

**An tÚdarás Rialála Comhlachtaí
Tithíochta Ceadaithe**

Approved Housing Bodies
Regulatory Authority



Approved Housing Bodies Regulatory Authority

AHBRA Board & Staff: Code of Conduct

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29th March 2023

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Code of Conduct for Board Members and Staff

1. Introduction

The Approved Housing Bodies Regulatory Authority (AHBRA) has a written code of conduct *for Board members and employees*, in accordance with the Code of Practice for the Governance of State Bodies (COPGSB).

The code of conduct provides a framework against which the business of AHBRA can be run in a legal and ethical manner, while upholding the values of the Authority. This Code should serve as a guide to the behaviour of Board members, staff and third-party entities engaged by AHBRA in a way that reflects the values of the organisation. AHBRA shall issue its Code of Conduct to Board members, staff and members of Board Committees who are not members of the Board.

This code applies to Board members, all staff and any third parties working for or engaged on behalf of AHBRA. Staff members are also governed by individual contracts of employment. While this code may not specify all instances of inappropriate conduct, it is understood that in the conduct of AHBRA's activities, the staff and Board of AHBRA are bound by '*proper standards of integrity, conduct and concern for the public interest*'.

Additional guidance may accompany this Code on such areas, as gifts and entertainment and on other ethical considerations.

2. Guiding principles

In addition to its obligations under the COPGSB, this code is aligned to AHBRA's values and reflects the principles of integrity and concern for public interest, in accordance with the *Housing (Regulation of Approved Housing Bodies) Act 2019*.

AHBRA seeks to deliver an effective organisation, by ensuring people working for or on behalf of AHBRA comply with proper standards of conduct.

3. Conflicts of interest

AHBRA acknowledges that Board membership and employment can provide opportunities for potential conflict of interests. In conjunction with AHBRA's Conflict of Interests Policy, all Board Members and staff must declare any personal or other interest, which could involve a conflict of interest or could compromise, or potentially conflict with, or appear to compromise, his or her professional judgment, objectivity or independence.

In order to safeguard against any loss of public confidence and damage to the reputation of AHBRA which could arise as a result of a poorly managed conflict of interest, AHBRA has developed a Conflict-of-Interest Policy. The Code of Conduct should be read in conjunction with AHBRA's *Conflict of Interests Policy and Procedure* and other relevant HR policies.

4. Participation

- Board Members, and staff invited to attend Board meetings, shall demonstrate their commitment to AHBRA by demonstrating a high priority of participation in Board and Committee meetings through high levels of attendance.
- In discharging their duties, the distinction between the role of the Board and the role of the Senior Management Team will be recognised, as per the Board's delegation of authorities, the Board terms of reference, and the Schedule of Matters Reserved for the Board.
- Board Members, and staff invited to attend Board meetings, 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 (as appropriate):
 - Strategic planning and orientation workshops;
 - Board development workshops;
 - Seminars and other educational events that enhance their skills as Board members; and
 - Other special events.

5. Confidentiality

Due to nature of the organisation's activities, Staff and Board members will receive private information relating to work, which is not yet public, or may not be intended to be public. Staff and Board members are required to maintain strict confidentiality in relation to this information.

In accordance with s.65 of the Housing (Regulation of Approved Housing Bodies) Act 2019, staff and Board Members shall not disclose confidential information obtained by him or her while performing functions under the 2019 Act unless he or she is required by law, or duly authorised by the Regulator, to so do. A person who contravenes S.65 of the Act is guilty of an offence.

- Staff and Board Members shall maintain, at all times, the confidentiality of all confidential information and records of AHBRA 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 AHBRA to further private interests of themselves, friends or relatives.
- Staff and Board Members shall comply with any AHBRA policies and procedures that guide the storage, use and transmission of any information of AHBRA, including the use of computer databases or email systems.
- Board Members and staff invited to attend Board meetings, shall treat Board discussions as a "safe haven" for the benefit of their peers and AHBRA's Executive and shall not repeat any discussions concerning AHBRA's business and practices, or any discussions of a personal nature of their peers and the Executive, in a public setting.
- Staff and Board Members must ensure that this confidentiality is maintained where membership of the Board has ceased or where employment has ended with AHBRA. In particular AHBRA recommends that the acceptance of further employment where a real or perceived conflict of interest arises should be avoided during a reasonable period of time after the exercise of a function in AHBRA.
- Staff and Board members will adhere to AHBRA's data protection and records management policies, including ensuring AHBRA documentation must be disposed of securely.

6. Responsibility

- Staff and Board Members must adhere to the standards prescribed by this Code of Conduct and the AHBRA Conflict of Interest Policy and shall execute declarations in favor of AHBRA and the Board to that effect.
- Staff and Board members must adhere to all applicable policies of AHBRA 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.
- Staff shall report any breaches or potential breaches of this Code of Conduct to their line manager.
- 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.
- By approving the policy, Board members and staff acknowledge their responsibility to act in the best interests of AHBRA, acting honestly and responsibly in relation to the organisation's activities and exercising care, skill and diligence in carrying out their roles.

7. 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 transactions. Gifts should not be accepted.
- Staff and Board members should disclose any outside employment/business which may have a perceived or real conflict of interest with the Business of AHBRA.
- Staff and Board Members will commit to engage vigorously and energetically but also ethically and honestly.
- Staff and Board Members will conduct purchasing activities of goods/services in accordance with relevant procurement policies.
- Staff and Board Members will ensure that AHBRA's accounts/reports accurately reflect their performance and are not misleading or designed to be misleading.

- Staff and Board Members will avoid the use of AHBRA's resources or time for personal gain, for the benefit of persons/organisations unconnected with AHBRA or its activities or for the benefit of competitors.
- Staff and Board Members commit not to acquire information or business secrets by improper means.

8. 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, and staff invited to attend Board meetings, shall observe procedures and display courteous conduct in all Board and Committee meetings.

9. 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 AHBRA 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.

10. Governance

- Board Members shall ensure that the Board performs its duties of governance. Board Members shall ensure that they understand their legal obligations and compliance to AHBRA and that they ensure those commitments are upheld.
- Board Members shall place AHBRA'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 reasonably cause disrepute to AHBRA or undermine the confidence of its stakeholders.

11. Statutory Responsibilities

Staff and Board Members must adhere to all statutory responsibilities imposed on AHBRA and ensure compliance with any provisions within these or any other relevant Acts, including but not limited to:

- Housing (Regulation of Approved Housing Bodies) Act 2019
- Code of Practice for the Governance of State Bodies 2016
- European Communities (Late Payment in Commercial Transactions) Regulations 2002
- Protected Disclosures Act, 2014 (as amended)
- 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, Employment Equality Acts 1998-2021, Disability Act 2005, and Civil Law (Miscellaneous Provisions) Act 2008
- Irish Human Rights and Equality Commission Act 2014 (Public Sector Equality and Human Rights Duty)
- Regulation of Lobbying Act 2015
- Public Spending Code
- Department of Housing, Local Government and Heritage and Public Expenditure & Reform/Finance circulars and directives, including:
 - 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
- Public Procurement Guidelines
- Freedom of Information Act 2014
- 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

12. 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 shall uphold the vision statement as approved by the Board, as may be amended from time to time.

13. Administration

- Board Members shall actively support AHBRA's Executive by providing overall direction and sufficient resources and timeframes to achieve the identified vision and aims of AHBRA.
- Staff shall publicly support actions taken by AHBRA to implement programmes and achieve the objectives contained in AHBRA'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 substantial additional work for staff without the approval of AHBRA's CEO.

14. Media

- The Chief Executive Officer and Chairperson are the official spokespersons of AHBRA in respect of all media comments and interviews unless otherwise approved

by them. Additional Board Members and staff may be approved to make comments to the media.

- Each media request will be handled individually and should go through AHBRA's communication team in order that 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 AHBRA.
- The Chairperson, Chief Executive Officer and any 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.
- The Chairperson, Chief Executive, Board Members and staff shall ensure that any comments made by them to the media outside of the context of AHBRA'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.

15. Property

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

16. Data & Information

- The Board Members support the management and employees of AHBRA in the provision of access to general information relating to AHBRA'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 AHBRA. This constitutes material information, such as commercially sensitive information including future plans or details of major organisational or other changes, and/or personal information received in confidence by AHBRA.

- Board members and staff will comply with all relevant statutory provisions including but not limited to, General Data Protection Regulation in relation to the processing of personal data and the Freedom of Information Act 2014.
- Staff are expected to maintain clear, accessible, and secure records in an accessible format while minimising documentation gathering where possible.
- Staff and Board members should adhere to, and maintain familiarity with, AHBRA's relevant Information policies, including AHBRA's Freedom of Information Policy, Data Protection Policy, and any relevant ICT security policies, as appropriate.

17. Obligations

Board members and staff are required to fulfil all regulatory and statutory obligations imposed on AHBRA, as relevant to their role.

- They will comply with AHBRA's procurement and purchasing policies and procedures, as well as complying with prescribed levels of authority for sanctioning any relevant expenditure
- They will work with the Audit & Risk Committee in implementing adequate controls to ensure compliance with best practice in financial procedures and reporting.
- They will co-operate with internal audit in the internal audit process.
- They will 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.
- They will acknowledge the duty of all to conform to the highest standards of business ethics, as set out in AHBRA's conflict of interest policy.

18. Work Environment

- Staff and Board members of AHBRA deliver on its strategic objectives through working to a high standard. AHBRA recognises its duty to ensure an appropriate working environment is provided for all staff.
- Board Members and staff place the highest priority on promoting and preserving the health, safety and welfare of colleagues.
- Board and Staff members should promote a culture of 'speaking up' within the organisation. Staff and Board members should feel they can raise concerns regarding serious wrongdoing in the workplace without fear of reprisal.

- Additionally, Board and staff members should ensure that colleagues' concerns are fully considered.

19. Equal Opportunity

- AHBRA has a responsibility to promote equality, prevent discrimination and protect the human rights of their employees, 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, AHBRA 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.
- Staff and Board members will aim to create workplace policies, procedures and practices which prevent discrimination and promote equality.
- Staff and board members are encouraged and supported to report any suspected discrimination to HR.

20. Harassment

- 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.

AHBRA will not tolerate any form of harassment of its Board Members, staff, prospective employees, or clients.

21. Misuse of Substances

Misuse of alcohol, drugs, medications and other substances can diminish job performance and can compromise the safety of others.

- Individuals shall not work in an impaired state or allow substances to interfere with their own judgement or productivity or that of those around them.

22. Reporting Concerns (Protected Disclosures)

- AHBRA 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 AHBRA's ability to deliver a high-quality service.
- Staff are expected to raise any concerns in relation to day-to-day operational matters bring to the attention of the relevant line manager.
- Consistent with AHBRA's policies, it is expected that any appropriate issue raised by staff with their line manager relating to a matter of the business of AHBRA will be dealt with professionally and appropriately. This is essential to ensuring that all significant risks arising for AHBRA are identified and effectively managed. In addition, an employee/worker appropriately raising any issue of concern will not be penalised for doing so.
- Staff and Board members should adhere to, and maintain familiarity with, AHBRA's Protected Disclosures Policy.

23. Approval and Review

The Code of Conduct will be reviewed in **2 years** from effective date or sooner if required and/or when revised Government guidance is issued.

This Code of Conduct was approved by the Board of the *Approved Housing Body Regulatory Authority* on 29th March 2023.