliance with any provisions within these Acts, these include:

- Housing and Sustainable Communities Agency (Establishment) Order 2012 – Local Government Services (Corporate Bodies) Act 1971 (No. 6 of 1971), as amended by the Local Government Services (Corporate Bodies) (Confirmation of Orders) Act 2008 (No. 9 of 2008), and the Local Government (Miscellaneous Provisions) Act 2012 (No. 17 of 2012);
- Pyrite Resolution Act 2013;
- Planning & Development (Housing) and Residential Tenancies Act 2016;
- Data Protection Act 2018 and General Data Protection Regulations and (Data Protection and Privacy) Regulations 2003 and the European Communities (Electronic Communications Networks and Services) (Data Protection and Privacy) (Amendment) Regulations 2008;
- Data Sharing and Governance Act 2019
- European Communities (Late Payment in Commercial Transactions) Regulations, 2002;
- Ethics in Public Office Act, 1995;
- Standards in Public Office Act, 2001
- Safety, Health and Welfare at Work Act, 2005;
- Financial Emergency Measures in the Public Interest Acts, 2009, 2010, 2013 and 2015
- The Organisation of Working time Act 1997
- Equal Status Act, 2000, Equality Act 2004, Disability Act, 2005-Part 5 and Civil Law (Miscellaneous Provisions) Act 2008;

- Regulation of Lobbying Act 2015;
- Code of Practice for the Governance of State Bodies 2016;
- Public Spending Code;
- Circular 12/2010 – Protocol for Civil Servants Nominated to State Boards;
- Circular 13/2014 – Management of and Accountability for Grants from Exchequer Funds;
- Circular 25/2016 – Protocol for the Provision of Information to members of the Oireachtas;
- Department of Housing, Planning & Local Government and Public Expenditure & Reform/Finance circulars and directives;
- Public Procurement Guidelines;
- Freedom of Information Act 2014.
- Irish Human Rights and Equality Commission Act 2014 (Public Sector Equality and Human Rights Duty)

8. Policy

- Board members shall use their best judgement to balance the relative importance of issues to be determined by the Board in setting policies and avoiding operational matters. Board members shall educate other Board members on those matters within their own area of expertise with a goal of having the Board make decisions collectively.
- Staff Board members shall uphold the vision statement as approved by the Board, as may be amended from time to time.

9. Administration

- Staff and Board Members shall actively support the Agency's Executive by providing overall direction, resources and time frames to achieve the identified vision and ends of the Agency.
- Staff Board Members shall publicly support actions taken by the Agency's Executive to implement programs and achieve the objectives contained in the Agency's plans and budgets as approved by the Board.
- Board Members shall recognise the difference between the role of the Board to set policies and strategic objectives, and the role of the staff to implement same.
- Board Members shall not create any additional work for staff without the approval of the Agency's CEO.

10. Confidentiality

- Staff and Board Members shall maintain, at all times, the confidentiality of all confidential information and records of the Agency and must not make use of or reveal such information or records except in the course of performance of their duties or unless the documents or information become a matter of general public knowledge.
- Staff and Board Members shall not use confidential information obtained through their association with the Agency to further their private interests or the private interests of their friends or relatives.
- Staff and Board Members shall comply with any Agency policies and procedures that guide the storage, use and transmission of any information of the Agency, including the use of computer databases or email systems.
- Board Members shall treat Board discussions as a “safe haven” for the benefit of their peers and the Agency’s Executive, and shall not repeat any discussions concerning the Agency’s business and practices, or any discussions of a personal nature of their peers and the Agency’s Executive, in a public setting.
- Staff and Board Members should ensure that this confidentiality is obtained where membership of the Board has ceased or where employment has ended with the Agency. In particular, the Agency recommends that the acceptance of further employment where the potential for conflict of interest arises should be avoided during a reasonable period of time after the exercise of a function in the Agency.

11. Media

- The Chief Executive Officer and Chairperson are the official spokespersons of the Agency in respect of all media comments and interviews unless otherwise approved by them;
- Each media request will be handled individually and should go through the Agency's communication representative so a record can be kept of media engagements;
- In the event of managing an emergency or crisis, the key contact person is the Chief Executive Officer.
- The Chairperson and Chief Executive Officer shall ensure to discuss possible interviews with each other, or a designated communications representative of the Agency;
- The Chairperson, Chief Executive Officer, Board Members and staff who may be approved to make comments to the media should ensure to make comment on items which represent the Board and Executive wholly; and
- The Chairperson, Chief Executive, Board Members and staff shall ensure that any comments made by them to the media outside of the context of the Agency's business and practices is attributed to them in their personal capacity and not in their capacity as a member of the Board or Executive.
- The Executive will keep the Board apprised of any expected interviews or comments provided to the media.

12. Property

- Staff and Board Members shall not misappropriate the Agency's assets for personal use. Board members are entrusted with the care, management and cost-effective use of the Agency's property and resources, including the use of the Agency's name, and should not make significant use of these resources for their own personal benefit or purposes.
- Staff and Board Members shall ensure that all Agency property assigned to them is maintained in good condition, and shall be accountable for such property.

13. Responsibility

- Staff and Board Members must adhere to the standards prescribed by this *Code of Conduct*, as well as any applicable *Conflict of Interest Policy*, and shall execute declarations in favour of the Agency and the Board to that effect.
- Board Members must adhere to all applicable legislation, as well as the by-laws and shareholder direction that govern the Agency.
- Staff and Board members must adhere to all applicable policies of the Agency while performing their duties, or while in situations which may affect their ability to perform their duties.
- Board Members shall report any breaches or potential breaches of this *Code of Conduct* to the Board through the Chair.
- Board Members who have breached or who are in a potential breach of this *Code of Conduct* may be requested to resign, or may request an exemption from any such breach or potential breach, by a determination of a special majority of the Board member's peers.

14. Integrity

- Staff and Board Members should avoid the giving or receiving of 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. Business gifts other than items of very small intrinsic value, such as business diaries or calendars, should not be accepted.
- Staff and Board Members will commit to compete vigorously and energetically but also ethically and honestly;
- Staff and Board Members will conduct purchasing activities of goods/services in accordance with best business practice;
- Staff and Board Members will ensure that the Agency's accounts/reports accurately reflect their business performance and are not misleading or designed to be misleading;
- Staff and Board Members will avoid the use of the Agency'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;
- Staff and Board Members commit not to acquire information or business secrets by improper means.

15. Information

- a) The Board Members support the management and employees of the Agency in the provision of access to general information relating to the Agency's activities in a way that is open and enhances its accountability to the general public, while respecting the confidentiality of sensitive information held by the Agency.
- b) This would constitute material such as commercially sensitive information including future plans or details of major organisational or other changes personal information received in confidence by the Agency.
- c) The management and staff will observe appropriate prior consultation procedures with third parties where, exceptionally, it is proposed to release sensitive information in the public interest.
- d) They will comply with relevant statutory provisions (e.g. data protection legislation, the Freedom of Information Act, 1997).

16. Obligations

- a) The management and staff will fulfill all regulatory and statutory obligations imposed on the Agency.
- b) They will comply with detailed tendering and purchasing procedures, as well as complying with prescribed levels of authority for sanctioning any relevant expenditure
- c) They will work with the Board Audit Committee in implementing adequate controls to ensure compliance with best practices in financial procedures and reporting.

17. Work Environment

The Board Members place the highest priority on promoting and preserving the health, safety and welfare of employees.

18. Equal Opportunity

The Housing Agency like all public bodies in Ireland have responsibility to promote equality, prevent discrimination and protect the human rights of their employees, customers, service users and everyone affected by their policies and plans. This is a legal obligation, called the Public Sector Equality and Human Rights Duty.

As such, the Agency will recruit, train, and promote individuals based on their performance and in accordance with applicable laws and without regard to such personal characteristics as race, colour, religion, age, gender, national origin, disability, sexual orientation, or marital status.

19. Harassment

The Agency will not tolerate any form of harassment of its Board Members or members of staff or prospective employees by anyone. Discriminatory harassment unfairly harms people by targeting personal characteristics such as race, colour, religion, age, gender, national origin, disability, sexual orientation, or marital status. Sexual harassment is one form of discriminatory harassment, and refers specifically to sexual behaviour that is perceived as unwelcome, personally offensive, and creates a hostile, intimidating or offensive work environment. Non-discriminatory harassment, such as belittling others and making inappropriate comments, also undermines the dignity and respect due to everyone.

20. Misuse of Substances

Misuse of alcohol, drugs, medications and other substances can diminish job performance and can compromise the safety of others. Individuals should not work in an impaired state or allow substances to interfere with their own judgement or productivity or that of those around them.

21. Reporting Concerns (Protected Disclosures)

The Housing Agency is committed to ensuring that the culture and work environment are such that any employee/worker is encouraged and supported to report on any issue that may impact adversely on the Housing Agency's ability to deliver a high-quality service.

Consistent with the Housing Agency's existing policies, it is expected that any appropriate issue raised by an employee/worker with their line manager relating to a matter of the business of the Housing Agency will be dealt with professionally and appropriately. This is essential to ensuring that all significant risks arising for the Housing Agency are identified and effectively managed. In addition, an employee/worker appropriately raising any issue of concern will not be penalised for doing so.

This Policy focuses on issues of wrongdoing (as defined in the Protected Disclosures Act, 2014) and the resolution of which are in the public interest. There is an important distinction to be made between raising a concern regarding relevant wrongdoings as defined in the Protected Disclosures Act, 2014 covered by this policy and other issues that may be raised relating to the normal business of the Housing Agency which do not fall under this policy.

It is to be expected that concerns in relation to day to day operational matters will, in the normal course of events, be brought to the attention of the relevant line manager and dealt with accordingly, or through agreed structures already

established by the Housing Agency (e.g Health & Safety matters should be addressed through the procedures established in the Agency's Health & Safety Management System). Similar considerations apply to grievances or allegations relating to matters such as harassment/bullying which are not covered by this policy, and which will remain to be dealt with under the Housing Agency's Grievance Policy and Procedure and Dignity at Work Policy.

Malicious reporting or knowingly making false reports, however, is a violation of the Code and may result in disciplinary measures.