Disability Positive

Trustee Code of Conduct Policy

***Revision History***

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# Policy Statement

The Code of Conduct policy outlines the required standard of acceptable conduct and behaviour that is expected in the performance of duties and interactions in the workplace. This required standard of acceptable conduct and behaviour supports **Disability Positive** *(hereinafter referred to as the* ***“Company”****)* ability to maintain public trust and confidence in the integrity and professionalism of the Company’s ethos, and the services provided to the community

The Code of Conduct policy and the behaviours outlined also govern the way in which Company trustees relates to colleagues, stakeholders and customers.

However, the Code of Conduct policy is not intended to provide a detailed and exhaustive list of what to do in every aspect of work. Instead, it represents a broad framework that will help guide conduct and behaviour in the performance of duties and interactions in the workplace.

# Purpose

The purpose of this policy is to ensure all trustees behave appropriately and practice standards of professional and personal conduct that are consistent with the Company’s values and uphold the public reputation of the Company.

# Scope

The policy applies to all trustees *(meaning current trustees and observing (probationary) trustees, engaged with the Company in the UK or overseas)* within the Company and has been created to ensure that trustees deal with the area that this policy relates to in accordance with legal, regulatory, contractual and business expectations and requirements.

# General

* I will act within the governing document of the Company and the law and abide by the policies and procedures of the Company. This includes having knowledge of the contents of the Company’s Articles of Association and relevant policies and procedures.
* I will support the objects and mission of the Company, championing it, using any skills or knowledge I have to further that mission and seeking expert advice where appropriate.
* I will be an active trustee, making my skills, experience and knowledge available to the Company and seeking to do what additional work I can outside trustee meetings, including sitting on committees.
* I willconduct myself in accordance with the Nolan Principles of Behaviour: selflessness, integrity; objectivity, accountability, openness, honesty, leadership, see **Appendix 1**
* I will live the values of the Company.
* I will respect Company, board and individual confidentiality, while never using confidentiality as an excuse not to disclose matters that should be transparent and open.
* I will develop and maintain a sound and up-to-date knowledge of the Company and its environment. This will include an understanding of how the Company operates, the social, political and economic environment in which it operates and the nature and extent of its work.
* I will use the Company’s resources responsibly, and when claiming expenses will do so in line with the Company’s expenses policy.
* I will seek to be accountable for my behaviour and actions as a trustee of the Company, and will submit myself to whatever scrutiny is appropriate.
* I accept my responsibility to ensure that the Company is well run and will raise issues and questions in an appropriate and sensitive way to ensure that this is the case.
* I will value and respond to feedback.
* I will communicate and share relevant knowledge.

# Information

* I will abide by all Data Protection (UK GDPR compliant) policies and procedures of the Company
* I will protect confidential information.
* I will only access confidential information when it is required as part of my role as a trustee.
* I will only access information relevant to the trustee role in line with the Company agreed process (i.e. trustee email address and/or hard copies).
* I will not access any client personal data unless dealing with a review of a complaint at Board level.
* I will not use confidential information for any unofficial or non-work purposes.
* I will only release confidential information if authorised to do so, in line with established policies and procedures. As a guideline, trustees shall not give personal information unless:

- Required to do so by law.

- Appropriate authority has been granted to release the information.

- The information is officially available to the public and is released in accordance with the Company’s procedures.

# Managing Interests

* I will not gain materially or financially from my involvement with the Company unless specifically authorised to do so.
* I will act in the best interests of the Company as a whole, and not as a representative of any group – considering what is best for the Company and its present and future beneficiaries and avoiding bringing the Company into disrepute.
* Unless authorised, I will not put myself in a position where my personal interests conflict with my duty to act in the interests of the Company.
* Where there is a conflict of interest I will ensure that this is managed effectively in line with the Company’s **Conflict of Interest policy**.
* I understand that a failure to declare a conflict of interest may be considered to be a breach of this code.

# Meetings

* I will attend all appropriate meetings and other appointments at the Company.
* If I cannot regularly attend meetings I will consider whether there are other ways I can engage with the Company (i.e. via telephone or video conference).
* If I am unable to attend a meeting for a justifiable reason, or participate by other means, I will give apologies.
* I will endeavour to arrive in a timely manner for the commencement of the meeting and stay for the duration.
* I will prepare fully for all meetings for the Company. This will include reading papers, querying anything I do not understand, thinking through issues before meetings and completing any tasks assigned to me in the agreed time.
* I will actively engage in discussion, debate and voting in meetings; contributing in a considered and constructive way, listening carefully, challenging sensitively and avoiding conflict.
* I will participate in collective decision making, accept a majority decision of the board and will not act individually unless specifically authorised to do so.

# Governance

* I will actively contribute towards improving the governance of the trustee board, participating in induction, training and development of the board.
* I will help to identify good candidates for trusteeship at the Company and, with my fellow trustees, will appoint new trustees in accordance with agreed selection criteria.

# Working Relationships

* I will work considerately and respectfully with all those I come into contact with at the Company.
* I will respect diversity, different roles and boundaries, and avoid giving offence.
* I will be professional in my dealings with customers and colleagues
* I recognise that the roles of trustees, volunteers and staff of the Company are different, and I will seek to understand and respect the difference between these roles.
* Where I also volunteer with the Company, I will maintain the separation of my role as a trustee and as a volunteer.
* I will seek to support and encourage all those I come into contact with at the Company. In particular I recognise my responsibility to support the Chairperson and the Chief Executive Officer.
* I will not make public comments about the Company unless authorised to do so
* Any public comments I make about the Company will be considered and in line with Company policy, whether I make them as an individual or as a trustee.

# Leaving the Board

* I understand that substantial breach of any part of this code may result in procedures being put in motion- see **Appendix 2,** that may result in my being asked to resign from the trustee board.
* Should this happen I will be given the opportunity to be heard. In the event that I am asked to resign from the board I will accept the majority decision of the board in this matter and resign at the earliest opportunity.
* If I wish to cease being a trustee of the Company at any time, I will inform the Chairperson in advance in writing, stating my reasons for leaving.

Signed . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . .

Print Name . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . .

Date . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . .

# Appendix 1

# Nolan Principles

The fundamental values that underpin all the activity of this Company are identified in the Nolan principles of behaviour:

**Selflessness**

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

**Integrity**

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

**Objectivity**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

**Accountability**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

**Openness**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

**Honesty**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

**Leadership**

Holders of public office should promote and support these principles by leadership and example.

# Appendix 2

# Breach of Code of Conduct Procedure

If it is not appropriate to raise concerns initially in Part 2, this should be raised with the Chairperson and Company Secretary

Initial concerns about a trustee’s conduct, raised in Part 2 of Board meeting.

Chairperson (or Company Secretary in absence of Chairperson) raises concern informally with individual trustee.

The Chairperson (or Company Secretary in absence of Chairperson) notifies appointed trustees that there is a breach of conduct to be addressed

If no improvement in conduct, this will be discussed in the Governance Committee, if appropriate and a written letter of concern will be sent to the trustee outlining the improvement expected.

If not accepted, refer to Part 2 of Board meeting

Consider any mitigating circumstances

If no improvement in conduct, the Chairperson (or Company Secretary in absence of Chairperson) will inform the appointed trustees, recommending that a resignation is requested from the individual trustee.

If accepted, case closed

In the event that an individual

trustee is asked to resign from the board they will accept the majority decision of the board in this matter and resign at the earliest opportunity.

The Board will write to the individual trustee and request a resignation, offering a meeting to provide an opportunity for the individual trustee to be heard. If no response is received from the individual within 14 days from the date of the letter, then this will be accepted as their resignation and they will be remove from the Board of Trustees.