

CODE OF PRACTICE and RULES OF OPERATION

STATUS OF THE CODE OF PRACTICE AND RULES OF OPERATION

Principle 1: Proper governance

- 1.1 The principles and objectives of CIRCOM Regional are specified in the legal Statutes. This Code of Practice and Rules of Operation, which is given force by Article 20 of the Statutes, is designed to define the internal rules of operation and set standards of corporate activity and governance of CIRCOM Regional.
- 1.2 The Rules of Operation define the way in which it agree that CIRCOM Regional will manage its internal affairs based on the Statutes but adding detail as required by the Statutes and ensuring continuing good management of the Association's activity.
- 1.3 For ease of understanding, any reference in this document to "the Code" means "The Code of Practice and the Rules of Operation".
- 1.4 The Statutes require that the Code is amended as necessary by simple majority of the Annual Assembly. In any case of discrepancy between the Statutes and this Code of Practice, the Statutes, as a legal document, must take precedence.
- 1.5 All members of CIRCOM Regional are legally bound by the Statutes and agree to conduct the affairs of the Association as expanded and clarified by the Code, which does not have the legal force of the Statutes.
- 1.6 The Executive Committee will review the Code every second year or when so requested by the European Board.
- 1.7 It is important that this Code should be under regular review to ensure CIRCOM Regional can always ensure best practice and flexibility. It is, therefore, open to any Member to propose changes in this Code for consideration by the Executive Committee or, after consideration by the Executive Committee, to the European Board.

THE VALUES OF CIRCOM REGIONAL

Principle 2: Adding value to members and viewers

- 2.1 CIRCOM Regional is based on values such as cultural diversity, tolerance, solidarity, human rights, freedom of expression and democracy.
- 2.2 By its activities, CIRCOM Regional intends to add value to the operations of its members and help members to serve the interests of the general public.
- 2.3 Our activities will focus on: sharing experience between Members; training Members; improving content and skills; promoting regional public service media; and offering value from our productions and programmes.
- 2.4 The purpose is to make regional public service audiovisual media indispensable. The aims and objectives of the Association are set out in Article 2 of the Statutes.

Principle 3: Ethos of CIRCOM Regional and its Code of Practice

- 3.1 The founding of CIRCOM Regional within the landscape of public service media requires of its members and the organisation qualities in its operations and governance of transparency, honesty and credibility.
- 3.2 As a representative of regional public service audiovisual media in Europe, CIRCOM Regional and all individuals working on behalf of the organisation shall embody the highest ethical values and standards.
- 3.3 At any point CIRCOM Regional shall be able to withstand public scrutiny. CIRCOM Regional strives to be fair and objective in actions, and is never influenced in decisions, actions or recommendations by issues of nationality, gender, race, creed, colour, age or personal disability.
- 3.4 CIRCOM Regional is committed to maintain the highest degree of integrity in all dealings with members, both in terms of normal commercial confidentiality, and the protection of all personal information received in the course of providing services concerned.
- 3.5 CIRCOM Regional and its elected functions shall in all activities first and foremost act on behalf of its Members. No service will be provided to a Media Member's direct competitor.
- 3.6 National Coordinators shall, wherever practicable, in all cases be consulted when CIRCOM Regional contact or interact with parties in member countries.
- 3.7 CIRCOM Regional's Directorate, Board members, staff or sub-contractors shall disclose any personal or business interests which may give rise to actual or perceived conflicts of interest; ensure that personal or financial interests do not conflict with their ability to perform organisational duties in an impartial manner; not allow personal or financial interests, or the interests of any associated person, to conflict with the interests of CIRCOM Regional; manage and declare any conflict between their personal and organisation duty to the Secretary General; and where conflicts of interest do arise, ensure they are managed in the interest of CIRCOM Regional and all its members. See also Principle 31.
- 3.8 All those associated with the activity and management of the organisation must commit that in their activity on behalf of CIRCOM Regional they will always:
 - 3.8.1 Act ethically, with honesty and integrity, in the best interests of CIRCOM Regional at all times;
 - 3.8.2 Take individual responsibility to contribute actively to all aspects of the European Board's and Executive Committee's role according to the Statutes;
 - 3.8.3 Make decisions fairly, impartially and promptly, considering all available information, legislation, policies and procedures;
 - 3.8.4 Treat colleagues and members with respect, courtesy, honesty and fairness, and have proper regard for their interests;
 - 3.8.5 Not discriminate against colleagues, CIRCOM Regional staff or Members;
 - 3.8.6 Contribute to a harmonious and productive meeting environment/culture;
 - 3.8.7 Make no improper use of their position as European Board or Executive Committee members to gain advantage for themselves, their organisation or for any other person.

Principle 4: Proper conduct of operational matters

- 4.1 Getting our message across to Media Members and other organisations is important for the well-being of CIRCOM Regional. We need to ensure we put out a consistent and considered message about who we are, what we do and how we do it.
- 4.2 We also need to remember that getting people together for meetings costs money in travel, hotels and sometimes room-hire. We must make sure we use our meetings effectively. It is important, therefore, that we have clear operational procedures to make sure we can carry out our functions and activities effectively and without confusion. So we need a few simple rules which establish the principles of the way we do manage our affairs:
 - 4.2.1 Channel all communication between European Board and Members on CIRCOM Regional matters through the Secretariat and the Secretary General, who can decide how best Members and others should be updated.
 - 4.2.2 Only meetings convened through the Secretary General and the Secretariat can be considered official CIRCOM Regional meetings.
 - 4.2.3 Information or documents acquired through membership of the European Board or Executive Committee must not be passed on or disclosed, other than as agreed.
 - 4.2.4 No statements should be made about CIRCOM Regional or its activities or strategy without approval of the Secretary General or President.
 - 4.2.5 All should support, adhere to and not contradict the formal decisions of the European Board made in its meetings.
 - 4.2.6 All should respect the confidentiality and privacy of all information as it pertains to individuals.
- 4.3 In addition, members of the European Board and Executive Committee commit to take responsibility for:
 - 4.3.1 Reporting improper conduct or misconduct which has been, or may be occurring in the organisation, reporting the details to the relevant representative or forum;
 - 4.3.2 Contributing in a constructive, courteous and positive way to enhance good governance and the reputation of CIRCOM Regional.
- 4.4 Full details on matters of management conduct and structure are included in the section on The Structure of CIRCOM Regional below.

HOW CIRCOM REGIONAL DELIVERS VALUE: OUR ACTIVITIES

Principle 5: What CIRCOM Regional does and how it delivers value

- 5.1 CIRCOM Regional is not a talking shop: it is an organisation which proposes and delivers activities which benefit its Media Members.
- 5.2 Over the years, CIRCOM Regional has established an international reputation for the quality of its Annual Conference, which has considered the key issues facing regional media and briefed all on how better to cope with an uncertain but exciting future. The conference is free to attend for Members but, if marketed commercially, would cost many hundreds of euros a day to attend, given the exceptional cast list. It is a major benefit to Media Members.
- 5.3 CIRCOM Regional has established with the Prix CIRCOM the benchmark for the quality of regional programming and proved that Europe's regional stations provide top-class programming and broadcast services for viewers. Winning the Prix in any of its categories brings honour, prestige and financial benefit. It also offers young producers and reporters a chance to attend the

conference to help their careers. It is a way to demonstrate the value of public service media to the widest audience, not just of viewers but also politicians and international organisations.

5.4 CIRCOM Regional has also led the way in professional training for the industry, offering high quality professional teaching and guidance to ensure the skill levels of regional television operations are of the highest standard. All over Europe, your professionals thank CIRCOM Regional for the help it has given them at a negligible cost to Media Members.

5.5 This is what our Media Members can expect from CIRCOM Regional activity:

5.5.1 We exchange practical media and academic knowledge and bring best media practice to all Members,

5.5.2 We initiate a dynamic cultural approach and a unique forum for ideas and therefore participate in regional development all over Europe,

5.5.3 We facilitate co-productions and encourage the exchange of regional programmes,

5.5.4 We award the Prix CIRCOM to the best regional programmes in Europe,

5.5.5 We provide vocational development for Media Members' staff,

5.5.6 We promote, voice and defend the regional perspective in a European context.

Principle 6: Sharing Best Practice - The Annual Conference of CIRCOM Regional

6.1 It has been the custom and practice to hold a conference once a year at which broadcasting and production issues as they impact on regional media are analysed and discussed. This enables Members to be better briefed and to share expertise and ideas relating to broadcasting and production in and for the regions.

6.2 The conference is a showcase for the talents and quality of regional media – as evidenced by the Prix CIRCOM – and to attract and interest those who may not be broadcasters or producers but who find value in a healthy and vigorous regional media and production landscape and recognise CIRCOM Regional's relevance and support.

6.3 The conference is highly significant in establishing the branding of CIRCOM Regional. It is important that the conference is attractive, interesting, well-managed and well-promoted to ensure it proves the best possible evidence of CIRCOM Regional's vitality and value.

6.4 The conference is an activity of CIRCOM Regional. It is not part of the legal structure of CIRCOM Regional, although it is a convenient opportunity at which the (legally-required) Annual Assembly can take place and also a European Board meeting.

6.5 The location, structure and content of the Annual Conference will vary from year to year according to needs and suggestions from interested parties. However, the main activities at conference have proved to be to:

6.5.1 View and discuss quality regional programmes

6.5.2 Make awards for excellence in regional programme-making

6.5.3 Debate professional issues

6.5.4 Discuss, launch and report co-production and co-operation projects

6.5.5 Undertake training initiatives

- 6.6 The Annual Conference is by custom hosted by a Media Member and CIRCOM Regional works in partnership with the Media Member to prepare the content of the conference and to ensure a popular, significant and successful event. The representative of the host broadcaster for the conference will be appointed, as a courtesy, to act as Vice President for the year before and at the conference. (See also Principle 24 below).
- 6.7 It is for the Executive Committee, with the approval of the European Board, to decide who will host the conference, what form it should take, how it should be funded and how it should be promoted.
- 6.8 The Executive Committee may choose to appoint any of its membership to create a sub-group to manage the Annual Conference. This sub-group will report to the Executive Committee, and subsequently the European Board. It should always include a representative of the host station.
- 6.9 Where funds of CIRCOM Regional are used in any way to support the conference, due provision must be made in the annual budget with the appropriate approvals. The responsibilities shall be stated in a formal letter of agreement between the host and CIRCOM Regional.
- 6.10 It is considered a contribution of CIRCOM Regional to its Media Members that the location of the conference should move around the regions of Europe and that reasonable efforts should be made to ensure that smaller and less well-endowed regions should be allowed the opportunity to act as hosts. Limited funds may be made available by the Secretary General and the European Board to enable this, as set out in the annual budget.
- 6.11 It is within the powers of the European Board to decide that in any year there may not be a conference. However, there must always be an Annual Assembly as this is a legal requirement in law and, hence, specified in the Statutes.

Principle 7: Showcasing the Best in Regional Television – Prix CIRCOM

- 7.1 One of the key duties of CIRCOM Regional is to promote and recognise the quality of programme production in the regional stations of Europe and the level of service offered by regional Media Members to their viewers.
- 7.2 The principal way of achieving this has been by the organisation every year of the Prix CIRCOM, which offers a range of categories and is open only to Media Members.
- 7.3 The method of management of the Prix CIRCOM is proposed by the Executive Committee for approval by the European Board. A budget for the Prix CIRCOM is agreed as part of the overall budget of CIRCOM Regional.
- 7.4 A comprehensive set of Rules for the competition should be considered and published at the launch of the Prix every year. The range of categories should always reflect the main activities and skills relevant to regional production and broadcasting and criteria for such categories should be published at the launch of the Prix CIRCOM every year.
- 7.5 The judging of the entries should be by television professionals whose expertise and opinions are considered to be credible and who agree to judge the entries fairly and without regard to personal or station interests. It is important that the judgements should have credibility and transparency.
- 7.6 The judging should ensure viewing and proper discussion of entries and must, in the main, be face-to-face, although some remote viewing is acceptable. The judging shall normally be hosted by a CIRCOM Regional Media Member.
- 7.7 A review of the judges' verdicts should be made available to all Members so that they can see good reasons for the selection of winners and rejection of other entries. Such opinions should always seek to be constructive so that the Prix CIRCOM can, apart from recognising excellence,

promote it also. In this, it is helpful that those who do not win should understand how their performance might be improved further.

- 7.8 Every effort should be made to promote the Prix CIRCOM to organisations, institutions, broadcasters, television and media professionals, the Press, viewers and others because the Prix CIRCOM represents the core creative achievements of the Media Members and sets a benchmark of quality which all Members should be proud to display as widely as possible.
- 7.9 The awards should be presented at a ceremony which should reflect their importance to CIRCOM Regional, to the entrants and to regional media. The award gala is a significant part of the branding of CIRCOM Regional and a major way of promoting the value of our organisation and its activities.
- 7.10 As the programmes recognised are considered the best output of our member stations, every effort should also be made to extend their distribution across regional and national boundaries so they are seen by as many as possible. It has been an important principle of the Prix CIRCOM that winning programmes should be made available rights free during the permitted period, whenever possible, for showing in other regions.
- 7.11 The level and type of award should reflect their importance and value to CIRCOM Regional. However, every effort should be made as part of the awards to encourage winners and other commended entrants to attend the Annual Conference to allow them to enter into discussion about their programmes and skills and for other members, thereby, benefit from their knowledge and achievements. This principle of sharing “best practice” is also considered in Principles 8 and 9 below.
- 7.12 CIRCOM Regional has the opportunity to exploit the value of its awards in attracting wide interest by encouraging sponsorship. The Executive Committee will approve sponsorship proposals as part of the Prix budget. Due care should be taken to ensure that sponsors, where commercial, should represent activities and aspirations which do not clash with those of public service broadcasting or CIRCOM Regional.

Principle 8: Development and Industry Best Practice

- 8.1 The improvement of the skills of television and media professionals working for Media Members is a key function of CIRCOM Regional. The association has carried out a range of training and development activities over many years and they have ensured the enhancement of the careers of thousands of professionals to the considerable benefit of member stations.
- 8.2 The range of skills training provided will change over the period but will always seek to address the current needs and demands of Media Members and their professionals. It is important that the CIRCOM Regional development and training activities should encompass management skills as well as technical and journalistic skills.
- 8.3 The means of providing training will be for the Executive Committee, enlisting whatever specialist advice may be required, to propose and for the European Board to approve. However, every effort will be made to ensure that training is conducted by experienced professionals whose credibility can be assured.
- 8.4 A budget for all training initiatives will form part of the overall CIRCOM Regional budget for proposal by the Executive Committee and approval by the European Board. In particular, sponsorship can and will be sought for covering the costs of training sessions and seminars.
- 8.5 The Secretariat will maintain a list of all courses and all participants so that proper note can be made of the contribution by CIRCOM Regional to the improvement of skills of the industry in the regions.

Principle 9: Co-productions and other “best practice” co-operation

- 9.1 It is the belief of CIRCUM Regional that, as Media Members do not compete directly with other Media Members, a great opportunity exists to improve the general level of understanding of the industry and its challenges by talking to each other and sharing ideas. By this means, we best serve the interests of our Media Members, the needs of public service television, and act to enhance the value of our service to our viewers.
- 9.2 One of the benefits of membership is the ability, with ease, to share “best practice” in all activities and operations of the production and broadcast chain and to engage in programme sharing, co-operation and co-production.
- 9.3 This exchange of ideas and operational best practice may be at a conference, at a briefing, a seminar or by other means of communication. It may involve a wide range of Members or it may be a facilitation of a more limited, even bilateral, exchange.
- 9.4 In programming making co-operation can extend to co-productions. As a principle all CIRCUM Regional co-production shall be available free of charge for all Media Members even in the case the co-production only involves a limited number of Media Members. Exception to this principle due to copyright reasons may be acceptable.
- 9.5 CIRCUM Regional will undertake to organise such co-productions when it is clear there is a benefit to Media Members or when the Media Members so request. Such initiatives will be budgeted on the proposal of the Executive Committee as part of the overall CIRCUM Regional budget to be approved by the European Board.
- 9.6 The Executive Committee will decide how such co-productions should be managed and, from time to time, assess the benefits gained for CIRCUM Regional and its Media Members.
- 9.7 It is acceptable that external funding or sponsorship can be accepted to develop, encourage and promote such co-productions and the distribution of programmes, provided always that the Media Members maintain total and independent control over the editorial content.
- 9.8 The Executive Committee may choose to appoint a co-production coordinator. He or she can be from a member station or be recruited externally.

THE MEMBERSHIP OF CIRCUM REGIONAL

Principle 10: Who can be Members of CIRCUM Regional?

- 10.1 CIRCUM Regional is an international media and audiovisual organisation. Our core membership is the public service media organisations of Europe who either have regional broadcasting or have regional programme production. Many are national broadcasters. Some cover territories which are small by national state standards and consequently too small to divide further into “regions”. CIRCUM Regional accepts such “national” broadcasters as Media Members.
- 10.2 All public service regional media operators based in states which are recognised by the Council of Europe can apply to be Media Members. However, we need to protect the best interests of CIRCUM Regional and its current Media Members, so we need assurances on the “public service” status of broadcasters. CIRCUM Regional does not strictly define “public service media.” Potential members are invited to explain how they qualify and the European Board will decide. Broadly, it will be necessary to show that there is a formal remit governing programme content and that a licence is dependent on that remit being fulfilled. Prospective Members must be able to accept fully the Statutes and Code of Practice.
- 10.3 Media Members pay annual affiliation fees in line with the formula set out below.

- 10.4 We also recognise the special contribution which can be made by individuals of character, expertise and experience in broadcasting and media matters and in the activities of CIRCOM Regional. They can be “wise heads” and often offer an individual but well-informed view of the broadcasting and production landscapes.
- 10.5 For this reason and to enhance the value they can bring to the CIRCOM Regional brand, its activities and its debates, we have created an Individual Member category. We restrict the numbers to ensure an appropriate balance when it comes to formal voting.
- 10.6 Our nodal position at the centre of European broadcasting also attracts wide interest in CIRCOM Regional. We are happy to establish a close relationship with appropriate organisations which will permit them an involvement in many of the internal discussions of CIRCOM Regional. It is possible for them, with appropriate approvals, to join the European Board as Associate Members and contribute from their experience in debates. However, unlike Members and Individual Members, they will not have voting powers (see Principle 18.5 below).
- 10.7 There may also be some conflicts of interest which require such Associate Members to withdraw from European Board attendance from time to time to permit full and open discussion. It is important that Associate Members recognise this from the outset and do not take offence: none is meant!

Principle 11: How the membership application procedure works

- 11.1 The terms of membership of CIRCOM Regional are set out in Articles 6, 7 and 8 of the Statutes.
- 11.2 The process of an application for membership is:
- 11.2.1 A written request submitted to the Secretary General. An application form is available on www.circom-regional.eu.
- 11.2.2 The Secretary General will seek any further information from the applicant and/or from other individuals or organisations as may be thought appropriate for properly reviewing the application.
- 11.2.3 The application will be considered by the Executive Committee, which can offer a provisional acceptance or refusal.
- 11.2.4 Payment by the new member of the first year subscription.
- 11.2.5 The decision will be discussed and confirmed at the next meeting of the European Board.

Principle 12: How we fund what we do

- 12.1 The Statutes (Articles 5 and 12) require the annual fee for membership to be approved by the Annual Assembly.
- 12.2 We also raise sponsorship funds from appropriate partners related to specific activities. Whenever a funding of any sort is agreed for an event or activity which carries the CIRCOM Regional name, the Secretary General (who carries CIRCOM Regional's financial duties) must be informed and approval must be granted before any guarantees may be given to any potential fundor.
- 12.3 This is because we need to protect our brand name and respect the different financial regulations and restrictions within which our Media Members operate as public service broadcasters and public bodies in domestic law. Also, we need to check the proposal carries sufficient value to CIRCOM Regional and that the terms and conditions of an agreement are

transparent and acceptable to CIRCOM Regional. We need to check that CIRCOM Regional can actually deliver what a potential fundor believes it is “buying” from CIRCOM Regional. Finally, we need to assess the risk level from anything which might go wrong and impact on CIRCOM Regional, our members, or our potential fundor.

12.4 We seek always to have a relationship with external fundors, which is long-lasting and mutually beneficial. That way we make friends.

Principle 13: How we set subscription fees

13.1 Annual subscription fees from Media Members are the primary form of income for the Association. They are assessed broadly according to the number of viewers in the territory served by the broadcaster. The calculations are in euros.

13.2 The system is as follows:

13.2.1 A flat charge of 795.68 euros for all Media Members (as of 2013).

13.2.2 Thereafter a further 227.34 euros (in 2013) for every million of inhabitants in the region or state where the Media Member broadcasts. The number of viewers is the “universe” of viewers and equates to the population of the country.

13.2.3 In addition, there is an automatic annual adjustment for the rate of inflation as defined by the uplift based on the HICP-Eurostat annual inflation rate for the previous year.

In 2016-17, for instance, [TVP]’s fee was 828.62 euros flat charge. [Poland] has a population of 38m. It is therefore charged a further 236.75 euros for each million of population making a new total of 9,825.12 euros. In the following year it would rise by the rate of inflation, unless the Annual Assembly agrees to a proposal to raise the basic fee levels or vary this system.

13.3 The requests to pay annual fees are issued to Media Members at the start of our financial year, in January.

13.4 The Annual Assembly may vary the levels of fee and the period for such fees at any time, according to Article 5 of the Statutes.

13.5 In the case of new Media Members, the first year fee must be paid before membership is approved by the European Board.

13.6 In the event that a Media Member fails to pay its subscription fee by the due date (31 January), the Media Member will be reminded in writing that the fee is overdue.

13.7 If by 30 April, the subscription is still unpaid, this will be regarded as a breach of Article 8 of the Statutes, and the Media Member will be suspended at the next meeting of the Executive Committee pending further consideration by the European Board. If at any time in that period, the subscription is paid in full, the suspension will be automatically withdrawn.

13.8 When the European Board considers the suspension, it may choose to allow further time for payment, considering special circumstances of the Media Member. In such cases, the suspension will not be enforced but will remain for further consideration at a future meeting of the European Board.

13.9 If, however, a Media Member has still not paid by the time the following year’s fee is due, the process will renew and, if approved by the European Board, membership will be withdrawn unless both yearly fees are paid.

WHO DOES WHAT – AND WHY?

Principle 14: The role of the Media Member

- 14.1 Active association with CIRCOM Regional is designed to offer benefits to Members. These benefits come primarily through the Media Members agreeing to co-operate in and fund a range of activities and, by such activities, expect to gain advantages which would not have been available otherwise. Training and the Prix are examples: without co-operation and input from many Media Members, the accruing benefits would be small. Where we all act together, there is mutual gain.
- 14.2 It is, basically, of no value to other Media Members when one Media Member takes benefits without contributing. If a Media Member takes the benefit of training regularly but never offers to host a training session; or exploits the benefits of free transmission of Prix winners but never offers to host a judging - all lose. We share the effort to share the benefits.
- 14.3 We are conscious of the fact that some members have more resources than others. But there are many ways in which a Media Member can contribute to a healthy and active CIRCOM Regional.
- 14.4 It is important that Media Members ensure that a representative attends key meetings, such as the European Board and Annual Assembly. In this way, the Media Member can best ensure that the annual fee is being spent wisely and in the best interests of the Media Members as a group. Attendance at key meetings also ensures that the special knowledge of the Media Member is imparted to all other Media Members in an exchange of ideas and proposals for common activity.
- 14.5 CIRCOM Regional, conscious of the financial pressures on its Media Members, will always undertake to limit the number of meetings it calls and investigate and employ such technology as may be available and appropriate to permit remote attendance at some meetings. Article 16 of the Statutes, for instance, permits limited remote attendance and voting at meetings of the Executive Committee.
- 14.6 Each Media Member will have something distinctive and valuable to contribute to the common good.

Principle 15: National Co-ordinators – the link to our Media Members

- 15.1 Every Media Member appoints a National Co-ordinator to be its representative at CIRCOM Regional meetings and perform the vital link of communication between CIRCOM Regional, its activities such as training and the Prix CIRCOM, and its own staff at its regional stations.
- 15.2 It is important that National Co-ordinators are alert always to the activities and planned activities of CIRCOM Regional and ensure that the broadcaster they represent always has full information about what CIRCOM Regional is doing and planning so it can gain maximum value from its subscription fee.
- 15.3 The National Co-ordinator is appointed by the Media Member but is important that he or she has the skills and strength to fulfil the role fully. CIRCOM Regional asks, therefore, that it should always be allowed to enter into discussion with a Media Member if and when it believes that a Media Member's interests may be better served by a different National Co-ordinator. It will be for the Executive Committee to decide if a change is merited. The ultimate responsibility, however, always remains with the Media Member.
- 15.4 If the Media Member wishes to change its National Co-ordinator, it should always inform the Association in advance.

- 15.5 Although the National Co-ordinator is the main source of communication between the association and the Media Member, it will not be the only source through which CIRCOM Regional will engage with its Media Members.
- 15.6 The most valuable service CIRCOM Regional can provide is helping regional media organisations to save funds by sharing professional know-how and production capacities for the common benefit. CIRCOM Regional's contribution to this aim is its network of National Co-ordinators, they represent the backbone of the organisation - the link between the producer, the station and the offices of CIRCOM Regional and perhaps foreign partners of common projects.
- 15.7 The personal efforts made by the National Co-ordinators keep CIRCOM Regional alive and guarantee its success. It is important that National Co-ordinators have a firm knowledge of the regional situations that they represent.
- 15.8 The National Co-ordinator should promote CIRCOM Regional in his/her own organisation. The management of the broadcaster must be informed about CIRCOM Regional activities. If the organisation represents more than one regional station, he/she will have even more tasks to perform: all stations have to be included in the distribution of information and be encouraged to make use of it. This can only be secured if he/she finds reliable co-operators in every one of those stations in other regional centres. It is important to note that CIRCOM Regional's activities are not limited to regional programming. They can also serve as a contribution to nation-wide production.
- 15.9 The National Co-ordinator is expected to propose topics for discussions and workshops which are of special interest to your country and CIRCOM Regional as a whole. It is imperative to ensure a broad participation of programmes from the stations of the country in the Prix CIRCOM. This will give them the right to use the winners of this contest in their own programming. Furthermore, the company has the opportunity to participate in the juries of Prix CIRCOM.
- 15.10 It may be that, in the particular circumstances of a country's media structure, one National Co-ordinator may, in effect, represent other public service media operators in the territory. In such cases, it is to be expected that the National Co-ordinator will pay due recognition to the activity, circumstances and aspirations of such organisations.

Principle 16: The role of the Individual Member

- 16.1 Under Article 6 of the Statutes, a maximum of five Individual Members may be appointed to the Board because of the value they may be able to add to the activities of the Association.
- 16.2 These Individual Members pay no fee, cannot act in certain capacities which are reserved to the representatives of Media Members (such as Secretary General, for instance) but are permitted a single vote each at the European Board and Annual Assembly.
- 16.3 The Association looks to its Individual Members to provide wisdom, experience, special skills and expertise and connections with the broader industry and community. It expects that such individuals, once elected, will play a significant and continuing role in the activities of the Association. It is not a sinecure for past services but recognition of continuing enthusiasm for the purposes of CIRCOM Regional.
- 16.4 No Individual Member shall be paid any salary, wage or fee solely for attendance at any meeting.
- 16.5 The election of Individual Members will be recommended to the Annual Assembly by majority vote of the Executive Committee. At the Annual Assembly, the Individual Members proposed will be introduced by the President and Secretary General. Because such candidates should be well known to Members, it is hoped election can be by acclamation. If this is deemed inappropriate or if the number of candidates should exceed the maximum permissible in the Statutes, election will be majority in a secret ballot as in other elections.

Principle 17: The role of the Directorate

- 17.1 It is necessary in Alsatian law that identified individuals should act as the legal actors of the Association, as set out in Article 10.
- 17.2 The legal status of CIRCOM Regional protects not just the Association but those individuals also from any punitive damages in the event of any commercial or governance failure, provided appropriate legal advice has been sought and appropriate attention has been paid to duties.
- 17.3 The role as “Directorate”, therefore, is formal and not operational.
- 17.4 However, the roles which form the Directorate – President, Secretary General and Deputy Secretary General – do, of course, have substantial operational and governance roles as set out by the Statutes and this Code.
- 17.5 The Statutes require the names of those holding the roles in the Directorate to be registered with the legal authority. It is, therefore, important that the names are updated after any election of a new President or Secretary General. If this is not done, legal responsibility will remain with the previous holder of the job.

Principle 18: Voting rights at the European Board and the Annual Assembly

- 18.1 CIRCOM Regional has been created for the benefit of regional media, including television broadcasters, producers and their viewers. It is appropriate, therefore, that those for whom the Association is designed should take voting control on policy and operational issues. In addition, Media Members pay a membership fee which is the core funding of the Association.
- 18.2 This control is assured through the membership of the Annual Assembly, European Board and Executive Committee and through the voting powers assigned to Media Members, as set out in the Statutes Article 11.
- 18.3 At the Annual Assembly and the European Board, each Media Member will have two votes except where two Media Members represent the same national territory. In such cases, each Media Member will have only one vote each. In the event that there are more than two Media Members for a territory, voting rights will be divided equally between them.
- 18.4 At the Annual Assembly and European Board, each Individual Member has one vote each.
- 18.5 Associate Members do not have a vote at any meeting of CIRCOM Regional’s bodies.
- 18.6 In addition, by virtue of their ex officio positions, the President, Secretary General, Deputy Secretary General (but not the Vice President) will be entitled to one further vote even if holding a vote as a representative of a Media Member.
- 18.7 Where there is an election with a multiple choice (for instance, two to be elected from a total of three or more candidates), it is permissible for an elector to vote for only one of the candidates. Such voting papers will not be disqualified as improper.

Principle 19: Elections

- 19.1 The Statutes set out details of election requirements and voting for President (Article 17), Secretary General (Article 17), at the Board (Articles 13 and 11) and for the Executive Committee (Articles 11 and 15). This Principle amplifies how elections should be processed.
- 19.2 It is important always that elections are conducted in a spirit of unity. We are, after all, an Association of like organisations, with a professional attitude, working together to achieve mutual benefit.
- 19.3 It is important that elections are conducted fairly and transparently at all times and are designed to ensure that the governance power of the Association is clearly in the hands of Media Members as a group.
- 19.4 The proper conduct of all elections, except for that of his/her own post, is the duty of the Secretary General. The proper conduct for the post of Secretary General is the duty of the President. They may delegate such actions as they believe appropriate but retain overall responsibility on behalf of the Association.
- 19.5 It is also strongly recommended that in all elections an Individual Member should be alongside the process to ensure proper scrutiny and transparency. In particular, an Individual Member should act as scrutineer in the voting process and announce the outcome of the vote.
- 19.6 The electoral body should always be given advance information on the candidates by the candidates. This should include personal professional information. Candidates should also provide the electoral body with appropriate information on how they will fulfil their duties to further the best interests of the Association.
- 19.7 The electoral body should also be allowed and encouraged to interview the candidates singly to further clarify and matters in the advance information and to ask such further questions as they think necessary to assessing the qualities of the candidates.
- 19.8 The electoral body must always be allowed to discuss candidates without any candidates being present. Such discussions are confidential to ensure proper guidance in any vote. To ensure confidentiality, no minute should be recorded.
- 19.9 It is acceptable that Members should speak in support of any candidate during a meeting of the electoral body if they so wish. However, candidates and supporters are dissuaded from conducting "election campaigns" beyond delivering the relevant information to ensure an informed discussion and vote.
- 19.10 It is a necessary part of transparency and good governance that candidates for election should declare themselves sufficiently in advance of an election to allow proper consideration to be given to their candidature. With this in mind, it is appropriate that all candidates for any election should be formally declared at least 14 days before the date of the election. This gives time for circulation of the information to the electorate and with such supporting information as may be considered of value in making a decision.
- 19.11 No-one who is a candidate for an elected position may propose or second another candidate in the same election. This is to restrict the opportunity for pre-voting deals to mutual benefit and to ensure fair and open competition.

Principle 20: The role of the Executive Committee

- 20.1 The Executive Committee is the core body which manages the operations and activities of CIRCOM Regional and provides support for the Directorate as opposed to the European Board which has a role which is more related to scrutiny and governance.
- 20.2 The role of the Executive Committee in the governance structure of CIRCOM Regional is outlined in Article 9 of the Statutes. The composition of the Executive Committee is set out in

Article 14. The means of election to the Group are set out in Article 15. The meetings of the Executive Committee are defined in Article 16.

- 20.3 Members of the Executive Committee are expected to make concerted and continuing practical efforts to promote and deliver the activities of CIRCOM Regional. This is a working group and standing for election implies an acceptance of the responsibility involved.
- 20.4 It is important to the effective operation of the Association that the Executive Committee includes a range of skills and aptitudes which can contribute to success. Although the composition of the Executive Committee should pay due regard to the geographical range and varying nature of Media Members, the most important criteria for election should be the range of abilities required to promote the activities and well-being of the Association.
- 20.5 Article 15 of the Statutes requires that the term of a member of the Executive Committee will be for three years, with an option of one further year. This length is to allow the member to settle into the Executive Committee and to understand what needs to be done and how CIRCOM Regional can best achieve its objectives. CIRCOM Regional has found that the effectiveness of members of the Executive Committee increases over time.
- 20.6 However, although Article 15 of the Statutes also places no limit on the re-election of members at the end of their three or four year term, it is important in proper governance that there should always be reasonable rotation of membership of the Executive Committee.
- 20.7 CIRCOM Regional needs to be sure it can deliver an appropriate balance between the needs for efficiency and democracy in its management.
- 20.8 Meetings of the Executive Committee will be chaired by the President or, in his/her absence whoever is appointed for the task by those present.
- 20.9 Minutes of the meetings will be recorded and maintained because the Executive Committee is a body identified in the legal framework of the Statutes. This means its deliberations and decisions may be a matter of court proceedings. However, it is appropriate that the Executive Committee should also produce "action points" to enable swift and appropriate activity.

Principle 21: The role of sub-groups of the Executive Committee

- 21.1 It makes operational sense that, from time to time, specific topics or issues should be researched and discussed before further debate at the European Board or Executive Committee level. This improves the quality of discussion and is more efficient in time management.
- 21.2 The Executive Committee will, therefore, from time to time and as thought necessary, create sub-groups which report to it and which have defined tasks.
- 21.3 Such groups will be proposed and created by the Executive Committee and staffed by those considered to have relevant experience. Members of such sub-groups may be current members of the European Board or Executive Committee or such others as the Executive Committee may think appropriate in the circumstances.

Principle 22: Election to the Executive Committee

- 22.1 Further to the requirements in Article 15 of the Statutes, nominations must be submitted in writing to the Secretary General at least 28 days in advance of the meeting of the European Board at which the elections will be held.

22.2 Each candidate for one of the six posts reserved for Media Members requires the official approval in writing of his/her Media Member organisation.

22.3 A list of validated nominations must be distributed to the European Board members at least 7 days in advance of the European Board meeting at which the elections will be held.

THE KEY ROLES: POWERS AND DUTIES

Principle 23: The role of the President

23.1 The role, powers and election of the President is established by Articles 9, 11, 12, 14 and 17 of the Statutes and by various other references in the Statutes and in this Code.

23.2 The President is the chief representative of CIRCOM Regional. In collaboration with the Secretary General, he or she is the face of the organisation in external activities.

23.3 The President is the chair of CIRCOM Regional meetings. As such he or she is responsible for the execution of an organised, well prepared and well performed meeting.

23.4 The President also has a responsibility to ensure that the Secretary General and Secretariat fulfil their obligations towards CIRCOM Regional and its Members. Any complaints regarding the conduct of the Secretary General should be addressed to the President.

23.5 The duties of the President are to:

23.5.1 Assume the legal responsibilities of the Association as part of the Directorate.

23.5.2 Represent the Association in its external affairs.

23.5.3 Ensure respect for and observance of the Statutes of the Association.

23.5.4 Ensure the financial and moral competence of the management of the Association.

23.5.5 Safeguard the interests of the Media Members of the Association.

23.5.6 Supervise the affairs of the Association, chairing the Annual Assembly and such Ordinary European Board meetings and other gatherings as may be called.

23.6 It is evident that CIRCOM Regional requires a President of intelligence, integrity, ideas and efficiency with a good understanding of the role of public service media and the ability to represent the Association with authority at events and institutions throughout Europe. It is a key role in expressing the vision of CIRCOM Regional. As such, it is appropriate that the choice of a President should entail a process by which candidates can expound their vision of the future for the Association, allowing all Members to enter into a constructive debate before voting.

23.7 Article 17.2 of the Statutes sets out the process of election of a new President: it does not state at what point the changeover between retiring and new President should take place. The precedent of CIRCOM has been that the retiring President remains in office until the end of the conference: this ensures continuity between preparation and delivery of the conference. At the time of the election, the Annual Assembly needs to confirm this timetable. If the election is at an Annual Assembly not during a conference, the Annual Assembly should also determine the date on which the changeover will take place. This should be as soon as practicable after the election and in no case more than a month later.

Principle 24: The role of the Vice President

- 24.1 The role of Vice President is honorary and is not based on any Article in the Statutes. There is no formal role in governance or operations: it is an honorary position.
- 24.2 It has been and is the custom and practice of the Association to appoint as Vice President the host of the Annual Conference. He/she is appointed one year before the Conference and relinquishes the position at the close of the Conference.
- 24.3 Where no conference, as currently understood, is planned by the Association, it will be for the European Board to decide, on the recommendation of the Executive Committee, whether it is appropriate for a Vice President to be appointed.
- 24.4 As the Vice President has no legal entitlement under the Statutes, the role cannot carry with it any voting power at the Annual Assembly or at the Board in addition to the voting power assigned by the activity as National Co-ordinator (as representative of a Media Member). Nor is there, *ex officio*, membership of the Executive Committee. However, it is still possible for any person acting as Vice President to have been voted to the Executive Committee as a representative of a Media Member.

Principle 25: The role of the Secretary General

- 25.1 The role, powers and election of the Secretary General is established by Articles 9, 10, and 17 of the Statutes and by various other references in the Statutes and in this Code.
- 25.2 The duties of the Secretary General are to:
- 25.2.1 Assume the legal responsibilities of the Association as part of the Directorate.
- 25.2.2 Ensure the legal compliance of CIRCOM Regional in accordance with its Statutes and in its activities.
- 25.2.3 Oversee the daily management of the Association in the conduct of all its activities to the satisfaction of the European Board and Annual Assembly.
- 25.2.4 Ensure that meetings are called in accordance with the Statutes and that all procedures are properly followed.
- 25.2.5 Report on the management of affairs and activities to the Members of the Association at the Annual Assembly.
- 25.2.6 Maintain financial, administrative and other records, including accurate and proper minutes of meetings, and to ensure their availability under Law and to the Members at all times on reasonable request.
- 25.2.7 Oversee and take responsibility for the preparation of budgets and accounts for presentation to the Executive Committee and to the Annual Assembly.
- 25.2.8 Oversee and take responsibility for the management of all bank accounts in the name of the Association or created to fund any of its agreed activities.
- 25.2.9 Define the duties of the Deputy Secretary General to the satisfaction of the Executive Committee and subject to ratification by the Annual Assembly.
- 25.2.10 Maintain full and accurate contact details of all members.

25.2.11 Manage and lead any paid staff and organise such external services as may be required.

25.3 In relation to meetings, the Secretary General will ensure:

25.3.1 Sourcing of agenda items as required.

25.3.2 Circulation of agendas and reports as required by the Statutes and this Code.

25.3.3 Efficient minute taking and ensuring approval of such minutes.

25.3.4 Circulation of the draft minutes and, in due course, approved minutes.

25.4 In relation to records and administration, the Secretary General will ensure:

25.4.1 Listing of all members, to include names, organisations, addresses, telephone numbers, email addresses.

25.4.2 Filing of minutes and reports.

25.4.3 Compiling a database of organisations and individuals useful to the association.

25.4.4 Keeping a record of the Association's activities.

25.4.5 Keeping a diary of future activities.

25.5 In relation to communication and correspondence:

25.5.1 Responding to, and filing for easy retrieval as necessary, all Secretariat, European Board and Executive Committee correspondence,

25.5.2 Keeping an archive of all the organisation's publications (e.g. leaflets or newsletters),

25.5.3 Keeping stakeholders informed of the activities and future programmes of the organisation, including Members, sponsors, the press and the public.

25.5.4 Other secretarial tasks are, but are not limited to, tasks such as convening meetings, maintaining the organisation's correspondence, receiving nominations for European Board and Executive Committee membership, receiving nominations for President and receiving resignations.

25.5.5 It is within the mandate of the Secretary General to delegate responsibilities to others, even though those tasks remain the Secretary General's responsibility. If no-one can be found who has sufficient time to fulfil the different tasks, some members of the Executive Committee can take on different roles to support the Secretary General.

25.6 In managing this business, the Secretary General is assisted by the office of the Secretariat, as set out in Principle 27 below.

25.7 This is clearly a crucial role for the effective management of CIRCUM Regional, its activities and the successful delivery of its aims and objectives. It is important, therefore, that a process similar to that described in Principle 23.6 is created for the appointment of a new Secretary General.

25.8 Article 17 of the Statutes proposes a three-year term for the Secretary General. However, in terms of effective management this is a short period and CIRCUM Regional should always aim at a term of at least five years. Changes in this position are difficult, relying as it does, on a Media Member to provide a level of guaranteed support and because it takes time for a Secretary General to grow into the role.

25.9 The complexity of the task of the Secretary General is such that it is proven by past experience that a takeover period of at least six months is necessary to manage this effectively. In taking on

the task, a new Secretary General should ensure that his/her Media Member is aware of and agrees to fulfil this duty.

Where it is clear that such an extended takeover period is not possible – for instance, if a departing Secretary General is unavailable or has lost the resource support of his/her broadcaster – every practicable effort should be made informally to ensure a smooth handover.

25.10 At the election of a new Secretary General, it will be agreed also on what date the new Secretary General formally replaces the retiring Secretary General. This should normally be not less than three months and not more than seven months. This period is recommended so that the new Secretary General can benefit from a period during which he/she can understand the complexities of the job with the advice of the retiring Secretary General - but without yet taking on the legal responsibility as a member of the Directorate as required by law. The takeover date will be recommended by the new and retiring Secretary Generals and be subject to the approval of the Board.

Principle 26: The role of the Deputy Secretary General

26.1 The position, powers and duties of the Deputy Secretary General are based on Articles 1, 9, 10, and 17 of the Statutes and by other references in the Statutes and in this Code.

26.2 The individual appointed will be named by France Télévisions in recognition of the fact that CIRCOM Regional is an association founded in France, constituted under Alsatian law, and with an office located in Strasbourg under Article 1.

26.3 The Deputy Secretary General will assume the legal responsibilities of the Association as part of the Directorate.

26.4 The Deputy Secretary General may be supported by such staff as agreed and financed by France Télévisions.

26.5 The range of duties of the Deputy Secretary General will be reviewed from time to time by the Executive Committee, European Board and Annual Assembly as the needs of the Association demand.

26.6 Currently, the tasks of the Deputy Secretary General are:

26.6.1 To manage relations with the European institutions and other international organisations relevant for the effective management and promotion of CIRCOM Regional and its Media Members. The Deputy Secretary General should endeavour to enhance the contacts with the European institutions by renewing or consolidating former contacts and finding new partners with whom CIRCOM Regional may establish partnership agreements. The intention is to make CIRCOM Regional better known in the international sphere and with as many institutions as possible.

26.6.2 To relay important information from the various institutions and particularly from the European Audiovisual Observatory to CIRCOM Regional.

26.6.3 To act in support of the Association's legal duties, such as:

26.6.3.1 Visits to the Court in order to inform, after each election, of any changes in the Directorate of CIRCOM Regional; to provide the appropriate excerpts of the minutes concerning the election (both in English and in French); and to provide personal documentation (copies of passports, personal information) as required.

26.6.3.2 Contacts with CIRCOM Regional's bankers. The Strasbourg Office takes care of the administrative relations, currently with the CMDP bank (in Strasbourg), informing them about the changes within CIRCOM Regional (elections) and providing them with the relevant legal documents. They act as a link between CIRCOM Regional's treasurer and the bankers.

26.6.3.3 Contacts with KPMG AUDIT EST, the current external auditor. The Deputy Secretary General and Strasbourg Office maintain frequent contacts with Jérôme Fusté, who has been in charge of

the external audit for CIRCUM Regional for the past 14 years. His input is greatly appreciated especially in cases of emergency when filing a call for proposals with often complex financial data is requested in a short time span.

26.6.3.4 Calls for proposals from European institutions: making sure to fulfil all administrative obligations and providing all necessary help to finalise the application on time.

26.6.3.5 Once the submission is granted for a specific project, taking care in particular of the legal and administrative co-ordination of the project.

26.6.3.6 Taking part in the organisation of various projects (such as training sessions in Strasbourg, co-productions...) and providing support to CIRCUM Regional when needed, working closely with different members of the Secretariat as well as with the Secretary General.

26.7 If the Annual Assembly decides that the Deputy Secretary General is not fulfilling his/her duties and obligations to its satisfaction, it will ask France Télévisions to reconsider his/her appointment, in accordance with Article 17 of the Statutes.

Principle 27: The Secretariat

27.1 The Secretariat acts as the office of the Secretary General and the office of the Deputy Secretary General, working to those positions to ensure prompt and effective management of the Association.

27.2 It is for the Secretary General and Deputy Secretary General to determine how such a support service is administered, who fulfils the tasks and what budget is assigned to their effective operation. It is for the European Board to determine whether such proposals and their finance fall within the capacity of the Association to provide.

27.3 It is for France Télévisions to fund the costs of the Strasbourg office.

27.4 Currently, support services are based in Zagreb (mainly in HRT) and in Strasbourg (partly in France 3 Alsace). HRT makes a recharge, in part, for time spent by relevant staff on CIRCUM Regional business.

27.5 The services currently provided relate to administration, book-keeping, budget creation and annual accounts and web and technical support – including to the Prix – and administration.

27.6 The Code (see Principle 30 below) demands that there should always be a member of the Secretariat – the Treasurer - with financial competence.

THE FINANCIAL GOVERNANCE OF CIRCUM REGIONAL

Principle 28: How we ensure proper financial controls

28.1 The legal responsibility for the financial probity of the Association, as with all its activities, rests with the Directorate as defined by Article 10 of the Statutes. The appropriate sources of revenue are established by Article 5. The basic and legal financial governance is set out in Article 19, which places overall operational responsibility in the hands of the Secretary General. A full independent audit of the Association's accounts is required under Article 19. Other powers of financial control, as vested in the Annual Assembly, are set out in Article 12.

28.2 CIRCUM Regional, as an international public body representative of national public bodies has an overriding responsibility to ensure sound financial management and proper financial governance and to be able to demonstrate such financial probity with clarity and transparency. To

ensure this, this Code adds details on spending authority limits and other mechanisms, as well as requiring the appointment of internal auditors from the membership of the European Board to question value for money for our Media Members.

- 28.3 CIRCOM Regional is operating with public resources. Therefore all resources shall be treated with great care – it is expected that elected functions such as the President, Secretary General, Deputy Secretary General; staff; European Board and Executive Committee’s members will:
- 28.3.1 Act in a financially responsible manner, applying due diligence to the scrutiny of financial reports, audit reports and other financial material that comes before the European Board; and
- 28.3.2 Ensure the efficient use of publicly-funded resources, including office facilities and equipment, vehicles, cab charge vouchers, corporate credit cards.
- 28.3.3 When CIRCOM Regional money is used on behalf of the organisation records shall always be kept and registered in a form according to instructions from the CIRCOM Regional Secretariat.
- 28.4 The Secretary General shall be responsible for the preparation and management of the Association’s overall budget and of any subsidiary budgets. No revenue may be accepted or expenditure incurred without his or her approval, except as otherwise provided in this Principle.
- 28.5 The Secretary General is responsible for all bank accounts serving the Association’s budgets. He or she shall prepare cash-flow forecasts to ensure the proper management of all accounts administered in the name of the Association.
- 28.6 The Secretary General may, with the approval of the Executive Committee, delegate the day-to-day management of a specified sector of the budget to the individual to whom the Executive Committee has allocated responsibility for the activity thus funded. The budgeted expenditure of such sectors, whether or not operating through separate bank accounts, may be exceeded only with the approval of the Secretary General or, by default, of the Deputy Secretary General.
- 28.7 Where any prospected overspend exceeds 10% of the budget, whether of the overall budget or of a sector budget, such expenditure shall require the approval of the President and the Secretary General.
- 28.8 Any single expenditure of 25.000 euros or more or any contract which requires that such an amount will be committed shall require the approval of the President and the Secretary General.
- 28.9 Any payment, through any of the Association’s accounts, to any organisation or individual with whom any Member of the European Board, or any project organiser, has a personal or family financial interest shall require the approval of the President and the Secretary General. All such interests must be declared in advance of any commitment and all such payments shall be clearly identified in an annexe to the accounts.
- 28.10 All revenue and expenditure, including the finances of any self-standing co-productions or special projects, shall be recorded in summary in the Association’s overall accounts.
- 28.11 The Secretary General shall, at least three times in the course of the financial year, submit a formal report to the Executive Committee and the European Board on the progress of revenue and expenditure against budget projections, with explanations of any variances, in a standard accounting form. Internal Auditors, who are appointed by the European Board, selected among the representatives of the Media Members, report to the Executive Committee and to the European Board.
- 28.12 Subsidiary budgets for sector activities and special projects shall be drawn up, and jointly agreed, in consultation between the Secretary General and the individual to whom the Executive Committee has allocated responsibility for the relevant activity.

- 28.13 Where a sector or project budget has been so discussed, agreed and operated, the individual responsible, whether or not the Secretary General, shall provide a written account of its management to the European Board if so required.
- 28.14 Unless the Secretary General, with the approval of the Executive Committee agrees otherwise, all revenue for any activity of the Association shall be paid first into the Association's main bank account, before transfer to any subsidiary account.
- 28.15 The presentation of the budget and accounts shall reflect the various sources of finance for different aspects of the Association's activities. The operation of the Association's Strasbourg Office shall thus be shown as being funded by France 3 and by the Alsace Region and by such other partners as the Executive Committee shall from time to time approve.
- 28.16 Elected representatives of CIRCOM Regional must ensure that all transactions are properly accounted and reported for. In procurement activities representatives shall ensure that there is fairness and transparency in selection and in the choice of suppliers. Purchasing decisions shall be based on competitive price, quality, delivery and service. Decisions must be objectively justifiable and conducted in accordance with the professional standards of the membership of CIRCOM Regional.
- 28.17 Contracts with members and sub-contractors (see Principle 32 below) shall be in the form of a detailed proposal, including aims, activities, costs, timescales and deliverables. The quality of service and the value of CIRCOM Regional activities to its members provide the basis for continuity. CIRCOM Regional always aims to meet Media Member's different requirements, particularly in situations where an external funding provider is involved.
- 28.18 CIRCOM Regional does not engage in projects that do not match the core competences of the organisation. There shall always be an elected member of the Executive Committee responsible for projects where CIRCOM Regional is involved. On-going projects shall be regularly reported at the meetings of the Executive Committee and the European Board.
- 28.19 Some of our activities are based on sponsorship by members and non-members. The principle is that all sponsors funding shall be transparent and presented in detail in the accounts and made available to the European Board.
- 28.20 Any Member who takes part in a discussion on financial affairs in which they may have a conflict of interest should declare that interest prior to speaking on the issue.
- 28.21 To ensure operational efficiency, it is appropriate that the Secretary General should always be supported by a Treasurer with a sound understanding of the mechanics of book-keeping and accounting.
- 28.22 Agreement on remuneration with members of the Secretariat, whether individually or through an organisation, including a Member, shall be set wherever practicable below the level at which relevant employment tax shall be incurred. Service contracts shall be used whenever possible, preferably through a Member organisation. CIRCOM should avoid, wherever possible, direct employment of staff.
- 28.23 CIRCOM will not invest its cash reserves in any account or investment with any significant level of risk. This is the result of an objection in 2018 by three Members (NRK, RAI and SVT) to a proposal to seek a rate of interest in a fund offering 4.5% free of tax considered as "prudent" but not free of risk (Eurose Fund). On the advice of the financial departments of Member stations "risk free" investment was assessed as social shares of our bank (Parts B of the Credit Mutuel) up to 50,000 euros at a rate of 1.40% in 2017: also Savings book "partenaire associations" at 0.40% before tax at 24% in 2017. This decision was confirmed at the Executive Committee in October 2018.

Principle 29: The role of the Internal Auditors

- 29.1 To ensure proper review and governance, two internal “auditors” must be appointed to act on behalf of the Executive Committee and the European Board in scrutinising financial activity to ensure compliance with the aims and objects of the Association.
- 29.2 The Internal Auditors, who will be National Co-ordinators, will be proposed by the Executive Committee and their appointment approved by the European Board. Since this position is not a legal requirement but an operational preference, it does not formally need consideration on the agenda of the Annual Assembly.
- 29.3 It is important that the Internal Auditors have the respect and confidence of Media Members as their core duty is to ensure that CIRCUM offers value for money for the fees paid. They should also be permitted access to all information held by CIRCUM to ensure that they are able to perform their duties unfettered.
- 29.4 The legal requirements for audit are established by Article 19 of the Statutes. The role of the Internal Auditors is not to replicate the legally required scrutiny of the external auditors. It is, rather, from their special knowledge of the strategy of CIRCUM Regional, the expectations of Media Members, the discussions at European Board and Executive Committee level, the activities during the year, to assess the overall “value for money” which has been achieved for its Media Members and for the Association with the funds at CIRCUM Regional’s disposal. It is the effectiveness of CIRCUM Regional which they assess with their scrutiny.
- 29.5 They also have a role to play in determining the proper risk management and internal governance.
- 29.6 Major roles and responsibilities of Internal Auditors are:
- 29.6.1 Evaluate and provide reasonable assurance that risk management, control, and governance systems are functioning as intended and will enable the Association’s objectives and goals to be met.
- 29.6.2 Report risk management issues and internal controls deficiencies identified directly to the Executive Committee and to the European Board and provide recommendations for improving the Association’s operations, in terms of both efficient and effective performance.
- 29.6.3 Evaluate the Association’s readiness in case of business interruption.
- 29.6.4 Maintain open communication with the President, Secretary General, Deputy Secretary General, Treasurer and Secretariat staff.
- 29.6.5 Team with other internal and external resources as appropriate.
- 29.6.6 Engage in continuous education and staff development.
- 29.6.7 Provide support to the Association’s anti-fraud programmes.
- 29.6.8 Maintain and recommend changes and improvements to this Code.
- 29.7 It is not appropriate that members of the Directorate or any of those responsible for significant expenditure or leading any core activity of CIRCUM should act as an Internal Auditor. To do so would confuse the roles of executive and scrutiny. Those responsible for delivering value for CIRCUM should not also be those charged with assessing that value to the Members.

Principle 30: The role of the Treasurer

- 30.1 At all times CIRCOM Regional shall have a Treasurer, with competence in bookkeeping and accounting practice, working within the Secretariat.
- 30.2 The Treasurer conducts the daily business within the frame of the Secretariat and Secretary General and in accordance with the Statutes and the Code.
- 30.3 A functional job description for the Treasurer shall be agreed and should reflect the skills, interests and amount of time that the Treasurer is required to provide and should indicate those tasks that will be undertaken personally and those that are delegated to others. The agreement shall be revised whenever a new Treasurer takes office.
- 30.4 In general, the Treasurer is responsible for:
- 30.4.1 Ensuring that record-keeping and accounts meet the conditions of CIRCOM Regional Statutes and relevant legislation and that appropriate financial systems and controls are in place.
- 30.4.2 Planning and preparing the annual budget for approval by the European Board in co-operation with the President and Secretary General and ensuring that the organisation operates within the budget as approved.
- 30.4.3 Banking, book keeping and record keeping, ensuring that a proper record is kept of all money received and payments made and that accounts are reconciled at least quarterly.
- 30.4.4 Taking reasonable steps to ensure implementation of systems to prevent funds being stolen or misused.
- 30.4.5 Regular financial reporting to the Executive Committee, European Board, as well as to the Annual Assembly.
- 30.4.6 Control of fixed assets.
- 30.4.7 Ensuring that the accounts are ready for audit each year.
- 30.4.8 Ensuring all records are available to the Internal Auditors, President and Secretary General.

Principle 31: Range of financial reporting

- 31.1 The report must provide high quality information to Members and shall be provided 10 working days before the meeting of the Executive Committee or the European Board and also be included in the Secretary General's report with a narrative of the financial activities to help the Members understand the reports.
- 31.2 Financial reports shall include:
- 31.2.1 Income and Expenditure statement, Profit and Loss statement. It should include comparison against the budget and with forecasts for the remainder of current year. If activity is reasonably similar from one year to the next, the report should also include a comparison with the previous year's figures. CIRCOM Regional shall practice Activity-Based Accounting: assigning revenue and costs to individual activities and tasks described in the strategic plan.
- 31.2.2 Balance Sheet to provide a snapshot of the financial position at a single point in time.
- 31.2.3 Short term liquidity and the Current Ratio (current assets divided by current liabilities).

31.2.4 Cash Flow Statement.

31.2.5 Other relevant information for decision-making.

OTHER OPERATIONAL PRINCIPLES

Principle 32: The role of CIRCOM Regional Sub-Contractors

32.1 CIRCOM Regional is a busy and productive organisation with a mainly volunteer leadership and management representing its broadcasting membership and only a small, professional core staff in the Secretariat.

32.2 The activities of the Association vary over time according to the needs of those it serves. The activities can also concentrate in time to create periods of extreme pressure.

32.3 It is impossible for an organisation run on tight budgets to contain within its full-time staff those with a complete range of expertise or sufficient availability to encompass all its tasks.

32.4 There is, therefore, a continuing need for expert professional assistance.

32.5 It is appropriate and necessary that, from time to time as these needs require, external staff should be contracted whether as individuals or by service contract. Such support contributes greatly to the continuing success and reputation of CIRCOM Regional.

32.6 The relationship of CIRCOM Regional with its external suppliers should take account of the following:

32.6.1 Background checks on the financial probity of suppliers.

32.6.2 A formal agreement on the nature of supply and delivery requirements.

32.6.3 Proper budgeting in accordance with the financial controls above.

32.6.4 Transparency of financial arrangements for assurance of proper financial governance.

32.6.5 Evidence of delivery according to the formal agreement.

32.6.6 Compensation for expenses incurred to be accompanied by appropriate validation.

32.6.7 Clarity on any conflict of interest.

Principle 33: Intellectual property rights

33.1 CIRCOM Regional will, as a normal part of its activities, commission and fully fund creative work – such as designs, logos and other works in which copyright will exist.

33.2 CIRCOM Regional wishes to ensure always that its rights in such works are recognised and the Secretary General will ensure that all discussions and contracts with third parties which result in copyright works ensure such rights are assured.

33.3 CIRCOM Regional also recognises that the brands and logos of its Media Members and partners have value and will use all reasonable endeavours to ensure that in all of its activities such rights are reserved and protected.

Principle 34: Quality assurance

34.1 CIRCOM Regional maintains the quality of services through constant on-going review with Members, of all aims, activities, outcomes and the cost-effectiveness of every activity.

34.2 On a regular basis the Executive Committee shall make a Stakeholder Analysis and make sure that all Members' needs are taken care of.