



# Code of Conduct for Management Committee Members

V8 Aug 2021

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<b>Consultation Required</b>	<b>Yes</b>		<b>No</b>	<b>x</b>
<b>Equalities Impact</b>	<b>Yes</b>		<b>No</b>	<b>x</b>
<b>Added to Website</b>	<b>Yes</b>		<b>No</b>	<b>x</b>

<b>SSHC Reference</b>	n/a
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## Related Documents

- **C.07 Governance Policy**
- **C.17 Notifiable Events Policy**
- **C.18 Anti-Fraud Bribery and Corruption Policy**
- **C.31 Entitlements and Benefits Policy**
- **Procedure for Declaring and Managing Personal Interests**
- **Procedure for Dealing with a Breach of the Code of Conduct**
- **Code of Conduct for Committee Members (handout)**
- **Supporting Guidance on the Code of Conduct for Management Committee Members (handout)**

## **Translation Statement**

If you have any difficulties reading this information or need further help understanding our processes please contact us. We can make this document available in a variety of formats. All you need to do is let us know what you need and we will try to assist.

## **Compliance**

This policy has been drafted to ensure that it complies with current legislation and industry good practice.

## **Equality & Diversity**

Fyne Homes is committed to providing services which embrace diversity and which promote equality of opportunity. As an employer we are also committed to equality and diversity within our workforce. Our goal is to ensure that these commitments, reinforced by our Values, are embedded in our day-to-day working practices.

## **Openness & Confidentiality**

Fyne Homes believes that its members, tenants and other interested parties should have access to information on how it conducts itself. This means that unless information requested is considered commercially sensitive or personally confidential it will be made available on request.

## **Data Protection**

Fyne Homes recognises the importance of data protection legislation, including the General Data Protection Regulation, in protecting the rights of individuals in relation to personal information that we may handle and use about them, whether on computer or in paper format. We will ensure that our practices in the handling and use of personal information during the processes and procedures outlined in this policy comply fully with data protection legislation. More information is available from our Data Protection Officer.

## 1. Introduction

- 1.1. All members of the Management Committee must sign this Code of Conduct when they are elected, co-opted or appointed and on an annual basis thereafter. References throughout this Code of Conduct (the Code) to 'we', 'us' and 'our' mean Fyne Homes Ltd. The Code reflects our Values which are:

**Fyne Homes aims to be the Landlord of Choice in Argyll and Bute.** We aim to tailor our services to provide appropriate, reliable, accessible housing and support. We respect our customers, staff and committee and approach our business and activities with openness and integrity. By engaging with our tenants and stakeholders we are able to continuously improve our services to meet local needs. Through our best value approach we aim to ensure housing costs are affordable, managing resources effectively to maintain and improve homes to the highest standards.

- 1.2 We attach the greatest importance to ensuring that high standards of governance and ethical behaviour are demonstrated by all of our people and in all of our activities.
- 1.3 Our Code of Conduct sets out the requirements and expectations which are attached to your role as a member of our Management Committee. You have a personal responsibility to uphold the requirements of this Code. You cannot be a member of the Management Committee<sup>1</sup> if you do not agree to adopt this Code of Conduct. To confirm that you understand its requirements and accept its terms, you will receive a copy of the code annually and sign a statement of acceptance.
- 1.4 As a Registered Social Landlord (RSL), we are required to adopt and comply with an appropriate Code of Conduct<sup>2</sup> Our Code is based on the Model Code of Conduct produced by the Scottish Federation of Housing Associations which the Scottish Housing Regulator (SHR) has confirmed that this Code fully complies with its Regulatory Standards.
- 1.5 Our Code of Conduct is an important part of our governance arrangements it is supported by the Role Description which describes your responsibilities as a member of the Management Committee. You are responsible for ensuring that you are familiar with the terms of this Code and that you always act in accordance with its requirements and expectations. Management Committee Members must always ensure their actions accord with the legal duties of the RSL and with regulatory guidance. You must also ensure you are familiar with any policies which are linked to this code.
- 1.6 If there is a concern that a member of the Management Committee may have breached any part of this Code, the matter will be investigated in accordance with the Procedure that we have adopted. A serious breach of our Code may result in action being taken by the Management Committee to remove the member(s) involved.

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<sup>1</sup> Our Rules state that the Committee can remove a member who fails to sign the Code of Conduct (Rule 44.5.2); it is a regulatory requirement that our Rules enable the Committee to take such action (SHR Regulatory Framework (2019) Constitutional Standard 19

<sup>2</sup> Scottish Housing Regulator (2019) Regulatory Framework, [Regulatory Standard 5.2](#)

## **2. Links to vision and strategic priorities**

2.1 This policy aims to fulfil the needs of the Association's Strategic Priorities, in particular: Meeting the needs and aspirations of our customers.

## **3. Legal framework**

3.1 This policy acts in accordance with:

- The Scottish Housing Regulator (2012) Regulatory Framework, Standard 5.2

## **4. Who our Code applies to**

4.1 Our Code of Conduct applies to all elected, appointed and co-opted members of our Management Committee and its sub-committees and to the governing bodies of all subsidiaries and members of the Fyne Homes Group.

## **5. How our Code is structured**

5.1 Our Code of Conduct is based on the seven principles which are recognised as providing a framework for good governance. They demonstrate honesty, integrity and probity<sup>3</sup>.

5.2 Each principle is described, as it applies to the activities of Fyne Homes and its Management Committee Members, and supporting guidance is offered for each to provide more explanation of the Code's requirements. The guidance is not exhaustive and it should be remembered that Fyne Homes and our Management Committee Members are responsible for ensuring that their conduct at all times meets the high standards that the RSL sector is recognised for upholding.

## **6. The Principles**

6.1 The seven principles that you must adhere and commit to by signing this Code are:

- A. Selflessness**
- B. Openness**
- C. Honesty**
- D. Objectivity**
- E. Integrity**
- F. Accountability**
- G. Leadership**

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<sup>3</sup> Committee for Standards in Public Life (May 1995), [Nolan Principles](#)

**A. Selflessness:** *You must act in the best interests of Fyne Homes Ltd at all times and must take decisions that support and promote our strategic plan, aims and objectives. Members of the Management Committee should not promote the interests of a particular group or body of opinion to the exclusion of others.*

- A.1 You must always uphold and promote our aims, objectives and values and act to ensure their successful achievement
- A.2 You should exercise the authority that comes with your role as a Management Committee member responsibly.
- A.3 You must accept responsibility for all decisions properly reached by the Management Committee (or a sub-committee or working group with appropriately delegated responsibility) and support them at all times, even if you did not agree with the decision when it was made.
- A.4 You must consider and respect the views of others.
- A.5 You must not seek to use your position inappropriately to influence decisions that are the responsibility of staff
- A.6 You must not seek to use your influence inappropriately or for personal gain, or advantage or for the benefit of someone to whom you are closely connected<sup>4</sup> or their business interests.

**B. Openness:** *You must be transparent in all of your actions; you must declare and record all relevant personal and business interests and must be able to explain your actions.*

- B.1 You should use your best endeavours and exercise reasonable skill and care in the conduct of your duties.
- B.2 You should avoid any situation that could give rise to suspicion or suggest improper conduct.
- B.3 You must declare any personal interest(s) and manage openly and appropriately any conflicts of interest and observe the requirements of our policy on the matter. You must keep your entry in the Register of Interests complete, accurate and up to date and make an annual statement to confirm your declarations are accurate.
- B.4 You must not accept any offers of gifts or hospitality from individuals or organisations which might reasonably create – or be capable of creating – an impression of impropriety, influence or place you under an obligation to these individuals or organisations. You must comply with our policy on Entitlements Payments and Benefits.

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<sup>4</sup> See Appendix 1, p13-15 for definition of “closely connected”

B.5 You must ensure that, in carrying out your role as a Management Committee Member, you are informed about and take account of the views, needs and demands of tenants and service users.

B.6 You must ensure that the organisation is open about the way in which it conducts its affairs and positive about how it responds to requests for information.

B.7 You must not prevent people or bodies from being provided with information that they are entitled to receive.

**C. Honesty:** *You must ensure that you always act in the best interests of the organisation and that all activities are transparent and accountable.*

C.1 You should always act honestly and in good faith when undertaking your responsibilities as a Member of our Management Committee.

C.2 You should use your experience, skills, knowledge and judgement effectively to support our activities.

C.3 You should ensure that decisions are always taken and recorded in accordance with our Rules and procedures.

C.4 You must ensure that the organisation has an effective Whistleblowing Policy and procedures to enable, encourage and support any staff or Management Committee member to report any concerns they have about possible fraud, corruption or other wrongdoing<sup>5</sup>.

C.5 You must report any concerns or suspicions about possible fraud, corruption or other wrongdoing to the appropriate senior person within the organisation in accordance with our Whistleblowing Policy.

C.6 You must comply with our policies and procedures regarding the use of our funds and resources and you must not misuse, or contribute to or condone the misuse of these resources<sup>6</sup>

C.7 We forbid all forms of bribery, meaning a financial or other advantage or inducement intended to persuade someone to perform improperly any function or activity. You are not allowed to accept or give bribes or any other inducement to anyone. You must comply with our policy on Bribery. You must also report any instances of suspected bribery or corruption within the organisation or any of its business partners.

C.8 You must ensure that neither you, nor someone closely connected to you, receives or is seen to receive preferential treatment relating to any services provided by the organisation or its contractors/suppliers, and you must declare all interest openly and ensure they are effectively managed to demonstrate this.

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<sup>5</sup> These concerns might include, but are not confined to, suspected fraud, dishonesty, breach of the law, poor practice, non-compliance with regulatory requirements, misconduct, breach of this code.

<sup>6</sup> Resources include people, equipment, buildings, ICT, funds, knowledge, stationery, transport

***D. Objectivity:*** You must consider all matters on their merits; you must base your decisions on the information and advice available and reach your decision independently.

- D.1 You must ensure that the decisions that you take are consistent with our aims and objectives and with the relevant legal and regulatory requirements (including those of the Scottish Housing Regulator, the Office of the Scottish Charity Regulator and the Financial Conduct Authority.
- D.2 You must prepare effectively for meetings and ensure you have access to all necessary information to enable you to make well-informed decisions.
- D.3 You must monitor performance carefully to ensure that the organisation's purpose and objectives are achieved, and take timely and effective action to identify and address any weaknesses or failures.
- D.4 You should use your skills, knowledge and experience to review information critically and always take decisions in the best interests of the organisation, our tenants and our service users.
- D.5 You should ensure that the Management Committee seeks and takes account of additional information and external/independent advice where necessary and/or appropriate.
- D.6 You should ensure that effective policies and procedures are implemented so that all decisions are based on an adequate assessment of risk, deliver value for money, and ensure the financial well-being of the organisation.
- D.7 You should contribute to the identification of training needs, keep your housing and related knowledge up to date, and participate in training that is organised or supported by us

***E. Integrity:*** You must actively support and promote our values; you must not be influenced by personal interest in exercising your role and responsibilities.

- E.1 You must always treat your Management Committee colleagues, our staff, our customers and partners with respect and courtesy.
- E.2 You must always conduct yourself in a courteous and professional manner; you must not, by your actions or behaviour, cause distress, alarm or offence.
- E.3 You must publicly support and promote our decisions, actions and activities. You must not by your actions or behaviour, compromise or contradict the organisation, its activities, values, aims or objectives. You must notify the Chair quickly if you become aware of any situation or event that you are associated with which could affect Fyne Homes and/or its reputation.

E.4 You must ensure that you fulfil your responsibilities as they are set out in the relevant role description(s); that you maintain relationships that are professional, constructive and that do not conflict with your role as a member of the Management Committee.

E.5 You must comply with, support and promote our policies relating to equalities, diversity and human rights as well as uphold our whistleblowing and acceptable use <sup>77</sup>policies.

E.6 You must respect confidentiality and ensure that you do not disclose information to anyone who is not entitled to receive it, both whilst you are a member of the Management Committee and after you have left.

E.7 You must observe and uphold the legal requirements and our policies in respect of the storage and handling of information, including personal and financial information.

***F. Accountability: You must take responsibility for and be able to explain your actions, and demonstrate that your contribution to our governance is effective.***

F.1 You must observe and uphold the principles and requirements of the SHR's Regulatory Framework, and gain assurance that the relevant statutory and regulatory guidance and our legal obligations are fulfilled.

F.2 You must ensure that we have effective systems in place to monitor and report our performance and that corrective action is taken as soon as the need is identified.

F.3 You should contribute positively to our activities by regularly attending and participating constructively in meetings of the Management Committee, its committees and working groups

F.4 You must participate in and contribute to an annual review of the contribution made individually to our governance.

F.5 You must ensure that there is an appropriate system in place for the support and appraisal of our Senior Officer and that it is implemented effectively.

F.6 You must not speak or comment in public on our behalf without specific authority to do so.

F.7 You must co-operate with any investigations or inquiries instructed in connection with this Code whilst you are a Committee Member and after you have left.

F.8 You recognise that the Management Committee as a whole is accountable to its tenants and service users, and you must demonstrate this in exercising your judgement and in your decision making

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<sup>77</sup> This relates to the use of ICT, social media and networking, facilities etc., and is specific to each individual RSL.



**G Leadership:** *You must uphold our principles and commitment to delivering good outcomes for tenants and other service users, and lead the organisation by example.*

- G.1 You must ensure that our strategic aims, objectives and activities deliver good outcomes for tenants and service users. You must ensure that you make an effective contribution to our strategic leadership.
- G.2 You must ensure that our aims and objectives reflect and are informed by the views of tenants and service users.
- G.3 You must always be a positive ambassador for the organisation.
- G.4 You must participate in and contribute to the annual review of the Management Committee's effectiveness and help to identify and attain the range of skills that we need to meet our strategic objectives.
- G.5 You must not criticise or undermine the organisation or our actions in public.
- G.6 You must not criticise staff in public; any staffing related matters should be discussed privately with the Chair and/or Chief Executive.
- G.7 You must not harass, bully or attempt to intimidate anyone
- G.8 You must not use social media to criticise or make inappropriate comments about the organisation, its actions or any member of the Management Committee, staff or other partners.
- G.9 You must not act in a way that could jeopardise our reputation or bring us into disrepute<sup>8</sup>.

## **8. Breach of this Code**

- 8.1 Each member of the Management Committee has a personal and individual responsibility to promote and uphold the requirements of this Code. If any member of the Management Committee believes that they may have breached the Code, or has witnessed or has become aware of a potential breach by another member, they should immediately bring the matter to the attention of the Chair.
- 8.2 If a member is found to have breached this Code of Conduct action will be taken by the Management Committee which could result in their removal.

## **9 Acceptance**

- 9.1 All Management Committee members will be required to sign a statement annually confirming receipt of and understanding of the Code of Conduct and that they will uphold its requirements in all their activities as a Management Committee Member. They must manage and declare any personal interest and will review

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<sup>8</sup> This includes activities on social media, blogs and networking sites.

registers regularly to ensure that all entries relating to them are accurate. This will be done upon becoming a Committee member and on an annual basis following the AGM.

## 10. Reviewing process

10.1 This policy will be reviewed in line with the respective current Fyne Homes' policies, and/or where a change in legislation arises.

10.2 If there is a procedural delay in the policy revision then the relative legislation in force at the time will prevail.

Version number	Revision Date	Part of doc revised	Reason for revision	Approved by
6	31.1.17	Section 3	Updated in line with revised guidance from SFHA	Mgt Comm
7	21/1/21	none	Doc reviewed with current SFHA guidance, no changes	Mgt Comm
8	August 2021	All	Document update to reflect changes in the Code of Conduct as part of the SFHA Governance review updated in April 2021	