



## Trustee Code of Conduct

The purpose of the Trustee Code of Conduct is to promote and ensure confidence in good governance and the probity of Nacro. As a social justice charity, which seeks to be effective and accountable, we will be clear and open about our work and conscious of our social responsibilities. This code of conduct is not a list of legal duties. However, it is fully consistent with legal principles and plays an important role in delivering our commitment to our service users.

As members of Nacro Council or any of its Committees we agree to abide by the following:

### Role & Responsibilities

- We acknowledge and promote Nacro values and vision in everything we do.
- We will act within the Articles of Association, the law and in accordance with regulators best practice.
- We understand the purpose of the Council, its Committees and the role of the CEO and Executive team.
- We accept that we have no legal authority to act individually, except when the Council/Committee has given us delegated authority to do so, and therefore we will only speak on behalf of the Council/Committee when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the Council/Committee or its delegated agents. This means that we will not speak against majority decisions outside the Council/Committee meeting.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open governance and will act appropriately.
- We will consider carefully how our decisions may affect Nacro and the wider community.
- We will always be mindful of our responsibility to maintain and develop the vision and reputation of Nacro. Our actions within a Nacro service and the local community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by Nacro.
- We will actively support and challenge the senior staff within the organisation, working together to improve the impact of Nacro's services..

### Commitment

- We acknowledge that accepting office as members of Council/Committee involves the commitment of significant amounts of time, energy and preparation for meetings.
- We will each involve ourselves actively in the work of the Council/Committee, and accept our fair share of responsibilities, including service on Committees, working



groups and specific meetings such as Safeguarding or Health & Safety in line with being a designated link Trustee for a specific area.

- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to and where possible, we will send comments on meeting contents to the relevant Chair..
- We will get to know Nacro well and respond to opportunities to involve ourselves in its various activities.
- We will visit the services with all visits arranged in advance with the service manager and undertaken within the framework established by the Council and recorded using the appropriate form.
- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the Council/Committee, attendance records, relevant business and pecuniary interests will be published on the Nacro website and annual report.
- In the interests of transparency, we accept that information relating to us will be collected and shared with regulators and auditors as required.

### Relationships

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications
- We will support the Chair in his/her role of ensuring appropriate conduct both at meetings and at all times
- We are prepared to answer queries from other members in relation to delegated functions (for example Safeguarding) and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the various stakeholders of Nacro.

### Confidentiality

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or service users, both inside or outside of Nacro.
- We will exercise the greatest prudence at all times when discussions regarding Nacro business arise outside a Council/Committee meeting.
- We will not reveal the details of any Council/Committee vote.



### Conflicts of interest

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the Council/Committee's business in the Register of Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time and not take part in the relevant discussion or decision making process. We accept that the Register of Interests will be published on the Nacro website.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of Nacro as a whole and not as a representative of any group.

### Breach of this code of conduct

- If we believe this code has been breached, we will raise this issue with the Chair and the Chair will investigate; the Council/Committee will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the Chair that we believe has breached this code, another Council/Committee member, will investigate.
- Should it be the Council/Committee that we believe have breached this code, the CEO and any delegated authority will investigate.