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**Disability Sheffield**

**Board Members’ Code of Conduct**

**Agreed by Disability Sheffield Board**

**Date:**

**Chair of Board:**

**Signed:**

**Review Date:**

**Social Model of Disability**

Disability Sheffield is committed to the ‘social approach’ to disability, rather than the ‘medical approach’. We believe that people with impairments are disabled by the barriers they face in everyday life (e.g. inaccessible communication formats, people’s attitudes or inaccessible buildings), not by the way their minds and bodies work.

**Statement of Intent**

Disability Sheffield was originally established as a private company limited by guarantee in 2003. In January 2006Disability Sheffield also received registered charity status.

**Responsibility for the Policy**

Members of the Board have dual responsibility, both as Directors of a limited company; and as trustees of a charity.

As a company limited by guarantee, registered with Companies House, Disability Sheffield Directors have specific responsibilities.EveryDirector has a personal responsibility to ensure that statutory documents are delivered to the Registrar as and when required by the Act. In particular:

* Accounts.
* Annual returns.
* Notice of change of Directors or Secretaries, or change of their particulars.
* Notice of change of registered office.

In reality, the Company Secretary will take responsibility for all of the above.

**The Policy**

The **Code of Conduct** describes the responsibilities of Disability Sheffield Board members, all of whom are expected to comply with this Code which reflects their duty to:

* Discharge their duties reasonably and within the law.
* Respect the ethics of management in the voluntary sector.
* Be accountable and open in the management of Disability Sheffield to its funders and to disabled people in Sheffield.
* Conduct themselves with integrity, impartiality and honesty, not knowingly deceiving others in the conduct of Disability Sheffield business.
* Endeavour to secure proper, economical and effective use of Disability Sheffield resources.
* Observe any confidentiality in the information received as a part of their role with Disability Sheffield and also, as appropriate, after leaving Disability Sheffield.

The management of Disability Sheffield affairs is also dictated by the requirements laid out in its Standing Orders, and in funding agreements with funding bodies. This Code is in addition to and compliments the provisions made in these other statements and instructions. Along with the Code, there are other, separate documents/supplementary information, which Board members may find helpful. Namely:

* The Role and responsibility of The Chair, Treasurer, Company Secretary.
* The Nine Principles of Public Service Delivery (The charity Commission.2012).
* The Seven Principles of Public Life (The Nolan Commission.1995).

**Code of Conduct**

**Organisational Values:**

As a Disability Sheffield Board member, I promise to abide by the fundamental values that underpin all the activities of this user led organisation – promoting independence, choice and control for disabled people in Sheffield.

**Accountability:**

Everything Disability Sheffield does will be able to stand the test of scrutiny by the public, the media, company regulators, charity regulators, members, stakeholders, funders, Parliament and the courts.

**Integrity and Honesty:**

These will be the hallmarks of all conduct when dealing with colleagues within Disability Sheffield and equally when dealing with individuals and institutions outside of the organisation.

**Transparency:**

Disability Sheffield strives to maintain an atmosphere of openness throughout the organisation to promote the confidence of the public, stakeholders, staff, company regulators, charity regulators and Parliament.

**Law, Mission, Policies:**

* I will not break the law or go against company or charity regulations in any aspect of my role as Board member.
* I will abide by organisational policies.

**Conflicts of Interest:**

* I will always strive to act in Disability Sheffield’s best interests.
  + 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.
  + I will submit to the judgment of the board and do as it requires regarding potential conflicts of interest.

**Person to Person:**

* I will not break the law, go against company or charity regulations or act in disregard of organisational policies in my relationships with fellow Board members, staff, volunteers, members, service recipients, contractors or anyone I come into contact within my role as Board member.
* I will strive to establish respectful, collegial and courteous relationships with all I come into contact within my role as Board member.

**Protecting the Organisation's Reputation:**

* I will not speak as a Disability Sheffield Board member to the media or in a public forum without the prior knowledge and approval of the Chair or Chief Executive.
* When prior consent has not been obtained, I will inform the Chair or Chief Executive at once when I have spoken as a Disability Sheffield Board member to the media or in a public forum.
* When I am speaking as a Disability Sheffield Board member, my comments will reflect current organisational policy, even if these are not in keeping with my personal views.
* When speaking as a private citizen, I will strive to uphold the reputation of Disability Sheffield and those who work there.
* I will respect organisational, board and individual confidentiality.
* I will take an active interest in Disability Sheffield’s public image, noting related news articles, books, television programmes, as well as those about similar organisations or about important issues for Disability Sheffield.

**Personal Gain:**

* I will not personally gain materially or financially from my role as Disability Sheffield Board member, nor will I permit others to do so as a result of my actions or negligence.
* I will document expenses and seek reimbursement according to procedure.
* I will not accept substantial gifts or hospitality without prior consent of the Chair or Chief Executive.
* I will use organisational resources responsibly, when authorised and in accordance with procedure.

**In the Boardroom:**

* I will strive to embody the principles of leadership in all my actions and live up to the trust placed in me by Disability Sheffield.
* I will abide by Board governance procedures and practices.
* I will strive to attend all Board meetings, giving apologies ahead of time to the Chair or Chief Executive if unable to attend.
* I will study the agenda and other information sent me in good time prior to the meeting and be prepared to debate and vote on agenda items during the meeting.
* I will honour the authority of the Chair and respect his or her role as meeting leader.
* I will engage in debate and voting in meetings according to procedure, maintaining a respectful attitude toward the opinions of others while making my voice heard.
* I will accept a majority Board vote on an issue as decisive and final.
* I will maintain confidentiality about what goes on in the boardroom unless authorised by the Chair or Board to speak of it.

**Enhancing Governance:**

* I will participate in induction, training and development activities for Board members.
* I will continually seek ways to improve Board governance practice.
* I will strive to identify good candidates to become Board members and will appoint new Board members on the basis of merit.
* I will support the Chair in their efforts to improve their leadership skills.
* I will support the Chief Executive in their role and, with my fellow Board members, seek development opportunities for them.

**Leaving the Board:**

* I understand that substantial breach of any part of this code may result in my removal as a Disability Sheffield Board member.
* If I choose to resign from the Board, I will inform the Chair in advance in writing, stating my reasons for resigning. Additionally, I will participate in an exit interview.

**Related Policies:**

* Roles and Responsibilities of Trustees

**Confirmation**

***I confirm that I have read, fully understand and agree to abide by the Code of Conduct***

Name (please print):

Signed:

Date:

References

“Charities and Public Service Delivery: An Introduction and Overview” (2012)

“Managing without Profit” (1999)