

Trustee Code of Conduct

“Conduct is more convincing than language.”

John Woolman

A trustee board or management committee can be an interesting, stimulating, highly rewarding and, sometimes, fun place to be. There are occasions, however, when being a trustee can be deeply unsatisfying or stressful.

In Charity Trustee Network (CTN)’s experience, key issues that can cause difficulties on a board include:

- *Trustees being passive or uninvolved*
- *Trustees coming to meetings unprepared*
- *Trustees not attending meetings*
- *Trustees being too dominant*
- *An ineffective chair*
- *A difficult trustee*
- *A trustee or chair who does not want to leave the board*
- *A failure to manage conflicts of interest*
- *Difficult trustee–staff relationships*

A Trustee Code of Conduct has principle and practical components. The most commonly used principles are the Nolan Principles. These were published by the committee for standards in public life in 1995 in response to concerns that conduct, by some politicians was unethical, - for example, the cash-for-questions affair. Charities exist for public benefit and the 7 Nolan Principles have been widely used by charities and a wide range of public bodies. The version below was slightly modified by the Charity Trustee Network.

The Nolan Principles – adapted for trustees

1. Selflessness

Trustees should act solely in terms of public benefit. They should not act in order to gain financial or other benefits for themselves, their family or their friends.

2. Integrity

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 as a trustee.

3. Objectivity

In carrying out the business of the organisation, trustees should make choices based on merit, using the best evidence and without discrimination or bias.

4. Accountability

Trustees are accountable for their decisions and actions to their stakeholders and the public and must submit themselves to whatever scrutiny is appropriate to their role.

5. Openness

Trustees should be as open as possible about all the decisions and actions they take.

6. Honesty

Trustees must be truthful and obey the law. They must declare any private interests relating to their trusteeship and take steps to resolve any possible conflicts or relationships with others or other organisations.

7 Leadership

Trustees should promote and support these principles by leadership and example and be willing to challenge poor behaviour wherever it occurs.

Governance and Management

Governance is about achieving the purpose of the organisation through its constitution. The decisions in a charity are only made by all the trustees together .

Management is the implementation of the decisions. These may be carried out by an employee or a chief officer may be accountable to the trustee board for a team of staff including paid staff and volunteers.

The board may mandate a trustee or a subcommittee to act on its behalf. The board decision should be specific and limit the powers of those asked to act as appropriate.

The Board should have processes in place that require those asked to act on its behalf to report back on the outcomes of their actions.

Equality and Inclusion

Charities are required to be open for public benefit. This means that their attention to equality and inclusion, to ensure that their beneficiaries represent the diversity of their area of benefit is critically important.

Therefore any processes or behaviours that reduce the public benefit should be challenged and removed. This means that Trustees must ensure that their own and the behaviour of employees, volunteers and beneficiaries towards each other is non-discriminatory, inclusive and aimed at achieving good. While this may be applied to a wide range of how people speak, write, communicate and behave, it means that charity trustees must not, and ensure no one in the charity, engage in behaviour or language that could be sexist, racist, ageist or otherwise discriminatory towards anyone.

Protocols

Make appointments for meetings

Respect that employees have limited time

Whenever possible work through the line manager

Tidy-up after themselves