

FRIENDS OF THE EARTH SCOTLAND CODE OF CONDUCT FOR BOARD MEMBERS

Board Members **must**:

- act in accordance with Scottish charity law and the Rules and Standing Orders of FoES
- be familiar with the Board member Job Description which complements this Code, and accept the personal, collective and legal responsibilities set out in it
- in public and online forums, act in the best interests of FoES as a whole and do nothing that might risk its viability or reputation, or bring the organisation into disrepute
- be prepared for and actively contribute in Board meetings and to decision-making
- ensure compliance with OSCR good practice, actively guard against any individual or collective misconduct, and confront any failure of governance within the Board or organisation
- seek to attend at least 75% of main Board meetings, unless there are exceptional circumstances or the Board has agreed absence
- send apologies if they are unable to attend meetings, and consider other ways of participating and contributing
- declare promptly any potential conflict of interest, personal or professional, in any issue or item and if necessary take no part in any relevant discussion or decision making, in accord with Standing Order 7.3 and the Conflict of Interest Policy and Guidance
- respect the confidentiality of any information of a personal or sensitive nature which is obtained through Board membership, in accordance with FoES policies on data protection
- respect the staff's expertise and avoid interference in operational matters
- work considerately, collaboratively and respectfully with all - respecting diversity, different roles and boundaries
- be aware of how much they are contributing in meetings; if they are contributing more than others, step back and wait for someone else to make a point.

Board members **must not**:

- act or communicate in an intimidating or offensive manner
- receive any financial or non financial benefit as a result of their membership that is not explicitly provided for in the Rules or Standing Orders and in accordance with the Remuneration Policy
- exert any influence to gain preferential treatment for themselves, friends or family.

Board members are expected to honour the content and spirit of this code.

SIGNATURE: _____ DATE: _____

NAME: _____

Approved: MONTH / YEAR

This policy should be maintained and revised as appropriate every 3 years.