

## THE ASSOCIATION OF CHARITY INDEPENDENT EXAMINERS (ACIE)

### Board of Trustees Code of Conduct (See also ACIE Meeting Policy)

#### Introduction

1. ACIE is a registered charity and a company limited by guarantee with a duty to represent the interests of stakeholders and service users.
2. The actions of those who serve on its Board of Trustees help to create the public's perception of the reputation, standing and effectiveness of the organisation in both the management of the charity and in the effectiveness of its work.
3. It is important that the Board of Trustees appointed to the Board set and approve the standards of conduct expected of them and that they act in accordance with those standards.
4. In this document, 'Trustees' refers to the (Board of Trustees and any person appointed by the Board to serve on its committees, sub-groups and similar bodies. References to the 'The Board' or its meetings apply also to any meetings organised with the authority of the Board of Trustees.

#### General principles

5. Trustees should conduct themselves in a manner that maintains and enhances the Board of Trustees standing in the community and other bodies with which they communicate. Trustees are expected to conduct themselves with respect and consideration for others. They should abide by agreed regulations and current procedures. When representing the Board of Trustees whether in a public forum or in private informal discussion, they should do so only in a manner consistent with this protocol and, where appropriate, in consultation with the Chair. Trustees should not use their status on the Board to gain media or other attention to further their personal or political interests.
6. Values that underpin the work of the Board includes:

#### **Selflessness**

Holders of public office should act 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 seek to 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.

## **Corporate responsibility**

7. Trustees must be able to demonstrate that they are discharging their responsibilities professionally and effectively. To do this they need:

- Rules of procedure
- Financial regulations
- An equal opportunities policy
- Arrangements for disclosing interests and recording them
- Disciplinary procedures.

8. It is the responsibility of the Board to ensure that such systems are put in place and that business is conducted accordingly. All Trustees have a responsibility to contribute to the development of procedures and to promote, adopt and abide by such procedures, as amended from time to time.

## **Conduct in meetings and charity business**

9. All Trustees are expected to attend Board of Trustees meetings regularly. If unable to attend a particular meeting, apologies should be forwarded to the Chair. The Board of Trustees may take action to remove individual Trustees from the Board of Trustees for absence from meetings for three meetings in row if the individual is without special

leave of absence from the Trustees passed by a resolution that the individual has by reason such absence.

10. The Board of Trustees will ensure that no discrimination or harassment by means of bullying, intimidation, offensive language, or personal attacks on individuals takes place during meetings.
11. All questions, discussions and debate will be directed through the Chair.
12. All Trustees will wait until they are called to speak. Other persons may contribute only when invited to do so by the Chair.
13. All Trustees will allow the views of other Trustees to be heard.
14. All comments will be related to issues under discussion.
15. The Chair, or the person chairing a meeting of The Board of Trustees shall have the power to act in response to any inappropriate action or behaviour in a meeting, or business of the charity, of The Board of Trustees. Such powers may include, but are not limited to:
  - Warning a person that their behaviour or conduct is unacceptable
  - Refusing that person the right to speak further on a given issue during the meeting
  - Requesting a person to leave a meeting or event
  - Recommending a person be suspended from the Board of Trustees
  - Declaring a meeting closed or adjourned.

### **Equal opportunities**

16. Trustees behaviour must accord with the published equal opportunities policy.
17. In particular, racist, sexist, homophobic or other discriminatory remarks and behaviour will not be tolerated during any meetings or activities.

### **Openness and confidentiality**

18. Trustees shall operate on the assumption that its meetings are open to members of the public and agenda papers will be available to anybody who requests them unless they are specifically designated as confidential.
19. Agendas shall be sent to Board of Trustees ten working days in advance of Board of Trustees. Where policy papers cannot be tabled in advance of meetings, consideration shall be given to delaying decisions until Trustees have had sufficient time to consult and consider the issues in depth.
20. Trustees must be aware that there may be occasions when issues of a confidential nature are raised at Board of Trustees meetings and respect that confidentiality.
21. If Trustees feel that confidential information being discussed should be made available to the public, the Board of Trustees will consider, with appropriate advice from Officers,

whether the information should remain confidential.

### **Objectivity and conflicts of interest**

22. With regard to all matters directly relating to ACIE, all Trustees must recognise that their first priority is always the best interests of the charity before geographical areas or organisations or individuals.
23. Trustees should always act impartially and not be influenced by personal, social, professional or business relationships. They should not espouse particular causes or pursue individual or group problems for their own personal ends. Neither must Trustees give the impression that they are seeking preferential treatment for themselves, their families or relatives.
24. It is important that Trustees consider whether there is, or will be the possibility of, a conflict of interest or the perception of a conflict of interest in any matter being considered by the Board of Trustees. If this possibility exists they should discuss the issue with the Chair. Where a conflict occurs they must declare the interest, and if the interest is likely to prejudice the charity's judgement, they must withdraw from the meeting at which the matter is being discussed and not take part in the voting or discussion.
25. The onus to declare an interest lies with the Trustees'. If in doubt the Trustees should seek advice from the Chair. All interests so declared shall be recorded in the minutes of the meeting.

### **Casual gifts and hospitality**

26. Trustees should be very careful about accepting any offer of a gift or hospitality given to them because of their membership of the Board of Trustees. Articles of low intrinsic value, such as diaries or calendars, or small tokens of gratitude need not necessarily be refused. Modest hospitality may be accepted. More significant gifts or hospitality should be politely but firmly declined. In cases of doubt, members should always consult the Chair. All gifts and hospitality received over the value of £10 must be recorded in a register kept for this purpose.

### **Dealing with the media**

27. Trustees should check how the Board of Trustees handles enquiries from the press. Ordinarily, direct comments to the media should only come from the Chair or an individual authorised by the Chair.
28. Trustees should represent the Board of Trustees whether in a public forum or in private informal discussion, only with the prior knowledge and approval of the Chair and should ensure that they reflect the current policies or views of the Board of Trustees.
29. As individuals all Trustees are free to comment on any matter as they wish. However,

they must make it clear when they are doing so and that they are expressing views in a personal capacity, not on behalf of the Board of Trustees. This is especially relevant if the Board of Trustees has yet to make a decision on an issue or has made a decision with which the individual Trustees disagrees. It is important that all Trustees safeguard the reputation of the Charity.

30. Reporters are sometimes present at public meetings. Trustees must bear this in mind and make sure that their comments are made in good faith, balanced, sensible, in the public interest and without malice.

#### **Disciplinary procedures**

31. Any complaint alleging misconduct by a Trustee will be investigated in accordance with the Charity's disciplinary procedures.