



DIRECTORS CODE OF CONDUCT

The Directors of Indigo Rock Marine Research Centre company limited by guarantee (IRMRC) share a common commitment through this statement of ethical practices to promote the highest possible standards of professional conduct.

All members of IRMRC undertake the following:

To abide by all applicable laws, statutory & voluntary codes and regulations including:

- (a) The Charities Act 2009
- (b) The Companies Act 2014
- (c) Governance Code

Directors on IRMRC board should take decisions solely in terms of the Charity's objects and in the Charity's interest.

The objectives are:

1. For the advancement of knowledge in the area of aquaculture and marine research.
2. For the advancement of research in the development of training and teaching methods in the area of aquatic sciences and related fields
3. To promote and organise training activities relating to innovation and development and application of new technologies, in the area of aquaculture, aquatic sciences and related fields, especially where such activities involve European collaboration.

Directors will seek

- To maintain the highest levels of good governance & transparent financial reporting
- To provide a safe working environment for staff
- To present charitable services honestly without misrepresentation.
- To respect all intellectual property rights.
- To refrain from discriminatory practices.
- To share knowledge, expertise and skills to advance the sector while respecting the confidentiality of donors, beneficiaries and associates.



Directors of IRMRC should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their duties in relation to IRMRC. Directors should not do anything that may damage the reputation of the organisation.

In carrying out any activities in relation to IRMRC, including making appointments, awarding contracts, or recommending individuals for reward or benefit, Directors of IRMRC should make choices on merit.

Directors of IRMRC are accountable for their decisions and actions and must submit themselves to whatever scrutiny is appropriate. Directors must ensure that the organisation complies with its own governing document, relevant laws, and the requirements of any regulatory bodies.

Directors of IRMRC should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider interest of IRMRC clearly demands.

Directors of IRMRC have a duty to declare any private interests relating to their IRMRC duties and to ensure that conflicts of interest are properly dealt with. A Director must declare any conflict of interest or any circumstance that might be viewed by others as a conflict of interest, as soon as it arises and submit to the judgment of the Board to do as it requires regarding potential conflicts of interest. Where a conflict of interest arises, a Director must be absent from any discussion or vote taken on the matter by the other Directors.

A corollary to this duty is that directors must not disclose confidential information which they obtain in their capacity as directors of a company, since this will generally not be in the best interests of the company.

Directors of IRMRC should promote and support these principles by leadership and example.

Should any behaviour be judged inappropriate under these Principles, it shall be raised at a meeting of the Directors and if appropriate, the company may by ordinary resolution remove any Director before the expiration of their period of office and may appoint another person in their stead.

This Code of Conduct is a guideline and does not represent the entire scope of good conduct and ethical behaviour. Acceptance of and adherence to this Code is a condition of membership.