

# Code of Conduct for Trustees, Committee members, Assembly Representatives and other CIEH office bearers and Operational Procedures

## 1. Introduction

- 1.1 This documents sets out the Code of Conduct and the operational procedures for any breach of the Code. The Operational Procedures have been made under Regulations 3 and 6 of the General Regulations.
- 1.2 This Code of Conduct applies to all Trustees including the President, Assembly Representatives, members of all delegated committees, members of the Management Boards of the Regions and Special Interest Groups and others as may be prescribed by the Board of Trustees.

## 2. Application and breach of the Code

- 2.1 This Code prescribes minimum standards of conduct applicable to the Trustees and other officers as stated in carrying out their role and duties on behalf of the CIEH. It acknowledges that such officers may be exposed to sensitive, confidential, personal and financial information and will take direction from the Board of Trustees as to how such information will be managed. It also provides guidance on potential conflicts of interest through business/commercial association. This Code supports and is in addition to the CIEH's Code of Professional Ethics for Members and related disciplinary process.
- 2.2 Failure to adhere to this Code may also amount to a direct contravention of the CIEH's Code of Professional Ethics for Members.
- 2.3 Any alleged breach of this Code of Conduct shall be dealt with in accordance with the disciplinary process outlined in the Code of Professional Ethics for Members or with reference to additional requirements for the Chairs of Committees as specified by the Board of Trustees.
- 2.4 Trustees, members of a committee, Assembly Representatives and other office bearers upon acceptance of the position, will be confirmation of agreement to abide by the Code of Conduct and any related disciplinary process. Confirmation will also be sought through signing of the relevant Code of Conduct undertaking form. In particular, Chairs of the Committees by signing such an agreement accept additional requirements of that post as directed by the Board of Trustees.

### 3. Declarations of Interest

- 3.1 Trustees, committee members, Assembly Representatives and other office bearers as stated shall declare any interests, personal or business associations that may create a conflict or risk to the CIEH either professionally or commercially, at least annually on the relevant form including:
- Post held in any employment, practice or any business carried on by you
  - Office held in any professional body, society, similar body, public private or voluntary organisation
  - Contracts held with the CIEH
  - Any significant holdings or securities held by you
  - Any other relevant undertaking
  - Any investigation or action pending in your personal, professional or occupational life which may affect your personal or employment standing and therefore reflect inappropriately on the reputation of the CIEH
- 3.2 If such posts or interests shall change, it shall be the duty of the member to promptly inform the Chief Executive in writing of such changes.
- 3.3 Such declarations may be referred by the Chief Executive to a panel at any time for further consideration and may affect eligibility to any CIEH office. The Panel will be appointed from the Risk and Audit Committee.
- 3.4 The details of all declarations made to the Chief Executive shall be maintained in a register at the registered office of the CIEH and shall be available during normal working hours on reasonable notice for inspection by any member and others. The register may be disclosed to third parties upon written application to the Chief Executive. Any such application should contain specific reasons why the information is requested to be disclosed. The Chief Executive will consider and grant the request if satisfied that the application and reasons are fair and genuine.
- 3.5 Where a declaration has been deemed by the Chief Executive to be of no relevance, it shall be recorded in a separate register for the sake of future clarity. This should not be available for inspection by the general public.

### 4. Finance

- 4.1 Trustees are not entitled to receive any payment out of the CIEH funds other than reasonable and necessary out of pocket expenses. Additionally, Trustees must not benefit, either directly or indirectly, from the Charity by for instance, taking a lease of the charity's property; borrowing money from the charity or making contracts to do business with the charity.
- 4.2 Trustees may only receive payment for work undertaken by them for the CIEH provided that the Board of Trustees has determined that the work is exceptional, not part of the member's duties, that the work is necessary and that the Board of Trustees approves the payments. Members benefiting from the payments must not participate in the approval of the payments. The majority of the Trustees must not receive payment in respect of work for the CIEH.
- 4.3 Any payments of a Trustee in respect of duties as a Trustee may be approved by the Charity Commission.

4.4 Any payments in relation to committee members and Assembly Representatives will be set out in the relevant CIEH financial regulations and guidance.

## 5. The Code

All Trustees, Assembly Representatives and others as stated shall:

5.1 Comply with the Code of Professional Ethics for Members and any disciplinary process related to breaches of that code.

5.2 Have regard to and work in accordance with good practice and guidelines as laid down from time to time by the Charity Commission.

5.3 Act in accordance with all relevant legislation, Charter, Byelaws, regulations and other documentation made there under.

5.4 Act in the best interests of the CIEH without regard to personal interests and declare any or potential conflicts of interest annually, when the conflict is apparent and when it may affect any decisions being taken.

5.5 Not take part in the decision or determination of a specification of a service or activity for which they may tender or otherwise bid.

5.6 While representing the CIEH not misrepresent the CIEH or undermine its reputation, standing, position or policies by stating their personal views as those of the CIEH.

5.7 Be bound by the agreed CIEH position, statements, policies and any other action as determined by the Board of Trustees while acting in a representational role.

5.8 Attend all meetings as scheduled unless apologies are provided in advance.

5.9 Accept that Non-attendance at 2 consecutive meetings of the same committee/assembly meeting without prior discussion and acceptance of the reason by the Chair will be considered a breach of the code.

5.10 Carry out all responsibilities in such a manner as to promote the reputation and standing of the CIEH.

## 6. Disciplinary proceedings

6.1 Any complaint regarding an alleged breach of this Code shall be made to the Chief Executive who shall initiate the disciplinary process as detailed within the Code of Professional Ethics for Members or refer the matter to the Board of Trustees.

6.2 In addition and specifically in relation to Trustees, chairs of committees, committee members and Assembly Representatives, if found guilty, the panel or Board of Trustees may consider the following sanctions:

- Reprimand and advise on future conduct including any recommended course of action
- Terminate the trustee, chair, committee membership or Assembly Representative position

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**Date of amendment:** Governance Steering Group 24 June 2011

**Date agreed** Interim Board of Trustees 26 January 2012

**Reviewed and updated and agrees:** Board of Trustees 10 July 2013 and 19 October 2015

**Agreed by the Assembly:** 18 November 2015

A. Statham - Chair of the Board of Trustees