

Code of Conduct Policy

Introduction

This Code of Conduct applies to all Board Members, Employees and Volunteers of Voluntary Sector Gateway West Lothian (VSGWL). It is also expected that all customers, suppliers, partners of VSGWL and anyone dealing with us will respect and follow principles underpinning this Code.

VSGWL is committed to maintaining high standards of conduct in all areas of its activities. It relies on all its Board Members and Employees to observe these high standards in relation to the affairs of the Organisation and its relationship with clients, suppliers, employees, board members, advisors and the communities in which it operates.

No code of conduct can hope to spell out the appropriate behaviour for every situation nor should it seek to do so. Instead, the main objective of the Code is to alert you to the areas which are of particular importance to you as a board member or an employee. It should be noted that this may include conduct likely to bring VSGWL into disrepute or undermine its managerial integrities. This includes conduct taking place outside of the immediate normal working environment e.g. Christmas parties or other social events.

In the final analysis, VSGWL relies on each of its board members and employees to make a judgement on what is right and proper in any particular situation.

The following may help you decide how to act when faced with a difficult decision: -

- Is anyone's life, health or safety endangered by my action?
- Does my action 'feel' right? Does it meet my personal code of behaviour? Could I justify my action to a customer, committee member, or close colleague?
- Is my action legal, and does it comply with VSGWL's policy and approved practice?
- Does my intended action appear reasonable? Would I be able to justify it to the local news media?
- Would I be compromised if my intended action became known to colleagues at VSGWL, my manager, family or friends?
- Do I get an extra benefit as a result of my actions?
- Is the motivation for my action in the best interest of VSGWL?

Ethical dilemmas occur in many aspects of business life. In order to operate this Code of Conduct effectively, the following should be in place:

- VSGWL should maintain a register of interests of individual board members and staff, which discloses, at a minimum, their (other) employment, positions of public responsibility, membership of any other related organisation and any financial interests which may relate to the work of VSGWL;
- a policy on expenses for board members and staff;
- a code of governance for committee members;
- a register for recording any gifts or hospitality offered or received.

Principles

The following **principles** underpin this Code of Conduct, and should help staff and the Board members decide whether their actions are compliant:

- *Selflessness* - you should take decisions solely on the basis of the values and objectives of VSGWL. You should not do so in order to gain financial or other material benefit for yourself, your family or friends.
- *Integrity* - you should avoid having any (financial or other) obligations to outside individuals or organisations that might influence you in relation to VSGWL.
- *Objectivity* - you should ensure that in the delivery of services, the selection of staff and awarding of contracts, you maintain impartiality and base decisions on merit alone.
- *Accountability* -you must accept accountability for your decisions and actions and submit yourself to whatever scrutiny is appropriate internally and/or by external bodies and stakeholders.
- *Openness* - you should be as open as possible about all the decisions and actions that you take. You should give reasons for your decisions and restrict information only when individual or commercial confidentiality clearly so demands.
- *Honesty* -you must declare any private interest relating to your duties, and take steps to resolve any conflicts arising in a way that is lawful and protects the reputation values and mission of VSGWL.
- *Leadership* - you must support and promote these principles and lead by example.

Dealing with breaches

Where employees breach this Code then such matters will fall to be considered under the organisation's disciplinary processes.

In the event that a Board member is alleged to be in breach of the Code, then the matter will be referred to the Chair or suitable sub-committee of VSGWL in the first instance. Preferably, the matter will be dealt with informally and confidentially between the Chair and a committee member (if the Chair is subject to an alleged breach then another office bearer). Should this fail or should the matter be more serious then the Chair (or another office bearer) will nominate a panel consisting of the committee members to investigate the matter. This investigation will be carried out either by the panel itself or an external and independent investigator may be engaged for that purpose. Once an investigation is complete, the nominated panel will recommend next steps, which may include the Committee having the member censured or required to leave the Board.

Roles and Responsibilities

The Board and senior official(s) should ensure a clear understanding of their respective roles in relation to maintaining standards amongst employees and Board members. Such arrangements will vary according to organisational size and status (e.g. charitable/non charitable, differing/multiple Regulatory body's expectations).

General Conduct

You are expected to carry out your duties in accordance with VSGWL policies and procedures.

High standards of personal conduct are expected of all board members and employees at all times. You should show courtesy, efficiency, reliability, respect, sobriety and punctuality.

Property

All property belonging to VSGWL can only be used for business purposes unless explicit consent is given. This includes physical property, the business premises and intellectual property.

All property of VSGWL that you use or are responsible for must be used carefully and must be protected and stored in a safe place when not in use. It must also be only used for VSGWL benefit and in the way that it is intended. It should not be used for the benefit of individual employees and committee members unless explicit consent has been sought and given by the appropriate manager.

Any confidential documents should be securely locked away when left unattended and properly disposed of when necessary in accordance with the VSGWL's data protection and document retention policies.

You may be involved in the preparation of memoranda, notes, lists, records and other documents. You will also have similar documents made available to you. Where these concern the business of VSGWL, or any of its associated partners, these are regarded as business property of VSGWL. You must, therefore, promptly return all such documents to the organisation when you are no longer associated with VSGWL. You are also not allowed to disclose or discuss their contents.

You are only allowed to remove VSGWL's property from its business premises with prior approval from the appropriate official/manager.

Private Telephone Calls/e-Mails

The controlled use of official telephone lines for private use is allowed within reason. All non local use must be advised in advance and paid on receipt of an itemised telephone bill.

Use of Company Mobile Phones

Staff issued with Company mobile phones must ensure the security of the phone (and any allied equipment) at all times. Personal (non-business) calls should be avoided and where necessary should be very short.

Health & Safety rules regarding the usage of mobile phones must be observed at all times. Under no circumstances should mobile phones be used while driving or while using machinery.

Mobile phones should be switched off during meetings, seminars, training courses etc. other than in very exceptional circumstances where it is necessary to take an urgent business call. In these circumstances it is courteous to alert colleagues to the fact that an urgent call is expected. Business calls from land lines to mobile phones should be kept to a minimum due to the increased cost.

Use of Official Premises

Board members and employees may not use official premises for unofficial purposes at any time without the prior approval of the appropriate manager/office bearer.

Other Employment/Activities

Employees may not accept a post or undertake any occupation or activity which would require their attendance at any time during office hours and/or prejudice the

proper performance of their duties for the organisation. In exceptional circumstances, permission may be granted by the appropriate manager for such activities. This permission should therefore be sought in advance and in any case where the employee is in doubt as to whether this condition would apply. Board members should also refrain from engaging in other activities which may compromise their duties in relation to VSGWL's business and time needed to fulfil their role.

Dealing with Information

When handling information, there should be a balance between openness and confidentiality. It is a requirement that certain information is available to members, auditors, and the Regulator(s). You should be aware of these requirements and act accordingly.

Disclosure of information

In the course of your involvement with VSGWL you may have access to confidential information about our business, customers, partners, fellow board members/employees and of other organisations. It is forbidden to disclose such information to another party, without first obtaining the written permission of the appropriate manager.

Examples of confidential information include:

- information relating to specific individuals or their financial affairs, including customers, employees and board members
- details of contracts for the supply of goods or services
- financial statements and business projections
- information concerning the terms of negotiations relating to the acquisition or disposal of property
- marketing plans or strategies,
- new business developments or plans,
- business acquisition plans,
- plans to employ new personnel,
- information concerning labour relations, consultations or negotiations with staff,
- information concerning legal proceedings
- items specifically marked "confidential"
- software and computer programmes.

It is your duty to keep all such information confidential. This obligation applies both during the time you are associated with VSGWL and also after your

association ceases.

The permission of the director is also required before confidential correspondence or documents are removed from the work premises.

Social networking

We respect your right to a private life and that includes joining any social sites you wish. However, information posted on such sites is classed as public and not private. You are therefore not allowed to disclose confidential information relating to VSGWL, its customers, partners, suppliers, board members, employees, etc; on any social networking sites. It is also prohibited to post any comments on people and events connected to VSGWL, or make any remarks which could potentially bring VSGWL into disrepute. Any such actions could result in disciplinary action, including dismissal.

Public statements

You are not allowed to publish any material or deliver any lecture or address issues relating specifically to VSGWL or its business without prior approval. This approval should be requested and given in writing by the appropriate manager. However, for guidance, you must be aware that your comments on issues which are subject to debate must be limited to professional advice, fact, legal and financial implications. This does not circumscribe your duties and responsibilities but aims to prevent you being considered to be a participant, or biased, in campaigns or politics, which directly affect VSGWL.

Financial Conduct

You must ensure that you:

- Use funds and resources for the purposes intended, and in a responsible and lawful manner.
- Safeguard them from abuse, theft or waste.
- Strive for value for money.
- Apply and observe the Organisation's financial regulations, and internal controls.

Staff and board members are expected to report any breaches of this code. In exceptional circumstances, where there is real danger of reprisal, anonymity can be granted to those reporting fraud, theft, any other illegal activities, etc.

Theft / fraud

Although we strive to meet the highest ethical standards, we recognise that, like any other business, VSGWL risks financial and organisational loss due to fraud. It may damage the service we provide and our reputation with customers, partners, public and the regulators. VSGWL has a responsibility to protect its assets, reputation and

the public funds it receives. VSGWL is fully committed to the prevention, detection and reporting of fraud, theft and corruption; and the recovery of assets.

Bribery

VSGWL forbids all forms of bribery, meaning a financial or other advantage intended to persuade someone to perform improperly any function or activity. You are not allowed to accept or give bribes from/to anyone with whom VSGWL does business. You are also obliged to report any instances of suspected bribery within either VSGWL or any of its business partners. Accepting or giving bribes will result in disciplinary action including dismissal/removal from the Board and can also result in criminal prosecution and imprisonment of up to 10 years for individuals found guilty of such acts.

All staff and board members have a duty to immediately report any act of attempted, suspected or detected fraud, theft, bribery and corruption. This can be done in a confidential manner to an appropriate person, for example: the Chief Executive Officer.

Tendering and Purchasing

VSGWL endeavours to process all tendering and purchasing activities in a transparent and impartial way. All orders and contracts must be awarded on merit and by fair competition.

VSGWL is a non-profit making body that is responsible for large amounts of public money and for publicly or charitably funded assets. It is therefore necessary to ensure that those responsible for the management and administration of VSGWL's business are seen to make a clear distinction between their own personal affairs and those of VSGWL.

In this light it will be the norm that no individual Board or staff member will have any involvement in any contract with any business in which they (or a close relative) have a commercial interest or in which they (or a close relative) are directly concerned in the management of. In exceptional cases where such relationship exists for staff and Board member relatives (but not Board members themselves), VSGWL may still enter into business arrangements; but in these cases the individuals concerned must have no part in any aspect of the tendering, letting or management of any such contract or piece of business. It will also be expected good practice for Governing Bodies to record these types of situations in a suitable register.

In all situations employees and Board members must not disclose confidential information on any tender details, and where possible, and where alternatives exist, should avoid the use for private purposes of any firms working for VSGWL. The above provisions do not apply to chain stores such as Argos or Comet. However if VSGWL has a special arrangement with the company you must not take advantage

of this arrangement for personal purposes, e.g. receive a discount.

Relationships

It is expected that board members and employees treat each other and their colleagues with mutual respect. Close personal familiarity could be prejudicial to the good running of the organisation, and should be avoided.

Employees should not use informal channels to influence the Committee on Association business. In turn, board members should not instruct employees informally or discuss organisational matters outwith the proper channels.

If you find that your friendship or close relationship, or affair may cast doubt on the objectivity of your decision-making, you should advise your line manager/office bearer. This is to prevent you leaving yourself open to allegations of bias or favouritism.

Conflict of interest

Committee/board members and employees must ensure that their private or personal interests do not influence decisions and that they do not use their position to obtain personal gain of any sort, either for themselves directly, or for their families, friends or associates.

Examples of such situations could be if you are conducting business on behalf of VSGWL with a business with which you or your family member is closely associated; or you/they are working for an organisation which is either a frequent partner of VSGWL or a competitor to its partner(s).

Committee/board members and employees must declare any actual or potential conflicts of interest arising from previous sections of this code in VSGWL's register of interests. A normal procedure will be that the person making such declaration is not allowed to deal with a specific aspect of VSGWL's business that creates the conflict.

Contractors, suppliers, consultants

All current and past, private or business, relationships with current, or potential contractors (etc) should be declared to the relevant line manager/office bearer; whether you are involved in their appointment or not.

Access to VSGWL's services

VSGWL's primary purpose is the Third Sector Interface (TSI) operating in West Lothian. Our primary purpose is to promote, develop and support West Lothian's Third Sector. We are a membership organisation of locally based charities, social enterprises and volunteer-led community organisations. We aim to strengthen the third-sector and strengthen partnerships that deliver real change by connecting people, ideas and resources.

Board members and staff are not allowed to take advantage of their position to gain these benefits for themselves and their friends/family.e.g.: Employees are not

eligible to receive charitable grants or loans from VSGWL, nor from any charitable funds administered by VSGWL.

Equality

You should ensure that VSGWL's policies are complied with both in the letter and in the spirit of VSGWL's Equality and Diversity policy.

Employment Matters

Board members and staff involved in making appointments should ensure that these are based on merit alone.

Personal preferences should not influence any judgements that you make whilst acting on behalf of VSGWL.

The law and VSGWL's current recruitment and selection procedures must be thoroughly observed, and decisions made must be transparent and impartial. All recruitment and selection procedures and decisions must also comply with VSGWL's Equality and Diversity Policy.

VSGWL is conscious of the equality, management and fraud risks associated with the employment of close relatives of existing board members and expressly prohibits this. It may however consider the possibility of employing close relatives of former board members. Where this latter scenario is considered there will normally be an exclusion period of 12 months applying to such arrangements and where this is not so it will generally be expected good practice for the Board to be aware of any such appointments, to approve these and to make a confirmatory entry in a suitable register (some organisations e.g. those not covered by any of the main Regulators may not prohibit/restrict such appointments at all).

In any event it would also be expected that the following would apply:

- There has been a rigorous, fair and competitive recruitment process
- Close relatives are not employed in the same department as their relative (or one works in a different location to the other), and there is no line management responsibility
- There is a low risk of complicity between the two posts
- There is a low risk of management problems arising from the employment of the relative.

In all cases though, if you become involved in a personal relationship with an existing board or staff member, you must declare this to your line manager/office bearer at the point that it is considered serious, e.g. you are co-habiting. VSGWL reserves the right to review your role/job descriptions at this point to ensure suitable segregation of duties and controls exist in line with VSGWL's policy on personal relationships at work.

Outside Activities

As a good employer, VSGWL has no wish to interfere in the private lives of their board members and employees. However, there are occasions where your outside activities can affect the interests of VSGWL. However, in all circumstances no paid or outside work should be undertaken at your place of work, or require the use of office facilities. This applies to any voluntary or unpaid work. You should inform your line manager/office bearer of any possible conflict and seek necessary written permission to continue with the activity. If the outside activities will overlap with your commitments with VSGWL, do not commence until written permission has been granted.

Political, campaigning and public activities

It is crucial that officials and employees of VSGWL carry out their work without any bias towards any political or other group.

You must follow the expressed policies and procedures of VSGWL and must not allow your own personal or political opinions to interfere with your role within VSGWL.

None of the above impinges on your rights to be an active citizen or, for example, an active trade unionist or acting in such capacity.

Gifts and Hospitality

Board members and employees should not accept or offer any gift, favour or hospitality which is intended as, or might be deemed by others to have the effect of an inducement. It is normally clear whether an offer of hospitality etc. from another party might be considered excessive or unreasonable. However, if there is any doubt contact your line manager/office bearer. You must be aware that it is a criminal and a disciplinary offence to corruptly receive or give any gift, loan, fee, reward or other advantage in return for doing (or not doing) anything, or showing favour (or disfavour) to any person or organisation.

From time to time, as a courtesy to outside organisations with whom VSGWL works, you may wish to provide lunch or other minor hospitality to or accept entertainment from such people or bodies. This should not be common practice within a publicly funded charitable organisation, as anything other than occasional entertainment can give rise to justifiable concern and suspicion. You should never solicit hospitality from another individual or organisation and should avoid extravagance of any kind in hospitality or entertainment, whether it is given or received.

VSGWL may occasionally spend a reasonable amount of money to provide hospitality to employees and board members, e.g. Christmas parties.

If you wish to provide minor hospitality for someone outside VSGWL, you may do so with the approval of a principal officer/Chair.


General Data Protection Regulations

The organisation will treat your personal data in line with our obligations under the current data protection regulations and our own Personal Data Protection policy. Information regarding how your data will be used and the basis for processing your data is provided in VSGWL's employee privacy notice.

Monitoring the policy

Responsibility for monitoring the application of this policy will rest with all staff and volunteers of VSGWL.

The policy will be reviewed every two years with the amendments being made as appropriate and communicated to all staff and relevant stakeholders.

Date of Adoption	<u>31.08.2023</u>
Date of Review	<u>31.08.2025</u>
Authorised	<u></u>
Title	<u>Chair</u>
Date	<u>11.09.2023</u>

Appendix 1

Declaration form

This form is to record any actual or potential conflict in interest arising under the code of Conduct. Please use a separate form for each conflict that you need to declare. Leave blank any boxes that are not relevant to the declaration. Please add any other relevant information on another sheet of paper which should also be signed and dated. (Note that in some organisations Board members may be asked to sign such a declaration on an annual basis).

Your details

- 1 Name _____
- 2 Job Title _____
- 3 Date of Declaration _____

Details of the Declaration	
4 Please give details of who this declaration concerns - you, a family member, friend or associate?	
5 Please give details of any firm or business involved	
6 Please give details of any payment, benefit, transaction, contract, property, gift or hospitality that is involved (with date)	
7 Please give details of any proposed job application or other employment issue which may represent a conflict.	
8 Is there any reason why this declaration should be regarded as confidential? Please give details.	
Signed (board member/employee):	Signed (office bearer/manager):

