

Code of Conduct

Bat Conservation Ireland

By reading this document and accepting the role of Council Member of Bat Conservation Ireland, all Council Members agree to the following responsibilities:

General Conduct

- Council Members are required to act with honesty and integrity and exercise good judgement which may include seeking professional advice on appropriate matters on which Council Members do not have relevant expertise.
- Council Members are required to act in the best interests of Bat Conservation Ireland at all times.

Independence

- Council Members are required to act independently, particularly in relation to assets, property, legal and regulatory obligations.
- Council Members should conduct themselves with integrity and in a manner which does not damage or undermine the reputation of Bat Conservation Ireland or its volunteers and employees. More specifically Council Members:
 - should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their duties;
 - must avoid actual impropriety and any appearance of improper behaviour.
- Council Members must not act in order to gain financial or other benefits for themselves or for any persons connected to them such as their family, their friends, or any organisation that they own, manage or work for.
- Council Members should avoid accepting gifts and hospitality that might reasonably be thought to influence them in carrying out their role as Council Members. Gifts or hospitality received in any connection to Bat Conservation Ireland should not exceed the value of €250.00 and should be declared to the Council. In exceptional circumstances, gifts or hospitality offered in connection with Bat Conservation Ireland exceeding a value of €250, may be accepted with the approval of a Council quorum.

Council Member Roles

Council Members should:

- Understand and perform their roles and responsibilities to the best of their abilities at all times.
- Be prepared to provide adequate time and commitment as required to fulfil the role of Council Member, adequately preparing for meetings and participating in committees and special events when required.

Council Meetings

Council Members should:

- Aim to attend all meetings, contribute appropriately and effectively, and avoid dominating the contributions of others.
- Always respect the authority of the Chairperson of the Council, and the Chairperson of any meeting.

- Bring a fair and open-minded view to all discussions of the Council, maintain a respectful balance between speaking and listening, treating different views with respect, and ensuring that all decisions are made in the best interests of the charity.
- Bring a genuinely independent perspective to enhance decision-making, given that Council Members share responsibility for overall Council decisions.
- Ensure their contributions are informed and impartial when presenting views on topics in meetings while listening to and respecting the input and experience of other Council Members.

Volunteers/Employees within the Organisation

Council Members should:

- Aim to support volunteers and employees in carrying out their duties and always, in terms of their conduct, serve as an example of how everyone in the organisation should conduct themselves in order to reflect the values of the organisation.
- Work considerately and fairly with everyone in a way that respects diversity, different roles and boundaries and avoids giving offence.
- Accept and respect the difference in roles between the Council on the one hand and volunteers and any employees on the other, ensuring that the Council, volunteers and any employees work effectively and cohesively for the benefit of the organisation and develop a mutually supportive and loyal relationship by:
 - respecting management arrangements and avoiding any actions that might undermine such arrangements;
 - not interfering in the performance by volunteers or employees of duties delegated to them within the organisation while ensuring that volunteers and any employees working for the organisation are held to account through their line managers, as appropriate.

Legal Requirements and Policies

Council Members must:

- Act in accordance with the organisation's governing document and ensure that the organisation complies with all applicable laws including charity law, company law, health and safety law, data protection law and employment law.
- Promote and preserve the obligations of confidentiality about sensitive Council matters. However, the requirement for confidentiality may not apply if it becomes necessary for the Council Member to inform the Charities Regulator or any other statutory body about any matter, which could threaten the future of the organisation or could represent a breach of any law with which the organisation is required to comply.
- Abide by the organisation's conflict of interests or loyalties policy and ensure the organisation's conflict of interest register is completed and updated as required.
- Abide by any equality, diversity, safeguarding, health and safety, bullying and harassment policies and any other policies agreed by the Council.
- Ensure that claims for out-of-pocket expenses are made in accordance with agreed procedures.

Where a Council Member is found to be in breach of the standards outlined by the Council in its Code of Conduct, he or she will be asked to meet with the Chairperson of the to assess his or her suitability for the role. Consistent breach of the Code of Conduct by a Council Member may result in the Council Member's tenure being terminated.

The Council should review this Code of Conduct for Council Members at 3-year intervals or as appropriate.

Signed

Name

Date