



# CODE OF CONDUCT FOR TRUSTEES AND DIRECTORS OF COMMUNITY DEVELOPMENT TRUSTS IN SCOTLAND



## INTRODUCTION

This Code of Conduct applies to all trustees and/or directors of the Trust. It outlines the ethical and operational standards expected to ensure good governance and the trust's integrity.

## ELIGIBILITY AND APPOINTMENT

Trustees and/or directors must meet the eligibility criteria outlined in the Trust's constitution/articles. This includes adhering to the Charities and Trustee Investment (Scotland) Act and the UK Companies Act. Any member who becomes aware of potential ineligibility must notify the board immediately.

## CONDUCT AND RESPONSIBILITIES

Trustees and directors are expected to:

- Act in the best interests of the Trust and its beneficiaries, prioritising these above personal or professional interests.
- Declare any conflicts of interest and abstain from discussions or decisions where these conflicts might affect judgment.
- Attend at least 75% of board meetings annually and prepare adequately for all meetings.
- Maintain confidentiality of sensitive information unless disclosure is required by law or authorised by the board.
- Support decisions of the board publicly, regardless of personal stance.

## MEETINGS

All board and committee meetings are to be treated with formality and respect. trustees and directors should:

- Treat fellow directors, staff and members of the organisation fairly with respect and courtesy at all times, and must not discriminate against anyone;
- Not disclose information given in confidence to the board unless required by law to do so.
- Not conduct themselves in a manner that could reasonably bring the organisation into disrepute.
- Not misuse their position to confer on or secure for any person an advantage or disadvantage.
- Ensure that the organisation's resources are used prudently, under the law and, where appropriate, in compliance with the guidance of the charity regulator.



## CONFLICTS OF INTEREST

A detailed register of personal and financial interests will be maintained by the organisation and reviewed annually. trustees and directors must:

- Notify the Secretary of any personal interests that may lead to conflicts.
- Declare any conflicts at meetings as they arise and comply with the chair's decisions on participation.

Also, refer to the trusts Conflicts of Interest Policy

## BREACH OF CODE

All board members accept that they must comply with this Code so the board can function correctly and efficiently and do its job. Where any of the board alleges that another is in breach of this Code, the following provisions will apply:

If the allegation is made during a meeting, the matter must be referred to the chair, who may.

- Defer the matter to be considered by the board on a subsequent occasion.
- Adjourn the meeting.
- Request that the individual (s) alleged to be in breach temporarily leave the meeting so that the remaining board members can discuss the matter.
- Exclude the board member alleged to be in breach for the remainder of the meeting.

If the remaining board are to consider an allegation of breach of this Code at any time, the individual alleged to be in breach shall be allowed to respond to the allegation.

If the remaining board consider that an individual board member has committed a breach of this Code:

- The breach shall be minute by an individual board member nominated by the Board.
- The board may recommend that the individual in breach undergo training.
- The board may resolve to report the matter to the members at the following members' meeting.

Subject to the constitution of Trust, a board member in serious breach of this Code may officially be reprimanded by the remaining board. If they feel the breach is severe enough, they may recommend to the membership that the board member be removed from office – using the appropriate provisions outlined within the constitution/articles.

Before any such resolution can be considered, the individual alleged to be in serious breach shall be notified in writing of the alleged violation and shall have an opportunity to answer the allegations.



## CONFIDENTIALITY

Trustees and directors and/or trustees must treat all information received in their roles as confidential unless it is public knowledge or disclosure is sanctioned by the board.

## HOSPITALITY AND GIFTS

Acceptance of gifts or hospitality must be modest and disclosed to the board, aligning with the Trust's policies and ensuring no conflicts of interest.

## ACKNOWLEDGEMENT

Each Trustee and/or Director will sign an acknowledgement of having read and understood this Code upon election or appointment and annually thereafter.



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**Development  
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