**CODE OF CONDUCT for CHARITY TRUSTEES**

This code of conduct provides trustees with guidelines on the standards and behaviours

that Dorchester Municipal Charities expects from the Board of Trustees (individually and collectively) when acting on behalf of, or representing, the charity. It should be read in conjunction with the Trustee Role and Responsibilities document.

**Why we have a Code of Conduct**

The Board of Dorchester Municipal Charities has ultimate responsibility for all actions carried out by staff, working groups and volunteers throughout the charity’s activities. This responsibility includes the stewardship of charitable resources.

The Board of Trustees is therefore determined to ensure the organisation inspires confidence and trust amongst its beneficiaries, members, staff, partners, supporters, funders and suppliers by demonstrating integrity and avoiding any potential or real situations of undue bias or influence in the decision making of the charity and in dealings with staff and volunteers.

DMC’s governing document makes provision for the appointment of trustees, practice and procedure of trustee decision making, tenure of office and ultimately the removal of trustees. This code of conduct complements the charity’s governing document.

**Appointment and Tenure**

* The Board of Trustees comprises nominated and co-optative trustees plus the current Mayor of Dorchester, as listed in the Governing Document.
* The term of office for individual trustees is also listed in the above document
* The trustee owes his/her duty to the charity and not to any individual, organisation or constituency that appointed them.

**Induction and Training**

Information is available in the DMC Trustee Recruitment & Induction Policy & Procedures.

**Role and Function of Trustees**

Trustees must act in accordance with the law and regulations affecting their charity, and

must have regard to their legal duties as listed in the Trustee Roles and Responsibilities document.

In fulfilling their general roles and responsibilities individual trustees must recognise that their role is a collective one and that any task or function delegated to an individual trustee or working group does not relieve the other trustees of the responsibility for that task or function

**Standards of Conduct**

Trustees are required to adhere to the highest standards of conduct in the performance

of their duties. This code of conduct respects and endorses the seven principles of public

life promoted by the Nolan Committee and all trustees are expected to perform their

duties in accordance with them. The seven principles are:

* selflessness
* integrity
* objectivity
* accountability
* openness
* honesty
* leadership.

In addition, DMC requires trustees to perform their duties in accordance with the vision, mission and values of the charity. Trustees are encouraged to:

* value fellow trustees, even when there are differences in opinion
* adhere to the terms of reference for various meetings
* treat the charity’s employees and volunteers with respect and in accordance with the charity’s policies
* be mindful of conduct which could be deemed unfair, discriminatory or an abuse of trustee power
* conduct themselves in a manner which reflects positively on the charity when attending

external meetings or any other events.

All trustees are expected to understand, agree and promote DMC’s Equality & Diversity Policy in every area of their work. Any actual or perceived prejudicial action, views or comments shall be investigated and dealt with in line with the complaints procedure and could result in the trustee being removed from office.

**Stakeholder engagement**

* Trustees are accountable to a range of interested parties for their actions and as such,

decision making and governance issues should be as transparent as possible, except

when confidentiality is required or there is likely to be a breach of the charity’s Data

Protection Policy.

* In order to demonstrate their accountability to the charity’s wider community and the Charity Commission, trustees are encouraged to attend events and provide opportunities to meet, talk and listen to beneficiaries and other stakeholders of the charity in order to best understand their views and concerns.
* Trustees should be fully aware of their representative functions and should not become personally involved in those operational matters that should rightly be handled by the appropriate member of staff. Trustees are advised to act as a conduit for forwarding public comments and concerns to the appropriate staff member when presented with a

complaint from a beneficiary, volunteer or other stakeholder.

**Visiting the charity**

In fulfilling their core duties and responsibilities, trustees will be expected to visit charity

property. For activities other than attending Board or Working Group meetings, annual trustee visits or social events, trustees are requested to speak to the General Manager and Clerk to the Trustees or Warden. Every effort will be made to accommodate the request of the trustee, but it may not always be possible to agree specific dates, times or site visits.

**Expenses**

* The position of trustee is unremunerated, though reasonable out-of-pocket expenses are paid as listed in the Trustee Role and Responsibilities document.
* Further information about expenses can be gained by speaking directly to the General Manager and Clerk to the Trustees.
* Trustees must not receive any financial or non-financial benefit that is not explicitly

authorised by the governing document or the Charity Commission.

**Meetings**

Information about Trustee Board and Working Group meetings are described in the respective Terms of Reference

**Mediation**

* A mediation process is available to the Board, and individual trustees, for use when there has been a breakdown of communication or trust between the trustees and charity management. Further information should be requested from the Chairman or General Manager and Clerk to the Trustees.
* Before the mediation process is instigated, the Chairman and complainant should have met in an attempt to resolve the matter.

**Confidentiality**

* All trustees are required to respect the confidentiality of the information to which they

are exposed as a result of their membership of the Board of Trustees. All trustees,

when dealing with difficult and confidential issues, are required to act with discretion and care in the performance of their role.

* Trustees should only speak to the media with the express permission of the Management Team
* In situations concerning potential whistleblowing matters, trustees are encouraged to adhere to the charity’s Serious Incident Reporting Policy & Procedure to resolve the matter, in the first instance.
* Any allegations of breaches of confidentiality will be investigated by the Management Team and could result in the removal of any trustee involved in such a breach.

**Ceasing to be a trustee**

* Trustees must continue to comply with the qualifications required to hold a trustee

position throughout their period of tenure, as defined in the willingness to serve

declaration. Any changes that would render the trustee ineligible to serve must be

forwarded to the General Manager and Clerk to the Trustees

* As previously mentioned, failure to attend one year of consecutive meetings will result in the trustee being deemed to have resigned their position unless the grounds for absence are deemed to be satisfactory by the Board of Trustees. An appeals process is available for trustees wishing to challenge such decisions.
* Trustees may resign their office ahead of their tenure by writing to the Chairman. Depending on the reasons and circumstances of the resignation, the Chairman may decide to formally record those particulars in the minutes of the next Board meeting.
* The confidentiality requirements referred to above continue to apply after the trustee

leaves office.

**Code non-compliance**

* In addition to this code of conduct, a complaints policy operates to cover allegations

made against trustees that appear to breach the spirit of the code or specific conditions

of service.

* Non-compliance with the code of conduct may result in action being taken. Where misconduct takes place, the Chairman may be authorised to take such action as may be immediately required, including the exclusion of the person concerned from a meeting. Where misconduct is alleged, it shall be open to the Board of Trustees to decide, by simple majority of those in attendance, whether to lay a formal charge of misconduct. In such instances it will be the responsibility of the Board to:
  + - * 1. inform the trustee in writing of the nature of the allegation of the breach, detailing the specific action or behaviour considered to be detrimental to the charity, and inviting and considering their response within a defined timescale
  1. invite the trustee to address the Board in person if the matter cannot be resolved satisfactorily through correspondence
  2. decide by simple majority of those present and voting, whether to uphold the charge of the breach and conduct detrimental to the charity
  3. impose such sanctions as shall be deemed appropriate. Sanctions will range from the issuing of a written warning as to the trustee’s future conduct and consequences, to the removal of the trustee from office.

**BIBLIOGRAPHY**

ICSA, The Governance Institute, *Guidance note: Specimen code of conduct for charity trustees (England and Wales)*, July 2018