



## CODE OF CONDUCT



**I accept appointment as a board member of the Ogwell Community Hub Ltd.**

**I will respect and uphold the vision, mission and values of [organisation]**

**As a director of [organisation] I agree to the responsibilities and expectations laid out in this code.**

### 1. GENERAL

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

### 2. MANAGING INTERESTS

- I will not gain materially or financially from my involvement with OCH Ltd unless specifically authorised to do so.
- I will act in the best interests of OCH Ltd as a whole, and not as a representative of any group – considering what is best for the organisation and its present and future beneficiaries and avoiding bringing the organisation 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 OCH Ltd's conflict of interest policy. I understand that a failure to declare a conflict of interest may be considered to be a breach of this code.

### 3. MEETINGS

- I will attend all appropriate meetings and other appointments or give apologies.
- 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.

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- 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.

### 4. GOVERNANCE

- I will actively contribute towards improving the governance of the board, participating in induction and training and sharing ideas for improvement with the board.
- I will help to implement the board succession policy including helping to identify good candidates for board membership.

### 5. RELATIONS WITH OTHERS

- I will endeavour to work considerately and respectfully with all those I come into contact with at OCH Ltd. I will respect diversity, different roles and boundaries, and avoid giving offence.
- I recognise that the roles of board members, volunteers and staff 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 board member and as a volunteer.
- I will seek to support and encourage all those I come into contact with at OCH Ltd. 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 the organisation will be considered and in line with organisational policy, whether I make them as an individual or as a board member.

### 6. 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 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 board member of [organisation] at any time, I will inform the chair in advance in writing, stating my reasons for leaving.

Signed .....

Name .....

Date .....