Trustee and Committee Member Agreement and Code of Conduct

Introduction

The Foundation Scotland [FS] Governance Handbook details how board and committee members collectively should function. This Agreement and Code of Conduct sets out the agreement between an individual trustee or committee member and FS, including the standard of behaviour expected.

The Code incorporates the Nolan principles of standards in public life, the Ethical Standards in Public Life etc. (Scotland) Act 2000 and the Good Governance Code. It aims to ensure that all trustees and committee members observe the highest standards of propriety and always act in the best interests of FS. In addition to this agreement, board and committee members should complete the HMRC Fit and Proper Form and if appropriate the Trustee Eligibility Form on commencement and renew them every three years.

Code of Conduct

I will

- **Act within the governing document and the law** – being aware of the contents of the Articles and the law as it applies to FS.
- **Act in the best interest of FS as a whole** – considering what is best for the organisation and its stakeholders and avoiding bringing FS into disrepute.
- **Manage conflicts of interest effectively** – registering, declaring, and resolving conflicts of interest. Not gaining materially or financially unless specifically authorised to do so.
- **Respect confidentiality** – understanding what confidentiality means in practice for FS its board, Committees and the individuals involved with them.
- **Have a sound and up-to-date knowledge of FS and its environment** – understanding how FS works and the environment within which it operates and participating in learning and development activities.
- **Attend meetings and other appointments or give apologies** – considering other ways of engaging with the organisation if I am regularly unable to attend meetings.
- **Prepare fully for meetings and all work for FS** – reading papers, querying anything I do not understand and thinking through issues in good time before meetings.
- **Actively engage in discussion, debate and voting in meetings** – contributing positively, listening carefully, challenging sensitively, and avoiding conflict.
- **Act jointly and accept a majority decision** – making decisions collectively, standing by them and not acting individually unless specifically authorised to do so.
- **Work considerately and respectfully with all** – respecting diversity, different roles and boundaries, and avoiding giving offence.

Name_____

Signature_____

Date_____

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