



Code of Conduct and Ethics for the Board and Employees

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Intent and Scope

It is a Department of Finance requirement that all state funded organisations adopt a Code of Conduct for Board members and staff.

S95 of the Broadcasting Act 2009 (as amended) requires Teilifís na Gaeilge (TG4) to adopt a Code of Conduct in respect of controls on interests and ethical behaviour which will apply to the members of the Board (including advisory committees) and the staff of TG4.

This Code of Conduct and Ethics for the Board and Employees complies with the Department of Finance and Broadcasting Act requirements in respect of the Board (including advisory committees) and the staff of TG4.

The Code sets out the framework of business practices, ethical practices and conflicts of interest requirements to enable the delivery of the highest possible standards for stakeholders of TG4 and the TG4 audience.

TG4 staff are required to comply with the provisions of their Contract of Employment and comply with the various Workplace Policies and codes of Practice set out in their Employee's Handbook issued to all TG4 staff at the commencement of their employment and updated regularly. TG4 staff are also required to comply with applicable provisions of the Broadcasting Act 2009 as amended from time to time.

The Board is required to comply with the Broadcasting Act 2009 as amended from time to time.

The Board will act in good faith in the best interests of TG4 and it will exercise all due care, skill and diligence and ensure the maintenance of confidentiality in the performance of its duties.

TG4 staff and Board members will be mindful of the principles outlined below in every aspect of their work to ensure a high standard of ethical practices.

TG4 will ensure financial transactions are documented and controlled in accordance with applicable requirements.

Objectives

TG4 will carry out its activities in accordance with the following principles:

1. Conviction, pride and a commitment to the Irish language
2. Fairness, consistency and integrity in its service to the TV and film industry
3. Honesty, transparency and professionalism in all transactions
4. Respect, courtesy, confidentiality and trust in all its personal interactions
5. Proactive and forward thinking in the execution of its duties
6. Commitment to equality and pluralism with regard to gender, sexuality, race, religion, age, disability or membership of the travelling community
7. Commitment to a sustainable and inclusive TG4.

TG4 is committed to the following:

Integrity

- The disclosure 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 their Manager in writing.
- 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 comply with the Gifts Policy.
- Commit to compete vigorously and energetically but also ethically and honestly.
- The conduct of purchasing activities of goods/services will be in accordance with the Public Procurement Guidelines and 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 and in accordance with applicable internal policies.
- Ensure that the TG4's annual report and financial statements accurately reflect its 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.

Conflicts of Interest

- **Board Members**

Board Members will comply with s93 of the Broadcasting Act 2009 (as amended):

- **Disclosure by Board Members of certain interests**

93. — (1) A member of the board of a corporation who has—

(a) any interest in any body or concerns with which the corporation has made a contract or proposes to make a contract, or

(b) any interest in any contract which the corporation has made or proposes to make,

shall disclose to the board of the corporation the fact of such interest and the nature of it and shall not be present at any deliberation or decision of the board of the corporation relating to the contract.

(2) Where at a meeting of a board of a corporation any of the following matters arise, namely—

(a) an arrangement to which the corporation is a party or a proposed such arrangement, or

(b) a contract or other agreement with the corporation or a proposed such contract or other agreement,

then, any member of the board of the corporation present at the meeting who otherwise than in his or her capacity as such a member has an interest in the matter shall—

(i) at the meeting disclose to the board of the corporation the fact of such interest and the nature of it,

(ii) neither influence nor seek to influence a decision to be made in relation to the matter,

(iii) absent himself or herself from the meeting or that part of the meeting during which the matter is discussed,

(iv) take no part in any deliberation of the board of the corporation relating to the matter, and

(v) not vote on a decision relating to the matter.

(3) Where an interest is disclosed under this section, the disclosure shall be recorded in the minutes of the meeting concerned and, for so long as the matter to which the disclosure relates is being considered or discussed by the meeting, the member of the board by whom the disclosure is made shall not be counted in the quorum for the meeting.

(4) Where at a meeting of a board of a corporation a question arises as to whether or not a course of conduct, if pursued by a member of the board of the corporation, would constitute a failure by him or her to comply with the requirements of subsection (2), the question may be determined by the board of the corporation, whose decision shall be final, and where such a question is so determined, particulars of the determination shall be recorded in the minutes of the meeting.

(5) For the purposes of this section and [section 94](#) a person shall not be regarded as having an interest in any matter by reason only of an interest of that person, or of any company in which he or she has an interest, which is so remote or insignificant that it cannot reasonably be regarded as likely to influence a person in considering, discussing or in voting on, any question relating to the matter, or in performing any function in relation to that matter.

- **Staff (including the Director General)**

Comhlíonfaidh an fhoireann a94 den Acht Craolacháin 2009 (arna leasú):

94. — (1) *Where a member of the staff of a corporation or a member of the staff or a director of a subsidiary or a contractor for services, in a category specified before engagement by the corporation, has an interest, otherwise than in his or her capacity as such, in any contract, agreement or arrangement, or any proposed contract, agreement or arrangement, to which the corporation is or is proposed to be a party, that person—*

(a) shall disclose to the board of the corporation his or her interest and the nature of it,

(b) shall take no part in the negotiation of the contract, agreement or arrangement or in any deliberation by members of the board of the corporation or members of the staff of the corporation or contractors for services in a category specified before engagement by the corporation in relation to it,

- (c) shall not influence or seek to influence a decision to be made in the matter, and
- (d) shall not make any recommendation in relation to the contract, agreement or arrangement.

Staff will complete the Conflicts of Interest Form as required and submit it to the Oifigeach Rialachais Corparáideach who will submit the information to the Board.

- **With regard to the Standards in Public Office Commission**

In line with Ethics in Public Office Act, Designated Positions (DG, senior managers, rannóg na gClár, the Cuntasóir in the Finance Department and the Solicitors in the Legal Department) complete annual Statements of Interests or Statement of Nil Interest for the Standards in Public Office Commission.

Information

- TG4 complies with the Freedom of Information Act 2014 (as amended) which ensures that records which are subject to disclosure within the meaning of the Act are disclosed in a way that is open and enhances its accountability to the general public.
- Subject to its obligations under the Freedom of Information Act, TG4 respects 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.
- TG4 observes appropriate prior consultation procedures with third parties where, exceptionally, it is proposed to release sensitive information in the public interest.
- The non-disclosure of privileged or confidential information does not cease when employment in TG4 has ended or membership of the Board has ceased.
- TG4 complies with data protection legislation.

Obligations

- Fulfill all regulatory and statutory obligations imposed on TG4 including compliance with the Broadcasting Act 2009 as amended from time to time.
- Comply with detailed tendering and purchasing procedures, as well as complying with prescribed levels of authority for sanctioning any relevant expenditure.
- Maintain 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 the highest standards of business ethics.

Loyalty

- Acknowledge the responsibility to be loyal to TG4 and fully committed in all its business activities.

Fairness

TG4 is committed to

- Comply with employment equality and equal status legislation.
- Fairness in all business dealings.
- Valuing the audience.

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.
- Minimise any detrimental impact of the operations on the environment.

Responsibility

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.
- Minimise any detrimental impact of the operations on the environment.

Review

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

Date: Ean 2025