

Trustee Code of Conduct

1. Introduction

The Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of trustees of iSightCornwall, 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 and the chief executive. The Code is therefore aimed at promoting effective, well-informed and accountable charity governance at iSightCornwall, it is not intended to be a definitive or official description of the law or good practice.

In the Code “the Charity”, “we”, or “our” means iSightCornwall. In the Code “staff” means employees, volunteers, trustees and those working as contractors and providers of services.

2. Purpose of the Code

The Code aims to define the standards expected of trustees in order to ensure that:

- The Charity is effective, open and accountable.
- The highest standards of integrity and stewardship are achieved.
- The working relationship with staff and any adviser is productive and supportive

3. High standards – Nolan Principles

One of the main ways for maintaining high standards are the Seven Principles of Public Life, informally known as the Nolan Principles. Adapted for trustees, they establish a set of values that support the Charity’s ethos and values. They are, as follows:

- 3.1 Selflessness – have a general duty to behave with integrity and caution in the best interests of the Charity as a whole. The trustees should not act with the intention of gaining financial or other benefits for themselves, their family, their friends, or the group from which they come from.

- 3.2 Integrity – conduct should be in a manner which does not damage or undermine the reputation of the Charity or its staff. More specifically the 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 role. They should adhere to the Charity’s Expenses Policy and avoid accepting gifts and hospitality that might reasonably be thought to influence their judgement.
- 3.3 Objectivity – must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias. When making judgements in areas where they lack competence, the trustees should consider appropriate professional advice.
- 3.4 Accountability – accountable to the Charity’s members and other stakeholders for their decisions, the effectiveness of the board, and the performance of the organisation. With a duty to comply with constitutional and legal requirements, as well as to follow official organisational rules and best practices in order to maintain trust in the Charity.
- 3.5 Openness – should ensure that confidential information including about individuals, is handled in accordance with due care; so that it remains confidential. The trustees should be as open as possible about their decisions and the actions that they take. As far as possible, they should give reasons for their decisions and restrict information only when the wider interest clearly demands.
- 3.6. Honesty – have a duty to avoid any conflict of interest so far as is reasonably practicable and adhere to the Charity’s Conflict of Interest policies. The trustees should declare the nature of the interest and not participate in discussion and decision making, unless the remaining trustees agree otherwise.
- 3.7 Leadership – encourage leadership by example and a culture of mutual accountability, transparency, respect, and management excellence.

The trustees must:

- Attend all meetings regularly (unless there are exceptional reasons not to do so), ensuring they prepare for and contribute appropriately and effectively, and avoid dominating the contributions of others.
- Bring a fair and open-minded view to all discussions of the board, maintaining a respectful balance between speaking and listening, treating different views with respect, and ensuring that all decisions are made in the Charity’s best interests.

- Respect the authority of the chair of the board, and the chair of any meeting.
- Accept and respect the difference in roles between the board and employees, ensuring that the chief executive and the board work effectively and cohesively for the benefit of the Charity, and develop a mutually supportive and loyal relationship.
- Abide by any equal opportunities, diversity, health and safety, bullying and harassment policies and any other policies agreed by the board.

4. Role and obligations of a trustee

The trustees should understand and carry out their obligations and responsibilities to the best of their abilities at all times. They should be prepared to provide the necessary time and dedication to fulfilling the position of trustee, including adequately preparing for meetings and participating in committees and special events as needed.

The trustees should bring a genuinely independent perspective to decision-making, given that they share responsibility for board decisions, and ensure that their contributions are informed and impartial when presenting views on topics in meetings, while listening to and respecting the input and experience of other trustees.

5. Trustee recruitment and professional development

The trustees must obtain a thorough grounding in their duties and responsibilities by following an induction process that includes meeting with the chief executive and then with the respective trustees and/or employees that their role may be linked to.

The chair shall seek to ensure that all trustees are appointed on merit, in accordance with an open selection procedure and are drawn widely from the community the Charity serves, having regard to the need for continuity, balance and a range of appropriate skills and interests. iSightCornwall promotes equality of opportunity in the appointment of its employees, volunteers and trustees, which is reflected in the current profile of our organisation and in the ways in which we recruit new trustees to the board.

6. Employees and volunteers within the Charity

The 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 employees and volunteers on the other, ensuring that the board, employees and volunteers 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 employees or volunteers of duties delegated to them within the Charity while ensuring that employees and volunteers working for the Charity are held to account through the chief executive.

7. Legal requirements and policies

The 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 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 Policy and ensure the Charity's conflict of interest register is completed and updated annually.
- Abide by any equality, diversity, safeguarding, health and safety, bullying and harassment policies and any other policies agreed by the board.

Where a trustee is found to be in breach of the standards outlined by the board in its Code of Conduct they will be asked to meet with the chair of the board to assess their suitability for the role. Consistent breach of the Code of Conduct by a trustee may result in the trustee's tenure being terminated.

8. Fit and proper persons declaration

An individual is 'a fit and proper person' if they ensure, or are likely to ensure that:

- Charity funds are used only for charitable purposes.
- The board is comprised of people who are of good character; have the qualifications, competence, skills and experience that are necessary for their roles; and have not been responsible for, been privy to, contributed to, or facilitated any serious misconduct or mismanagement (whether unlawful or not) in their employment or in the conduct of any entity with which they are or have been associated.
- Upon appointment trustees complete and sign a declaration form.

9. Further information and related policies

The Code should be read in conjunction with the following policies:

- Trustee Job Description.
- Fit and Proper Persons Declaration.
- Conflicts of Interest Policy.
- Expenses Policy.
- Data Protection Policy.

Document control

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