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**CODE OF CONDUCT FOR MEMBERS OF THE BOARD**

As a Board Member of Bonsucro, I agree to uphold the following general principles and make the following commitments:

**A. GENERAL PRINCIPLES**

1. **Selflessness –** Board Members should only take decisions in the best interests of Bonsucro, and never for their own benefit.
2. **Integrity** – Board Members should not place themselves under any obligations to other individuals or organisations that might, or might be perceived to influence the performance of their duties.
3. **Objectivity** – Board Members should always make objective decisions
4. **Accountability** – Board Members shall be accountable for their actions and decisions
5. **Openness** – Board Members should be as open as possible about the decisions and actions they take, giving reasons behind decisions.
6. **Honesty** – Board Members must declare interests and take steps to ensure any conflicts are dealt with appropriately.
7. **Leadership** – Board Members should promote these principles by leadership and example.

**B. SPECIFIC COMMMITMENTS**

**1** **Law, mission, policies**

1.1 I will not break the law in any aspect of my role.

1.2 I am not disqualified under UK law from acting as a company director

1.3 I will support the vision and mission of Bonsucro and consider myself its guardian.

1.4 I will abide by all organisational policies.

**2 Conflicts of interest**

2.1 I will always strive to act in the best interests of Bonsucro.

2.2 I will declare any conflict of interest, or any circumstance that might be viewed by others as a conflict of interest, as soon as it arises.

2.3 I will submit to the judgment of the Chair Board and do as he/she requires regarding potential conflicts of interest.

**3 Person to person**

3.1 I will not break the law or act in disregard of organisational policies in my relationships with fellow Board members, staff, members, or anyone else I come into contact with in my role as a Board Member.

3.2 I will strive to establish respectful, collegial and courteous relationships with all I come into contact with in my role as a Board Member.

**4. Protecting Bonsucro’s reputation**

4.1 I will not speak as a Board Member of Bonsucro to the media or in a public forum without the prior knowledge and approval of the CEO or Chair of the Board.

4.2 When I am speaking as a Board Member of Bonsucro, my comments will reflect current organisational policy, even if these do not agree with my personal views.

4.3 When speaking on my own behalf, I will strive to uphold the reputation of Bonsucro and those who work there.

4.4 I will respect organisational, Board and individual confidentiality.

4.5 I will take an active interest in Bonsucro’s public image, noting news articles, books, television programmes and the like about Bonsucro, about similar organisations or about important issues for the organisation.

**5. Personal gain**

5.1 I will not personally gain materially or financially from my role as a Board Member, nor will I permit others to do so as a result of my actions or negligence.

5.2 I will document all expenses and seek reimbursement according to procedure.

5.3 I will not accept gifts or hospitality without prior consent of the Board.

5.4 I will use organisational resources responsibly, when authorised, in accordance with procedure.

**6. In the boardroom**

6.1 I will strive to embody the principles of leadership in all my actions and live up to the trust placed in me by Bonsucro.

6.2 I will abide by Bonsucro’s Articles of Association and all other Bonsucro governance documents.

6.3 I will strive to attend all Board meetings, giving apologies ahead of time to the Chair if I am unable to attend.

6.4 I will study the agenda and other information sent me in good time prior to the meeting and be prepared to debate and decide on agenda items during the meeting.

6.5 I will honour the authority of the Chair and respect his or her role as the meeting leader.

6.6 I will engage in debate and decisions in meetings according to procedure, maintaining a respectful attitude toward the opinions of others, while making my voice heard.

6.7 I will accept a majority Board vote on an issue as decisive and final.

6.8 I will maintain confidentiality about what goes on in the boardroom unless authorised by the Chair or the Board to speak of it.

**7. Enhancing governance**

7.1 I will participate in induction, training and development activities for Board Members.

7.2 I will continually seek ways to improve governance practice.

7.3 I will support all other Board Members in their efforts to improve their skills.

7.4 I will support the CEO in fulfilling his/her executive role.

Signed as agreed by: ………….......

PRINT NAME \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date: …………………...