



PD 02

Board Code of Conduct

Each elected member of the Board is expected to uphold the values of SGUK as they act as Trustees

Namely:

Selflessness, Integrity, Objectivity, Accountability, Openness, Prudence, Honesty, Leadership, Support
and will sign documentation to accept the following code:

1. General

- a. I will act within the governing documents of SGUK and the law, and abide by the policies and procedures of SGUK. This includes having knowledge of the contents of the constitution and relevant appendices, policies, procedures and other guidelines
- b. I will support the objectives and mission of SGUK, championing it, using any skills or knowledge I have to further that mission and seeking expert advice where appropriate
- c. I will be an active Board and MAC member, as far as I am able to, making my skills, experience and knowledge available to SGUK and seeking to do what additional work I can outside meetings including sitting on sub-committees or working parties
- d. I will respect organisational and individual confidentiality, while never using confidentiality as an excuse not to disclose matters that should be transparent and open
- e. I will develop and maintain a sound, up-to-date knowledge, of SGUK and its environment. This will include an understanding of how the organisation operates, the social, political and economic environment in which it operates and the nature and extent of its work
- f. I will use the organisation's resources responsibly, and when claiming expenses will do so in line with guidelines and procedures in place
- g. I will seek and will submit myself to whatever scrutiny is appropriate
- h. I accept my responsibility to ensure that SGUK is well run and will raise issues and questions in an appropriate and sensitive way to ensure this is the case and to be accountable for my actions as a Board and MAC member of SGUK

2. Managing interests

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

3. Meetings

- a. I will attend all appropriate meetings and other appointments of the organisation or give timely apologies. If I cannot regularly attend meetings I will consider whether there are other ways I can engage with the organisation
(e.g. conference calls, Skype, e-mail correspondence etc.)
- b. I will prepare fully for all meetings and the work of the organisation. This includes reading papers, e-mails and querying anything in advance that I do not understand, thinking through the issues before meetings and completing any tasks assigned to me within the agreed timescale
- c. 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
- d. I will participate in collective decision making, accept a majority decision of the Board or MAC members, and will not act individually unless specifically authorised to do so

4. Governance

- a. I will actively contribute towards improving the governance of the Board as trustees of the organisation, participating in induction and training and sharing ideas for improvement
- b. I will help identify good candidates for future trusteeship at SGUK and with my fellow Board members, will appoint new members in accordance with the agreed selection criteria

5. Relations with Others

- a. I will endeavour to work considerately and respectfully with all those I come into contact with at SGUK. I will respect diversity, different roles and boundaries, and avoid giving offence
- b. I recognise that the role of Board members and volunteers of the organisation are different, and I will seek to understand and respect the difference between these roles. Where I also volunteer within 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 that I come into contact with in the organisation. In particular I recognise my responsibility to support the chair and other officers
- c. I will not make public comments about the organisation unless authorised to do so. Any public comments I make about SGUK will be considered in line with organisational policy, whether I make them as an individual or as a Board member

6. Leaving the Board

- a. I understand that a substantial breach of any part of this code may result in procedures being put in motion that may result in me being asked to resign from the Board
- b. Should this happen I will be given the opportunity to be heard by an independent panel of three persons appointed by the Vice President. If I am asked to resign I will accept the majority decision of the Board in this matter and resign at the earliest opportunity
- c. If I wish to cease being a Board member of SGUK at any time, I will inform the chair in advance, in writing, stating my reasons for wishing to leave. I will ensure that any assets of the organisation that I hold are returned to one of the officers or the secretariat
- d. Should circumstances arise that prevent me from undertaking my duties for any length of time I can opt to take a sabbatical or tender my resignation at the earliest opportunity
- e. Consultation process for resignations:
 - i. When a resignation is received, unless it is for personal reasons, the remaining trustees should be consulted and agree the best way forward to minimise any negative effect
 - ii. By open discussion it might be possible to retain the trustee on the Board or MAC or utilise their services in another role
 - iii. The decision to accept a resignation must be by a majority vote of the trustees
 - iv. If my notice of resignation would reduce the total number of trustees to three or less, then alternative arrangements will be required as per the constitution