

## **Crouch End & District U3A (CEDu3a) Code of Conduct for Trustee Executive Committee members**

### **INTRODUCTION**

Trustee Executive Committee members work together as a team and this Code of Conduct is an agreement between the organisation and the individual trustee committee member which clarifies the standard of behaviour expected in the performance of their role.

The term 'trustee' will not be used through the rest of this document but should be considered as given whenever the term 'Committee member' is used.

Similarly the term Executive Committee is not used in full but should be considered as given whenever the Committee is referred to.

### **GENERAL**

The Committee's actions and decisions must comply at all times with Charity Law and the requirements of the Charity Commission as regulator.

Committee members:

- are expected to know, follow and promote the Principles of the u3a Movement at every opportunity.
- must always act in the best interests of CEDu3a and the u3a Movement, strive to uphold its reputation and never do anything which could bring CEDu3a or the u3a Movement into disrepute or expose it to undue risk.
- are expected to use CEDu3a's resources responsibly and only to further its stated charitable objects/purposes.
- are expected to reflect the current organisational policy of CEDu3a, regardless of whether it conflicts with their personal views.
- are expected to abide by CEDu3a's governance procedures and practices.
- must never derive any pecuniary benefit from being a Committee member and must notify the Chair of any gifts received.
- should inform the Chair before accepting an invitation to speak on behalf of the u3a.
- are expected to treat fellow committee members courteously at all times and maintain a respectful attitude towards the opinions of others.

- must respect organisational, committee and individual confidentiality at all times.
- are expected to lead on specific developmental, operational or policy areas allocated to them, or to take up an officer post if practicable.

## **SPECIFIC – COMMITTEE MEETINGS**

### *Preparation for and attendance*

Committee members are expected to study the agenda and all supporting papers prior to the meeting and strive to attend all meetings. Punctual arrival is expected at all meetings, unless exceptional circumstances apply. If a committee member fails to attend 3 consecutive meetings in person they will be required to meet together with the Chair and a Vice Chair to consider their future on the Committee, regardless of remaining length of tenure as a trustee. Discretion may be applied by the Chair with regard to the occasional joining of meetings online when circumstances dictate.

### *Conflict of Interest*

Committee members must declare a conflict or possible conflict of interest at the start of the Committee meeting or at the earliest possible opportunity. The Chair will then decide whether to exclude the member from a particular item or even from the whole meeting. In the event that the Chair has a conflict of interest, then the committee should request a Vice Chair to rule on the matter.

### *Power to make decisions*

Committee members are encouraged to work towards consensus on all issues or items discussed if at all possible. Should consensus on an issue or item not be achievable, as a last resort a final decision will be taken as a result of a majority vote in favour by those members of the committee who are Trustees and present at the time. If a majority vote is not reached, the Chair has authority to make the final decision. No committee member has the authority to act in isolation.

### *Minutes*

Decisions made by the Committee are minuted and once approved, the action points are available in summary form on the CEDU3A website.

### *Confidentiality*

In order that all Committee members feel comfortable expressing their views and ideas it is essential that everybody maintains complete confidentiality outside the Committee at all times, other than strict adherence to information freely available in summary minutes available on the CEDU3A website.

*Corporate responsibility*

No matter what individual members' opinions or voting choices are, once an item is approved by the Committee, all members must accept it as decisive and final and not comment further outside the Committee environment.

Current and new Committee members should be asked to confirm their acceptance of the Code which should be minuted.

*Non-Trustee members*

Non-Trustee members may occasionally be invited to attend meetings on an ad-hoc basis, to support the work of the Committee by inputting into debate specifically on their area of representation. They are expected to observe and conform with the other requirements of this code of conduct.

Approved by the Executive Committee on 20 May 2022