

DLM FORUM

Code of Ethics

INDEX TO THE CODE

1. Preamble

PART 1 PURPOSE OF THE CODE

2. Objectives
3. Defined terms
4. Applicability
5. Agreeing to the code
6. Not agreeing to the code

PART 2 VALUES OF THE FORUM

7. Statement of values
8. Lawfulness
9. Civility
10. Integrity
11. Transparency
12. Accountability
13. Impartiality
14. Community
15. Excellence
16. Stewardship

PART 3 RULES OF CONDUCT

17. Misconduct
18. Duty of care
19. Responsibilities
20. Acting in good faith

PART 4 CONFLICTS OF INTEREST

21. Nature of conflicts of interest
22. Procedure for conflicts of interest
23. Declaring a conflict of interest
24. Recusal

25. Role of the executive committee in conflicts of interest
26. Failure to comply

PART 5 HANDLING OF COMPLAINTS

27. Nature of complaints
28. Obligation of representatives to lodge a complaint
29. Reporting complaints
30. Complaints against directors
31. Complaints against the executive committee
32. Credibility
33. Complaints of illegality
34. Complaints panel
35. Confidentiality
36. Disciplinary action
37. Types of disciplinary action
38. Disciplinary action against employees
39. Disciplinary action against directors

PART 6 ACKNOWLEDGEMENT OF THE CODE

40. Adoption
41. Declaration

1. Preamble

The DLM Forum MTÜ is a non-profit organisation established in Estonia on 11 April 2018. The organisation has taken over all the activities of its predecessor, the DLM Forum Foundation founded in the United Kingdom on 1 February 2010 as a not-for-profit organisation dedicated to the study, standardization and implementation of document, records and information lifecycle management in Europe and elsewhere. The foundation continued the work of the DLM Forum, an association of public archives, specialists and interested parties from government and industry that was first convened in 1996 by an initiative of the European Commission and has met regularly ever since. Upon its establishment, the executive committee of the DLM Forum Foundation adopted a code of ethics embodying its corporate values. The same Code of Ethics applies to the DLM Forum organisation today in the conduct of its business and its people representing the organisation in any capacity.

PART 1

PURPOSE OF THE CODE

2. Objectives

The credibility and independence of the DLM Forum will be ensured only if its representatives observe the highest standards of integrity. This code seeks to encapsulate the core ethical values of the DLM Forum and to fulfil the following objectives:

- Ensure a consistently high professional standard of corporate and individual behaviour by the DLM Forum and its representatives;
- Uphold a spirit of community responsibility and accountability in line with the legislation, regulation and guidelines governing the DLM Forum;
- Provide a detailed process for undertaking disciplinary action, resolving disputes and arbitrating conflicts of interest, as they may arise from time to time.

3. Defined terms

In the context of this code of ethics the following definitions apply:

- “articles” refers to the articles of association of the DLM Forum MTÜ;
- “complaint” has the meaning given in clause 27, “Nature of complaints”;
- “code” refers to the code of ethics;
- “director” refers to a director of the DLM Forum who sits on the executive committee;
- “executive committee” is a collective term for the directors of the DLM Forum;
- “forum” refers to the DLM Forum MTÜ, registered at the Estonian commercial registry with a registry code 80549059;
“general meeting” refers to a general meeting of the members of the DLM Forum as defined by its articles;
- “member” refers to a member of the DLM Forum as defined by its articles of association;
- “representative” has the meaning given in clause 4, “Applicability”.

4. Applicability

The code of ethics of the DLM Forum applies to all those who represent the forum in any capacity. Representatives of the forum to whom the code is applicable under this clause include but are not limited to:

- Directors;
- Persons appointed to any sub-committees, panels or project groups;
- Persons to whom the executive committee has delegated any of its powers;
- Employees of the forum.

5. Agreeing to the code

All representatives of the forum should agree in writing to the code before taking up their duties. No one can become a representative of the forum unless that person undertakes to act in accordance with the code by making the declaration in clause 41, “Declaration”.

6. Not agreeing to the code

If at any time a representative of the forum becomes, or believes that they have become, unable to represent the forum in accordance with the code then the representative must immediately advise a director and formally resign from all representative positions held with the forum. The director should, as soon as possible, inform the executive committee of the representative’s actions and a full explanation of the circumstances under which they arose.

PART 2

VALUES OF THE FORUM

7. Statement of values

The following are the core values of the DLM Forum and it is expected that all those representing the DLM Forum will display commitment to these values in the conduct of their duties:

- Lawfulness;
- Civility;
- Integrity;
- Transparency;
- Accountability;
- Objectivity and Impartiality;
- Community;
- Excellence; and
- Stewardship.

8. Lawfulness

The forum and its representatives should act in accordance with the law. They shall observe the legislation, rules and procedures applicable to the DLM Forum and its representatives.

9. Civility

The forum and its representatives conduct their business in a polite, respectful and constructive way. They seek to make the DLM Forum a friendly, helpful and welcoming space for all members of the community to meet and exchange information.

10. Integrity

The forum and its representatives undertake to observe the highest standards of integrity, honesty and accuracy in their business dealings, at both an individual and organisational level.

11. Transparency

The forum and its representatives are open, clear and communicative; while recognising the need for privacy and security when dealing with sensitive business matters and confidential personal information.

12. Accountability

The forum and its representatives are fully accountable for their actions and for safeguarding the finances of the DLM Forum. They must always seek to act in the highest interests of the forum.

13. Objectivity and Impartiality

The forum and its representatives should always act objectively and impartially, in the best interest of the DLM Forum and the wider public good. In the pursuit of the business of the forum they shall act independently, free from outside or personal interests and will not favour any one country, culture, organisation, institution, company or supplier over any other.

14. Community

The forum and its representatives will seek to serve the wider community of which they are part and value the participation of that community in all forum activities. They seek to be collegial and inclusive, to build the membership of the forum, and to strengthen the ties internally between members and externally with other likeminded individuals, groups, organisations and professional bodies.

15. Excellence

Whether engaging in discussion, debate, research, analysis, consultation, education or presentation, the forum and its representatives seek to exemplify and encourage professionalism and best practice within government, industry and the community.

16. Stewardship

The forum and its representatives endeavour to provide and promote leadership in thought and in action within the field of archives, document, records and information management. In engaging with the community and in setting industry standards they seek to be purposeful, confident, well informed and authoritative.

PART 3

RULES OF CONDUCT

17. Misconduct

In the performance of their duties, representatives of the forum must obey the laws, regulations and conventions of whatever country or jurisdiction they enter and should adhere to the European Convention of Human Rights. Representatives of the forum must NOT engage in any of the following:

- Violence or threatening behaviour;
- Discrimination or incitement on the basis of religion, race or sex;
- Harassment of a sexual or other nature;
- Inappropriate physical contact, extreme rudeness, obscenity or profanity;
- Making or receiving any offer of bribery or inducement;
- Unlawful or criminal activity; or
- Any other action that brings discredit upon the forum.

18. Duty of care

All representatives of the forum are entrusted with a duty of care in ensuring at all times that the forum is properly managed, effectively controlled and well represented.

19. Responsibilities

In order to fulfil their duty of care, representatives of the forum have an obligation to ensure that they act in a professional and responsible manner by:

- Having a clear understanding of the aims and objectives of the forum;
- Devoting time and effort to attend and participate in meetings;
- Knowing what is required of them in their position as a representative and discharging those functions diligently;
- Staying abreast of the affairs of the forum and keeping themselves informed of the forum's compliance with relevant legislations and contractual requirements;
- Insisting on being kept informed on all matters of importance to the forum in order to be effective in representing the forum;
- Helping to create and maintain a culture of high ethical standards and commitment to compliance;
- Fully cooperating with any complaints panel or investigation set up under clause 34 of the code;
- Being willing to use independent judgment and, if necessary, openly oppose if the vital interest of the forum is at stake; and
- Exercising their powers for the purposes they were conferred, for the benefit and prosperity of the forum.

20. Acting in good faith

Representatives of the forum must all times act with utmost good faith towards the forum in any transaction and must act honestly and responsibly in the discharge of their duties.

Representatives of the forum must NOT do any of the following:

- Disclose, or allow to be disclosed, confidential information obtained by means of their role with the forum unless that disclosure has been authorised by the forum, or the person from whom the information was provided, or is required by law;
- Use any confidential information obtained by means of their role with the forum for their own advantage or the advantage of others;
- Divert any business opportunity that the forum is pursuing to their own advantage or the advantage of others; nor
- Profit either directly or indirectly from the sale, resale or use of the property of the forum, including its intellectual property, trademarks, logos, designs, brands or specifications without the express permission of the forum.

PART 4

CONFLICTS OF INTEREST

21. Nature of conflicts of interest

Conflicts of interest occur when representatives' other personal or professional interests interfere in any material way, or even appear to interfere, with their responsibilities to the forum. Conflicts of interest may include, but are not limited to, the outside business ventures and other employment of the representatives themselves or their close family or acquaintances. Conflicts of interest may also arise when representatives' duty or loyalty to another employer, institution or cause overrides, or may appear to threaten to override, their duty of care to the forum.

22. Procedure for conflicts of interest

If and when they arise, conflicts and potential conflicts of interest must be duly and openly declared and the procedures of the code must be followed. The declaration of interests by representatives and the decisions and actions taken to resolve them must be clearly and accurately recorded in the minutes of meetings and in the documentation of any matters related to the conflict retained by the forum.

23. Declaring a conflict of interest

Representatives must immediately disclose any actual or potential conflict to the executive committee by communicating the details of the conflict to a director who should then inform the other directors. Representatives sitting on any sub-committee, panel or project group must also disclose the conflict or potential conflict to the chair of that sub-committee or panel, or the project leader, who may then inform the other representatives sitting on the sub-committee or panel, or the project team members. Employees must immediately disclose all conflicts or potential conflicts to their supervisors.

24. Recusal

After disclosing an actual or potential conflict of interest, a representative of the forum may be asked to withdraw from any discussion, decision, vote or business transaction that relates to that conflict, or any related matter. The representative must withdraw should an objection be raised by any other representative present, and may elect to voluntarily withdraw even where recusal has not been requested. The conflicted representative should not attempt to influence any decision made about the matter, or any related matter, but may provide information if requested.

25. Role of the executive committee in conflicts of interest

The executive committee shall decide on all matters related to conflicts of interest, and in addition to the rules of disclosure and recusal may require of representatives additional

assurances, safeguards, and in some cases sanctions. Directors must themselves observe all of the requirements of the articles in relation to conflicts of interest.

26. Failure to comply

Failure to declare a conflict of interest, or a potential or apparent conflict of interest, or to undertake proper conduct in response to such a conflict is a disciplinary matter subject to the complaints handling process described in Part 5.

PART 5

HANDLING OF COMPLAINTS

27. Nature of complaints

A complaint is any accusation, received by a director via any means of communication from any source, be it identified or anonymous, that states that any representative, or representatives, of the forum have acted, are acting or are intending to act in contradiction to either the letter or the spirit of any of the following:

- The code;
- The articles; or
- Any other rules of procedure, or bye laws, established by the executive committee under the articles.

28. Obligation of representatives to lodge a complaint

Representatives of the forum carry an obligation under the code to act in the best interest of the forum and should lodge a complaint against another representative if they have good cause under clause 27. Failure to lodge a complaint after witnessing or receiving evidence of misdemeanour is itself a breach of the code.

29. Reporting complaints

Any director who receives a complaint must promptly inform the executive committee who should decide whether it merits investigation and how best to resolve the complaint. For complaints of a serious nature, it may be necessary to convene an extraordinary meeting of the executive committee.

30. Complaints against directors

If a complaint is received against a director then it automatically becomes a matter for which that director has a conflict of interest. In accordance with the articles and part 4 of the code the director must stand aside from all deliberations and decisions in relation to the complaint which must then be resolved by the non-conflicted directors.

31. Complaints against the executive committee

If a complaint is received against all the directors then it cannot be decided by resolution of the executive committee and must be brought before the next general meeting for the members to decide. Under clause 34, the executive committee may appoint a complaints panel not made up of directors to investigate any complaint against it, however the panel must report its findings to the members not to the executive committee.

32. Credibility

Other than complaints against the executive committee itself, the executive committee has the discretion to investigate complaints in any way it deems suitable. Generally this will depend on the seriousness of the accusation and the credibility of the claim.

33. Complaints of illegality

So as to protect the forum against any accusations of conspiracy or complicity, the executive committee must refer any complaints of illegality or criminal activity that it deems at all credible to the appropriate police force or authority.

34. Complaints panel

The executive committee may appoint a complaints panel to investigate any complaint. A complaints panel may comprise one or more non-conflicted directors but it may also be entirely independent and should be so if the complaint is against all the directors. The executive committee may invite persons not connected with the forum or any member to make up a complaints panel, either in part or in whole. The complaints panel will investigate the complaint and report its findings to the executive committee, or to the members if the complaint is against all the directors.

35. Confidentiality

The executive committee should remain mindful of the need for confidentiality and sensitivity in handling certain types of complaint and may so instruct a complaints panel to keep its investigations and findings private. This must be balanced against the value the forum places on transparency, see clause 11, and is at the discretion of the executive committee which may wish to consult the opinion of both the complainant and the subject of the complaint.

36. Disciplinary action

The executive committee may at its discretion take action against a representative of the forum in response to any complaint. In deciding to take disciplinary action the executive committee is not bound to necessarily convene a complaints panel, nor is it necessarily bound by the findings and recommendations of such a panel, nor the need for incontrovertible evidence of wrongdoing if, for example, a person or organisation has refused to cooperate with an investigation. However, the executive committee must be satisfied that such a course of action is ultimately in accordance with the highest interests and values of the forum.

37. Types of disciplinary action

Disciplinary action may take any form but is most likely to be one of following and may be more severe if a representative has already been disciplined on other occasions:

- A warning that may include a request to the representative to take some action, or to stop a particular activity, either immediately or by a given date;
- Temporary suspension from the representative's position with the forum until a particular date or until the representative makes a particular reparation;
- Permanent removal from the representative's position with the forum; or
- In the case of an employee, suspension or dismissal from service.

38. Disciplinary action against employees

When deciding upon disciplinary action against a person who is an employee of the forum the executive committee must take into account the terms and conditions of the person's contract of employment, as well as any legislation, regulation or arbitration process that may apply within the jurisdiction under which the person was employed.

39. Disciplinary action against directors

When deciding upon disciplinary action against a director the executive committee must take into account the provisions for directors of the forum within the articles of association.

PART 6
ACKNOWLEDGEMENT OF THE CODE

40. Adoption

This code of ethics has been formally adopted for the DLM Forum by resolution of the executive committee using its powers established under the forum's articles of association.

41. Declaration

I declare that to the best of my ability I will duly represent the DLM Forum, its articles of association, and its aims and objectives in accordance with this code of ethics.

As a representative of the forum I agree that I will:

- Uphold and adhere to the values of the forum listed in part 2 of the code;
- Act in accordance with the rules of conduct contained in part 3 of the code; and
- Immediately declare any conflicts of interest in accordance with the procedures described in part 4 of the code, as soon as they may arise.

Further to this, should any complaint be lodged against me, I agree to fully cooperate with and to abide by the procedure for the handling of complaints described in part 5 of the code and any subsequent actions.

Signed by _____

In the presence of _____

On _____