

APPENDIX ONE

A simple model code of conduct

It is the responsibility of Directors or trustees to:

- Act within the governing document and the law – being aware of the contents of the organisation’s governing document and the law as it applies to [organisation name].
- Act in the best interest of [organisation name] as a whole – considering what is best for the organisation and its beneficiaries and avoiding bringing [organisation name] into disrepute.
- Manage conflicts of interest effectively – registering, declaring and resolving conflicts of interest. Not gaining materially or financially unless specifically authorised to do so.
- Respect confidentiality – understanding what confidentiality means in practice for [organisation name], its board and the individuals involved with it.
- Have a sound and up-to-date knowledge of [organisation name] and its environment understanding how [organisation name] works and the environment within which it operates.
- Attend meetings and other appointments or give apologies – considering other ways of engaging with the organisation if regularly unable to attend trustee meetings.
- Prepare fully for meetings and all work for [organisation name] – reading papers, querying anything you don’t understand and thinking through issues in good time before meetings.
- Actively engage in discussion, debate and voting in meetings – contributing positively, listening carefully, challenging sensitively and avoiding conflict.
- Act jointly and accept a majority decision – making decisions collectively, standing by them and not acting individually unless specifically authorised to do so.
- Work considerately and respectfully with all – respecting diversity, different roles and boundaries, and avoiding giving offence.

Director/Trustees are expected to honour the content and spirit of this code.

Signed

Name

Date

APPENDIX TWO

A detailed model code of conduct

I will respect and uphold the values of [organisation name] [list values of organisation]

GENERAL

- I will act within the governing document of [organisation name] and the law, and abide by the policies and procedures of the organisation. This includes having a knowledge of the contents of the [governing document] and relevant policies and procedures.
- I will support the objects and mission of [organisation name], 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/directors, making my skills, experience and knowledge available to [organisation name] and seeking to do what additional work I can outside trustee/director meetings, including sitting on sub-committees.
- I will respect organisational, 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 [organisation name] and its environment. This will include an understanding of how [organisation name] operates, the social, political and economic environment in which it operates and the nature and extent of its work.
- I will use [organisation name]'s resources responsibly, and when claiming expenses will do so in line with [organisation name] procedures.
- I will seek to be accountable for my actions as a trustee of [organisation name], and will submit myself to whatever scrutiny is appropriate.
- I accept my responsibility to ensure that [organisation name] is well run and will raise issues and questions in an appropriate and sensitive way to ensure that this is the case.

MANAGING INTERESTS

- I will not gain materially or financially from my involvement with [organisation name] unless specifically authorised to do so.
- I will act in the best interests of [organisation name] as a whole, and not as a representative of any group – considering what is best for [organisation name] and its present and future beneficiaries and avoiding bringing [organisation name] 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 organisation. Where there is a conflict of interest I will ensure that this is managed effectively in line with [organisation name] 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 [organisation name] or give apologies. If I cannot regularly attend meetings I will consider whether there are other ways I can engage with [organisation name].
- I will prepare fully for all meetings and work for the organisation. 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 and training and sharing ideas for improvement with the board.
- I will help to identify good candidates for trusteeship at [organisation name] and, with my fellow trustees/directors, will appoint new trustees/directors in accordance with agreed selection criteria.

RELATIONS WITH OTHERS

- I will endeavour to work considerately and respectfully with all those I come into contact with at [organisation name]. I will respect diversity, different roles and boundaries, and avoid giving offence.
- I recognise that the roles of trustees/directors, volunteers and staff of [organisation name] are different, and I will seek to understand and respect the difference between these roles. Where I also volunteer with the organisation I will maintain the separation of my role as a trustee/director and as a volunteer.
- I will seek to support and encourage all those I come into contact with at [organisation name]. In particular I recognise my responsibility to support the chair and the senior staff member.
- I will not make public comments about the organisation unless authorised to do so. Any public comments I make about [organisation name] will be considered and in line with organisational policy, whether I make them as an individual or as a trustee/director.

LEAVING THE BOARD

- I understand that substantial breach of any part of this code may result in procedures being put in motion 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/director of [organisation name] at any time, I will inform the chair in advance in writing, stating my reasons for leaving.

Signed
Name
Date