

The Digital Health & Care Institute

Code of Practice for Board Members of DHI (the “Code”)

1 Public Service Values

The Board of the Digital Health & Care Institute (“DHI”) must at all times:-

1. observe the highest standards of impartiality, integrity and objectivity in relation to (i) the advice it provides to the DHI Management Team on the strategic direction of DHI and (ii) monitoring the progress of DHI through the KPIs detailed in the most recent DHI Business Plan;
2. be accountable to the Scottish Funding Council and the public more generally for its activities and for the standard of advice it provides in relation to DHI operations; and
3. in accordance with Government policy on openness, comply fully with the Freedom of Information (Scotland) Act 2002.

2 Standards in Public Life

All Board Members must follow the Seven Principles of Public Life set out at Section 7 below, comply with this Code, and ensure they understand their duties, rights and responsibilities as Board Members of the DHI Board. New Board Members not familiar with Boards that direct and advise on the use of public funds should consider attending relevant training or induction courses. All DHI Board Members must not:-

- misuse information gained in the course of their public service for personal gain or for political purpose;
- seek to use the opportunity of public service to promote their private interests or those of connected persons, firms, businesses or other organisations;
- hold any paid or high-profile unpaid posts in a political party; and
- engage in specific political activities on matters directly affecting the work of DHI.

When engaging in political activities, DHI Board Members should be conscious of their public role and exercise proper discretion.

3 Role of Board Members

Members of the DHI Board have collective responsibility for the governance of DHI. In carrying out their responsibilities, Board Members must:-

- engage fully in collective consideration of any issues affecting the strategic direction of DHI and performance against KPIs, taking account of the full range of relevant factors, including any guidance issued by DHI stakeholders;
- agree an Annual Report;
- provide input into and agree any business proposal to the Scottish Funding Council or other funding bodies for further funding of DHI;
- consider diversity in all aspects of the DHI Board's work; and
- ensure that the DHI Board does not exceed its powers or functions.

Communications between the DHI Board and Scottish Funding Council will generally be through the Chair or through the Scottish Funding Council's Observer on the Board except where the DHI Board has agreed that an individual member should act on its behalf. Nevertheless, any Board Member has the right of access to the Scottish Funding Council on any matter which he or she believes raises important issues relating to his or her duties as a DHI Board member.

4 The Role of the Chair of the Board

The Chair has particular responsibility for providing effective leadership to the DHI Board and to enable the DHI Board to fulfil its obligations and responsibilities in relation to the strategic direction and governance of DHI.

In addition, the Chair is responsible for:-

- ensuring that the DHI Board meets at appropriate intervals;
- ensuring that the minutes of DHI Board meetings and any reports to the DHI Board accurately record the decisions taken and, where appropriate, the views of individual Board Members, representing the views of the DHI Board; and
- ensuring that new DHI Board members are briefed on appointment (and their training needs considered); and
- providing an assessment of Board Member's performance, on request, when Board Members are considered for re-appointment to the Board .

5 Handling conflicts of interest

Every effort should be taken to avoid DHI Board Members being influenced, or appearing to be influenced, by their private interests in the exercise of their public duties. All DHI Board members should therefore declare any personal or business interest which may, or may be perceived (by a reasonable member of the public) to, influence their judgment in relation to their role as a DHI Board Member. This includes, as a minimum, personal direct and indirect pecuniary interests, and would normally also include, such interests of close family members and of people living in the same household.

DHI will manage a register of interests that should be kept up-to-date and be open to the public. A declaration of any interest should also be made at any DHI Board meeting if it relates specifically to a particular issue under consideration, for recording in the minutes (whether or not a Board Member also withdraws from the meeting).

Board Members should not participate in DHI Board discussions or the determination of matters in which they have an interest, and should normally withdraw from the meeting (even if held in public) if their interest is direct and pecuniary or their interest is covered in specific guidance issued by the DHI Board or the Scottish Funding Council which requires them not to participate and/or to withdraw from the DHI Board meeting.

6 Personal liability of DHI Board Members

Legal proceedings by a third party against individual Board Members are very exceptional. A Board Member may be personally liable if he or she commits a fraudulent, negligent or criminal act which results in a loss to a third party. However, individual Board members who have acted honestly, reasonably, in good faith and without negligence in execution or purported execution of their Board functions will be protected by the University of Strathclyde's relevant insurance policies. Board members who need further advice should consult the Chair.

7 Principles of Public Life

Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their 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 their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness

Holders of public office 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 public interest clearly demands.

Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interests.

Leadership

Holders of public office should promote and support these principles by leadership and example.