

# Park Centre Burgess Hill CIO Trustees Code of Conduct

Reviewed 12<sup>th</sup> February 2024

Signed

Chair: Karen Taylor

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**Park Centre Burgess Hill CIO**

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Registered Charity No. 1203295

This document sets out the agreed guidelines and requirements Park Hill Burgess Hill CIO (“the Charity”) expects of its Trustees in respect of their conduct (behaviour and practice) as a Trustee of the Charity.

All the Trustees of the Charity agree to abide by this Code of Conduct when agreeing to become a Trustee.

#### **GENERAL RESPONSIBILITIES**

- Trustees will act with integrity and honesty and always within the requirements of the law and the governing document of the Charity and abide by our policies and procedures. This includes ensuring they have knowledge of the contents the governing document and the relevant policies and procedures and regularly reviewing them.
- Trustees support the objects and the purpose/mission of the Charity, championing them, using their skills and knowledge to further them and seeking and considering expert advice where appropriate.
- Trustees collectively acknowledge their responsibility to ensure the Charity remains solvent and that its funds and assets are used responsibly only in furtherance of the Charity’s objects for the public benefit. When claiming expenses Trustees will do so in line with the Charity’s procedures.
- Trustees will actively engage in their role, making their skills, experience, and knowledge available to the Charity and seeking to do what additional work they can outside Trustee meetings including participating in sub-committees.
- Trustees will respect organisational, Board and individual confidentiality, while never using this as an excuse not to disclose matters that are required to be, or should be, transparent and open. Trustees will endeavour to be as open and transparent as possible about the decisions that they make.
- Trustees will develop and maintain a sound and up-to-date understanding of the Charity and the environment in which it operates. This will include an understanding of how the Charity operates, the nature and extent of our work and the social, political, economic, environmental, legal, and technological matters that impact upon our work.
- Trustees will be accountable for their actions as a Trustee of the Charity, recognise the impact their actions outside that role could have on the Charity’s reputation, and submit themselves to whatever scrutiny the Board considers appropriate.
- Trustees will conduct themselves in a manner which does not damage or undermine the reputation of the Charity, its staff, volunteers, or fellow Trustees.
- Trustees accept their responsibility to ensure that the Charity is well run and will raise issues and questions in an appropriate and sensitive way to ensure that this is the case.

## MANAGING INTERESTS

- Trustees will never gain financially or materially from their involvement with the Charity unless specifically authorised to do so with the requirements of the law and the Charity's governing document.
- Trustees will act in the best interests of the Charity as a whole, not as a representative of any group, considering what is best for the Charity and its current and future beneficiaries and avoiding bringing the Charity into disrepute.
- Unless authorised to do so in accordance with the Charity's governing document, no Trustee (or any person or organisation connected with them<sup>1</sup>) will put themselves in a position where their personal or professional interests' conflict with their duty to act in the interests of the Charity. This will include:
  - Declaring any conflict of interest that either could reasonably be foreseen or which may persist for some time including any person or organisation with whom they are connected.
  - Not putting themselves under any financial or other obligation to external people or organisations that might influence their performance as a Trustee of the Charity.
  - Not taking part in any activity that is, or could reasonably be perceived to be, in conflict with the objects of the Charity.
  - Not accepting gifts or hospitality from any external person or organisation that could reasonably be perceived to be intended to influence their performance as a Trustee of the Charity.
- Where there is a conflict of interest each Trustee will ensure that this is managed effectively in line with the requirements of this Code and the Charity's governing document<sup>2</sup>. All Trustees acknowledge that failure to declare any conflict of interest may be a substantial breach of this Code.
- If a Trustee has a concern about any financial or operation issue at the Charity, they should raise it with the Chair or other appropriate person.

## MEETINGS

- Trustees will attend all appropriate meetings and other appointments at, or on behalf of, the Charity or give apologies if they cannot do so. If a Trustee cannot regularly attend meetings, they should consider whether there are other ways they could participate and engage with the Charity, taking into account the requirements of the governing document.

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<sup>1</sup> A person or organisation connected with a Trustee means their spouse, partner, parent, child, brother, sister, grandparent or grandchild, any firm of which the Trustee is a member or employee, and any company of which the Trustee is a director, employee or shareholder having a beneficial interest in more than 1 per cent of the share capital.

<sup>2</sup> In Section 7 of the Charity Constitution, it states that: "A charity trustee must:

(1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the CIO or in any transaction or arrangement entered into by the CIO which has not previously been declared; and

(2) absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CIO and any personal interest (including but not limited to any financial interest)."

- Trustees will prepare fully for all meetings and work for the Charity, including reading papers, querying anything they do not understand in advance where appropriate, thinking through issues in advance and completing actions assigned to them within the agreed timescales.
- Trustees will actively engage in discussion, debate and voting in meetings, exercising independent judgement and contributing in a considered and constructive way, listening carefully, challenging sensitively and minimising conflict.
- Trustees will participate in collective decision making, accepting a majority decision of the Board, and not acting individually unless specifically authorised to do so.

## **GOVERNANCE**

- Trustees will actively contribute to improving the governance of the Charity and the Board, participating in induction, and training and sharing ideas for improvement with the Board.
- Trustees will help to identify good candidates for trusteeship at the Charity and, collectively, will appoint new Trustees in accordance with agreed selection criteria and processes and in accordance with the requirements of the law and the governing document.
- All Trustees have a responsibility to help ensure that the Board of the Charity remains properly constituted, balanced (in terms of diversity and of the skills, knowledge and experience represented) and competent.
- Trustees will participate in the recruitment, selection, management, development, and support of senior staff in accordance with the Charity's policies and the decisions of the Board.
- Trustees collectively will ensure that the Charity has in place all appropriate and up to date policies, procedures, and financial controls, including a clear scheme of delegated authorities and compliance with all relevant regulatory requirements.

## **RELATIONS WITH OTHERS**

- Trustees will endeavour to work considerately and respectfully with all those they meet at the Charity. They will respect diversity, different roles and boundaries and avoid giving offence.
- Trustees recognise that the roles of Trustees, staff and volunteers at the Charity are different and will seek to understand and respect the difference between these roles. If a Trustee is also a volunteer at the Charity, they will maintain separation between their role as a Trustee and their role as a volunteer.
- Trustees will support and encourage all those they meet at the Charity, in particular recognising their responsibility to support the Chair and senior staff.
- Trustees will not make public comments about the Charity unless authorised to do so in accordance with the Charity's policies. Any public comments they do make about the Charity will be considered and in line with those policies whether made as an individual or as a Trustee.

**LEAVING THE BOARD**

- Each Trustee acknowledges and accepts that substantial breach by them of this Code may result in disciplinary or other procedures being instigated that may result in their removal as a Trustee of the Charity.
- Should this happen the Trustee(s) in question will be given the opportunity to be heard and if they are asked to resign will accept the majority decision and do so at the earliest opportunity.
- If a Trustee wishes to cease being a Trustee of the Charity, they will inform the Chair in advance in writing stating their reasons for wishing to leave.