



**A NON PROFIT COMPANY WITH MEMBERS  
NPC Registration Number: 2018/240939/08**

**THE INDEPENDENT BLACK FILMMAKERS COLLECTIVE (IBFC)  
CODE OF CONDUCT**

**November 2018**

## Table of Contents

1. INTRODUCTION.....	2
2. PURPOSE OF THIS CODE .....	3
3. NATURE OF THE CODE & DISCIPLINARY MEASURES .....	3
4. GUIDING PRINCIPLES .....	4
4.1 Independence of the IBFC .....	4
4.2 Professionalisation of our industry .....	4
4.3 Preparation and participation at internal and external meetings.....	5
4.5 Communication .....	6
4.6 Transformation and Fronting .....	7
5. ACCOUNTABILITY TO MEMBERS .....	7
6. STAKEHOLDERS ENGAGEMENT AND PARTNERSHIPS.....	7
7. SEXUAL HARASSMENT AND UNFAIR LABOUR PRACTICES .....	8
8. CONFIDENTIALITY .....	8
9. COMPLIANCE WITH LAWS AND REGULATIONS .....	9
10. FREEDOM AND EXPRESSION.....	9
11. ETHICAL BEHAVIOUR AND CONDUCT .....	10
12. CONFLICT OF INTEREST .....	10
14. DECLARATION OF GIFTS AND DONATIONS.....	11
15. REPORTING MISCONDUCT AND CONTRAVENTION OF THIS CODE .....	11

## 1. INTRODUCTION

- 1.1 The Independent Black Filmmakers Collective (“IBFC”) is a non profit organisation established in January 2018: NPC 2018/240939/08 registered in terms of the Companies Act 71 of 2008 as amended. We are a collaborative business to business network and advocacy group.
- 1.2 We represent individual and corporate members who are defined in our Constitution. Our members include individuals in majority owned and wholly owned Black film and television production companies, filmmakers, content creators, directors, producers, marketers, exhibitors, media and content services industrialists and entrepreneurs.
- 1.3 Our vision is to establish an enabling and sustainable business environment for South African Black audio-visual practitioners and producers.
- 1.4 In the pursuit of our objectives, we are guided by the values of the IBFC. We are:
  - committed, people-driven, collaborative, transparent;
  - non-sectarian, non-sexist, non -ageist and non-racial
  - reliable, courageous, accountable
  - forward-looking, conscious, hard-working
- 1.5 In addition to IBFC objectives, we are cognisant of the principles enshrined in the IBFC Constitution on non-discrimination, fairness, transparency and democratic participatory processes on voting and election of office bearers.
- 1.6 The following values underpin our Code of Conduct (“the Code”):
  - Freedom of expression
  - Cultural and creative expression
  - Accountability
  - Accurate record keeping
  - Anti-corruption/bribery
  - Anti-fronting
  - Avoidance and management of conflicts of interest
  - Diversity of voices and views
  - Equitable opportunities of business and employment opportunities
  - Fair business dealing
  - Privacy (data privacy of IBFC business information, stakeholders especially government and funders information,) and cyber security
  - Financial integrity
  - Ethical and servant leadership
  - Sustainability
- 1.7 The regulatory universe within which we exist includes but is not limited to the provisions of the Companies Act and King IV on Good Corporate Governance in South Africa (“King Code IV”) informs this Code. We will strive and ensure that we keep abreast best practices and regulatory and legislative development that impact directly in the work of the IBFC.

## **2. PURPOSE OF THIS CODE**

2.1 This Code of Conduct ( “the Code”) stipulates conduct that is acceptable and not acceptable thereby applies to all our members, office bearers, Board of directors and affiliates to ensure that we conduct ourselves in a manner that will promote and contribute towards the achievement of IBFC’s objectives and advance the course of the South African Audiovisual and film industry.

2.2 This Code of Conduct is a statement of our commitment to the principles of ubuntu, fairness, transparency, integrity and the highest ethical standards that informs and govern the work of the Independent Black Film Collective.

2.3 The Code further applies to all of the IBFC Directors and our members business dealings with stakeholders such as government, private sector, industry and civil society in South Africa, the African continent and the global film and entertainment industry.

## **3. NATURE OF THE CODE & DISCIPLINARY MEASURES**

3.1 The Code is binding on all Black practitioners who are IBFC members including its officers bearers, directors and affiliates regardless of whether conduct takes place in the Republic of South Africa or outside its territory.

3.2 The Code is not exhaustive and does not cover every legal or ethical standard that may apply to our members, office bearers, directors and affiliates. Therefore, no one is absolved from any moral, legal and ethical responsibilities that may arise or apply from time to time whether contractual, in common law, the Companies Act, the King Code IV or any binding legal obligations by virtue of being bound to this Code voluntarily.

3.3 Any contravention of this Code will lead to a suspension, revocation of membership and blacklisting of individuals and company members who will be banned for life from IBFC membership at the instance of the Disciplinary Committee of the IBFC.

3.4 The IBFC Disciplinary Committee will be appointed by the Board of Directors and chaired by an honorary or associate member who do not exercise any voting rights with a legal background.

3.5 Any complainee is entitled to legal representation or representation from a member should they so wish.

3.6 The Disciplinary Committee will make the following recommendations to the Board of Directors upon receipt of a written complaint against a member or office bearer once supporting documents and representations have been considered from the complainant and the complainee:

- 3.6.1 suspension of membership for a period of time;
- 3.6.2 termination of membership for a period of time;
- 3.6.3 termination and blacklisting of a member for life;

3.7 The Board of Directors will accept or reject the recommendation of the Chairperson of the Disciplinary Committee made in terms of paragraph 3.6 above. The decision of the Board of Directors is final.

3.8 The Disciplinary Committee, where applicable will cooperate with law enforcement officers in the event that a complaint or a contravention of the Code by an office bearer or member leads to a criminal and civil suit. The Disciplinary Committee and the Board of Directors may report any activities to funders, partners and regulators where applicable which may lead to regulatory or criminal investigations.

3.9 In the case of complaints based on allegations of sexual misconduct, rape, fraud, theft or not honouring contractual obligations such as paying cast, delivering paid for service, the Disciplinary will suspend a complainees membership pending a hearing and investigation by third parties.

3.10 The IBFC reserves the right to terminate membership if an audit or any investigation by any third party including a criminal investigation or civil suit takes more than 6 months to conclude. In such a case, a termination of membership will be communicated to the complainees in writing without prejudice to the rights of both the complainant and complainees.

## **4. GUIDING PRINCIPLES**

The following principles derived from our mission, vision and objectives are core to how the IBFC and its members conduct ourselves, our business and stakeholder engagement.

### **4.1 Independence of the IBFC**

The IBFC's independence is important to its role to represent its members, advocate, form relationships and raise funds in order to further its objectives. In order to safeguard the autonomy of the IBFC, office bearers and members must ensure that:

- 4.1.1 it is free from political party/organisation interference or affiliations;
- 4.1.2 it is free from undue influence of office bearers or members;
- 4.1.3 it is free from cabals, inner-cliques, tribalism and crass elitism;
- 4.1.4 it refrains from negative stereo-types of People, especially women, children and people who are differently abled, hate speech, Lesbian, Gay, Bisexual, Trans-gender, Intersex and Questioning (LGBTIQ) community and sexism;
- 4.1.5 it is free from undue influence from sponsors and donors; or religious sponsorship and any foreign countries or international companies intending to unduly influence South African business practice;
- 4.1.6 it does not pursue relationships and business interests/ventures with parties who hold views and conduct business in a manner that undermines the mission, vision and objectives of the IBFC and this Code.

### **4.2 Professionalisation of our industry**

4.2.1 Generally, the cultural and creative industry is perceived as disorganised, fragmented sometimes informal in its nature and unprofessional. It is our responsibility as an

industry to dispel this perception by ensuring that our conduct, our work and relationships are conducted in a professional, ethical, organised and formalised manner.

4.2.2 The IBFC therefore is committed to advocating and where possible providing a business environment that promotes equal opportunity, dignity and respect by committing ourselves to promote equal employment opportunity without discrimination or harassment on the basis of race, color, religion, creed, age, sex, gender, gender identity or expression, sexual orientation, national origin, citizenship, disability, marital and civil partnership or civil union status, pregnancy (including unlawful discrimination on the basis of a legally protected pregnancy or maternity leave), protected veteran or military service status, genetic information or any other characteristic protected by law.

4.2.3 We encourage our members to operate businesses that provide goods and services through registered entities established under the Companies Act 71 of 2008 suitable for the sectors within which they operate.

4.2.4 We are required to maintain accurate books and records of our business activities consistent with legal requirements and business needs, and to ensure that financial information included in our books and records is correct, accurate and complete in all material respects.

### **4.3 Preparation and participation at internal and external meetings**

#### *4.3.1 External meetings*

4.3.1.1 The Board of Directors has the final say and will exercise its discretion to delegate or nominate office bearers, sub-committee members and members who are experts in the agenda items or business at hand.

4.3.1.2 Officers bearers and members who attend external meetings in such capacity must ensure that they only represent and communicate IBFC's position and not their personal positions.

4.3.1.3 Preparatory documents shall be circulated at least 7 days before meetings to ensure attendees are adequately prepared for such meetings.

4.3.1.4 In the case that any attendee is unable to attend such a meeting, s/he must inform the Executive Director as soon as reasonably possible to ensure that a replacement is made where necessary.

4.3.1.5 The IBFC will reimburse members according to the applicable rate for the use of own vehicles or flights to attend external meetings where applicable. However, it must be remember at all times that the IBFC has limited resources and attempts must be made at all times to ensure that cost containment underlies travel arrangements.

4.3.1.6 It is the responsibility of members to keep receipts and submit claims to the Executive Director. Fraudulent and costs that falls outside applicable rates will not be reimbursed.

### *4.3.2 Internal meetings*

4.3.2.1 Office bearers and members must ensure that they attend IBFC meetings whether ordinary, special or annual general meetings to ensure procedures for meetings and quorums as set out in the Constitution are met.

4.3.2.2 Minutes, agendas, reports, submissions, agreements must be read by office bearers and members before meetings to ensure that meetings are productive and efficient for all participants.

4.3.2.3 meetings must start on agreed times subject to quorums being met.

4.3.2.4 Apologies and confirmation of meetings must be communicated to the relevant persons before meetings.

4.4 We commit to familiarise ourselves and observe protocols where possible to ensure courteous and professional relationships with our external stakeholders.

## **4.5 Communication**

4.5.1 The IBFC will adhere to the principle of hearing all sides in any form of communication to ensure all our office bearers, members and affiliates are heard and afforded an opportunity to present their facts and versions in any form of communication.

4.5.2 The above principle will apply to sharing of information, meetings, preparation and participation in public hearings, disciplinary hearings, general internal and external IBFC communication.

4.5.3 It is imperative at all times that IBFC communication is transparent, honest, accurate and consistent. To ensure that the IBFC speaks in a united voice on behalf of all our members, all members and affiliates undertake to:

4.5.3.1 listen and hear each other's opinions and views in all our communication without resorting to disrespectful, swearing or threatening language. Members must ensure that this principle extends to their professional dealings with each other, customers and service providers.

4.5.3.2 refrain from using any language that contains threats of violence, racist slurs, sexist slurs, misogyny, xenophobia, homophobia in our communication and interaction within and outside IBFC spaces and forums.

4.5.3.3 ensure that all communication on behalf of the IBFC and its members internally and externally is handled by the Executive management team or the team assigned by the Board of Directors. This includes online, print and electronic media interviews and social media platforms.

4.5.3.4 ensure that the IBFC's name is not put into disrepute by any of its members' unauthorised use of its logo in any form of communication across all traditional, print and digital media platforms.

4.5.3.5 refer any questions, queries and communication from any stakeholders whether public, private or civil directed to them to the Secretary General to address that may result in misrepresentation and confusion amongst our stakeholders.

4.5.3.6 refrain from misrepresenting the IBFC to other members, any stakeholders within and outside the film industry unless invited and authorised to do so in writing by the Chairperson on a matter.

4.5.3.7 not use the IBFC letterhead for personal, unauthorised and non IBFC business.

4.5.3.8 Members who wish to send communication of any form must do so through the Executive Director who will send communication to all members through official IBFC communication platforms.

## **4.6 Transformation and Fronting**

4.6.1 Fronting is a criminal offence. Members of the IBFC will refrain from undermining our commitment to transform current patterns of ownership by participating in illegal acts of fronting to undermine real transformation in the ownership and management of majority and Black owned companies that we represent and serve.

4.6.2 IBFC, its officers bearers and its members are committed to engendering the empowerment of women, differently abled individuals, the youth who are marginalised in an industry that is male and white dominated. This means that our members will ensure that women, differently abled individuals and the youth tell their own stories and narratives without interference and imposition.

## **5. ACCOUNTABILITY TO MEMBERS**

5.1 IBFC office bearers are accountable to members first and foremost. This requires members to engage with communication and reports that pertain to the IBFC in order to hold office bearers accountable subject to the provisions of the Constitution on their powers, functions and responsibilities.

5.2 Accountability applies to decision-making related to governance, delegation of functions to sub-committees, finances, implementation of programmes and initiatives to meet organisational objectives and operations of the IBFC.

5.3 The IBFC will not assist or get involved in any manner in any disputes, legal or otherwise that involve its members directly or indirectly without just cause or a written mandate to do so from the relevant member and its members.

## **6. STAKEHOLDERS ENGAGEMENT AND PARTNERSHIPS**

6.1 It is in our interest and necessary for our survival in the South African film and television industry to collaborate and establish networks and relationships that will enable us to achieve our objectives and serve our members with distinction.

6.2 We acknowledge that our value proposition will inform the what, who, why, when and how in the relationships and networks that we will seek and establish. Therefore, IBFC will:

6.2.1 partner and collaborate with stakeholders public or private whose relationships will be beneficial for our members, objectives and cause.

6.2.2 the terms and conditions of any agreements to collaborate on any projects and programmes of the IBFC will be informed by the objects, needs and benefits for the IBFC and its members.

6.3 any agreements, relationships and networks whose continuance undermines and negate the IBFC's objects will be cancelled immediately by following the following the prescribed process in such arrangements.

6.4 Any office bearer or member who is aware of any just reason why the IBFC must discontinue an agreement, relation or withdraw from a network must inform the Chairperson in writing and include their reasons. A decision will be taken by the Board of Directors after deliberating on the merits of the letter.

## **7. SEXUAL HARASSMENT AND UNFAIR LABOUR PRACTICES**

7.1 The IBFC acknowledges that power dynamics between freelance workers, women, interns and students working in productions are vulnerable to sexual misconduct and cohesion, inhumane and , unfair, exploitative and illegal labour practices, abuse of power by senior executives, creatives and cast which is unacceptable. Therefore, the IBFC undertakes to:

7.1.1 take disciplinary measures and report any illegal practices to authorities against any of its members, office bearers and affiliates.

7.1.2 subscribe to and adopt any Codes of Practice including but not limited to the work of Sisters Working in Film and Television (SWIFT) that address safety on set, sexual harassment and illegal, unfair or exploitative labour practices.

7.1.3 represent and/or intervene on behalf of any of our members and affiliates where we are requested to do to protect the rights and dignity of our members and affiliates.

## **8. CONFIDENTIALITY**

8.1 The IBFC, its office bearers, employees and members undertake to respect the confidentiality of information, contractual terms and conditions concluded with funders, sponsors, partners and service providers.

8.2 Documents, communication and any other information that is communicated and classified as “*confidential*”, “*not for circulation*”, “*private and confidential*” or any such classification of information at meetings, forums and discussions between office bearers and members or any other Party must be treated with the strictest of confidence.

8.3 Confidential information if divulged to any third parties must be done so with the written consent of the IBFC, members of affected party.

8.4 The register with membership contact details and personal information will only be shared with any other party subject to members consent and in line with the provisions of applicable legislation to personal information.

8.5 Members, employees and office bearers are prohibited from sending any IBFC communication to non-members without the written permission from the Chairperson of the Board.

## **9. COMPLIANCE WITH LAWS AND REGULATIONS**

It is the responsibility of each office bearer, member, employee and affiliate to familiarise themselves with any obligations to comply with laws and regulations that apply to their positions, contractual relationships, businesses and business activities. In this regard, members are specifically encouraged to:

9.1 protect their work by registering their scripts with the Writers Guild of South Africa or the Companies and Intellectual Property Commission to prove ownership of their work.

9.2 ensure that all copyrights clearances for any music, books, photographs, archives and any copyrighted work is obtained from their legal owners.

9.3 ensure that provisions related to withholding tax, value added tax and income tax are complied with during the course of their business across the entire film value chain.

9.4 ensure that they obtain film permits are obtained from relevant authorities and conditions are adhered to.

9.5 ensure compliance with labour laws that apply to the use of children and animals in filmed content are adhered to.

9.6 ensure that certification to lawfully distribute and exhibit films in South Africa are obtained and adhered to.

9.7 procure third party and film bonding insurance against their products to mitigate and cover any potential risks and losses that may occur.

9.8 adhere to financiers terms and condition for funding, applicable disclosures and reporting requirements whether performance or financial.

## **10. FREEDOM AND EXPRESSION**

The IBFC recognised the importance of freedom of expression as fundamental to both cultural and creative expression and as a fundamental human right. We acknowledge that the rights to freedom of expression is not absolute and is limited in section 16(2) of the Constitution of the Republic of South Africa, 1996. We courage our members to express themselves and create content within the ambit of the Constitution. Consideration must be given to other rights in the Bill of Rights which include but not limited to the right to equality, the right to dignity, the right to privacy, the rights of cultural, religious and linguistic communities, right to access to information and so forth.

## **11. ETHICAL BEHAVIOUR AND CONDUCT**

The IBFC, its office bearers, employee and members will undertake to ensure that our conduct and behaviour internally and externally, individually and collectively with mentees, funders, clients and stakeholders are of the highest ethical standards in the partnerships, relationships and business that we seek and form from time to time.

## **12. CONFLICT OF INTEREST**

The IBFC and its members recognise that collaboration is at the heart of creative input that in unlocked from conception to consumption. We create relationships and networks across the value chain and service providers who support our products and services. With that said:

12.1 We acknowledge that conflict of interest forms part of our ecosystem whether real or perceived.

12.2 We will desist from conduct that will lead allegations and acts of collusion, unfair business practices, unfair advantage and corrupt conduct that can be levelled against us and our members. This extends to non members that we do business and collaborate with on projects from time to time.

12.3 As general rule IBFC office bears must not be considered for any form of business opportunity on behalf of the IBFC. Therefore, none of our office bearers will benefit financially except for reasonable remuneration and reimbursements as provided and allowed in our Constitution.

12.4 It is incumbent on all members to ensure that any conflict of interests with regard to ownership/shareholding in companies and relationship defined in the Constitution are declared to the Chairperson of the Board when these arise.

12.5 Members and office bearers who are conflicted will be required to recuse themselves from any meetings, discussions and communication where the Chairperson has established that a direct financial benefit will accrue to them personally, their family members and/or their companies that they own or control.

12.6 It is the responsibility of office bearers to ensure that they update any information that may relate to the Register of Directors and Financial Interests. Failure to do so amounts to a misconduct and a contravention of fiduciary duties and this Code falling under the jurisdiction of the Disciplinary Committee.

### **13. DISPUTE RESOLUTION**

Members are encouraged to approach the Board of Directors for assistance where disputes whether contractual or otherwise arise for assistance. Disputes include those amongst office bearers, members, amongst members and where applicable dispute with external parties.

### **14. DECLARATION OF GIFTS AND DONATIONS**

We recognise that the IBFC as a non-profit organisation will continuously seek funding and sponsorship (financial and in kind) from different sources of funding articulated in the Constitution. The following procedures apply to gifts and donations:

14.1 Any gifts and donations above R500 will be declared in the report of the Treasury General indicating the amount received, source and any attached terms and conditions to all our members. This includes paid for trips for IBFC office bearers, committee members, employees and any nominated to travel by invitation of government, private or any other stakeholders.

14.2 Office bearers and employees of the IBFC are not allowed to solicit gifts from our members or any non-members. Such conduct amount to a contravention of this Code.

14.3 The Executive Director will maintain a register of gifts received by any of our office bearers and employees.

14.4 While members and their families may donate any money to the IBFC, such donations will be declared as such by the Treasury General to ensure they are not for the purpose of improperly influencing any office bearers, employees or members of the IBFC.

### **15. REPORTING MISCONDUCT AND CONTRAVENTION OF THIS CODE**

15.1 Office bearers, members and our stakeholders can report any incidents or cases of misconduct that goes against the spirit and purport of this Code to the Chairperson of the Disciplinary Committee in writing or through an affiliate representative.

15.2 Complaints and reporting of misconduct will be investigated and resolved with 3 calender months from the date of receipt of such a complainant.

### **16. RECORD KEEPING**

The Executive Director will keep a copy of the approved Code from time to time which can be inspected by members.

## **17. ANNUAL UPDATE OF THIS CODE**

This Code will be revisited at least every year to keep up to date with industry developments whether legislative, regulatory or technological. The Executive Director will distribute updated copies of the Code to members and ensure that it is available of the IBFC website.