

BUSHBURY HILL EMB LTD.

CODE OF CONDUCT FOR BOARD MEMBERS



INTRODUCTION

Bushbury Hill EMB recognises the contribution made by voluntary Board members to the EMB and the purpose of this Code is to maintain high standards of conduct, assist Board members in their work as directors' and to protect the best interests of Bushbury Hill EMB.

Throughout the Code of Conduct, the term 'Board' is used to refer to Board members & Trainee Board members of Bushbury Hill EMB and members of any sub groups established by the Board.

OBLIGATIONS OF BOARD MEMBERS

Bushbury Hill EMB expects that all Board members support the EMB's values, aims and policies once these are agreed.

Board members must treat each other, members of staff and any other persons they come into contact with through their role with respect and courtesy at all times.

Board members' behaviour and attitudes are consistent with the EMBs values and the agreed equality & diversity policy.

The Board will aim to reach strategic decisions, aims, priorities and policies by consensus. Once these are formally agreed, members will promote and support these decisions to all external stakeholders.

Board members are required to act only in the interest of Bushbury Hill EMB & not on behalf of any other stakeholder or interest group.

Board members are expected to attend meetings of the Board and meetings of Sub groups, committees of the EMB of which they are a member. Members are expected to have read the papers which have been circulated so that they can fully contribute to the meetings. Where Board are representing Bushbury Hill EMB at external meetings the above also applies.

Board members are expected to attend relevant training events and to take reasonable steps to ensure they are aware of the development of housing issues and policies which may affect the work of Bushbury Hill EMB Ltd.

Board members are required to:

- Listen, & respect the views of others
- Seek positive and constructive resolution to those issues where differences in opinion exist
- Respect the office of the Chair, to ensure orderly conduct of meetings.

Board members will on occasion be asked to represent the EMB to outside agencies and organisations. Board members should always act in the best interest of the EMB, and promote and support the EMBs policies and decisions and act within this Code of Conduct.

DECLARATIONS OF INTEREST

All board members are required to:

- Disclose to the Secretary anything in the past which could bring the EMB into disrepute.
- Disclose Memberships of / or interests in any other organisations, Boards and Committees to the Secretary.
- Ensure that any private or personal financial interest never influences their decisions;
- Ensure they do not use their position on the Board for personal gain of any sort;
- Disclose to the Secretary any direct or indirect interests both personally or as a member of another organisation, which could influence judgement or give the impression that the member could be acting for personal motives as soon as they are aware of any such interests.
- Note that the Chair or the Secretary has the right to request that a Board member withdraws from that part of the meeting whenever any such conflict of interest exists:
- Resigns from the Board if she / he has any business interests relating to the work of the EMB which would give personal advantage or conflict with the requirements of Schedule 1 to the housing Act 1996 or other relevant legislation;
- Comply with the EMB's policy for hospitality & gifts;
- Board members must not gain any advantage if they use the services of a consultant, contractor, professional advisor or any individual firm that works for or with the EMB.

In the event of a board member considering that another Board member has an interest which should be disclosed, he/she has a duty to report that immediately to the Secretary.

CONFIDENTIALITY

Board members should not pass any information gained through their involvement with Bushbury Hill EMB to any third party without prior approval of the Chair. All board and committee papers should be regarded as highly confidential within the EMB, and must not be discussed or circulated externally.

OUTSIDE ACTIVITIES

Board members should consider themselves at all times as being potentially regarded as ambassadors of Bushbury Hill EMB and should, therefore, ensure that none of their other activities has the effect of bringing the EMB into disrepute.

MISCONDUCT

Board members' conduct may be considered to be unsatisfactory when there is a breach of the Company rules, the Code of Conduct, standing orders and legal obligations has occurred.

In cases where there is Concern that a member's conduct is unsatisfactory, the following procedure will be adopted.

- The Chair will arrange for an investigation of any allegation of misconduct to be conducted to establish the facts.
- The Chair will invite a minimum of two other board members to form an appeals panel (they may also invite external consultants for advice), to determine the facts and what action should be taken; if the complaint concerns the Chair, then the Vice Chair will take this role.
- The Appeals panel will recommend what action will be taken and the decision will be taken by the appeals panel
- The action taken will depend upon the seriousness of the misconduct and any previous misconduct. In cases of serious misconduct the Panel will have the option to seek a voluntary resignation from the Board member concerned or formal procedures will be taken to remove the Board member in accordance with the EMB's rules.

A board member has the right to appeal against any decision made, and may make an appeal by writing to the Chair within 14 days of being notified of the decision by the Board, clearly setting out the grounds on which they are appealing.

The board (excluding the Appeals Panel members) will hear any such appeal and the Board's decision will be final.

In cases where the Chair feels it is appropriate, they will suspend the relevant member from attendance at meetings of the Board or Committees while the matter is investigated.

GRIEVANCES

The procedure for individual grievances covers those matters which are specific to the individual Board member in relation to their service as a Board member.

If a board member wishes to raise a grievance, he/she should write to the Chair.

If the grievance relates to another board member the Chair should investigate and determine the appropriate course of action.

If the grievance relates to the Chair, then the Vice Chair will investigate and determine the appropriate course of action.

If the Board member is not satisfied with the reply which would normally be sent within 10 working days of the original grievance, he/she may appeal to the Chair in writing seeking an appeal and clearly outlining the grounds for the appeal.

The appeal will be referred to an Appeals panel; the composition of the appeals panel will be determined by the Chair and will comprise a minimum of 3 members of the Board. The appeal will normally be heard with 10 working days of lodging the appeal.

The decision of the Appeals panel is final.