THE ROYAL BATH & WEST OF ENGLAND SOCIETY

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The Royal Bath and West Society

Code of Conduct for Trustees

By reading this document and accepting the role of a charity trustee of the Royal Bath and West Society all charity trustees agree to the following responsibilities:

General Conduct

- Charity trustees are required to act with honesty and integrity and exercise good judgement which may include seeking professional advice on appropriate matters on which charity trustees do not have relevant expertise.
- Charity trustees are required to act in the best interests of the charity at all times.

Independence

- Charity trustees are required to act independently, particularly in relation to assets, property, legal and regulatory obligations.
- Charity trustees should conduct themselves with integrity and in a manner which does not damage or undermine the reputation of the charity or its volunteers and employees. More specifically charity trustees:
    - 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 duties;
    - must avoid actual impropriety and any appearance of improper behaviour.

- Charity trustees must not act in order to gain financial or other benefits for themselves or for any persons connected to them such as their family, their friends, or any organisation that they own, manage or work for.
- Charity trustees should avoid accepting gifts and hospitality that might reasonably be thought to influence them in carrying out their role as charity trustee. Any gifts or hospitality received in any connection to the Bath & West should be declared to the Board.

Charity Trustee Roles

Charity trustees should:

- Understand and perform their roles and responsibilities to the best of their abilities at all times.
- Be prepared to provide adequate time and commitment as required to fulfil the role of charity trustee, adequately preparing for meetings and participating in committees and special events when required.

Board Meetings

Charity trustees should:

- Aim to attend all meetings in person, contribute appropriately and effectively, and avoid dominating the contributions of others.
- Always respect the authority of the Chairperson of the Board, and the Chairperson of any meeting.
- Bring a fair and open-minded view to all discussions of the Board, maintain a respectful balance between speaking and listening, treating different views with respect, and ensuring that all decisions are made in the best interests of the charity.
- Bring a genuinely independent perspective to enhance decision-making, given that charity trustees share responsibility for board decisions.
- Ensure their contributions are informed and impartial when presenting views on topics in meetings while listening to and respecting the input and experience of other charity trustees.

Volunteers/Employees within the Charity

Charity trustees should:

- Aim to support volunteers and employees in carrying out their duties and always, in terms of their conduct, serve as an example of how everyone in the charity should conduct themselves in order to reflect the values of the charity.
- Work considerately and fairly with everyone in a way that respects diversity, different roles and boundaries and avoids giving offence.

Accept and respect the difference in roles between the Board on the one hand and volunteers and any employees on the other, ensuring that the Board, volunteers and any employees work effectively and cohesively for the benefit of the charity and develop a mutually supportive and loyal relationship by:

- respecting management arrangements and avoiding any actions that might undermine such arrangements;
- not interfering in the performance by volunteers or employees of duties delegated to them within the charity while ensuring that volunteers and any employees working for the charity are held to account through the manager/CEO, as appropriate.

Legal Requirements and Policies

Charity trustees must:

- Act in accordance with the charity's governing document and ensure that the charity complies with all applicable laws including charity law, company law, health and safety law, data protection law and employment law.
- Promote and preserve the obligations of confidentiality about sensitive board matters. However, the requirement for confidentiality may not apply if it becomes necessary for the charity trustee to inform the Charities Regulator or any other statutory body about any matter, which could threaten the future of the charity or could represent a breach of any law with which the charity is required to comply.
- Abide by the charity's conflict of interests or loyalties policy and ensure the charity's conflict of interest register is completed and updated as required.
- Abide by any policies agreed by the Board.

Where a charity trustee is found to be in breach of the standards outlined by the Board in its Code of Conduct he or she will be asked to meet with the Chairperson of the Board to

assess his or her suitability for the role. Consistent breach of the Code of Conduct by a charity trustee may result in the trustee's tenure being terminated.

Any Trustee who fails to attend a Board meeting in any twelve month period, without justifiable reason , will be deemed to have retired from the Board.

Maximum term that a Trustee can serve: 3 consecutive periods of 3 years (unless invited by Chairman to stand for re-election)

The board of charity trustees should review this Code of Conduct for trustees at 3-year intervals or as appropriate.

Signed . . . . . .

Name . . . . . .

Date . . . . . .