Code of Conduct for CILIPS Board Members

Introduction

The purpose of this code of conduct is to provide all Board members with clear guidelines as to their standard of behaviour, responsibilities, and best practice in fulfilling their obligations to the charity.

This document should be read in conjunction with the relevant role descriptions and the conflict of interest policy, prior to completing the charity's register of interests. For further information on the legal responsibilities of a charity trustee please refer to Guidance published by OSCR - https://www.oscr.org.uk/guidance-and-forms/guidance-and-good-practice-for-charity-trustees/charity-trustee-duties

Definition of Board Members

For the purposes of this code of conduct, Board members refers to both elected Trustees and ex-offico (non-voting) members of the Board including the Presidential team, unless otherwise stated.

For Trustees only

The Charities and Trustee Investment (Scotland) Act 2005 provides that certain individuals are disqualified from acting as charity trustees. Those who are elected, nominated or appointed as members to CILIPS Trustee Board are regarded as 'charity trustees' under the scope of the Act. Trustees should therefore be eligible to serve in that capacity. It should be noted that anyone who acts as a charity trustee whilst disqualified is guilty of an offence that may be punishable by imprisonment, or a fine, or both.

By becoming a Trustee, all Trustees must agree that they:

- Are willing to act as a charity trustee by serving as a CILIPS Trustee Board member.
- Are not disqualified from acting as a charity trustee (See sections 69 and 70 of the Charities and Trustee Investment (Scotland) Act 2005)
- Will abide by this code of conduct for trustees of CILIPS

Duties and responsibilities of all CILIPS Board Members

1. Board members should act in the interests of the charity, putting its interests before their own interests or those of any other person or organisation for the duration of their tenure;

2. CILIPS Board Members should be aware of the duties and responsibilities of their position at the outset of their appointment. Board members should:

    - Seek, in good faith, to ensure that the charity operates in a manner that is consistent with its objects or purposes;

- Act with the care and diligence that is reasonable to expect of a person who is managing the affairs of another person;
- Ensure that the charity complies with the provisions of the Charities and Trustee Investment (Scotland) Act 2005. You should note that any breach of these duties or the code of conduct may be treated as misconduct in the administration of the charity.

3. It is a condition of appointment that Board Members undergo formal training for their role as soon as available unless already received elsewhere.

4. Board Members may not gain materially or financially from involvement with the charity.

5. Board members must endeavour to attend meetings unless otherwise agreed and ensure that they have devoted sufficient time to preparing so that they can actively engage in meetings and add value to the Board's work. If unable to attend, Board Members should give apologies ahead of time.

6. Board Members must be open, responsive and accountable to each other, staff and members about their decisions, actions and work.

7. Board Members must commit to the CILIP Ethical Framework and associated principles.

8. Board Members should identify and promptly declare any actual, potential or perceived conflicts affecting them and should be prepared to absent themselves from any discussion on a ruling from the Chair.

9. Board Members must respect the status of confidential issues and material, including information about individuals, that they read and discuss. They are bound to maintain the status of this material and any discussions.

10. Board Members are required to use their knowledge, expertise and experience to take the best decisions they can in the interests of the charity.

11. CILIPS Board members should not undertake public activity that does not align with or negatively impacts the reputation of the organisation.

12. Trustees are equally responsible for all decisions of the Board (members of the Presidential Team are ex-offcio). Where possible decisions should be made collectively, if this is not possible the trustees should accept a majority vote as decisive. Trustees will respect the role of the Chair of the Board and accept the function of this role as leader of the Trustee Board.

13. Board Members will provide support and respect for the role and work of the CILIPS staff.

14. Board members must act considerately and respectfully.

15. All views and opinions should be respected, listened to carefully and challenged sensitively.

16. Board Members should only give statements on behalf of the organisation when authorised to do so.

17. Board Members of CILIPS should adhere to all relevant legislation and ensure they keep up to date with this.

Any breach of the Code of Conduct will be dealt with using the CILIPS Rules and Regulations and Complaints Procedure.

This code will be reviewed in Sep 2028