improving public transport through technology

Code of Conduct

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STATUS OF THIS DOCUMENT

This document is Released.

If there are any comments or feedback arising from the review or use of this document, please contact us at secretariat@rtig.org.uk

1 Context

1.1.1 This document sets out the Code of Conduct for members of the RTIG Inform Management Board (“the Board”). It sets out the framework within which Board members must conduct themselves in conducting RTIG Inform business.

1.1.2 RTIG Inform is a body corporate with no statutory function. Nevertheless it occupies an important informal position as the coordinator of numerous technical and operational frameworks relevant to public transport technology, especially within the UK. It has adopted articles of association a Constitution under which it “shall act at all times in the interests of its members” which are drawn from a broad cross-spectrum of organisations (including operators, public authorities and the supply industry).

1.1.3 To support this, RTIG Inform has agreed this Code of Conduct for its Board that reflects best practice and the group’s community values. It also sets out the standards of behaviour that are expected of everyone who works with us, as employees, contractors or consultants etc and the ways in which RTIG Inform will help them to avoid any unwarranted criticism or pressure.

1.1.4 RTIG Inform expects its Board members to behave with utmost integrity. It holds that there is a need to avoid not only actual impropriety or bias, but also the perception of such, however mistaken. This Code is intended to support this.

2 Values

2.1.1 Management Board members will at all times observe the highest standards of propriety involving impartiality, integrity and objectivity in relation to the management of the organisation.

2.1.2 The Board will operate to the following values:

- **Fairness.** We will be consistent, proportionate, evidence-based and free from bias, prejudice or discrimination in all that we do.
- **Accountability**. We will be frank about the way in which we work and reach decisions in the interest of members collectively, while safeguarding the personal and confidential data that we hold.
- **Professionalism**. We will ensure that we have the right skills and knowledge base and follow national and international best practice in our operations.
- **Constructiveness.** We will work positively and courteously with both members and external stakeholders to ensure that their needs and views are taken fully into account in all we do.

3 The role of the Chair

3.1.1 The Chair has responsibility for providing effective strategic leadership on Board matters including:

- formulating the strategy and Business Plan for fulfilling RTIG Inform functions within the resources available
- encouraging the highest standards of propriety and promoting efficient and effective use of staff and other resources
- supporting wider national policy
- representing the views of RTIG Inform to stakeholders and to the general public
- ensuring that Board members are aware of, and fulfil, their obligations under this Code

3.1.2 Policy communications with Government, third parties or with the membership in plenary (including in relation to business planning, funding/contracts and reporting at Annual General Meeting) will normally be through the Chair, except where the Board has collectively agreed that an individual member should act on his/her behalf.

4 The role of the Management Contractor

4.1.1 The Management Contractor is responsible for the administration of assets, contracts and funds that it receives and holds on behalf of RTIG Inform. It shall administer these at all times in full accordance with the highest standards of propriety.

5 The role of the General Manager

5.1.1 The General Manager is responsible to the Board for the resources under his/her control.

5.1.2 The General Manager is authorised to act on behalf of RTIG Inform and will normally be the main point of contact between the Board and third parties on day-to-day matters. He/she is required to account to the Board for all actions undertaken within this role, and to seek prior approval:

- From the Board (or if that is not practical, from the Chair) in respect of any action which declares or implies RTIG Inform policy or advice, except where that policy or advice has already been agreed
- From the Management Contractor in respect of any action that declares or implies a contractual or financial commitment

6 Corporate responsibilities of Board members

6.1.1 The Board's role is to advise the Management Contractor, on a continuing basis, on:

- priorities for action/funding in the Business Plan
- the acceptability of RTIG Inform policy, specifications and guidance, taking into account any evidence of members' views

6.1.2 The Board does not administer contracts or funds and Board members have no responsibility or jurisdiction in respect of these aspects.

6.1.3 Board members have corporate responsibility for ensuring that the Board:

- observes high standards of governance at all times
- operates within the limits of its authority
- formulates a strategy and Business Plan for fulfilling RTIG Inform functions within the resources available
- takes appropriate account of national policy in reaching decisions
- collectively fulfils its obligations under this Code

6.1.4 Board members generally operate collectively. They have no individual authority unless this is explicitly delegated by the Board as a whole.

7 Individual responsibilities of Board members

7.1.1 It is recognised that Board members hold their office in respect of their employment by a stakeholder organisation which will have a legitimate point of view on areas under discussion. This is a positive benefit to the Board's deliberations.

7.1.2 However the Board's decisions must be constructive, impartial and credible. Therefore, individual Board members must:

- declare to the Board any private interests which may be perceived to conflict with their role on the Board or in respect of specific items of Board business
- not use Board membership to further their own private interests or those of connected persons, firms, businesses or other organisations, except insofar as their contributions to Board business require them to submit openly the views of their own organisation and business sector
- not misuse information gained as Board members for personal gain or for political purpose, unless and until this information comes into the public domain (including through approved publication by RTIG Inform)
- act, in all circumstances outside Board meetings in which they are operating as Board members, in the best interests of RTIG Inform and of its Board

7.1.3 For the avoidance of doubt:

- it is legitimate for Board members to discuss issues currently in front of the Board, where they affect the broader marketplace, to the extent that it is necessary to identify a corporate perspective
- it is not legitimate for Board members to discuss issues relating to named individuals or organisations, or any matter which has been presented to the Board with an explicit caveat of confidentiality

7.1.4 It is the responsibility of each Board member to ensure that he/she operates at all times within the law. Specifically it is not RTIG Inform's responsibility to enforce the administrative requirements of competition law as they affect individual Board members.

8 Delegation

8.1.1 The Board, as necessary and appropriate, may delegate responsibility for specified matters to an individual Board member or to a subcommittee or Working Group. Decisions taken under delegated authority must be recorded in written minutes available to the Board as a whole.

8.1.2 The Board may delegate only functions within its corporate remit, and in particular cannot give or imply delegated authority over contractual, financial or intellectual property matters.

8.1.3 The Board has the right to overturn any decision taken under delegated authority. Delegated authority may not then be used to alter the decision without subsequent explicit approval by the whole Board.

9 Handling conflicts of interests

9.1.1 Board members may be asked to withdraw from discussion or determination of any matters in which they or their employers have a direct, significant pecuniary interest.

9.1.2 Where a Board member declares a possible conflict arising from an indirect interest, it will be for the Board as a whole to determine whether that conflict is sufficient to require him/her to withdraw from the meeting for that item. In the event of uncertainty the Chair's view is final.

10 Personal liability of Board members

10.1.1 As far as possible, RTIG Inform governance is established in such a way as to limit the personal liability of Board members from claims arising from Board decisions and from RTIG Inform activities. To sustain this:

- Board members shall not make statements or claims that could be construed as RTIG Inform advice, unless there is published evidence from the Management Contractor that can be cited
- Individual Board members shall respect the fact that they are providing an advisory function rather than an executive function, specifically in respect of contractual or financial commitments
- Board members shall accept that they operate collectively and not individually, except where they have a delegated role, and act accordingly.

11 Individual Board members' concerns about the Board

11.1.1 If a Board member has concerns about systematic and sustained failures in either the Board's processes or strategic decisions which are not being addressed by RTIG Inform, they should raise it either with the Board as part of normal Board business or, where this is not appropriate (eg it relates to allegations of misconduct by a Board member), with the Chair.

11.1.2 Concerns and the process used to resolve them must be recorded in writing.

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12 Enforcement of this Code

12.1.1 This Code is a collective responsibility and may be enforced:

- for matters handled by the Board as a whole, by a minuted Board decision requiring a specific course of action
- for matters handled by the Chair, by a Chair's statement proposing a specific course of action, which must be approved by the Board

12.1.2 The action required may include a Board member ceasing to act in a particular way; issuing an apology or a retraction; or, in extremis, being removed from office.

12.1.3 A person who has been removed from office under this code should not subsequently be able to join the Management Board. The Management Board may use its constitutional authority to enforce this.

12.1.4 An enforcement decision taken by Board as a whole is final.

12.1.5 Any enforcement decision based on a Chair's statement is subject to appeal. The appeal body shall consist of three Board members who are, insofar as can practically be arranged, independent of the dispute.

A RTIG Inform and the “Principles of Public Life”

12.1.6 Although RTIG Inform is not a public body, the Board supports and endorses – as far as they apply – the ‘Seven Principles of Public Life’ set out by the Board on Standards in Public Life (the Nolan Board), namely:

- **Selflessness**. Holders of public office should take decisions solely in terms of the public interest. He/she should not do so in order to gain financial or other material benefits for themselves, his/her family or his/her friends.
- **Integrity**. Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence he/she in the performance of his/her official duties.
- **Objectivity**. In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
- **Accountability**. Holders of public office are accountable for his/her decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to his/her office.
- **Openness**. Holders of public office should be as open as possible about all the decisions and actions that he/she takes. He/she should give reasons for his/her decisions and restrict information only when the wider public interest clearly demands it.
- **Honesty**. Holders of public office have a duty to declare any private interests relating to his/her public duties, and to take steps to resolve any conflicts arising in a way that protects public interest.
- **Leadership**. Holders of public office should promote and support these principles by leadership and example.