

# TRUSTEE CODE OF CONDUCT



## ORGANISATIONAL PURPOSE AND VALUES

- a. As a trustee of Reach Charity Ltd known as the 'Association for Children with Upper Limb Differences' (or 'Reach' or 'the Charity' in this document), I promise to work to further the organisation's charitable purposes/objects<sup>1</sup> and to abide by the fundamental values<sup>2</sup> and principles<sup>3</sup> that underpin all the activity of this organisation. I will at all times uphold these values and the ethical principles of the Charity.
- b. I will ensure that I am clear about the charity's aims and will work to guarantee that these are being delivered effectively, efficiently and sustainably.

## GENERAL PROVISIONS

### Law, mission, policies

- a. I will not break the law<sup>4</sup> or go against charity regulations in any aspect of my role of trustee.
- b. I will support the objects, vision and mission of Reach, championing them, using any skills or knowledge that I have to further them and will seek expert advice where appropriate.
- c. I will abide by organisational policies and make a commitment to reading the core texts and information<sup>5</sup> published and provided by the charity regulators.
- d. I will act within the boundaries as set out within the governing document of Reach (the Memorandum and Articles of Association<sup>6</sup>).
- e. I will seek to be accountable for my actions as a Trustee of Reach and will submit myself to whatever scrutiny is appropriate in the circumstances.
- f. I accept my responsibility to ensure that Reach is well run and governed, and I will raise issues and questions in an appropriate and sensitive manner to ensure that this continues to be the case.

### Conflicts of interest

- a. I will always act solely in the best interests of the organisation.
- b. I will declare any potential conflict of interest, or any circumstance that might be viewed by others as a conflict of interest, as soon as I become aware of it.

---

<sup>1</sup> The charitable purposes, as set out in the Articles of Association, are "the relief of children with upper limb deficiencies".

<sup>2</sup> ['Reach Vision and Values'](#)

<sup>3</sup> ['Reach Ethical Principles'](#)

<sup>4</sup> In the UK, primarily: The Companies Act 2006, the Charities Act 2011, the Charities and Trustee Investment (Scotland) Act 2005 and the Charities Act (Northern Ireland) 2008. In Ireland, primarily: The Companies Act 2005 and the Charities Act 2009.

<sup>5</sup> In particular, ['The Essential Trustee: what you need to know, what you need to do'](#), published by the Charity Commission for England and Wales.

<sup>6</sup> ['Reach Articles of Association'](#)

- c. I will regularly update my entry in the Register of Interests, ensuring that the document reflects any relevant changes to my personal or professional circumstances that might result in any conflict of interest, actual or perceived.
- d. I will submit to the judgement of the board and do as it requires regarding potential conflicts of interest.
- e. I will exercise independent judgement and reasonable skill, care and diligence in carrying out my responsibilities as a trustee.

### **Protecting Reach's reputation**

- a. I will not speak on behalf of Reach to the media or in a public forum without the prior knowledge and approval of the National Coordinator or Chair of the Board of Trustees.
- b. When I am speaking on behalf of Reach, my comments will reflect current organisational policy even when these do not necessarily align with my personal views.
- c. I will consider and protect, in my public and private comments, the reputation of Reach.

### **Personal gain**

- a. I will not personally gain materially or financially from my role as trustee.
- b. Further, I will not gain materially nor financially from my involvement nor dealings with Reach in any capacity where I represent an external stakeholder or supplier, unless specifically authorised to do so in line with the Articles of Association.
- c. I will document expenses and seek reimbursement according to procedure.
- d. I will use Reach's resources responsibly, when authorised, in accordance with procedure.

### **In the boardroom**

- a. As a member of the board, I will help to lead the development of, and agree, a strategy or plan that aims to achieve the organisation's charitable purposes and is clear about the desired outputs, outcomes and impacts.
- b. I will strive to embody the principles of leadership in all my actions and live up to the trust placed in me by Reach.
- c. I will abide by board governance procedures and practices.
- d. I will strive to attend all board and committee meetings, for the duration of the meeting, giving apologies ahead of time to the Chair if unable to attend.
- e. I will study the agenda and other information sent to me in good time prior to the meeting and be properly prepared to debate and vote on agenda items during the meeting.
- f. I will honour the authority of the Chair and respect his or her role as meeting leader.
- g. 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.
- h. I will accept a majority board vote on an issue as decisive and final.
- i. I will maintain expected confidentiality about what goes on in the boardroom unless authorised by the Chair or board to speak of it.

- j. I will strive to establish respectful, collegial, and courteous relationships with all I come into contact within my role as trustee.

**Enhancing governance**

- a. I will participate in induction, training and development activities for trustees as such opportunities arise.
- b. Further, I will be a committed and active board member and I will take an active role in my own personal development as a Trustee.
- c. I will continually seek ways to improve board governance practice.
- d. I will develop and maintain a sound and up to date knowledge of the Charity, the environment in which it operates and the nature and extent of its activities and work.
- e. I will support the National Coordinator in his/her executive role.

**Leaving the board**

- a. I understand that substantial breach of any part of this code may result in my removal from the trustee board.
- b. Should I resign from the board I will inform the Chair in advance in writing.
- c. Upon leaving my role as a Trustee, irrespective of the reasons for doing so, I will immediately return all property and information belonging to Reach or under my control for Reach, including but not limited to login details and passwords for internal databases and IT systems or externally held software, websites, apps, databases, member information and financial information etc.
- d. Once returned, or transferred to the appropriate person, I will irretrievably delete any information relating to Reach which is in my control outside Reach's premises.
- e. If requested, I will provide a signed statement that I have fully complied with all obligations in this area, together with such reasonable evidence of compliance that Reach may request.
- f. I acknowledge some personal, ongoing liability will remain after leaving the Board too, and therefore commit to acting in a manner appropriate for a former Trustee, protecting the reputation of Reach, even after leaving my post.

Signed:

Full Name:

Date:

**References:**

- \* Charity Governance Code, UK (December 2020): <https://www.charitygovernancecode.org/en/front-page>
- \* Charities Governance Code, Ireland (November 2018):  
<https://www.charitiesregulator.ie/media/1609/charities-governance-code.pdf>
- \* The Essential Trustee (May 2018):  
<https://www.gov.uk/government/publications/the-essential-trustee-what-you-need-to-know-cc3>
- \* Reach Ethical Principles (2019):  
<https://reach.org.uk/wp-content/uploads/2020/07/REACH-ETHICS-PRINCIPLES-April-2020-1-1.pdf>
- \* Reach Vision and Values (2019): <https://reach.org.uk/our-vision-and-values/>
- \* Reach Articles of Association (last updated October 2019): <https://reach.org.uk/reach-articles-association/>

## **ANNEX B: CURRENT VERSION FOR COMPARISON**

### **Trustee Code of Conduct**

#### **Organisational values**

a. As a trustee of Reach Charity Ltd known as ‘Association for Children with Upper Limb Deficiency’, I promise to abide by the fundamental values that underpin all the activity of this organisation.

These are:

#### **Accountability**

a. a. Everything Reach Charity Ltd does will be able to stand the test of scrutiny by the public, the media, charity regulators, members, stakeholders, funders, Parliament and the courts.

#### **Integrity and honesty**

a. These will be the hallmarks of all conduct when dealing with colleagues within Reach Charity Ltd and equally when dealing with individuals and institutions outside it.

#### **Transparency**

a. Reach Charity Ltd strives to maintain an atmosphere of openness throughout the organisation to promote confidence of the public, stakeholders, staff, charity.

#### **Law, mission, policies**

- a. I will not break the law or go against charity regulations in any aspect of my role of trustee.
- b. I will support the mission and consider myself its guardian.
- c. I will abide by organisational policies.

#### **Conflicts of interest**

- a. I will always act solely in the best interests of the organisation.
- b. 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.
- c. I will submit to the judgment of the board and do as it requires regarding potential conflicts of interest.
- d. Person to person
  - i. I will not break the law, go against charity regulations or act in disregard of organisational policies in my relationships with fellow trustees, staff, volunteers, members, service recipients, contractors, or anyone I come into contact within my role as trustee.
  - ii. I will strive to establish respectful, collegial, and courteous relationships with all I come into contact within my role as trustee.
- e. Protecting the organisation's reputation.
  - i. I will not speak as a trustee of this organisation to the media or in a public forum without the prior knowledge and approval of the Chief Operations Officer or Chairman.
  - ii. When I am speaking as a trustee of this organisation, my comments will reflect current organisational policy even when these do not agree with my personal views.
  - iii. When speaking as a private citizen I will strive to uphold the reputation of the organisation and those who work in it.
  - iv. I will respect organisational, board and individual confidentiality.
  - v. I will take an active interest in the organisation's public image, noting news articles, books, television programmes and the like about the organisation, about similar organisations or about important issues for the organisation.

**Personal gain**

- a. I will not personally gain materially or financially from my role as trustee, nor will I permit others to do so as a result of my actions or negligence.
- b. I will document expenses and seek reimbursement according to procedure.
- c. I will not accept gifts or hospitality without prior consent of the Chairman.
- d. I will use organisational resources responsibly, when authorised, in accordance with procedure.

**In the boardroom**

- a. I will strive to embody the principles of leadership in all my actions and live up to the trust placed in me by Reach Charity Ltd.
- b. I will abide by board governance procedures and practices.
- c. I will strive to attend all board meetings, for the duration of the meeting, giving apologies ahead of time to the Chair if unable to attend.
- d. 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.
- e. I will honour the authority of the Chair and respect his or her role as meeting leader.
- f. 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.
- g. I will accept a majority board vote on an issue as decisive and final.
- h. I will maintain confidentiality about what goes on in the boardroom unless authorised by the Chair or board to speak of it.

**Enhancing governance**

- a. I will participate in induction, training and development activities for trustees as opportunities arise.
- b. I will continually seek ways to improve board governance practice.
- c. I will strive to identify good candidates for trusteeship and appoint new trustees on the basis of merit.
- d. I will support the Chair in his/her efforts to improve his/her leadership skills.
- e. I will support the Chief Operations Officer/National Coordinator in his/her executive role and, with my fellow board members, seek development opportunities for him/her.

**Leaving the board**

- a. I understand that substantial breach of any part of this code may result in my removal from the trustee board.
- b. Should I resign from the board I will inform the Chair in advance in writing.

Signed:

Full Name:

Date: