

## PSNC CODE OF CONDUCT

- i. A member of PSNC who, other than by reason of qualification for appointment to PSNC has a personal interest, pecuniary or otherwise, in a subject under discussion by PSNC or any of its subcommittees should ensure that interest is made known to the PSNC. If the member wishes to participate in the discussion or vote on the subject the Chairman of the PSNC, or of the relevant Committee, will decide whether the member should be permitted to take part in the discussion or, if there is one, the vote.
- ii. Members of PSNC must respect the confidentiality of all papers issued to them as members of the PSNC and other information identified as confidential and acquired by them solely by virtue of their position as a member of the Committee. Should any Committee member wish to disclose items within the PSNC agenda which are not in the public domain permission should be sought of the PSNC through the Chief Executive.
- iii. Members of PSNC must ensure that the finances of the Committee are properly applied to the furtherance of the objectives of the Committee.
- iv. If a member of PSNC knowingly breaches any provision of this Code of Conduct the PSNC may pass a motion of censure naming the member of the PSNC accordingly.

## CODE OF CONDUCT – DECLARATION OF INTERESTS

Name: \_\_\_\_\_

1.	Remunerated Directorship of company(s) (public or private) and businesses owned personally or in partnership	
2.	Remunerated employment or offices	
3.	Remunerated Consultancy(s)	
4.	Remunerated work performed under contract	
5.	Names of companies or other bodies in which I have an interest, either on my own account, my spouse or infant children, for a beneficial interest in share holdings greater than the 10% of the share capital	
6.	Remunerated contributions to professional and scientific publications	
7.	Other sources of income or pecuniary support relevant to my membership of PSNC	
8.	Membership of other pharmaceutical bodies	

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

## CORPORATE GOVERNANCE AND THE PSNC

PSNC accepted in April 2003 the following guiding principles for members of the Committee:

**Accountability** - Members of the PSNC are accountable for their decisions and actions to contractors and the public and therefore submit to scrutiny.

**Openness** - Members should be as open as possible about all the decisions and actions they take. They should give reasons for their decisions, and restrict information only for short term tactical reasons, or when the wider public interest clearly demands.

**Honesty - Members** have a clear duty to declare any private interest relating to their PSNC duties, and take steps to resolve any conflicts arising.

**Leadership** - Members should promote and support the above principles by leadership and by example.

**Representativeness (Selflessness)** - members must reflect the interests of the contractors who elected or appointed them to PSNC, and must make decisions in the interests of the general body of contractors; they must not make decisions in order to gain financial or other material benefits for themselves, family or friends.

**Integrity** - members must not put themselves under any obligation that might influence their performance on PSNC or their ability to reflect the interests of the contractors who elected or appointed them or to make decisions in the interests of the general body of contractors.

**Objectivity** - in making decisions and in carrying out the business of the PSNC members should act within the constitution and make decisions only on merit.

### Note

The effect of the principles of Representativeness and Integrity is that the nominating bodies can mandate the member to express a view, but cannot bind him in how he votes or decides on a particular issue. This means the member can hear and participate in debate, and is free to amend his view in the light of the debate. He will no doubt then reflect back to the relevant body why he made the decision he did, recognising his accountability.

# PROCEDURE FOR DEALING WITH UNAUTHORISED DISCLOSURE OF CONFIDENTIAL MATERIAL

**General Principles.** These should be read in conjunction with the Code of Conduct.

1. All confidential material will be identified in agendas and papers as such. Where an agenda item is marked as confidential all papers and discussions related to the item must be treated as being confidential, even if not specifically marked as such.
2. In case of doubt the CEO or Chairman should be consulted before any disclosure is made.
3. Disclosure includes disclosure to the body nominating or electing a member to PSNC. Unless otherwise agreed material identified as confidential must be restricted to PSNC members and staff.
4. Once material identified as confidential is in the public domain it ceases to be confidential.
5. Details of opinions expressed by individual members and how members voted on specific issues should not be disclosed by anyone other than the individual member. Members are expected to adopt corporate responsibility for the Committee's decisions.

## **Procedure in the event of a disclosure of confidential material**

1. A member who becomes aware that confidential material has been disclosed, by him/herself or someone else, should provide information to the Chairman or the CEO.
2. The Chairman will decide whether the disclosure is sufficiently serious to merit reference for inquiry by the Review and Audit Panel, or whether he can deal with the matter informally.
3. In cases referred to the Review and Audit Panel the Panel will conduct such investigation and inquiries as it considers are warranted. If the Panel concludes that an identified member of the Committee has been responsible for the unauthorised disclosure it may determine:
  - a) That no action should be taken in respect of the matter
  - b) To give informal advice to the member
  - c) To give a formal rebuke, reported in confidence to the Committee
  - d) To give a formal, public rebuke
  - e) To exclude the member from attendance at meetings of the PSNC or its subcommittees for a specified period
  - f) To exclude the member from the Committee.
4. A member excluded by a determination under f) above will be ineligible for membership of PSNC for a period of three years from the date of the determination. When considering whether a determination under e) should be made, the Panel will have regard to the need to avoid prejudicing the interests of contractors represented by the individual.
5. Determinations made by the Panel will be communicated in writing together with the reasons for the determination.
6. A member of the Committee may appeal to the Vice Chairman of PSNC against a determination or, in the event that the member is the Vice Chairman, to the Chairman of the LPC and Implementation subcommittee.