

# Code of Ethical Conduct

## **Document Summary**

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## **Introduction**

As an institution dedicated to the search for truth through teaching, The City College is committed to excellence and integrity in all its endeavours. In this way, it will maintain the trust and confidence of both the College community and the public. The College's reputation is one of its most valuable assets.

The City College Directors, officers, and employees are expected to undertake their responsibilities on the College's behalf with diligence and professionalism and to comply with the highest standards of honesty, integrity, and fairness. This includes, but is not limited to, being respectful of the rights of others and forthright in all dealings with members of the College community as well as third parties; protecting the privacy of confidential information; and compliance with all applicable laws, rules, and regulations. The College representatives should not place their personal interests above the best interests of the College; even the appearance of impropriety must be avoided.

### **A. Scope.**

This Code of Ethical Conduct applies to all The City College Directors, officers, and employees (collectively, the "Covered Parties"). It is not intended to replace and may be supplemented by specific College policies that have been adopted in the past, and that may be adopted in the future. This Code may be amended or supplemented from time to time by the Board of Directors.

### **B. Purpose.**

The College has upheld and will continue to uphold the highest levels of ethics and integrity in all its affairs. To this end, this Code of Ethical Conduct serves (1) to emphasise the College's commitment to ethical conduct and compliance with the law; (2) to set forth basic standards of ethical and legal behaviour; (3) to provide reporting mechanisms for known or suspected ethical or legal violations; and (4) to help prevent and detect wrongdoing.

Given the variety and complexity of ethical questions that may arise in the course of carrying out the College's business, this Code can serve only as a general guide. Confronted with ethically ambiguous situations, Covered Parties should keep in mind the College's commitment to the highest ethical standards and seek advice from the General Counsel so as to ensure that this commitment is honoured at all times.

### **C. Ethical Standards.**

#### **1. Conflicts of Interest.**

Directors, officers, and employees of The City College serve the public trust and are required to fulfil their responsibilities with care and loyalty. All decisions and actions of the board and the administration are to be made for the sole purpose of advancing the best interests of the institution and the public good. The integrity of The City College must be protected at all times, and the fiduciary relationship of Directors, officers, and employees of The City College must be honoured in both actuality and appearance. A conflict of interest exists when a

College representative's direct or indirect personal interests are inconsistent with or interfere with the best interests of the College.

Conflicts of interest may occur in a variety of forms, including private inurement, nepotism or self-dealing for financial gain. The College's Conflict of Interest Policy sets forth in detail the standards and procedures to be followed when dealing with situations that may present a conflict of interest. Conflict of Interest Disclosure Forms must be completed by all Directors and employees, as outlined in the Conflict of Interest Policy.

## **2. Covered Parties.**

Covered Parties owe a duty to the College to advance its legitimate interests whenever possible, and they are prohibited from taking for themselves opportunities that are discovered through the use of College property, information, or position without the prior written consent of the College. No Covered Party may use College property, information, or position for improper personal gain, and no employee may directly or indirectly compete with the College. Additionally, Covered Parties should not engage in economic activities even on their own time that might affect decisions at their College job or that might lead them to disclose confidential information learned on the job. Simply put, Covered Parties should not engage in business or investments that might make them want to do their College job differently.

## **3. Fair Dealing.**

Whenever they act on the College's behalf, and regardless of whether they are dealing with colleagues or third parties, Covered Parties are required to act honestly, in good faith, and with professionalism. No Covered Party may take unfair advantage of another person through harassment, manipulation, abuse of privileged information, misrepresentation of material facts, or any other unfair practice. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or wrongfully inducing such disclosures by past or present employees of other organisations is prohibited.

## **4. Confidentiality.**

Covered Parties must maintain the confidentiality of confidential information entrusted to them, except when disclosure is authorised by an appropriate officer of the College or required by law. Confidential information includes all non-public information that might be of use to competitors or other third parties or harmful to the College or its constituencies if disclosed; it also includes information that third parties have entrusted to the College. The obligation to preserve confidential information continues even after employment ends.

## **5. Protection and Proper Use of College Assets.**

Covered Parties should protect the College's assets and ensure their proper and efficient use. Theft, carelessness, and waste have a direct impact on the College's operations. Any suspected incident of fraud or theft should be immediately reported for investigation. College facilities and equipment should not be used for non-College business, although incidental personal use may be permitted.

The obligation of Covered Parties to protect the College's assets includes, but is not limited to, its proprietary information.

Proprietary information includes intellectual property such as patents, trademarks, and copyrights, as well as business plans, databases, records, employment information, and any unpublished financial data and reports. Unauthorised use or distribution of this information violates College policy and may also be illegal and result in criminal and/or civil liability.

## **6. Compliance with Laws, Rules, and Regulations.**

Obeying the law, both in letter and in spirit, is the foundation on which the College's ethical standards are built. In conducting the affairs of the College, Covered Parties must comply with applicable laws, rules, and regulations at all levels of government in the United Kingdom and in any other jurisdiction in which the College does business. Although not all Covered Parties are expected to know the details of these laws, it is important to know enough about applicable laws to determine when to seek advice from supervisors or other appropriate personnel.

## **7. Timely and Truthful Public Disclosures.**

Covered Parties involved in the preparation of financial and other reports and documents (and information included therein) filed with or submitted to legal authorities by the College are required to make disclosures that are full, fair, accurate, timely, and understandable. They may not knowingly conceal or falsify information, misrepresent material facts, or omit material facts necessary to avoid misleading the authorities or the College's independent auditors. The same standards apply to other public communications made by the College.

## **8. Significant Accounting Deficiencies.**

The Directors should promptly bring to the attention of the Board of Governors and their sub-audit committee (if required) any information he or she may have concerning (a) significant deficiencies in the design or operation of internal controls over financial reporting which could adversely affect the College's ability to record, process, summarise, and report financial data or (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the College's financial reporting, disclosures, or internal control over financial reporting.

## **9. Gifts.**

The acceptance of gifts or benefits by Directors and employees must always be weighed against the perception that the gift is meant to sway or influence the discharge of official duties on behalf of the College. Covered Parties should never accept any gift or benefit that might influence their decisions regarding their employment duties. No gifts or benefits of any kind should be accepted by any of the Directors, employees or members of the Board of Governors unless it has been duly authorised by the Board of Directors.

## **10. Misrepresentations.**

The City College expects all Covered Parties to uphold ethical standards in conducting the business of the College. The good name and reputation of the College are critical to its mission. No one should engage in conduct that constitutes a substantial misrepresentation of the College, including the nature of its educational programs, financial charges, or the employability of its students. Misrepresentation includes any false, erroneous or misleading statement or a statement that has the likelihood or tendency to mislead or confuse. A substantial misrepresentation is one on which the person to whom it was made can reasonably be expected to rely, or has reasonably relied, to that person's detriment. Students, prospective students and others who believe they have experienced misrepresentation as described by this policy should contact the college Directors or other appropriate official and report the misrepresentation, seeking help to rectify the matter.

### **D. Administration.**

#### **1. In General.**

This Code of Ethical Conduct has been adopted by the Board of Directors and needs to be followed by the College.

#### **2. Reporting Known or Suspected Violations of this Ethical Conduct Policy or Other Laws.**

It is the policy of The City College that all good-faith whistleblowing is encouraged and protected.

The City College strives to operate in an ethical, honest and lawful manner and expects its faculty, administrators, staff and students to conduct their activities in accordance with College policies and applicable law. The College strongly encourages all faculty, administrators, staff and students to report suspected or actual wrongful conduct by College employees through channels that the Board of Directors shall establish for such reporting pursuant to this Policy. No College faculty member, administrator, staff member or student may interfere with the good faith reporting of suspected or actual wrongful conduct; no individual who makes such a good faith report shall be subject to retaliation, including harassment or any adverse employment, academic or educational consequence, as a result of making a report.

College Directors and officers are required to report promptly any known or suspected violations of this Code of Ethical Conduct or other violations of law to the Chair of the Board of Governors. All other Covered Parties, students and the public should bring any known or suspected violations to the attention of their tutors, programme leaders or may anonymously and confidentially file a report through the college anonymous drop box system.

### **3. Accountability for Breaches.**

If the Board of Directors determine that this Code has been breached, including (without limitation) by failure to report a breach or by withholding information relating to a breach, the offending Covered Party may be disciplined, with penalties up to and including removal from office or termination of employment. Breaches of this Code may also constitute a breach of law and may result in criminal and/or civil liability for the offending Covered Party and the College. All Covered Parties are required to cooperate in internal investigations of possible misconduct.

### **E. Guidance.**

All College Directors, officers, and employees must work together to ensure prompt and consistent enforcement of this Code of Ethical Conduct. In some situations, it may be difficult to know if a breach has occurred. As it is impossible to anticipate every situation that will arise, it is important to be able to approach a new question or problem with confidence. Directors and officers having questions about their obligations under this Code or any other College policy should consult the Chairman of the Board of Governors, and all others should consult their tutors or programme leaders.