

FAVERSHAM CREEK TRUST

The Purifier Building • North Lane • Faversham • Kent • ME13 7DY

CODE OF CONDUCT FOR TRUSTEES

This code sets out what is expected of trustees to maintain the highest standards of integrity and stewardship; to ensure that Faversham Creek Trust is effective, open, transparent and accountable; and to ensure good working relationships between Trustees, volunteers, members and the public.

The Code of Conduct, together with the descriptions of the roles and responsibilities of trustees, the Trust's policies and procedures (including data protection), Memorandum and Articles of Association, and Vision and Strategy, forms part of the Faversham Creek Trust's Governing Document.

Conduct

As individuals, trustees shall:

1. Hold themselves accountable to the Trust's stakeholders (members and patrons) for the Board's decisions, their individual performance and the collective performance of trustees and the Trust as a whole.
2. Not behave in a way that discriminates on the basis of gender, sexual orientation, race or religious persuasion, social class, age or disability.
3. Conduct themselves in a manner which respects fellow trustees and does not undermine the reputation of the Trust.
4. Not take part in any activity which conflicts with the Trust's charitable objects or contravenes legislation.
5. Not benefit financially or materially from their trusteeship, or enable family, friends or associates to do so.
6. Declare any conflict of interest and not place themselves under any obligation to individuals or organisations outside the Trust that might influence them in the performance of their duties as trustees. If there is a conflict of interest, a trustee should not play a part in the decision-making process unless there is an exception laid out in the Articles allowing her/him to do so.



Patrons: The Countess Sodes, Sir David Melville CBE

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As board members, trustees are expected to:

1. Attend all board meetings. If a trustee is unable to attend a meeting, she/he must give notice to the Chair in good time. Trustees must attend a minimum of six meetings per annum. If a trustee does not attend six meetings within a year, and/or has no contact with the Board for three months, the Board may oblige the trustee to stand down from her/his position.
2. Abide by board governance, procedures and practices. Trustees will prepare fully for Board meetings, studying papers beforehand and be prepared to debate and vote on agenda items during board meetings. Board papers are sent to trustees at least three working days before the meeting. These include an agenda, financial reports and background information to aid decision-making and monitor strategic progress. Previous meeting minutes are available to all trustees on the Trust's cloud storage system.
3. Treat fellow board members and other individuals with courtesy during board meetings and while conducting Trust business and maintain a respectful attitude towards their opinions and personal information. Trustees shall abide by data protection law when handling personal information (see Faversham Creek Trust's Data Protection policy).
4. Accept the majority board vote on any issue as decisive and final.
5. Honour the authority of the Chair and respect his/her role as leader of the Trust.
6. Respect Board confidentiality while never using confidentiality as a barrier to not discussing matters.

Removal of a Trustee

A trustee can be removed if:

- The lack of cooperation between co-trustees substantially impairs their ability to administer the Trust.
- She/he does not attend meetings (as noted above).
- She/he has been a trustee for longer than the governing document allows.
- She/he has an undeclared or irresolvable conflict of interest.
- The trustee is legally disqualified from being a company director.
- She/he is medically incapacitated.
- She/he is damaging or has damaged the Trust's reputation.



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- She/he has misappropriated funds, including expenses.
- She/he is in breach of this Code of Conduct.

Should a trustee breach any of these conditions to the extent that confidence is lost in the trustee's ability to carry out her/his responsibilities or represent the Trust, it is the responsibility of the Chair to instigate an investigation:

1. The Chair will write to the trustee concerned setting out the alleged breaches and giving the trustee the opportunity to respond in writing to the allegations within two weeks.
2. After the two-week period has expired, and regardless of whether the trustee has responded to the allegations, the Chair will inform the Board of the allegations in writing and of any responses received.
3. Unless the matter is discontinued at this stage or the trustee resigns, the Chair will convene a meeting of the Board to discuss the matter.
4. If the matter is not resolved at the Board meeting, the Chair will give special notice to the Board of the passing of an ordinary resolution. If the resolution is passed, the trustee will be required to resign with immediate effect. Should the vote be split, the Chair will have the deciding vote. [Note: a charity incorporated as a company limited by guarantee has a statutory right to remove a director on the passing of an ordinary resolution of which all the directors have been given special notice.]
5. If the Chair is the subject of the allegations, the Chair's role will be carried out by the deputy Chair who will have the deciding vote.



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