



# The Meath Foundation

Better Research - Better Care

## Code of Conduct for Charity Directors

*The purpose of this code is to set out for Directors of the Board of The Meath Foundation and external members of Board Committees the conduct that is expected of them in their role as Charity Directors and external members of Board Committees. Incoming Directors and external members of Board Committees are required to sign the Code acknowledging their obligations on joining the Board/Board Committee and all Directors/external members of Board Committees are encouraged to read the Code from time to time to remind themselves of the commitments they have made on joining the Board/Board Committee.*

### **General Conduct**

- I understand my roles and duties as a Charity Director/external member of Board Committees.
- I will support the mission, values, aims, objectives and strategy of The Meath Foundation and I will abide by the Constitution, policies and procedures.
- I will ensure, to the best of my ability, that everything The Meath Foundation does will be able to stand the test of ethics and scrutiny by all relevant stakeholders, including: staff, medical research and academic partners, hospital boards and management, service providers and the general public.
- I will act in what I consider to be the best interests of The Meath Foundation at all times.
- I will act honestly and with integrity and trustworthiness when dealing with colleagues within The Meath Foundation and equally when dealing with individuals and organisations outside it.
- I will strive to uphold the reputation of The Meath Foundation and those who work in it.
- I will not speak as a Director/external member of Board Committees of The Meath Foundation to the media or in a public forum without the prior approval of the Chair. When I am speaking publicly on behalf of The Meath Foundation, my comments will reflect current organisational policy even if this does not agree with my personal views.

### **Independence, Confidentiality and Judgement**

- I will abide by The Meath Foundation's Conflict of Interest and Conflict of Loyalties policy and ensure register of interests is completed and updated as required.
- I will declare any conflict of interest, or any circumstance that might be perceived as such by others, as soon as it arises and I will absent myself from any discussion on any matter where a conflict of interest may arise.
- I will exercise independent judgement on all matters coming before the Board/Board Committee and will encourage my fellow Directors/external members of Board Committees to seek professional advice on matters on which we do not have relevant expertise.
- I will respect organisational, board and individual confidentiality while recognising that the requirement for confidentiality shall not apply if it becomes necessary for me to inform the Charities Regulator or any other statutory body about any matter, which could threaten the future of The Meath Foundation or could represent a breach of any law with which The Meath Foundation is required to comply.
- I will not put myself under any financial or other obligation to outside individuals or organisations that might seek to influence me in the performance of my duties.

- I will not gain materially or financially from my role as a Director/external member of a Board Committee, beyond seeking reimbursement of out-of-pocket expenses, nor will I seek to gain benefits for any persons connected to me such as my family, friends, or any organisation that I own, manage or work for.
- I will submit claims, if any, for out of pocket expenses only in accordance with agreed procedures.
- I will not accept any gift offered in connection with my role as a Director/external member of a Board Committee.

### **Attendance, Participation and Development**

- I will dedicate adequate time and commitment to fulfil my role as a Director/external member of Board Committees of The Meath Foundation, prepare adequately for meetings and participate in committees and special events when required.
- I will strive to attend all board meetings/board committee meeting (and other relevant meetings) punctually giving apologies ahead of time to the Board Secretary or Committee Chair if unable to attend.
- I will study the agenda and other information sent to me prior to the meeting and be prepared to engage in debate, and if necessary vote, on agenda items during the meeting.
- I will respect the authority of the Chair.
- I will accept a majority board/board committee vote on an issue as decisive and final.
- I will strive to establish open, respectful, supportive and courteous relationships with all those with whom I come into contact in my role as a Director/external member of Board Committees and to cultivate a positive atmosphere at meetings.
- I will bring a fair and open-minded view to all discussions, maintain a respectful balance between speaking and listening, treating different views and experiences with respect, and ensure that all decisions are made in the best interests of The Meath Foundation.
- I will participate in induction, training and development activities for Directors/external members of Board Committees and in processes to evaluate the performance of the Board/Board Committees.

### **Relationship with Staff**

- I will support staff in carrying out their duties and serve as an example of how everyone associated with The Meath Foundation should conduct themselves in order to reflect the values of The Meath Foundation which are:

#### **Meath Foundation Values relating how we work together:**

1. Informed Decision Making: Reserved in the making of decisions until all factual information is available.
2. Responsibility: Being responsible for the organisation in terms of finances, governance and operations and statutory duties.
3. Openness and Acceptance: Being honest, transparent and authentic in all interactions and open to divergent views, opinions and experiences.

#### **Meath Foundation Values underpinning the organisation:**

1. Carrying forward the spirit of the Meath Hospital (to enhance TUH): Opening up opportunities to the hospital staff community to improve quality processes in healthcare within TUH. Moving from today's good practice to tomorrow's better practice.
2. Integrity: Honesty, accountability and transparency in all dealings with a clear commitment to good governance.

3. Innovation and Excellence: Committed to bringing positive change to Tallaght University Hospital, and the community it serves, through innovation and excellence in healthcare practice and research.

- I will work considerately and fairly with everyone in a way that respects diversity, different roles and boundaries and avoids giving offence.
- I will recognise and respect the difference in roles between the board/board committees and staff, respect management arrangements and avoid any actions that might undermine such arrangements, and not interfere in the performance by staff of their duties while ensuring that staff are held to account through the Chair as appropriate.

#### **Legal Requirements and Policies**

- I will uphold the law in all aspects of my role as a Director/external member of Board Committees of The Meath Foundation and will do everything in my power to ensure The Meath Foundation complies with all relevant legislation.
- I will act in accordance with The Meath Foundation's Constitution and ensure that The Meath Foundation complies with all applicable laws including charity law, company law, data protection law and employment law.
- I will abide by any equality, diversity, safeguarding, health and safety, bullying and harassment policies and any other policies agreed by the Board.

#### **Resignation and Termination of Appointment**

- Should I be found to be in breach of the standards outlined in this Code of Conduct I accept that I may be asked to meet with the Chair to assess my suitability for and interest in the role. I understand that a substantial breach and/or consistent breaches of this Code may result in my removal from the Board/Board Committee.
- Should I decide to resign from the Board/Board Committee, I will inform the Chair in advance in writing, stating my reasons for resigning.
- Upon resignation or termination I will promptly engage with the Chief Executive Officer and/or the Chair of the Board to agree and implement appropriate arrangements for the orderly handover, return or secure destruction of all confidential information and materials in my possession or control.

Name (please print in black ink): \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

*This Code of Conduct was reviewed by the Gov & Nom Committee on 19 January 2026*

*The Code is scheduled for review Q1 2029*