

Wheelhouse Square Flats

Code of Conduct for Trustees

Introduction:

This Code is intended as a guide to indicate the standards of conduct and accountability which are expected of the Trustees of Wheelhouse Square Flats (the Charity) to enable them to understand their legal and ethical duties and to assist them both in carrying out those duties and in their relationship with the Charity. This Code is therefore aimed at promoting effective well informed and accountable governance and is not intended to be a definitive or authoritative statement of the law or good practice.

Trustees Duties:

- i) Trustees owe a fiduciary duty to the Charity. This means that they should show the Charity the utmost loyalty and act in good faith in its best interests. Each Trustee should act honestly diligently and (subject to paragraph 6) below) independently.
- ii) Decisions taken by Trustees at meetings of the Charity must not be for any improper purpose or personal motive. Decisions must always be taken for the benefit of the Charity, its residents and staff and must be taken with a view to safeguarding the Charity's funds.
- iii) Trustees must not be bound in their speaking and voting by mandates given to them by other bodies or persons.
- iv) Trustees must observe the provisions of the Charity's Trust Deed and any amendments made to its provisions from time to time.

A Trustee should:

- 1) support the aims and objectives of the Charity;
- 2) work co-operatively with the other Trustees in the best interests of the Charity;
- 3) acknowledge that differences of opinion may arise in discussion of issues but when a majority decision of the Trustees prevails it should be supported;
- 4) base their view on matters before the Charity on an honest assessment of the available facts unbiased by partisan or representative views;
- 5) acknowledge that as an individual Trustee they have no legal authority outside the meetings of the Charity;

- 6) understand that an individual Trustee does not have the right other than through the Chair and with the authority of all the Trustees to make statements or express opinions on behalf of the Charity;
- 7) not use the position of Trustee to benefit themselves or other individuals or agencies;
- 8) not accept any gifts or hospitality offered or received in connection with their role as a Trustee of the Charity.
- 9) declare openly and immediately at any meeting of Trustees any personal conflict of interest arising from a matter before the meeting or from any other aspect of trusteeship (Trustees will be reminded of this before every meeting);
- 10) disclose to the Secretary or the chair of the relevant meeting any interest (financial or otherwise) which is likely or would if publicly known be perceived as being likely to interfere with the exercise of a Trustee's independent judgement and allow the disclosure to be available to the general public in the Register of Interests;
- 11) respect the confidentiality of those items of business which the Trustees decide from time to time should remain confidential;
- 12) take or seek opportunities to enhance their effectiveness as a Trustee through participation in training and development programmes and by increasing their own knowledge of the Charity;
- 13) give priority as far as practicable to attendance at meetings of the Charity;
- 13) have regard to their broader responsibilities as a Trustee of a registered charity including the need to act in accordance with the principles laid down by the Committee on Standards in Public Life (the Nolan Committee) for those holding public office, namely:
 - (a) Selflessness: holders of public office should take decisions solely in terms of public interest and not in the interests of themselves their family or friends
 - (b) Integrity: holders of public office should not place themselves under any obligation to a third party which might influence them in the performance of their public duties
 - (c) Objectivity: all decisions involving awarding of contracts, benefits or rewards should be made on merit
 - (d) Accountability: holders of public office are accountable to the public for their actions and should submit themselves to the appropriate scrutiny
 - (e) Openness: all decisions taken should be as open as possible
 - (f) Honesty: holders of public office have a duty to declare any private interests relating to their public duty and resolve conflicts so as to protect the public interest; and
 - (g) Leadership: holders of public office should promote and support these principles by leadership and example;
- 14) Familiarise themselves with the procedures for handling complaints in respect of the Charity or any of its Trustees;

- 15) Familiarise themselves with the Charity's Safeguarding Policy and report any concerns to the Chair or the Secretary;
- 16) Familiarise themselves with the Trust Deed and any amendments made to its provisions from time to time

By accepting appointment to the office of Trustee each Trustee agrees to accept the provisions of this Code of Conduct.