



## **SOUTH ESSEX HOMES LIMITED CODE OF CONDUCT**

### **PART 1**

#### **GENERAL PROVISIONS**

##### **Scope**

1. A Board Member must observe the organisation's Code of Conduct whenever he/she:

Conducts the business of the organisation;

Conducts the business of the office to which he/she has been nominated elected or appointed;  
or

Acts as a representative of the organisation.

##### **General Obligations**

2. A Board Member must:

Promote equality by not discriminating unlawfully against any person;

Treat others with respect; and

Not do anything which compromises or which is likely to compromise the impartiality of those who work for, or on behalf of, the organisation.

3. A Board Member must not:

Disclose information given to him/her in confidence by anyone, or information acquired which he/she believes is of a confidential nature, without the consent of a person authorised to give it, or unless he/she is required by law to do so; nor

Prevent another person from gaining access to information to which that person is entitled by law.

4. A Board Member:

must not in his/her official capacity, or any other circumstance, conduct him/herself in a manner which could reasonably be regarded as bringing his/her office or the organisation into disrepute;

Must never allow themselves to be compromised by nor take advantage of their relationship with residents.

5. A Board Member:

must not be in his/her official capacity, or any other circumstance, use his/her position as a Board Member improperly to confer on or secure for him/herself or any other person, an advantage or disadvantage; and

must, when using or authorising the use by others of the resources of the organisation,

Act in accordance with the organisation's requirements; and

5.1.1 Ensure that such resources are not used for political purposes unless that use could reasonably be regarded as likely to facilitate, or be conducive to, the discharge of the functions of the organisation or of the office to which the Board Member has been elected or appointed.

6. A Board Member must when reaching decisions have regard to any relevant advice provided to him/her by:

The organisation's officer responsible for finance acting in pursuance of his/her duties;

The organisation's Company Secretary acting in pursuance of his/her duties.

7. A Board Member must, if he/she becomes aware of any conduct by another Board Member which he/she reasonably believes involves a failure to comply with the organisation's Code of Conduct, make a written allegation to that effect to the Chief Executive of the organisation as soon as it is practicable for him/her to do so.

## **PART 2 INTERESTS**

### ***Personal Interests***

A Board Member must regard him/herself as having a personal interest in any matter if the matter relates to an interest in respect of which notification must be given under paragraphs 13 below, or if a decision upon it might reasonably be regarded as affecting to a greater extent than other tenants or inhabitants of the organisation's area, the well-being or financial position of him/herself, a relative or a friend or:

8.1.1 any employment or business carried on by such persons;

8.1.2 any person who employs or has appointed such persons, any firm in which they are a partner, or any company of which they are directors;

8.1.3 any corporate body in which such persons have a beneficial interest in a class of securities exceeding 2% of the share capital;

8.1.4 Any body listed in paragraph 13.1.1 below control or management.

In this paragraph 8 -

8.1.5 "relative" means a spouse, partner, parent, parent-in-law, son, daughter, step-son, step-daughter, child of a partner, brother, sister, grandparent, grandchild, uncle, aunt, nephew, niece, or the spouse or partner of any of the preceding persons; and

8.1.6 "Partner" in sub-paragraph (2)(1) above means a person with whom a Board Member resides as a couple.

### **Disclosure of Personal Interests**

9. A Board Member with a personal interest in a matter who attends a meeting of the organisation at which the matter is considered must disclose to that meeting the existence and nature of that interest at the commencement of that consideration, or when the interest becomes apparent.

### **Prejudicial Interests**

10. A Board Member with a personal interest in a matter also has a prejudicial interest in that matter if the interest is one which a tenant of the local authority covered by the Management Agreement or a member of the public with knowledge of the relevant facts would reasonably regard as so significant that it is likely to prejudice the Board Member's judgement of the organisation's interest.

### **Participation in Relation to Disclosed Interests**

11. A Board Member with a prejudicial interest in any matter must:

withdraw from the room where a meeting is being held whenever it becomes apparent that the matter is being considered at that meeting, unless he/she has obtained a dispensation from the organisation's Company Secretary; and

Not seek improperly to influence a decision about that matter.

12. For the purposes of this Part, "meeting" means any meeting of:

The organisation; or

any of the organisation's committees.

## **PART 3**

### **THE REGISTER OF BOARD MEMBERS' INTERESTS**

#### ***Registration of Financial and Other Interests***

Within 28 days of the provisions of the organisation's Code of Conduct being adopted or applied to the organisation or within 28 days of his/her election, nomination or appointment to office (if that is later), a Board Member must register his/her financial and other interests as set out in clauses 25 and 26 of the Articles of Association of the Organisation in the organisation's register maintained by the Company Secretary by providing written notification to the Company Secretary of the organisation of:

- 13.1.1 all bodies trading in which he/she has an interest as:
- (a) a director or senior employee,
  - (b) a member of a firm,
  - (c) the owner or controller of more than 2% of the issued share capital in a company,
- 13.1.2 all interests as an official or elected member of any statutory body;
- 13.1.3 all interests as the occupier of any property owned or managed by the organisation;
- 13.1.4 any other significant or material interest.

14. A Board Member must within 28 days of becoming aware of any changes to the interests specified under paragraph 13, provide written notification to the organisation's Company Secretary of that change.

### **Registration of Gifts and Hospitality**

A Board Member must within 28 days of receiving any gift or hospitality over the value of £25, provide written notification to the organisation's Company Secretary of that gift or hospitality.

A Board Member must not solicit for personal gifts or hospitality under any circumstances and gifts of cash must never be accepted by a Board Member under any circumstances.

16. A Board Member must not receive loans from residents and not give loans to residents.

**Failure to follow Code of Conduct**

17. Board Members should be aware that failure to follow this Code of Conduct may bring the organisation into disrepute. In the event of any alleged breach of the Code by a Board Member, any investigation of the alleged breach will be initiated by the Chair or Vice-Chair. In the event of any alleged breach by the Chair or Vice-Chair, the Company Secretary will appoint two other Board Members to investigate the alleged breach. If the allegations are substantiated, further action may be taken under Article 18(6) or (14) of the organisation's Articles of Association.

**SOUTH ESSEX HOMES LIMITED  
BOARD MEMBER CODE OF CONDUCT**

As a Board Member of South Essex Homes Limited, I acknowledge the contents of South Essex Homes Limited's Code of Conduct and agree:

To declare all my interests be they employment, positions of responsibility, directorships, memberships of clubs, organisations, movements and societies and any financial interest that may relate to the work of South Essex Homes Limited.

Not to receive any financial remuneration whatsoever for my work other than (i) reasonable travelling and out of pocket expenses properly incurred in the business of South Essex Homes Limited and (ii) any other sums which I may be entitled to receive in the future in accordance with the provisions of the Memorandum and Articles of Association .

To ensure that any private or personal financial interest will never influence my decisions and that I will never use my position as a Board Member of South Essex Homes Limited for personal gain of any kind.

To disclose any personal interest in any contracts of business to be considered by the Board of South Essex Homes Limited which could influence my judgement, and if requested by the other Board Members, to withdraw from the meeting during consideration and discussion of the business in which I have an interest.

To treat as confidential all confidential information relating to the business, policy, organisation, management, future plans, clients, tenants and staff of South Essex Homes Limited to which I have access. Furthermore, I undertake not to part with possession of or to reproduce any of South Essex Homes Limited's correspondence, documentation or internal memoranda for the benefit of the third parties without the express permission of the Board.

Not to accept gifts, nor to receive or offer in the name of South Essex Homes Limited excessive or extravagant hospitality.

Not, without first raising the matter with the Company Secretary, use the services of a consultant, contractor, personal advisor or other individual or firm who works for South Essex Homes Limited.

Signed ..... Date

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Print Name .....

