

Trustee Code of Conduct



1. Introduction and Purpose

- 1.1.** This Code of Conduct establishes detailed guidelines and expectations regarding the conduct, responsibilities, and ethical standards required of trustees of the Eldonian Community Trust (the “Charity”). Its purpose is to ensure trustees uphold and demonstrate high standards of integrity, accountability, and transparency, in alignment with regulatory requirements and best practice guidelines issued by the Charity Commission for England and Wales.
- 1.2.** This Code explicitly reflects the six main duties set out in the Charity Commission’s guidance The Essential Trustee (CC3). All trustees must:
 - 1.2.1.** Ensure the charity is carrying out its purposes for the public benefit
 - 1.2.2.** Comply with the charity’s governing document and the law
 - 1.2.3.** Act in the charity’s best interests
 - 1.2.4.** Manage the charity’s resources responsibly
 - 1.2.5.** Act with reasonable care and skill
 - 1.2.6.** Ensure the charity is accountable
- 1.3.** This Code also incorporates the Seven Nolan Principles of Public Life: selflessness, integrity, objectivity, accountability, openness, honesty, and leadership. Trustees must demonstrate these principles in all aspects of their role.

2. Legal Duties and Responsibilities

- 2.1.** Trustees must adhere strictly to the requirements of charity law, specifically the Charities Act 2011, and guidance issued by the Charity Commission, notably “The Essential Trustee (CC3).”
- 2.2.** Trustees must always act within the framework of the Charity’s governing documents and ensure that all actions directly align with the Charity’s stated objectives and public benefit obligations.
- 2.3.** Trustees must comply fully with all applicable laws, including data protection (GDPR), safeguarding vulnerable persons, health and safety regulations, employment law, financial management, and reporting obligations.

3. Standards of Conduct

- 3.1.** Trustees must conduct themselves honestly, transparently, and ethically in all interactions related to the Charity.
- 3.2.** Trustees must avoid any conduct that could negatively affect the Charity's reputation or integrity, including but not limited to fraudulent activity, misuse of Charity funds, or unprofessional behaviour.
- 3.3.** Trustees must not engage in discrimination, harassment, or bullying of colleagues, beneficiaries, volunteers, or any other parties.
- 3.4.** Trustees must uphold the Charity's independence and make decisions free from improper influence or undue loyalty to external organisations, community factions, or individuals.

4. Accountability and Transparency

- 4.1.** Trustees are collectively and individually responsible for ensuring transparent, accountable, and rigorous governance.
- 4.2.** Trustees must maintain accurate records of all decisions, discussions, and financial transactions.
- 4.3.** Trustees must engage proactively and constructively with regulators, funders, stakeholders, and the wider community to ensure openness and accountability.
- 4.4.** Trustees are committed to filing accurate annual reports and financial returns in a timely manner, attending AGMs, and providing honest responses to reasonable member and stakeholder enquiries.

5. Conflicts of Interest

- 5.1.** Trustees must proactively identify, declare, and manage actual, potential, or perceived conflicts of interest and loyalty in accordance with the Charity's Conflict of Interest Policy.
- 5.2.** Trustees must remove themselves from discussions or decisions where a conflict of interest exists, unless specifically authorised by the Board, with full documentation and disclosure.
- 5.3.** Trustees must not exploit their position to gain personal advantage or to provide preferential treatment to family, friends, or associates.
- 5.4.** Trustees must manage both conflicts of interest (personal gain) and conflicts of loyalty (external obligations that might bias judgment).

6. Confidentiality and Public Statements

- 6.1.** Trustees must rigorously protect and respect the confidentiality of sensitive Charity information including personal data, financial documents, legal advice, and internal deliberations and documents.

- 6.2.** Trustees must not disclose confidential information to external parties without explicit authorisation from the Board or as required by law.
- 6.3.** Trustees must not publicly disclose or discuss board decisions or internal Charity matters that are not publicly available.
- 6.4.** Only the Chair or Secretary of the Charity is authorised to make public statements to the media, stakeholders, or the public. Public statements must be approved in advance by the Chair, or in his/her absence, the Vice Chair. Trustees approached for comment by media, or third parties must refer such requests immediately to the Chair or Secretary without providing any response or comment.
- 6.5.** Trustees' personal communications, including on social media, must never compromise or conflict with their responsibilities to the Charity, nor negatively impact the Charity's reputation. Trustees should clearly state when expressing personal views publicly that they do not represent the Charity.
- 6.6.** The obligation of confidentiality and responsible public communication continues even after a trustee's tenure has ended.

7. Conduct at Meetings

- 7.1.** Trustees must regularly attend and participate constructively in meetings.
- 7.2.** Trustees must respect board decisions and engage positively in discussions, supporting collective decisions once made.
- 7.3.** Trustees must prepare thoroughly for meetings, reviewing documents in advance, and contributing meaningfully to deliberations.
- 7.4.** Trustees must uphold orderly and professional meeting conduct, respect the authority of the Chair, and avoid disruptive behaviour.

8. Reporting Threats, Intimidation, or Harassment

8.1. Duty to Report

- 8.1.1.** If a trustee receives or is subjected to any threats, intimidation, harassment, or undue pressure in connection with their role, they must report the incident promptly and confidentially to the Chair of the Board.

8.2. Role of the Secretary to the Board

- 8.2.1.** Upon notification, the Secretary will maintain a secure and confidential log of all reported incidents, including relevant details such as the date, nature of the incident, parties involved, and any actions taken.

8.3. Escalation and Support

- 8.3.1.** The Chair will ensure that appropriate support is offered to the trustee concerned and, where necessary, will seek advice from external agencies or authorities (e.g., the police, Charity Commission) in accordance with the seriousness of the incident.

8.4. Confidentiality

- 8.4.1.** All reports and records of threats or intimidation will be handled with the utmost confidentiality and in compliance with applicable data protection laws. Disclosure will be limited to those who need to know for the purpose of ensuring trustee safety and fulfilling the Charity's legal obligations.

8.5. Non-Retaliation

- 8.5.1.** The Charity strictly prohibits retaliation against any trustee who, in good faith, reports threats, intimidation, or harassment under this policy.

9. Personal Development and Commitment

- 9.1.** Trustees must commit to ongoing personal and professional development in governance, charity law, safeguarding, financial management, and other areas pertinent to their trustee role.
- 9.2.** Trustees must undergo a formal induction on appointment, including reading CC3 and relevant policies.
- 9.3.** Trustees must self-assess their performance regularly and discuss development needs or difficulties in fulfilling their responsibilities with the Chair.
- 9.4.** Trustees should periodically attend training or briefings to remain current with governance standards.
- 9.5.** Trustees unable to fulfil their responsibilities must proactively consider resignation to ensure the Charity's continued effective governance.

10. Breaches of the Code

- 10.1.** Any alleged breaches of this Code will be thoroughly investigated by the Chair or an appointed committee. Actions arising may range from informal resolution, formal warnings, mediation, or in serious cases, recommendation for resignation or removal in accordance with the Charity's governing document.
- 10.2.** Serious breaches, such as fraud, misconduct, or safeguarding violations, will be reported to the appropriate regulatory authorities, including the Charity Commission and law enforcement, as necessary.

11. Review, Acceptance, and Signature

11.1. This Code of Conduct shall be reviewed annually or whenever significant changes in law or practice necessitate.

11.2. All trustees must formally sign this Code upon appointment, reaffirming annually their commitment and adherence.

12. Trustee Declaration:

12.1. The Trustees acknowledge receipt and understanding of this Trustee Code of Conduct and agree to adhere fully to its requirements.

13. This Trustee Code of Conduct Policy was approved by the Board of Trustees on Friday 9th May 2025.