Code of Conduct for Management Committee Members

If you have difficulty with reading this policy, including any difficulties with sight or hearing, or if you require this document translated into another language, please contact us and we will be happy to provide this information in a format that suits your needs.

Our Vision, Our Values, Our Strategic Objectives

Our Vision

A vibrant neighbourhood where everyone can prosper.

Our Values

Caring, Reliable, Fair, Open and Adaptable

Our Strategic Objectives



Equality and Diversity Statement

Elderpark Housing are committed to ensuring people or communities do not face discrimination or social exclusion due to any of the following protected characteristics: age; disability; gender reassignment; marriage and civil partnership; pregnancy and maternity; race; religion and belief; sex or sexual orientation.

This document complies with our Equality and Diversity Policy.

We will regularly review this Policy and consider any equalities implications taking the necessary action to address any inequalities (either directly or indirectly) that result from the implementation of this Policy.

Executive Summary

Policy Author

This Policy has been developed by the Governance and Compliance Manager (GCM) using the Model SFHA Policy document. Responsibility for signing, implementation and review of the Policy sits with the GCM and within the remit of the Finance and Corporate Services Department.

Purpose of the Policy

The purpose of this Policy is to set out the requirements and expectations of Management Committee members of Elderpark Housing and provide guidance around these expectations and requirements together with setting out how breaches of the Code will be dealt with.

Aims and Objectives of the Policy

The key aims and objectives of this Policy are to outline the seven principles which are recognised as providing a framework for good governance and act as a key guidance document for Management Committee members to enable them to fulfil their role.

Legislative and Regulatory Compliance

As a Registered Social Landlord (RSL), we are required to adopt and comply with an appropriate Code of Conduct. Our Code is based on the Model Code of Conduct produced by the Scottish Federation of Housing Associations (SFHA), which the Scottish Housing Regulator (SHR) has confirmed fully complies with its Regulatory Standards.

Equalities

An equality Impact Assessment has been carried out while reviewing this Policy and is attached as **Appendix 2**. No positive or negative impacts have been found for any of the protected characteristic groups.

The Policy outlines the expectation for all Management Committee members to uphold, comply with and support the associations Equality and Diversity Policy.

Privacy

A GDPR Impact Assessment has been carried out and is attached as **Appendix 3**. The Code will be signed by all Management Committee members annually and the recording of signing will be within the associations Governance Database with access restricted to members of the Corporate Services Team and the Chief Executive. Any alleged breaches will be dealt with in line with GDPR and personal data requirements and would be held confidentially.

Related Policies

Policy Title	Location
Equality & Diversity Policy	Equality & Diversity Policy
Anti-Fraud and Corruption Policy	Anti-Fraud and Corruption Policy
FOI and EI Policy	FOI and EI Policy
Protocol for Management of the CEO Policy	G2 Protocol for the Management, Appraisal and Support of the Chief Executive
Whistleblowing Policy	Whistleblowing Policy
Entitlements, Payments and Benefits Policy	Entitlements, Payments and Benefits Policy

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1 Introduction

1.1 All members of the Management Committee must sign this Code of Conduct when they are elected, co-opted or appointed, and on an annual basis thereafter. References throughout this Code of Conduct (the Code) to 'we', 'us' and 'our' mean Elderpark Housing Association. The Code reflects our Values which are:

- **Caring:** We demonstrate a caring, kind and compassionate nature.
- **Reliable:** We are honest, trustworthy and reliable in everything we say and do.
- **Fair:** We are fair and non-discriminatory at all times, treating each individual with the utmost respect.
- **Open:** We display strong integrity, ensuring everything we do is carried out in an open and transparent manner.
- **Adaptable:** We are adaptable and responsive to change in order to meet the needs of our customers and organisation.

1.2 We attach the greatest importance to ensuring that high standards of governance and ethical behaviour are demonstrated by all of our people and in all of our activities.

1.3 Our Code of Conduct sets out the requirements and expectations which are attached to your role as a member of our Management Committee. You have a personal responsibility to uphold the requirements of our Code. You cannot be a member of the Management Committee[1] if you do not agree to adopt our Code of Conduct. To confirm that you understand its requirements and accept its terms, you must review and sign this Code annually.

1.4 As a Registered Social Landlord (RSL), we are required to adopt and comply with an appropriate Code of Conduct[2]. Our Code is based on the Model Code of Conduct produced by the Scottish Federation of Housing Associations, which the Scottish Housing Regulator (SHR) has confirmed fully complies with its Regulatory Standards..

1.5 Our Code of Conduct is an important part of our governance arrangements; it is supported by the Role description which describes your responsibilities as a Management Committee Member. You are responsible for ensuring that you are familiar with the terms of this Code and that you always act in accordance with its requirements and expectations. Management Committee Members must always ensure their actions accord with the legal duties of the RSL and with regulatory guidance. You must also ensure you are familiar with any policies which are linked to this code.

[1] Our Rules state that the Management Committee can remove a member who fails to sign the Code of Conduct (Rule 44.5.2); it is a regulatory requirement that our Rules enable the Management Committee to take such action (SHR Regulatory Framework (2024) Constitutional Standard 19

[2] Scottish Housing Regulator (2024) Regulatory Framework, Regulatory Standard 5.2

1.6 If there is a concern that a member of the Management Committee may have breached any part of this Code, the matter will be investigated in accordance with the Protocol that we have adopted. A serious breach of our Code may result in action being taken by the Management Committee to remove the Management Committee member(s) involved.

1.7 This Code of Conduct was adopted by our Management Committee on 26th November2024.

2 Who Our Code Applies To And When

2.1 Our Code of Conduct applies to all elected, appointed and co-opted members of our Management Committee and its sub-committees.

2.2 The expectations of the Code apply in all settings and circumstances where our Management Committee members are representing us or acting on our behalf and where their conduct could reflect on our tenants /organisation and/or their reputation. The Code applies equally to conduct in person, virtually and on social media.

3 How Our Code Is Structured

3.1 Our Code of Conduct is based on the seven principles which are recognised as providing a framework for good governance. They demonstrate honesty, integrity and probity.[3]

3.2 Each principle is described, as it applies to the activities of Elderpark Housing Association and its Management Committee members, and supporting guidance is offered for each to provide more explanation of our Code's requirements. The guidance is not exhaustive and it should be remembered that Elderpark Housing Association and our Management Committee members are responsible for ensuring that their conduct at all times meets the high standards that the RSL sector is recognised for upholding.

3.3 The seven principles that you must adhere and commit to by signing this Code are:

A. Selflessness
B. Openness
C. Honesty
D. Objectivity
E. Integrity
F. Accountability
G. Leadership

[3] Committee for Standards in Public Life (May 1995), Nolan Principles

A. Selflessness

You must act in the best interests of Elderpark Housing Association at all times and must take decisions that support and promote our strategic plan, aims and objectives. Members of the Management Committee should not promote the interests of a particular group or body of opinion to the exclusion of others.

A.1 I will always uphold and promote Elderpark Housing Association's aims, objectives and values and act to ensure their successful achievement.

A.2 I will exercise the authority that comes with my role as a Management Committee member responsibly.

A.3 I will accept responsibility for all decisions properly reached by the Management Committee (or a sub-committee or working group with appropriately delegated responsibility) and support them at all times, even if I did not agree with the decision when it was made.

A.4 I will consider and respect the views of others.

A.5 I will not seek to use my position inappropriately to influence decisions that are the responsibility of staff.

A.6 I will not seek to use my influence inappropriately or for personal gain or advantage or for the benefit of someone to whom I am closely connected[4] or their business interests.

[4] See Appendix 1, p13-15 for definition of "closely connected"

B. Openness

You must be transparent in all of your actions; you must declare and record all relevant personal and business interests and must be able to explain your actions.

B.1 I will use my best endeavours and exercise reasonable skill and care in the conduct of my duties.

B.2 I will avoid any situation that could give rise to suspicion or suggest improper conduct.

B.3 I will declare any personal interest(s) and manage openly and appropriately any conflicts of interest; I will observe the requirements of our policy on the matter. I will keep my entry in the Register of Interests complete, accurate and up to date. I will make an annual statement to confirm my declarations are accurate.

B.4 I will not accept any offers of gifts or hospitality from individuals or organisations which might reasonably create – or be capable of creating – an impression of impropriety or influence or place me under an obligation to these individuals or organisations. I will comply with Elderpark Housing Association's policy on Entitlements, Payments and Benefits Policy.

B.5 I will ensure that, in carrying out my role as a Management Committee member, I am informed about and take account of the views, needs and demands of tenants and service users.

B.6 I will ensure that Elderpark Housing Association is open about the way in which it conducts its affairs and positive about how it responds to requests for information.

B.7 I will not prevent people or bodies from being provided with information that they are entitled to receive.

C. Honesty

You must ensure that you always act in the best interests of the organisation and that all activities are transparent and accountable.

C.1 I will always act honestly and in good faith when undertaking my responsibilities as a Management Committee member.

C.2 I will use my experience, skills, knowledge and judgement effectively to support our activities.

C.3 I will ensure that decisions are always taken and recorded in accordance with our Rules and procedures.

C.4 I will ensure that Elderpark Housing Association has an effective whistleblowing policy and procedures to enable, encourage and support any staff or Management Committee member to report any concerns they have about possible fraud, corruption or other wrongdoing.[5]

C.5 I will report any concerns or suspicions about possible fraud, corruption or other wrongdoing to the appropriate senior person within the organisation in accordance with our whistleblowing policy.

C.6 I will comply with our policies and procedures regarding the use of our funds and resources[6] and I will not misuse, contribute to or condone the misuse of these resources.

C.7 We forbid all forms of bribery, meaning a financial or other advantage or inducement intended to persuade someone to perform improperly any function or activity. I will neither accept from nor give bribes or any other inducement to anyone. I will comply with our policy on Anti-Fraud and Corruption and will report any instances of suspected bribery or corruption within the organisation or any of its business partners.

C.8 I will ensure that neither I nor someone closely connected to me receives or is seen to receive preferential treatment relating to any services provided by the organisation or its contractors/suppliers. I will declare all interests openly and ensure they are effectively managed to demonstrate this.

[5] These concerns might include, but are not confined to, suspected fraud, dishonesty, breach of the law, poor practice, non-compliance with regulatory requirements, misconduct, breach of this code.

[6] Resources include people, equipment, buildings, ICT, funds, knowledge, stationery, transport

D. Objectivity

You must consider all matters on their merits; you must base your decisions on the information and advice available and reach your decision independently.

D.1 I will ensure that the decisions that I take are consistent with our aims and objectives and with the relevant legal and regulatory requirements (including those of the Scottish Housing Regulator, the Office of the Scottish Charity Regulator, the Financial Conduct Authority and the Care Inspectorate).

D.2 I will attend meetings regularly, prepare for them effectively and ensure I have access to all necessary information to enable me to contribute constructively and make well-informed decisions.

D.3 I will monitor performance carefully to ensure that the organisation's purpose and objectives are achieved and take timely and effective action to identify and address any weaknesses or failures.

D.4 I will use my skills, knowledge and experience to review information critically and always take decisions in the best interests of the organisation, our tenants and our service users.

D.5 I will ensure that the Management Committee seeks and takes account of additional information and external/independent and/or specialist advice where necessary and/or appropriate.

D.6 I will ensure that effective policies and procedures are implemented so that all decisions are based on an adequate assessment of risk, deliver value for money, and ensure the financial well-being of the organisation.

D.7 I will contribute to the identification of training needs, keep my knowledge up to date, and participate in ongoing training that is organised or supported by us.

E. Integrity

You must actively support and promote our values; you must not be influenced by personal interest in exercising your role and responsibilities.

E.1 I will always treat my Management Committee colleagues our staff, our customers and partners with respect and courtesy.

E.2 I will always conduct myself in a courteous and professional manner; I will not, by my actions or behaviour, cause distress, alarm or offence.

E.3 I will publicly support and promote our decisions, actions and activities; I will not, by my actions or behaviour, compromise or contradict the organisation, its activities, values, aims or objectives. I will notify the Chair quickly if I become aware of any situation or event that I am associated with which could affect Elderpark Housing Association and/or its reputation.

E.4 I will fulfil my responsibilities as they are set out in the relevant role description(s); I will maintain relationships that are professional, constructive and that do not conflict with my role as a Management Committee member.

E.5 I will comply with, support and promote our policies relating to equalities, diversity, inclusion and human rights.

E.6 I will uphold our whistleblowing and acceptable use policies.[7]

E.7 I will respect confidentiality and ensure that I do not disclose information to anyone who is not entitled to receive it, both whilst I am a member of the Management Committee and after I have left.

E.8 I will observe and uphold the legal requirements and our policies in respect of the storage and handling of information, including personal and financial information.

[7] This relates to the use of ICT, social media and networking, facilities etc., and is specific to each individual RSL

F. Accountability

You must take responsibility for and be able to explain your actions, and demonstrate that your contribution to our governance is effective.

F.1 I will observe and uphold the principles and requirements of the SHR's Regulatory Framework, and gain assurance that relevant statutory and regulatory guidance and Elderpark Housing Association's legal obligations are fulfilled.

F.2 I will ensure that we have effective systems in place to monitor and report our performance and that corrective action is taken as soon as the need is identified.

F.3 I will contribute positively to our activities by regularly attending and participating constructively in meetings of the Management Committee, its committees and working groups.

F.4 I will participate in and contribute to an annual review of the contribution I have made to our governance.

F.5 I will ensure that there is an appropriate system in place for the support and appraisal of our Senior Officer and that it is implemented effectively.

F.6 I will not speak or comment in public on our behalf without specific authority to do so.

F.7 I will co-operate with any investigations or inquiries instructed in connection with this Code whilst I am a Management Committee member and after I have left.

F.8 I recognise that the Governing Body as a whole is accountable to its tenants and service users, and I will demonstrate this in exercising my judgement and in my decision-making.

G. Leadership

You must uphold our principles and commitment to delivering good outcomes for tenants and other service users, and lead the organisation by example.

G.1 I will ensure that our strategic aims, objectives and activities deliver good outcomes for tenants and service users. I will make an effective contribution to our strategic leadership.

G.2 I will ensure that our aims and objectives reflect and are informed by the views of tenants and service users.

G.3 I will always be a positive ambassador for the organisation.

G.4 I will participate in and contribute to the annual review of the Governing Body's effectiveness and help to identify and attain the range of skills that we need to meet our strategic objectives.

G.5 I will not criticise or undermine the organisation, any of its people or our actions in public.

G.6 I will not criticise staff in public; I will discuss any staffing related concerns privately with the Chair and/or Senior Officer.

G.7 I will not harass, bully or attempt to intimidate anyone.

G.8 I will not use social media to criticise or make inappropriate comments about the organisation, its actions or any member of the Management Committee, staff or other partners.

G.9 I will not act in a way that could jeopardise our reputation or bring us into disrepute.[8]

[8] This includes activities on social media, blogs and networking sites.

4 Breach of the Code

4.1 I recognise that each member of the Management Committee has a personal and individual responsibility to promote and uphold the requirements of this Code. If I believe that I may have breached the Code, or I have witnessed or become aware of a potential breach by another member, I will immediately bring the matter to the attention of the Chair.

5 Review

5.1 This Policy will be reviewed every 3 years or earlier should it be required due to changes in legislation or best practice

6 Acceptance and Signature

I _____ have read and understood the terms of this Code of Conduct and I agree to uphold its requirements in all my activities as a member of our Management Committee. I am aware that I must declare and manage any personal interests. I agree to review all relevant Registers regularly to ensure that all entries relating to me are accurate. I understand that, if I am found to have breached this Code of Conduct, action will be taken by the Management Committee which could result in my removal.

Signed	
Dated	

Appendix 1: Supporting Guidance to the Code of Conduct for Management Committee Members

This Guidance has been prepared for members of the Management Committee to support the adoption and explain the terms of our Code of Conduct. All members of the Management Committee must sign the Code of Conduct when they are elected, co-opted or appointed, and then on an annual basis thereafter. References throughout this Code of Conduct (the Code) to 'we', 'us' and 'our' mean Elderpark Housing Association.

We attach the greatest importance to ensuring that high standards of governance and ethical behaviour are demonstrated by all of our people and in all of our activities. Our Code of Conduct sets out the requirements and expectations which are attached to your role as a member of our Management Committee. You have a personal responsibility to uphold both the spirit and the requirements of our Code.

Our Code of Conduct is an important part of our governance arrangements. It is supported by the Role description which describes your responsibilities as a Management Committee member and you are responsible for ensuring that you are familiar with the terms of the Code and that you always act in accordance with its requirements and expectations. Management Committee members must always ensure their actions accord with the legal duties of the RSL and with regulatory guidance. You must also ensure you are familiar with any policies which are linked to this code.

If you have any questions about the Code or your role with us, please speak to the Chief Executive Officer.

As a Registered Social Landlord (RSL), we are required to adopt and comply with an appropriate Code of Conduct[9] . Our Code is based on the Model Code of Conduct produced by the Scottish Federation of Housing Associations (2024), which the Scottish Housing Regulator (SHR) has confirmed fully complies with its regulatory requirements.

You cannot be a member of the Management Committee if you do not agree to adopt our Code of Conduct. To confirm that you understand its requirements and accept its terms, you must review and sign this Code annually. Our rules state that the Management Committee can remove a member who fails to sign the Code of Conduct (Rule 44.5.2). It is a regulatory requirement that our rules enable the Management Committee to take such action[10].

Each year, following the AGM, Management Committee members will be asked to sign and date our Code of Conduct to confirm your commitment to the principles, requirements and expectations that it describes and to meet the requirements of our rules. A copy of our Code, showing your signature throughout your membership of the

[9] Scottish Housing Regulator (2024) Regulatory Framework, Regulatory Standard 5.2

[10] SHR Regulatory Framework (2024) Constitutional Standard 19

Management Committee, will be retained by us, in accordance with our Data Protection Policy.

Our Code of Conduct applies to all elected, appointed and co-opted members of our Management Committee and its sub-committees.

How the Code is structured

The Code is based on the seven principles which are recognised as providing a framework for good governance. They demonstrate honesty, integrity and probity[11].

In the Code, each principle is described, as it applies to the activities of an RSL and its Management Committee Members. This guidance is offered to support the application of the Code of Conduct by providing some illustrations of the practical application of the Code's requirements. **It is emphasised that the guidance is not exhaustive**.

It must be remembered that Management Committee members and RSLs are always responsible for ensuring that their conduct at all times meets the high standards that the RSL sector is recognised for upholding.

The Principles of the Code

The seven principles of the Code are:

A. Selflessness
B. Openness
C. Honesty
D. Objectivity
E. Integrity
F. Accountability
G. Leadership

The remainder of this guidance offers some illustrations of how each of the principles may be applied to your role as a Management Committee member. There are references throughout to the need for Management Committee members to 'be familiar' with the terms of policies and other documents. This does not mean that you need to know the detailed content of all the documents but rather you should be aware of their key principles and have ready access to them in the event that the detail is necessary.

[11] Committee for Standards in Public Life (May 1995), Nolan Principles

A. Selflessness

This principle emphasises the importance of Management Committee members acting in our best interests at all times and taking decisions that will support delivery of our objectives. Although individual Management Committee members bring knowledge and experience to their role, you are not a representative for a specific interest or group: your experience and knowledge should inform your contribution to discussion but your decision-making should be influenced by our aims and objectives and not individual or specific interests. In practice, this means that you must always make a conscious effort to see the bigger picture and not concentrate just on the issues that are important to you.

A1 refers to upholding our values, which are included at 1.1 in the introduction of our Code.

The principle contains a commitment to always support and uphold the Management Committee decisions and our actions (A3): if a Management Committee member were to actively undermine or publicly contradict or disagree with decisions that have been properly considered and/or actions that have been approved and/or accord with approved policy or practice, this may constitute a breach. E3 of the Code contains a parallel commitment: if a decision is taken by the Management Committee that a member fundamentally disagrees with and cannot support, it may be that resignation should be considered if the differences cannot be reconciled. After all, GBMs volunteer for their role because they support the organisation's aims, objectives and activities; if that changes, so too will their commitment and enthusiasm.

This principle is not intended to prevent a Management Committee member from disagreeing with a proposal during a meeting (as part of their role to exercise scrutiny and challenge) or from recording their dissent from a decision; rather it is intended to ensure that no member of the Management Committee actively and/or publicly undermines the organisation. In practice, this means, for example, that you should not question in public why a decision was taken or publicly disagree with a decision or action or otherwise criticise the organisation. It is only if a Management Committee member actively undermines or disagrees with a decision or action that a breach of the Code may arise. A similar provision is contained in the Code of Conduct for staff. It is important to remember that this principle applies to comments made in person and virtually (e.g. via social media).

A4 specifies that Management Committee members will always be respectful to others: this means, among other things, that you must uphold and be familiar with our policies relating to Equalities, Diversity and Human Rights and Dignity at Work. This requirement relates to all of your engagements with Management Committee colleagues and staff, tenants and customers, partners and agents, whether in person or virtually. In practice, this means listening to and considering other views and respecting opinions even if they are very different from your own. It also applies to wider conduct: E1, E2 and E3 are specific about the responsibilities of Management Committee members to ensure that they do not bring the organisation into disrepute. It is important to remember that conduct that wouldn't be considered acceptable face to face will not be acceptable in a virtual environment, either.

The Code stresses that Management Committee members should not stray into operational matters or seek to use their influence (A6) inappropriately or for personal gain. This means that Management Committee members should always refer individual matters relating to themselves or someone they know or in which they have an interest to the relevant member of staff or to the Chief Executive Officer for onward delegation.

B. Openness

This principle sets the framework for ensuring that, in all of our activities and in all your actions, transparency and openness are evident. In practice, this means that you must identify and declare all personal interests which are relevant to our work and to your role with us.

You must be familiar with the process for declaring interests and you must make sure that the Register of Interests is accurate and up to date at all times. You must ensure that you are well informed about our policy on declaring interests, which forms part of our EPB (Entitlements, Payments and Benefits) Policy (B3).
You must always be careful and cautious about how your actions may be viewed by others and take care to avoid anything which could compromise or embarrass you or us (B2). In practice, this means that you cannot accept gifts or hospitality that are not permitted by our Entitlements Payments and Benefits policy (EPB).

B5 reflects the requirements of SHR's regulatory standard 2 by emphasising the importance of Management Committee members being well-informed about the needs and priorities of tenants. In practice, this may include considering information from Tenant Scrutiny groups, monitoring tenant satisfaction and landlord performance data, offering/considering insight provided from tenants' Management Committee perspectives. Management Committee members should use this information to inform their consideration of the business that is brought to the Management Committee.

We are covered by the requirements of the Freedom of Information (Scotland) Act and the SHR's Regulatory Framework requires us to be open and accountable for what we do[12]. As a member of our Management Committee, you are responsible for ensuring that we comply with these legal and regulatory requirements: in practice, this means monitoring our compliance and ensuring that we communicate openly and respond effectively to tenants, customers, regulators, funders and partners.

The Management Committee should oversee a culture of openness throughout the organisation – in our communications, access to our website, engagement with tenants and customers and willingness to provide information and answer questions. In practice, this means working on the basis that information will be made available unless there is a good reason for it being withheld. At the same time, you must also ensure that confidentiality is respected (B6 and B7 require that information is made available but E6 also requires that confidentiality must be ensured). This means that it is important for Management

[12] Regulatory Standard 2 (SHR Regulatory Framework 2024)

Committee members to be involved in agreeing the policy framework that supports how we categorise information.

C. Honesty

This principle emphasises the importance of always acting honestly and in good faith in undertaking your role as a Management Committee member; it also supplements the principle of Openness. To uphold this principle, you should ensure that you are familiar with our rules, standing orders and scheme of delegation, as well as our governance policies and procedures (C3). Of course, you should also ensure that you always act and speak honestly and openly.

C4 requires you to be aware of the terms of our Whistleblowing Policy: in practice, this means that the Management Committee, collectively, must be assured that the policy is fit for purpose (SHR has issued Statutory Guidance on Whistleblowing) and that there is regular training provided for Management Committee members and staff on its terms. Management Committee members must also ensure that there are effective procedures in place for whistleblowing allegations to be made and investigated, with adequate safeguards in place to protect complainants. Management Committee members have an individual duty to report any concerns that you may have about possible fraud, corruption or wrongdoing (C5 and C7). You must, therefore, be familiar with the terms of our [Anti-Bribery] policy. You are expressly forbidden to accept any gifts or other inducements which might create, or be capable of creating, a sense of obligation to another party. Our EPB policy sets out the framework for considering any offers of gifts or hospitality.

C6 stresses your commitment to ensure that our funds and resources are used properly and for legitimate purposes. This means that decisions about what we do and how we act must fit with, amongst other things, our permitted purpose, and objectives, our business plan and the terms of our loans and grant-making authorities.

C8 further emphasises[13] your responsibility to ensure that neither you nor someone closely connected to you is seen to benefit inappropriately from your role with us and to be very open in declaring all relevant personal interests. In practice, this means ensuring that you are not involved in any decisions which personally impact or affect you or someone you are close to. This does not mean, however, that a GBM who is also one of our tenants cannot be involved in deciding matters that affect all tenants or a large group of tenants (e.g. annual rent increase, establishment of a community resource). It would mean, however, that tenant GBMs cannot be party to strategic decisions involving the future of a group of properties which included their own home (such as demolition on the grounds of safety); in a situation like this, any tenant would make their own representations through the consultation process and not take part in the Board discussion. This restriction also reflects the principle of objectivity, which follows.

[13] A6 and B3 are also relevant

D. Objectivity

This principle is about the need to ensure that you make decisions based on an objective consideration of the information that is presented to you in reports. In practice, this means that you must be satisfied that you have access to all of the information you need to fulfil your responsibilities, whilst – at the same time – being mindful of and respecting the distinct roles of Management Committee members (strategic) and senior staff (operational). It also means making sure that you put aside any personal views that you might have.

D1 reflects the provisions of Regulatory Standard 1 by committing Management Committee members to ensuring that decisions are consistent with all legal, constitutional and regulatory requirements. This means that Management Committee members must be familiar with these provisions. Reports should refer and draw attention to the relevant legal, regulatory and financial constraints/conditions, with Minutes recording that these have been adequately considered.

D2 is explicit about the importance of preparing adequately for meetings – our role description contains an indication of the time that is likely to be involved in meeting preparation. Preparation includes reading all of the reports and also accessing any additional information that may be available (e.g. supplementary reports) and which you feel is necessary to enable you to contribute effectively. This might also involve the Management Committee requesting that specialist or independent advice is obtained (D5 and Regulatory Standard 4.1) – and individual members being aware of when it is appropriate and/or necessary to do so (D5).

D6 describes the responsibility of Management Committee members to ensure that the organisation has an effective and robust framework for assessing and managing risk: this includes being satisfied about the delegation of authority, operation and reporting of e.g. the Audit and Risk sub-committee. It also relates to the operation of financial regulations and the effectiveness of financial planning, budget preparation, forecasting and reporting. Regulatory Standard 3 is relevant to this principle.

In order to be objective, Management Committee members must be well-informed about the organisation's business and operating environments as well as the sector and economic policy and strategy contexts. D7 commits Management Committee members to participate in regular training to keep their knowledge up to date. Of course, no one is expected to be an expert in everything but there is an expectation that each Management Committee member will help to identify their own ongoing training needs and the priorities for the Management Committee collectively – this will be an element of the annual review of the Management Committee's effectiveness (as required by Regulatory Standard 6.5.

E. Integrity

This principle focuses on the importance of always acting in our best interests and actively promoting our values, aims and objectives and reflects many of the other principles in the Code.

E1 and E2 echo A4: Management Committee members must be respectful and courteous in all that you do: in practice, this means being prepared to 'agree to disagree' when strong opinions are held and being tolerant of views and perspectives which might be very different from your own. It also means recognising and acknowledging that what's acceptable in terms of language and conduct change and being mindful that differences in cultures, faiths and beliefs can be very significant and sensitive. Equally, it's important to remember that the Code applies in all settings: any conduct that would be questionable in person would also be questionable in a virtual environment.

E3 complements A3 in terms of publicly promoting and supporting us and our activities but it also includes a commitment to notify the Chair as soon as you become aware of anything that might compromise us or our interests. In practice, this might include being associated with, for example, a community council's opposition to a planning application that we have made or being involved in something that may become public and which could embarrass us.

E4 refers to the role descriptions that we have adopted: all Management Committee members must be familiar with the terms of their role description and, for office bearers, there will be more than one. In practice, this principle seeks to ensure that relationships are professional, amicable and constructive with respect for the boundaries between the strategic role of the Management Committee member and the operational responsibilities of senior staff.

E5 complements A4 and is a specific commitment to uphold our Equality, Diversity, Inclusion and Human Rights policies. It reflects our statutory and regulatory duties to uphold and promote equalities and human rights and to ensure that our policies and practices are informed by our understanding of our tenants' needs and expectations.

E6 is a commitment to uphold our Whistleblowing and acceptable use policies. This reflects the regulatory requirement for us to have a whistleblowing policy and the Regulatory Standard that requires 'clear procedures for employees and governing body members to raise concerns or whistleblow if they believe that there has been fraud, corruption or other wrongdoing within the RSL.[14]

E7 and E8 relate to confidentiality and the importance of maintaining it. This applies to the content of reports, discussions at Management Committee and committee meetings and all other business that you have access to in your role as a Management Committee member. Upholding this principle requires you not to discuss anything that is identified as being confidential with anyone who is not entitled to the information. It also means making sure that any documents are stored securely (e.g. by means of passwords on laptops or other devices, in a locked drawer) and that on-line discussions and your contribution to them cannot be overheard (e.g. if attending a virtual meeting). In applying this principle, you must also be mindful of our duties in respect of safeguarding personal information i.e. anything from which an individual can be identified.

[14] Regulatory Standard 5.6

F. Accountability

This principle is about the importance of taking personal responsibility for your contribution to our governance. In practice, this means being active in your role as a Management Committee member – asking questions, critically reviewing information and monitoring performance and participating in strategy and planning events (F3).

F1 is a specific commitment to upholding legal and regulatory requirements: in practice, this means that you should feel assured and satisfied, as far as you reasonably can, that we are compliant with our legal and regulatory obligations as well as our own internally set standards. Your assurance will come from your participation in our governance – the reports, discussions, external advice and audits that you are asked to consider and which form the evidence for the Management Committee annual Assurance Statement (F2).

As a Management Committee member, you are expected to participate in an annual review of the effectiveness of your own contribution (F4) and of our overall governance (G4). As well as being a principle of the Code, this is also a regulatory requirement (Regulatory Standard 6.3, 6.3).

F6 places a responsibility on each Management Committee member to be assured that there is an effective process in place to appraise the Chief Executive Officer's performance: in practice, this also means ensuring that the Chief Executive Officer is adequately supported as well as being held to account for the achievement of both corporate and individual objectives. Management Committee members must also be satisfied that the Chief Executive Officer's annual appraisal is carried out effectively and that its outcome is reported to the Management Committee.

Our Scheme of Delegation identifies who is authorised to make public comments on our behalf. It is not normally appropriate for an individual Management Committee member to speak in public without prior agreement from the Chair. This includes, for example, accepting an invitation to contribute to a conference or event because of your role with us. The Code's principles also extend to social media activities (F6, G8).

F7 is a specific commitment to participate in and co-operate with any investigations that may be instructed relating to the Code, involving you either directly or as a witness. This obligation extends beyond your term of membership of the Management Committee which means that your co-operation may be requested when you are no longer a member of the Management Committee. It is unlikely that you would be asked to contribute to any such investigation more than a year after you have left.

As an RSL, we are accountable to our tenants and service users for our actions: F9 requires Management Committee members to ensure that the best interests of tenants and service users guide planning and decision-making. In practice, this means being informed and taking account of the views of tenants and service users in all aspects of your role and ensuring that reports contain sufficient information to give you assurance that proposals are similarly informed before you make a decision.

G. Leadership

The role of the Management Committee is to lead and direct the organisation to deliver good outcomes for our tenants and service users[15] . This section of the Code sets out some specific expectations about that part of your role. It also stresses the importance of Management Committee members leading by example and making a positive and active contribution to our governance (G1, G2).

G3 echoes A3 and E3 by specifying your responsibility to be positive in your support for us and our work. In practice, this means representing us positively both when acting on our behalf and in your wider activities.

G4 complements the individual focus of F4 by being explicit that the governing body should review the overall effectiveness of its governance arrangements. This forms part of our annual review process, which also includes a review of the range of skills, knowledge and experience that the Management Committee collectively needs to fulfil its responsibilities. Management Committee members have a responsibility to contribute to the process of identifying any gaps and the best means of filling them (D7)[16] .

G5 supports G3 (and A3 and E3) by being explicit that you should not criticise us, our people or our actions in public. This does not mean that you cannot be critical or raise concerns – that is a key part of your responsibility as a Management Committee member – but you should always be constructive and objective in your challenge and criticism, which should be expressed at meetings and in discussions and with the relevant people, in accordance with our structures and procedures.

G6 is a specific commitment not to criticise or undermine (or appear to undermine) members of staff (individually or collectively) in public (including to e.g. tenants or partners). Any concerns which you have should be raised directly and privately with the Chair or Chief Executive Officer.

G7 echoes provisions in the Staff Code regarding bullying and harassment.

G8 supplements the principle at F7 by making specific reference to social media activity: all of the provisions of the Code apply to your presence on all social media platforms.

As someone who is responsible for leading our organisation, it is essential that Management Committee members are not associated with anything that could compromise us or bring us into disrepute. G9 echoes the provisions that are set out at E3 and E4. In all that you do, you must be mindful of any potential negative impact on us and, if you become aware of anything that could affect us, you must bring it to the attention of the Chair quickly (E3).

[15] Regulatory Standard 1

[16] Regulatory Standard 6.5

Breach of the Code

If a complaint is made or concern is raised that a member of the Management Committee may have breached any part of our Code, the matter will be investigated in accordance with the Protocol which has been approved by the Management Committee. The protocol forms part of our governance policies and is accessible V:\Elderpark Policy Suite\Governance Policies

A potential breach will normally be formally investigated. It is the responsibility of the Chair to decide, in consultation with other office bearers, if an internal or an independent investigation should be conducted. A Management Committee member who is the subject of a complaint or concern about a potential breach of our Code is expected to take leave of absence whilst an investigation is carried out: (our Rules allow the Management Committee to require that this happens)[17]. Whilst on leave of absence for this reason, a Management Committee member is not entitled to receive any papers or correspondence (other than in relation to the investigation) or to take part in any meetings in their role as a Management Committee member. The requirements of our Code of Conduct continue to apply throughout the term of the leave of absence.

A serious breach of our Code may result in action being taken by the Management Committee to remove the member(s) involved. This is a serious course of action which is provided for in our rules[18] . It requires a majority of Management Committee members who attend a special meeting of the Management Committee to support a resolution to remove the member because of their failure to comply with the requirements of the Code or our rules, policies or standing orders. If a Management Committee member is removed as a result of such a resolution, or resigns, having been notified of the Management Committee's intention to consider such a resolution, they cannot be re-elected or appointed or co-opted to the Management Committee during the subsequent five years. A Management Committee member who has been removed cannot be elected, appointed or co-opted to the governing body of another RSL during the same period[19].

[17] Rule 37.8
[18] Rule 44.5
[19] Rule 43.1.5 / 43.1.5 /43.1.7

Appendix 2 - Equality Impact Assessment

Name of Policy to be assessed	Code of Conduct: Management Committee	**New policy or revision of existing?**	Revision
Person(s) responsible for assessment		Kerry Clayton	
1. Briefly describe the aims, objectives and purpose of the policy.	The key aims and objectives of this Policy are to outline the seven principles which are recognised as providing a framework for good governance and act as a key guidance document for Management Committee members to enable them to fulfil their role.		
2. Who is intended to benefit from the policy? (e.g applicants, tenants, staff, contractors)	Committee, staff and all other stakeholders.		
3. What outcomes are wanted from this policy? (e.g the measurable changes or benefits to members/ tenants / staff)	A well governed organisation that operates within legal and regulatory requirements.		
4. Which groups could be affected by the policy? (note all that apply)			
Age		**Disability**	
Gender reassignment		**Marriage and Civil Partnership**	
Pregnancy and Maternity		**Race**	
Religion or Belief		**Sex**	
Sexual Orientation			
5. If the policy is not relevant to any of the equality groups listed above, state why and end the process here.			
No groups are deem to be positively or negatively from this policy. The Policy sets out expectations of Management Committee members and these expectations apply to all members equally.			
6. Have those affected by the policy / decision been involved?			
7. Describe the likely positive or negative impact(s) that the policy could have on the groups identified above.		**Positive Impact(s)**	**Negative Impact(s)**
8. What actions are required to address the impacts arising from this assessment? (This might include: additional data, putting monitoring in			

place, making adjustments, taking specific action to mitigate any potentially negative impacts)	
Signed:	Kerry Clayton
Dated:	15th November 2024

Appendix 3 - GDPR Impact Assessment

Name of Policy to be assessed	Code of Conduct: Management Committee	**New policy or revision of existing?**	Revision
Person(s) responsible for assessment		Kerry Clayton	
Briefly describe the aims, objectives and purpose of the policy.	The key aims and objectives of this Policy are to outline the seven principles which are recognised as providing a framework for good governance and act as a key guidance document for Management Committee members to enable them to fulfil their role.		
Which type of data will be used by implementation of this policy? (e.g. personal, sensitive or special category)	Committee members details will be held within the Governance database and this will include the signed Code of Conduct forms.		
What outcomes are wanted from this policy? (e.g. necessary to meet legal obligations)	The annual signing of the Code of Conduct is a Regulatory requirement.		
Which groups could be affected by the policy? (note all that apply)			
Tenants		**Committee**	✓
Employees		**Contractors**	
If the policy is not relevant to any of the data groups listed above, state why and end the process here.			
Have those affected by the policy / decision been involved?			
The Management Committee are required to approve the Policy			
Describe the likely positive or negative impact(s) that the policy could have on the groups identified above.		**Positive Impact(s)**	**Negative Impact(s)**
What actions are required to address the impacts arising from this assessment? (This might include: additional data, putting monitoring in place, making adjustments, taking specific action to mitigate any potentially negative impacts)			
Signed:	Kerry Clayton		
Dated:	15th November 2024		