

M HKA ETHICAL CODE

Table of contents

1. Background

- 1.1 Objective
- 1.2 Scope
- 1.3 Origins and future
- 1.4 Frames of reference

2. M HKA's roles

- 2.1 Cultural institution
- 2.2 Art Institution
- 2.3 Cultural Heritage Institution

3. Ethical issues

4. Constituent communities

- 4.1 Governance structure
- 4.2 Cooperation
- 4.3 Relationships

5. Values

- 5.1 Openness
- 5.2 Caring
- 5.3 Connection
- 5.4 Integrity

6. Areas of focus

- 6.1 Diversity and inclusion
- 6.2 Sustainability
- 6.3 Future-oriented

7. Employees

- 7.1 Loyalty
- 7.2 Confidential information
- 7.3 Donations, loans and favours
- 7.4 Relationship between Public Interest and Personal Interests

8. Governance

- 8.1 General
- 8.2 Framework of principles
- 8.3 Responsibilities in the context of the Ethical Code
- 8.4 Relationship between Public Interest and Personal Interests

1. BACKGROUND

1.1 Objective

This Ethical Code sets forth the core values that M HKA considers important in the performance of its respective functions and/or mandates and the behaviour that reflects those values. The code is a guiding instrument for self-regulation and provides guidance on how to perform tasks, assignments and roles in compliance with the values of integrity and quality. The Code contains rules of conduct for avoiding situations that could be construed as improper behaviour and for dealing with such situations should they arise.

1.2 Scope

First and foremost, this code is a guideline for the Governing Body of vzw Museum van Hedendaagse Kunst Antwerpen (i.e. the Board of Directors), its advisory bodies, management, salaried employees, volunteers, guides and student workers and interns of the M HKA, as well as the associations of friends (i.e. vzw Vrienden van het M HKA and M HKA Art Circle), collectively referred to in this code as 'M HKA'.

Other parties such as sponsors are expected to morally endorse the code because it is integral to their commitment to M HKA. M HKA will actively monitor this.

Thirdly, M HKA expects stakeholders such as subcontractors to act in accordance with the Ethical Code. Interventions at this level only occur when there is a concrete reason.

Lastly, the Ethical Code provides an ethical framework or guide for M HKA to engage in conversation with actors who are not necessarily expected to subscribe to the Code. The intention is to allow for permanent value-driven dialogue with artists or authors, for example, without compromising their artistic autonomy. Art shows that the world can be approached differently than usual; it creates a "sense of possibility". The attitude of M HKA recognizes, seeks and encourages openness in the form of polyphony. The unconventional thinking favoured by German sociologist Niklas Luhmann is at the heart of the artist's capacity and position.

This approach also allows the safeguarding of a core value such as openness (see 5.) or conducting co-operation and relationships such as M HKA envisages (see 4.).

The Ethical Code is also a reference for all communities involved in any way with M HKA (see 4.), according to the relationship in the levels mentioned above, ranging from a binding guideline, monitoring and spontaneous involvement to dialogue. For two formal categories, i.e. employees and the Governing Body (Board of Directors), the principles in the Ethical Code are specified further in this text.

1.3 Origins and future

In 2018, M HKA was one of the first museums in Flanders to establish its own Code of Conduct.

The current Code of Conduct is an update of this Code of Conduct, which was approved at the meeting of the Board of Directors of 4 June 2018 and was amended in 2022. This Ethical Code was presented to the Governing Body (Board of Directors) on 23 October 2023, along with a supplementary memo on the methods followed.

When a new Governing Body (Board of Directors) is appointed, the Ethical Code can be recalibrated.

1.4 Frames of reference

The main frames of reference for this Ethical Code are:

- ICOM's Ethical Code for Museums (under revision)
- CIMAM Ethical Clauses of Governance (2022)
- CIMAM Ethical Code (2023)
- ICA Code of Ethics (1996)
- Professional ethical code for archivists (1996)
- IFLA Code of Ethics (2012)
- Professional ethical code for information professionals in libraries and documentation centers (2011)
- The M HKA articles of association , as drafted by the Flemish Government
- Decree of the Flemish Parliament (23 December 2021) on support for cultural heritage activities in Flanders
- Decree of the Flemish Parliament (23 April 2021) on support for the professional arts
- Decree of the Flemish Parliament (7 December 2018) on corporate governance in the Flemish public sector (i.e. the Governance Decree)
- Culture Governance Code (2020)
- General Data Protection Regulation (GDPR) (2016)
- Privacy legislation, Regulation of the European Parliament and of the Council on the protection of natural persons (2016)
- Belgium's copyright regime (2023)

This code should be understood in relation to other documents, specifically:

- Memorandum and draft amendments to the Articles of Association of M HKA (July 2023)
- Internal Regulations of the Governing Body (Board of Directors, 2018)
- Collection policy plan (2021)
- Contingency plan (2023)
- The policy plans and memos validated by the Governing Body (the Board of Directors) in which M HKA formulates its goals and policies, the annual action plans in which the museum fleshes them out, and the annual reports in which it discloses the results
- Report entitled *De M HKA Constituyente – een dialectiek* (Pascal Gielen, 2022)
- Taxonomy partners (M HKA Management team, 2020)
- Memos validated by the Management Team regarding operating arrangements, such as recruitment and training policies and volunteer work
- Labour regulations (2021)
- Policy on structural homeworking (2022)
- Action plan for implementation of the European General Data Protection Regulation (GDPR, 2018)

M HKA complies with Flemish and Belgian regulations, including Flemish health, safety and accessibility standards, Flemish and Belgian treaty obligations and international conventions applicable to museums. Moreover, it complies with legally binding conditions regarding every aspect of the museum, its collections and activities.

2. M HKA'S ROLES

The Ethical Code is important for all the various roles that M HKA performs in its various dimensions.

2.1 Cultural institution

M HKA wants to:

- focus on its own cultural goals and functions (2.2 and 2.3) as a starting point
- take action in a broad and complex world, responding to new challenges that arise within this context
- allow society to actively help shape the institution, through constituent activities open to proposals and input from society
- pay attention to artistic and cultural education
- set an example in the area of corporate governance (*good governance*)
- implement strong management and robust financial policies where public resources are complemented by additional funding
- implement a motivating HR policy that drives employee engagement
- commit to co-operation and expertise sharing
- pursue sustainability

2.2 Art Institution

M HKA wants to:

- support artistic practices, assist in creating, presenting and sharing works
- support artists as they expand their careers
- act as a meeting place for art, artists and the public
- increase engagement with art
- generate and unlock reflections on art
- connect tradition with innovation
- focus on artistic excellence and international relevance

2.3 Cultural Heritage Institution

M HKA wants to:

- recognize and collect excellence
- preserve and secure
- record and document, select and repurpose
- encourage inquiry and reflection
- interpret, present, direct, communicate and promote
- embed itself and participate in a diverse society
- focus on knowledge sharing
- activate cultural heritage activities with an international reach
- link the methodologies of tangible heritage and intangible heritage

The above enumeration is not exhaustive, but in any case it gives a clear indication of the roles of M HKA.

3. CONSTITUENT COMMUNITIES

3.1 Governance structure

- M HKA is an institution of the Flemish Community, designated as a cultural heritage institution. This designation is indefinite and implies a long-term commitment between M HKA and the Flemish government.
- As part of the implementation of the Flemish Decree on Corporate Governance, M HKA's Governing Body (Board of Directors) consists of seven directors appointed by the Flemish Government and four independent directors. The Governing Body (Board of Directors) has the task of supervising the policy of M HKA vzw and achieving the objectives of the association. The appointment of the General, Artistic and Business Director is made by majority decision of the Governing Body. The Governing Body (Board of Directors) grants powers of attorney to the General and Artistic and Business Director for day-to-day management duties. The General and Artistic Director assembles a Management Team including the various department heads. The Management Team is also appointed by a majority decision of the Governing Body (Board of Directors). The Management Team is collectively responsible for the operational functioning of the institution and organizes the deployment of employees. In this regard, M HKA considers guides, volunteers and project staff equally as "internal" stakeholders.

3.2 Communities

M HKA aims to attract and engage the widest possible audience from its "constituent communities". It is open to all people from all over the world who are interested in contemporary art and more specifically to those from the region of Flanders, and more broadly Eurocore (the Benelux and the Rhineland).

Overall, M HKA wants to:

- actively involve these communities in shaping the institution and be open to projects and knowledge that it does not initiate itself
- create favourable framework conditions for community support by involving supporting organizations
- promote the localized international art world as a community "of origin"
- show respect for artists, other authors and "constituent communities" by being open to their proposals, engaging them and ensuring proper remuneration from M HKA
- incorporate a non-formal educational role with integration of different levels of information and knowledge

3.3 Cooperation

M HKA focuses on cooperation with broad networks and various local and international stakeholders, with a view to:

- sharing expertise, knowledge, experience and methodologies
- consulting third parties when decision-making requires it
- responding to opportunities for service delivery outside of our organisation
- engaging the community at large, from volunteers to art lovers to corporate sponsors
- cultivating and implementing *fair practices*

3.4 Relationships

Every day, M HKA enters into diverse collaborations and value-based relationships with a broad group of partners, stakeholders, interested parties and actors, including visitors, artists, arts organizations, curators, critics, cultural and art scholars, art historians, researchers, professional peers, sponsors, patrons, suppliers, galleries, auction houses, cultural critics, journalists, teachers, activists, heirs, and more. Equally diverse are the value-based relationships that M HKA enters into with this ecosystem, which may be affective, cognitive, economic, civic, practical or institutional in nature.

This cooperation ranges from a rather receptive function to co-creation. The key components of all these relationships and cooperation are the values and focus areas that M HKA prioritizes (see 5 and 6).

4. ETHICAL ISSUES

Because of the aforementioned roles of M HKA, ethical issues or even dilemmas may occur. These may arise due to the nature of M HKA as:

- a public organisation, focused on the public but also committed to substantially optimising public financing through revenues and external funds
- a cultural institution that wants to be open to the specific input of private and social actors, while M HKA should also always and unambiguously represent the public good as a whole
- an art institution dedicated to the development of knowledge in a field that is essentially dissenting (not consensus-based), an institution that also has the responsibility to pursue a broad outreach
- a cultural heritage institution that prioritizes due diligence while maintaining the dynamism expected of such institutes today

These areas of tension affect all parts of M HKA's ecosystem. The issues or dilemmas that may arise cannot be answered simply by referring to the Ethical Code. Such issues or dilemmas can, in fact, be approached as an opportunity to engage in constructive and careful discussion in order to ultimately arrive at internal resolution and ethically sound, balanced choices and decisions. In addition to the Ethical Code, the frames of reference already mentioned (such as the policy plan or collection plan) can play a role in such discussions.

Proposed solutions then aim not only to provide an answer and/or approach for a specific, concrete case, but also contribute to optimizing operations in general.

For discussing ethical tensions, the first point of contact for employees is the CEO, who may take further steps depending on the issue, in particular by putting topics on the agenda of the Management Team and reporting them to the Chair of the Governing Body (Board of Directors).

For discussing ethical issues, the first point of contact for members of the Governing Body (Board of Directors) and the CEO is the Chair, who may take further steps depending on the question, in particular by putting topics on the agenda of the Board of Directors' meeting or setting up an ad hoc committee (as other such committees can be set up, especially for the new building change process).

5. VALUES

M HKA identifies four core values: Openness, Care, Connection, and Integrity. These values relate to all functions, operations, relationships and collaborations.

5.1 Openness

M HKA is an open meeting place of and for art, artists and the public. M HKA is accessible, welcoming and respectful to all visitors, users, partners and employees. M HKA exudes hospitality, developing a people-oriented service in which respect, dialogue and knowledge sharing are paramount.

Openness is typical for dynamic collaborations and relationships with constituent communities. Openness is reflected in the constituent activities that M HKA strives for (see 3.).

M HKA takes on challenges and questions with an open mind, respecting the opinions, experiences and background of others. It considers critically distancing itself from its own institutional and cultural automatisms as one of the main pillars of its operation. M HKA considers reflexivity as a pre-condition for openness.

M HKA aims to be transparent in its policies, decisions, and procedures.

As an open house, M HKA shares knowledge, expertise, insights and experiences, through its database of Ensembles, exhibitions, public activities, publications, collaborations, consultations and working groups, among other things.

Transparent, consistent communication is key, both internally (meeting minutes, consultations, internal newsletter, reports, work agreements, etc.) and in dealings with various stakeholders and interested parties (newsletter, website, social media, annual reports, etc.).

5.2 Care

In all areas, M HKA intends to comply with its duty of care: It makes accurate and informed decisions, including weighing opportunities and risks, both in terms of actions and when entering into agreements.

This applies in particular to acquisitions and the expansion of the collection: does the object, gift, loan, bequest have a valid legal ground to be acquired?

M HKA handles the tangible and intangible heritage it manages with quality and responsibility.

M HKA takes care of its collection and its employees and visitors by focusing on material facilities that guarantee safety, health and accessibility, among other things.

Care is also reflected in how we deal with each other. M HKA wants to provide a positive working climate with room for openness, dialogue and self-development. Respect, consideration, courtesy and fairness are key when co-operating internally and in relationships with artists, authors and the various constituent communities.

Care also includes being cost-conscious with available resources and time. Responsible behaviour is synonymous with a responsible trade-off between price and quality, while keeping an eye on sustainability and relevance to M HKA's functions and objectives.

5.3 Connection

Connection/Connecting people is central to M HKA's mission: "M HKA bridges the relationship between artistic and broad societal issues, between the international and the regional level, between artists and audiences, tradition and innovation, reflection and presentation."

Like society, M HKA's actions are diverse and layered; they are reciprocal, connective and sustainable. In various areas of its activities, therefore, M HKA is committed to establishing high-quality connections.

M HKA strives to create a constituent museum where building full relationships and connections is a guiding principle underlying its actions. These relationships are characterized by cooperation, co-

production, reciprocity, activation and negotiation. M HKA thus defines the role and importance of the museum as a joint, democratic project of the public, artist and employees.

Concrete initiatives and actions related to daily activities, including target audience-specific work and openness to stakeholder feedback, are just some of the elements that create an active connection to the museum.

The institution expects employee involvement with the museum's mission, vision, goals and actions. M HKA also fosters conviviality among employees.

5.4 Integrity

When performing its various roles, M HKA's actions are underpinned by honesty and integrity.

Integrity implies that employees act in line with values and with particular attention to the institution's values and its areas of interest. There is room for personal values at work, provided they do not go against the values of the institution and are consistent with the role of a salaried employee.

M HKA is committed to accurate and reliable communication, information and knowledge, as well as high-quality and efficient service.

Responsible entrepreneurship is key.

Objectivity is important, each person is entitled to equal and correct treatment in accordance with legal provisions and institutional arrangements.

6. AREAS OF INTEREST

M HKA identifies the following areas of interest: Diversity & Inclusion, Sustainability and Focus on the Future. These areas of interest are taken into account when achieving all objectives, not only in day-to-day operations but also in establishing and maintaining relationships and collaborations.

6.1 Diversity and Inclusion

M HKA does not view recognition of diversity and the pursuit of inclusion as an extra task, but as an inseparable part of its mission, responsibilities, actions and speech.

M HKA is committed to the principles of diversity and inclusion in its daily operations, including with respect to exhibition programming, collections, staff and target audience. M HKA wants a dialogue with the broad spectrum of the multipolar world and society also in the context of representative democracy.

Its program, staff, public engagement and collaborations mean M HKA strongly believes in equality and that its actions can be a driver of transformation, emancipation, and freedom. A lot of intermediary structures (associations, schools, etc.) are present, motivated and competent to work together to achieve this equality.

M HKA follows the principle of non-discrimination in all its activities. For example, M HKA recruits employees based on skills, talents and complementarity in the team, regardless of age, gender, origin, disability, etc. To achieve inclusion, M HKA not only strives for adequate accessibility to the building, but also for low-threshold access to, for example, exhibitions and public activities, as well as, among other things, collections, knowledge and insights, and open communication.

6.2 Sustainability

A key part of sustainability is thoughtful consideration of the effects, and in particular the longer-term impact of all actions, initiatives and engagements M HKA undertakes.

M HKA is committed to sustainability across all of its operation.

As part of this long-term perspective, M HKA is, for example, committed to digitization projects for collection registration and archiving, takes into account various (international) standards and guidelines in the care of data, collection and infrastructure, among others, strives for sustainable safeguarding and provision of knowledge, expertise and insights (knowledge transfer), M HKA tries to make an impact on the many and extremely diverse target audiences through its activities. M HKA believes that the cultural sector can lead the transition to a more sustainable future and can take actions to significantly reduce the sector's negative environmental impacts. M HKA collaborates with other museums, cultural institutions, artists and activists to ensure such a future. M HKA implements guidelines to support the environmentally conscious aspect of sustainability: climate justice and awareness, emissions and waste reduction, and responsible consumption. In other words, ecology is a focal point in our activities, from building (management), deployment of resources, exhibitions to taking care of collections.

6.4 Focus on the Future

M HKA develops and shares new, actionable insights and models that anticipate future evolutions. Moreover, M HKA functions as a place of unconventional thinking (see above) where it seeks out and encourages this focus on the future on a daily basis.

Building and seeing connections (openness), conducting research from different perspectives (multipolar, multifocal), developing innovative solutions that take sustainability into account... These are all part of the daily reality at M HKA and contribute to a future-oriented practice and outlook of the institution.

To achieve this goal, M HKA uses its reflexive capacity and its (international) knowledge and expertise in a variety of fields. M HKA utilizes or develops best practices. Moreover, it is committed to a number of future oriented developments and processes as formulated in the Policy Plan.

7. EMPLOYEES

7.1 Loyalty

M HKA employees are loyal to the institution and colleagues.

They are actively and constructively committed to achieving M HKA's objectives.

Loyalty also implies:

- taking to heart the legal duty of discretion while remaining involved with M HKA
- being faithful to the commitment that employees made to M HKA and therefore not speaking ill of the organisation in public forums or in relations with external parties
- compliance with relevant legislation
- respecting the policies and procedures of M HKA
- respecting the ethical professional principles governing the profession as a whole
- being aware that third parties will associate employee activities, actions, statements and communications - including private ones - with the museum
- being discreet when discussing tensions or problems in the institution externally; these discussions are first and foremost entered into internally through the various channels available for this purpose

7.2 Confidential Information

Employees will:

- carefully handle the information they obtain as part of their professional activities
- protect confidential information and not use such information for their personal interests
- treat museum security information as strictly confidential

7.3 Donations, loans and favours

As a rule, employees do not accept gifts, favours, loans or other personal benefits offered to them as a result of their position at the museum. Furthermore, the following should be observed:

- if professional courtesy requires the offering or acceptance of gifts, substantial gifts (> EUR 100) may only be accepted on behalf of or with the approval of M HKA
- proposals of gifts of works of art to employees should always be reported and discussed with the Management Team, which will take a formal position
- temporary loans of items from the private collection of employees or directors and related relatives are discussed by the Management Team and reported to the Chair of the Governing Body
- long-term loans or holdings of items from the private collection of employees or directors and related relatives are discussed by the Management Team and reported to the Chair of the Governing Body and to the Governing Body
- long-term loans and holdings will follow the procedure provided in the decision matrix of the collection policy plan
- delegation to the managing director for long-term loans and holding is limited to decisions with a financial impact of up to EUR €20,000

7.4 Relationship between Public Interest and Personal Interests

Salaried employees:

- are not allowed to engage in other paid work or accept outside assignments that could be considered to be or are in conflict with the museum's objectives and interests, unless authorized by the institution
- are not allowed to participate directly or indirectly in the trading of cultural heritage unless it is part of their work for the institution and this activity is therefore essentially not done for a profit-making purpose
- may not compete with the M HKA in terms of creating a collection

Procedure in case of potential, actual or perceived conflicts of interest, practices found to be potentially harmful, unethical or unclear:

- employees talk to the colleague in question; and/or discuss the matter with the supervisor(s)
- if this does not lead to a solution, the CEO will be brought in
- the CEO will submit the matter to the Management Team for discussion
- in case of substantial impact, the CEO will inform the Chair
- the Chair may raise the matter as a point of discussion within the Governing Body (Board of Directors) with a view to reaching a supported conclusion

If the director has or sees a question regarding the relationship between their own interest and the interest of the institution, the director must talk to the Chair who can take this up within the governing body (Board of Directors) with a view to finding solutions.

Relationships at work are allowed under certain conditions. M HKA employees, however, are not allowed to:

- be the manager of their partner or family members
- be involved in the selection process of their partner or family members when they apply for a position

8 GOVERNANCE

8.1 General

The role of the Governing Body (Board of Directors) is to support the museum in its core mission and goals.

The Governing Body (Board of Directors)

- ensures that the governance structure and how it operates are clear
- monitors and evaluates the governance structure
- creates conditions to deal with relevant questions, conflicts and problems
- ensures the transparent appointment of board members and ensures that candidates have the necessary expertise to achieve the institution's mission and goals
- is bound by the latest approved version of the internal regulations and complies with the Ethical Code

8.2. Framework of principles

Members of the governing body (Board of Directors) must ensure that their contribution to decision-making is always in the service of the institution. This means, inter alia:

- that each member casts his or her vote not as a representative of any agency, but rather with a view to ensuring demonstrable benefits for M HKA
- that each member votes taking into account, on the one hand, the mission and its expectations and, on the other hand, the actual framework (e.g. people and resources) within which M HKA operates at that time.

Governing body decisions will support M HKA in achieving achievable goals and solutions.

It is the duty of members of the governing body (Board of Directors), members of advisory bodies and government commissioners to:

- make themselves sufficiently available to perform their duties
- reach decisions autonomously
- demonstrate commitment and integrity regarding M HKA's institutional identity, its mission, its reputation and its constituent communities

8.3 Responsibilities in the context of the Ethical Code

The Governing Body (Board of Directors) is responsible for this Ethical Code. It encourages a discussion about the Code, oversees its implementation, and provides monitoring and evaluation if required. For discussing ethical issues, the first point of contact for members of the Governing Body (Board of Directors) and the CEO is the Chair, who may take further steps depending on the question, in particular by putting topics on the agenda of the Board of Directors' meeting or setting up an ad hoc committee.

The Governing Body (Board of Directors) may never require museum employees to act in violation of this Code, laws and regulations, and specific codes of ethics.

Members of the Governing Body (Board of Directors), members of advisory bodies and government commissioners will handle with care the information obtained as a result of their mandate.

- If further information is requested by the press or governments, for example, they will refer to the Chair or CEO.
- Members and commissioners will protect confidential information and will not use it for their personal interest.

The Governing Body (Board of Directors) ensures that the governance of M HKA is open and transparent.

8.4 Relationship between Public Interest and Personal Interests

Private and public interest can coexist without question. Public-private partnerships can also enable or promote the achievement of the museum's objectives.

However, it is important for this co-operation to be properly monitored and evaluated to avoid apparent, potential or actual conflicts of interest - for example, in the case of the loan of works of art to the institution by a member of the governing body (Board of Directors), a member of an advisory body or a government commissioner. It is then important for these loans be put on the agenda so that the Governing Body (Board of Directors) can offer its opinion on such a loan. Similar consideration should be given when acquiring or exhibiting the work of an artist whose work is also owned by members of the Governing Body (Board of Directors), members of an advisory body, government commissioners or any of their close relatives.

It is the responsibility of members of the Governing Body (Board of Directors) to report any potential, actual or perceived personal interest, as well as property interests of relevant private entities. The director concerned will communicate this to the other directors before the Governing Body (Board of Directors) reaches a decision.

The approach to be followed in case of actual, potential or perceived tensions between the public interest and private interests is as follows:

- requirement to report this tension (see above)
- the Governing Body (Board of Directors) will examine the case, consult and propose an appropriate course of action
- the member who reported a personal interest may not participate in the deliberations and voting
- when the majority of the directors have a personal interest, the decision or transaction is submitted to the general meeting