

Extract from the Code of Conduct

Chief Executive

5. General Responsibility

- 5.1. The Chief Executive is responsible for pursuing the objectives and achieving the targets set by the Board in accordance with its plans and policies and for bringing the attention of the Board to any departures from these.
- 5.2. S/he, in his/her executive function, will draw on the wisdom and special experience of the Board members to guide and advise him/her as s/he deems necessary. Such guidance and advice will not, however, relieve him/her of full executive responsibility.
- 5.3. The Chief Executive will advise the Board on all matters related to the discharge of MSI's responsibilities in a timely manner and sufficient to allow members of the Board satisfactorily discharge their duties.
- 5.4. Towards this end s/he will ensure that Board members receive adequate and timely documentation where this is necessary or useful for their proper consideration of any matter on the Agenda.
- 5.5. The Chief Executive will attend Board meetings. If, for any reason, s/he is unable to attend s/he will nominate a senior staff member immediately reporting to him/her to act in his/her place. If, for some reason, the Chief Executive is not in a position to nominate someone to act in his/her place, the Chairman will exercise this function.
- 5.6. S/he will ensure, by advising the Board as necessary, that the Board does not inadvertently exceed the authority conveyed to it by the Memorandum & Articles.

Main Duties and Responsibilities of the Chief Executive

- 5.7. The Chief Executive is responsible for all executive performance and for the translation of Board policies and decisions into effective action. The Board recognises that the Chief Executive must be assigned authority commensurate with this responsibility.
- 5.8. The Chief Executive may, to whatever extent s/he considers appropriate, delegate formally to other officers of MSI the performance of any of the duties and functions given to him/her by the Board but s/he will remain ultimately responsible for all executive actions and decisions.
- 5.9. In addition, the Chief Executive will also:
 - 5.9.1. Establish and maintain a sound organisation structure with satisfactory definitions of responsibilities and adequate means for ensuring executive co-ordination.

- 5.9.2. Prepare or have prepared a three year strategic plan in accordance with 1.2 for consideration by the Board.
- 5.9.3. Select, appoint and transfer permanent members of MSI staff in accordance with the Board's policy.
- 5.9.4. Implement staff disciplinary procedures.
- 5.9.5. Within the agreed budgets, select and appoint temporary staff and terminate the contract of any temporary or short-term contract staff appointed to MSI.
- 5.9.6. Determine, subject to the provisions of the agreed budgets, remuneration and allowances for all MSI staff and deal with all staff matters.
- 5.9.7. Review periodically the organisational structure of MSI and make any necessary organisational changes or in the case of changes reserved to the Board under (2.5k) recommend such to the Board.
- 5.9.8. Ensure the effective training and development of staff.
- 5.9.9. Arrange regular meetings with senior staff to review the progress of activities under their control.
- 5.9.10. Ensure effective channels of communication throughout the organisation so that policies and objectives will be clearly explained and understood at all levels and constructive contributions by staff will be encouraged and stimulated.
- 5.9.11. Supervise the preparation of annual financial estimates and operating budgets and annual accounts for submission to the Board for approval and supervise the preparation of monthly accounts for the information of the Board.
- 5.9.12 Authorise expenditure limits within the budgets.
- 5.9.13 Purchase or lease equipment/property or award contracts when the amount of money involved in any single transactions is less than €50,000. Items specifically agreed by the Board in its Budget will not be subject to this limit. The Board may review these figures periodically,
- 5.9.14 Exercise continuous control over the operating effectiveness and costs of MSI and take any executive action necessary to improve effectiveness and reduce operating costs.
- 5.9.15 Supervise the preparation of data for MSI's Annual Report and other progress reports for submission to the Board.
- 5.9.16 Carry out public relations activities appropriate to the Chief Executive of MSI so as to generate the widest possible understanding of MSI's objectives

and activities and create an atmosphere of confidence amongst those whom it serves and on whom it relies for services and support.

- 5.9.17 Arrange for any MSI representation on such outside bodies and at such functions as s/he may deem appropriate, other than those confined to the Board in 2.5 (s).
 - 5.9.18 Ensure that MSI's policies and activities are brought to the notice of appropriate voluntary and statutory organisations, educational interests, the Government sector and the public,
 - 5.9.19 Carry out other duties assigned to him/her from time to time by the Board.
- 5.10. Whenever the Chief Executive makes a decision or enters into a commitment within the terms of his/her delegated authority s/he shall be deemed to have acted on behalf of MSI. The Board may, however, at any time require him/her to explain a decision or a commitment.
- 5.11. The Board authorises the Chief Executive to take any actions necessary for the discharge of these duties subject only to the limitations on his/her authority or to the specific restriction of authority by the Board or Chairman elsewhere in this document.