

Code of Conduct for Charity Trustees and Employees

Cork International Film Festival Company Limited by Guarantee

Code of Conduct for

Charity Trustees, Board Committee Members and Employees

1. Introduction

This document contains the basic rules and policies governing the registered charity Cork International Film Festival CLG (hereinafter called “CIFF”). It supports CIFF’s commitment to the highest standards of business conduct and has been prepared to assist Charity Trustees, Board Committee Members and employees in understanding their rights, duties and obligations as persons connected with CIFF. This code is binding and requires that each Charity Trustee, Board Committee Member and member of staff be familiar with it.

The Code is not intended to be an exhaustive list of rules, but rather a guide to ethical and responsible behaviour in all CIFF activities.

By reading this document and accepting the role of as a Charity trustee/Board Committee Member/Employee of Cork International Film Festival Company Limited by Guarantee, all Charity trustees/Board Committee Members/Employees agree to the following responsibilities:

2. Charity Trustee Role

All Charity trustees, Board Committee members, employees and volunteers must:

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

- Respect management structures and role boundaries.

Trustees must provide leadership by example and promote a culture of respect, inclusion and professionalism.

2.1 Legal Requirements and Policies

All persons connected with CIFF must:

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

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

2.2 Charity Trustees, Employees and Volunteers

Charity trustees 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 charity should conduct themselves in order to reflect the values of the charity.

- 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 Board, volunteers and employees, ensuring that the Board, volunteers and any employees work effectively and cohesively for the benefit of the charity 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 charity while ensuring that volunteers and any employees working for the charity are held to account through the manager/CEO, as appropriate.

3. Objectives

This Code sets out the basic principles of integrity, confidentiality, professionalism, loyalty and lawfulness/compliance required from Charity Trustees, Board Committee Members and employees, and is designed to assist CIFF in the conduct of its business by:

- Stating an agreed set of ethical principles;
- Promoting and maintaining confidence and trust;
- Preventing the development or acceptance of unethical practices;
- Promoting the highest management and public services standards in all CIFF's activities;
- Promoting the reputation of CIFF

4. Guiding Principle

The underlying guiding principle of this Code is that Charity Trustees, Board committee members and employees will strive to perform their duties according to the highest ethical standards of integrity, loyalty, fairness, confidentiality and accountability.

In general, Charity Trustees, Board Committee Members and employees are expected both personally and professionally to behave in a fashion which reflects positively on their association with CIFF. CIFF is committed to equal treatment and will not accept discrimination of any form including sex, marital status, family status, age, sexual orientation, disability, race and creed. All persons connected with CIFF must avoid any practice or conduct in the workplace which amounts to racist, religious or sexual discrimination or harassment of any kind.

CIFF is committed to a workplace free from bullying, harassment and victimisation. CIFF will prioritise the safeguarding of children, young people and vulnerable adults.

5. Integrity

5.1 Members of the Board and Board committees should always seek to act in the best interests of CIFF. With this in mind, they should disclose details of outside employment/business/personal interests in actual, potential or perceived conflict with CIFF's business. In this regard, "conflict of interest" means any situation in which a person's personal interests or loyalties could, or could be seen to, prevent that person from making a decision in the best interests of the Company. This interest may be direct or indirect, and can include interests of a person connected to that person. All Board members and Senior Staff should abide by the Conflict of Interest Policy available in the Staff Handbook.

5.2 Charity trustees, Board committee members and employees should:

- Charity trustees should avoid accepting gifts and hospitality that might reasonably be thought to influence them in carrying out their role as charity trustee. Any gifts or hospitality received in any connection to Cork International Film Festival should not exceed the value of €50.00 and should be declared to the Board;
- Commit to compete vigorously and energetically, but also ethically and honestly;
- Ensure that the conduct of purchasing activities of goods/services are conducted in accordance with best business practice;
- 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 financial statements and reports accurately reflect business performance and are not misleading or designed to be misleading;
- Never use the Festival resources or time for personal gain or for the benefit of persons/organisations unconnected with the Festival or its activities;
- Commit not to acquire information or business secrets by improper means.

6. Information

Charity trustees, Board committee members and employees should:

- Support the provision of access to general information relating to the Company's activities in a way that is open and enhances its accountability to the general public;
- Respect the confidentiality of sensitive information held by the Company, including but not limited to:
 - Commercially sensitive information;
 - Personal data;
 - Information received in confidence
- Observe appropriate prior consultation procedures with third parties where, exceptionally, it is proposed to release sensitive information in the public interest;
- Comply with the relevant statutory provisions, including but not limited to legislation related to health and safety, freedom of information and data protection.
- Not retain CIFF documents after leaving their role with the organisation.

7. Obligations

7.1 Charity trustees, Board committee members and employees should:

- Fulfil all regulatory and statutory obligations. If a Board member finds evidence that there is non-compliance with any statutory obligations that apply to the Company, they should immediately bring this to the attention of their fellow Board members, with a view to having the matter rectified;

- Comply with detailed tendering and purchasing procedures, as well as complying with prescribed levels of authority for sanctioning any relevant expenditure;
- Ensure that there are adequate controls in place to prevent fraud, including controls to ensure compliance with prescribed procedures in relation to claiming of expenses for business travel

7.2 Charity trustees and Board committee members should:

- Charity trustees are required to act independently, particularly in relation to assets, property, legal and regulatory obligations.
- Charity trustees should conduct themselves with integrity and in a manner which does not damage or undermine the reputation of the charity or its volunteers and employees. More specifically charity trustees:
 - 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.
- Use their reasonable endeavours to ensure that they can have 100% attendance at Board and Committee (where applicable) meetings. The authority of the Chairperson of the Board, and the Chairperson of any meeting should always be respected.

It is important for Board and Committee members to bring a fair and open-minded view to all discussions of the board, 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. During Board and Committee meetings, it is important that members 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 charity trustees.

- Conform with the procedures laid down by the Board herein in relation to conflict of interest situations, including in regard to acceptance of positions following employment and/or engagement by the Company that may give rise to the potential for conflicts of interest and to confidentiality concerns;
- Acknowledge the duty of all to conform to the highest standards of business ethics

8. Confidentiality

Charity trustees and committee members should ensure that:

- They maintain confidentiality of all information obtained by virtue of their position on the Board or Board committees (as applicable);
- There is no disclosure of privileged or confidential information when such membership ceases. In addition, Board members should ensure that acceptance of further employment, where the potential for conflict arises, should be avoided during a reasonable time period after the Board membership ceases. Any issues or clarifications, arising from this, should be addressed to the Board Secretary;
- They do not retain any documentation obtained during their term as a Board or Board committee member and should return such documentation to the Board Secretary, or otherwise indicate to the Board Secretary, that all such documentation has been disposed of in an appropriate manner.

9. Whistleblowing/ Reporting Concerns

Anyone who becomes aware of unethical, illegal or unsafe behaviour must report it promptly. Reports may be made confidentially to:

- The Chairperson of the Board
- The CEO
- Through CIFF's whistleblowing procedure.

No person will be penalised for raising a genuine concern in good faith.

10. Loyalty

Charity trustees, Board committees members and employees should be loyal to CIFF and fully committed to its objectives.

11. Fairness

Charity trustees, Board committee members and employees should:

- Ensure compliance with employment equality and equal status legislation;
- Commit to fairness in all business dealings;

12. Work/External Environment

Charity trustees, Board committee members and employees should:

- Place highest priority on promoting and preserving the health and safety of employees;
- Minimise any detrimental impact of operations on the environment
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13. Social Media & Public Representation

All persons must:

- Act responsibly online
- Not disclose confidential information
- Not post content that could damage CIFF's reputation
- Make it clear when opinions are personal and not on behalf of CIFF

14. Responsibility

14.1 It is not possible for a set of rules or guidelines to provide for all situations that may arise. Charity trustees, Board committee members and employees of CIFF should take responsibility to ensure that all of their activities, whether covered specifically or otherwise in this Code, are governed by the ethical considerations implicit in these procedures.

14.2 The Administrator will ensure that copies of this Code are circulated to all Charity trustees and Board committee members and employees.

14.3 All recipients of this Code must complete the Declaration of Understanding as set out in Appendix 1 and return the completed declaration to the Administrator.

14.4 Any Charity trustee, Board committee member or employee who is in doubt as to the application to them of this Code or requires guidance on any matter relating to this code should seek clarification, from the Chair or CEO as appropriate.

15. Training & Awareness

All trustees, staff and volunteers will:

- Receive a copy of the Code.
- Receive induction and/or training
- Sign a declaration of Understanding

16. Review

This Code was approved by the Board at its meeting held on 10/02/2026 . The Board has committed to reviewing this Code after a three year period in operation.

Signed:

Date: 10/02/2026

Cian Blackwell

Chairperson of CIFF

Declaration of Understanding and Agreement

I, _____, confirm that I have received, read and understood the *Code of Conduct for Charity Trustees, Board Committee Members, Employees and Volunteers of Cork International Film Festival CLG (CIFF)*.

I agree to comply fully with the standards, principles and procedures set out in this Code and understand that failure to do so may result in disciplinary action, up to and including removal from role or termination of employment, as appropriate.

I also agree to act at all times in the best interests of CIFF and to uphold its values of integrity, professionalism, accountability, respect and fairness.

Signed: _____

Name (Print): _____

Role / Position: _____

Date: _____