



Trustees Code of Conduct

Introduction

The objective of the Code of Conduct is to ensure that all Trustees operate the highest standards of integrity at all times, as they are required to do. This code expands upon the Articles of Association of East Renfrewshire Culture & Leisure Limited, in particular clause 17, *Code of Conduct*. The purpose of the Code of Conduct is to ensure that Trustees of East Renfrewshire Culture & Leisure Limited are above any criticism or suspicion in terms of propriety and integrity in their conduct.

The Code of Conduct is reinforced by:

- A commitment from all Trustees to the Code of Conduct.
- A commitment from all Trustees to declare any personal conflicts of interest.
- A commitment from all Trustees to take steps to avoid conflicts of interest by not participating in decision-making where a potential conflict has been declared.
- A commitment from all Trustees to ongoing review and updating of a register of interests.
- The duties of the Board, as set out in the Articles of Association of East Renfrewshire Culture & Leisure Limited.

Enhancing Governance

- I will participate in induction, training and development activities for Board Members.
- I will continually seek ways to improve Board Governance practice.
- I will support the Chair in his/her efforts to lead the organisation.
- I will support the Chief Executive and his/her staff team in their own development, and the effectiveness of East Renfrewshire Culture & Leisure Limited.

Leaving the Board

(There are a number of constitutional requirements set out in The Articles of Association.)

- I understand that any substantial breach of any part of this Code of Practice may result in my removal from the Board of Trustees.

- Should I decide to resign from the Board, I will inform the Chair in advance, in writing, stating my reasons for resigning. Additionally, I will participate in an exit interview.

Protecting East Renfrewshire Culture & Leisure Limited's Reputation

- I will strive to establish respectful, collegiate and positive relationships with those with whom I come into contact in my capacity as an ambassador for East Renfrewshire Culture & Leisure Limited
- I will not speak as a Board Member of East Renfrewshire Culture & Leisure Limited to the media or in a public forum without the prior knowledge and approval of the Chair and the Chief Executive
- When prior consent has not been obtained, I will inform the Chair or Chief Executive at once when I have spoken as a Board Member of East Renfrewshire Culture & Leisure Limited to the media or in a public forum.
- When I am speaking as a Member of the Board of East Renfrewshire Culture & Leisure Limited, my comments will reflect current organisational policy, as agreed by the Board, even if these do not agree with my personal views.
- I will respect organisational, Board and individual confidentiality.
- I will take an active interest in East Renfrewshire Culture & Leisure Limited's public image, noting news articles, public opinion, and the like, and provide comment and advice on how the reputation of East Renfrewshire Culture & Leisure Limited might be enhanced.

Personal Gain

- I will not personally gain materially or financially from my role as a Trustee, nor will I permit others who serve on the Board to do so as a result of my actions.
- I will document and receipt all legitimate expenses according to agreed procedures.
- I will not accept gifts or hospitality without the prior consent of the Chair, and without these being recorded in the Declaration of Interests.
- I will use organisational resources responsibly when authorised, and in accordance with agreed procedures.

Board Meetings

(This section reflects each Trustee's personal commitment to the Board, and is supplementary to the provisions relating to conduct of board meetings, as set out the Articles of Association.)

- I will strive to embody the principles of leadership in all my actions, and live up to the aspirations and values of East Renfrewshire Culture & Leisure Limited.
- I will abide by all Policies, Procedures and Practices relating to governance at Board level and be held to the same standards for these as the employees.

- I will strive to attend all Board meetings, giving apologies ahead of time to the Chief Executive if unable to attend.
- I will study the agenda and other information sent to me in advance of the meeting, and be prepared to debate and vote on agreed items during the meeting.
- I will honour the authority of the Chair and respect his/her role as meeting leader.
- I will engage in debate and voting in meetings according to procedures, maintaining a respectful attitude towards the opinions of others, while making my opinion heard.
- I will accept a majority Board vote on any issue as decisive and final.
- I will maintain confidentiality about what goes on in the Board Room, unless authorised by the Chair or the Board to speak of it.
- I will serve the organisation regardless of my personal political outlook.

The Seven Principles of Public Life

East Renfrewshire Culture & Leisure Limited is a charity registered with the Office of the Scottish Charity Regulator (OSCR) and will follow the relevant guidelines laid out by them. Trustees will be expected to follow the seven principles of public life:

- **Selflessness:** Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.
- **Integrity:** Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.
- **Objectivity:** In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
- **Accountability:** Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
- **Openness:** Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
- **Honesty:** Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

- **Leadership:** Holders of public office should promote and support these principles by leadership and example.