Trustees Code of Conduct

Introduction

As a trustee of the SOE, I agreed to abide by the fundamental values that underpin all activities of this organisation. All charity trustees have legal duties and responsibilities which is key to the success of the SOE. The SOE endorses the UK Charity Governance Code, we recommend all Trustees read the Charity Commission's leaflet Responsibilities of Charity Trustees (CC3a) and sign the SOE's Trustee Responsibilities and Strategic Agreement.

The directors of a charitable company (as is the SOE) are charity trustees and have duties under company law as well as charity law.

This Code of Conduct is not a list of trustees' legal duties, although many of the elements of the code are based on legal principles. The conduct and practices recommended in this Code go beyond what the law requires in some respects, but they are nevertheless fully consistent with the law.

Purpose and Development of the code

Purpose of the Code is to set out the relevant standards expected of SOE trustees in order to maintain the highest standards of integrity and stewardship, demonstrating the requirement of being a good role model with behaviours and attitude supporting our values.

To ensure that the SOE is effective, open and accountable.

To ensure a good working relationship with the Chief Executive Officer and the senior team.

The code

Trustees must act with probity and due prudence and should take and consider professional advice on anything in which the trustees do not have expertise themselves.

A trustee must administer the Society and all its assets in the interest of current, potential and future beneficiaries.

Trustees should hold themselves accountable to the Society's stakeholders, including the public, for the Board's decisions, the performance of the Board, the Professional Sector Councils (PSC's), the regions and the performance of the Society.

Except where legally authorised, trustees must not gain financial or other material benefit for themselves, their families or their friends from their trusteeship of the Society. Nor must a trustee attempt to use their status as trustee to gain customer advantage within the Society, e.g., queue-jump. The Board should ensure that there are clear written policies on claiming expenses by trustees.

A trustee must not place themself under any financial or other obligation to outside individual organisations that might influence them in the performance of their official duties.

Trustees should conduct themselves in a manner which does not damage or undermine the reputation of the Society or its the Board individually or collectively and should not take part in any activity which is in conflict with the objectives, or which might damage the reputation of the Society.

Trustees must make decisions together and take joint responsibility for them. The extent to which any one trustee, or a small group of trustees, is empowered to speak for or act on behalf of the Society or the Board must (subject to any specific constitutional rules) be a matter for all trustees to decide together. Such decisions must be recorded.

Trustees who sit on the Board as the employee or representative of a group or Society must accept that their sole responsibility is to the Society, not to their employing group or body.

Organisation values and public trust

As an organisation we strive to maintain an atmosphere of openness throughout the organisation to promote confidence of the public, stakeholders, staff, charity regulators and government.

Responsibilities

Trustees must, with the help of the Chief Executive Officer formulate and regularly review the Society's vision, values and long-term strategy as well as policies for its fulfilment.

With the assistance of the Chief Executive Officer and appropriate professional advisers, Trustees must ensure that the Society complies with regulatory and statutory requirements and must exercise overall control over the Society's financial affairs. In addition to compliance with statutory requirements, Trustees should have a commitment to the development and implementation of good practice.

Trustees must be familiar with and keep under regular review the Articles of the Society. Any changes must be made in accordance with constitutional and legal requirements.

In order to develop a working knowledge of the Society and to give themselves credibility, Trustees should endeavour to maintain links and keep in touch with the Society by regular visits to headquarters and, where practicable, to front-line services and regional groups in the UK. Unless there is a good reason to believe that the Chief Executive Officer's actions are threatening the probity of the Society, all such visits should be made by arrangement with the Chief Executive Officer.

Trustees must, upon taking office, subscribe to signing this agreement confirming their understanding and acceptance of the need for confidentiality of Board and, where applicable, PSC, discussions and decisions at all times: breaches of this confidentiality will render the trustee(s) in question liable to the Society's disciplinary process.

In the case where Trustees also sit on PSCs, it is their responsibility to understand the difference between the two roles and to ensure that no conflicts of interest arise.

Meetings of the Board of Trustees

Trustees must strive to attend all meetings regularly, ensuring they prepare for and contribute to them appropriately and effectively.

Trustees should bring a fair and open-minded view to all discussions of the Board and should ensure that all decisions are made in the charity's best interests.

Trustees must aim to foresee and avoid any conflict of interest. Where one arises, a trustee must at once declare the interest and absent themself from any discussion or vote taken on the matter by the other Trustees. Any transaction under which the trustee will benefit either directly or indirectly must have proper legal authority.

Confidential information or material (relating to users, beneficiaries, members, the Board commercial business etc) provided to, or discussed at a Board meeting must remain confidential and within the confines of the Board and must not be discussed outside the trustee body. Also, a continuing obligation for when a trustee retires/resigns.

Trustees have a responsibility to develop and ensure the maintenance of a properly constituted, balanced and competent Board, including clear procedures for selection, election, training, retirement and, if necessary, removal of trustees, and to ensure that arrangements are followed for recruiting the President, President- Elect and other Directors.

The Board

Trustees must ensure there is a clear understanding of the scope of authority delegated to the Chief Executive Officer.

Policies and strategies agreed by Trustees should be expressed in unambiguous and practical terms, so that the Chief Executive Officer and the Board responsible for implementing those policies are clear what they need to do. Directions given to the Chief Executive Officer should come from the President following discussion as appropriate with the Board as a whole. Trustees should act fairly and in accordance with good employment and equal opportunities legislation and practices as set out in the staff handbook in making decisions affecting the appointment, recruitment, professional development, retention, appraisal, remuneration and discipline of the Chief Executive Officer and other employees. Any matters concerned with any member of the staff team should be raised with the Chief Executive Officer: matters relating to the Chief Executive Officer should, in the first instance, be raised with the President who will decide how best to proceed.

Trustees must understand, accept and respect the difference in roles between the Board, the Chief Executive Officer and the staff team ensuring that the Officers, the Board, the Chief Executive Officer and the staff team work effectively and cohesively for the benefit of the Society, and develop a mutually supportive and loyal relationship.

Having given the Chief Executive Officer delegated authority, Trustees should be careful – individually and collectively – not to undermine it by word or action.

Voluntary commitment statement

The Code of conduct has been updated to ensure the organisation is able to uphold standards. In doing so we will raise the level of trust and confidence through positive contributions in the advancement of the engineering.

We expect all members to uphold the reputation of the Society and the reputation of the profession. There are disciplinary policies and procedures in place to maintain these professional standards.

The purpose of the Code of Conduct is to assist members in dealing with the demands on business and any concerns that may arise. As an organisation, we are always willing to support our members who have concerns relating to aspects of conduct and offer guidance as appropriate.

Managing difficult situations

The purpose is to assist volunteers to be able to respond effectively to challenging situations and behaviours in adults, should the situation arise.

The understanding of the perceived challenging behaviour is behaviour we find unacceptable in some way. Behaviour becomes unacceptable when it hurts or undermines others or is socially inappropriate in a damaging way to other people or to a project themselves regardless of their intention. Examples of such behaviour include: -

verbal abuse, sarcasm, intimidation, inappropriate body language, bad language, language that can undermine other people's self-esteem, silence, actively ignoring people or disengagement, abuse or inappropriate comments through verbally or email or social media

Volunteers will have the opportunity to understand what acceptable and unacceptable behaviour is within our organisation.

If this behaviour is reported it will be investigated in accordance with the policies and procedures of the SOE.

What happens if I don't follow the code

Where a Trustee breaches of any part of this code may result in their removal from the trustee board.

Should procedures be put in motion that may result in being asked to resign from the board, there will firstly be an opportunity to be heard. In the event that the Trustee is asked to resign from the board, there will be acceptance of the majority decision of the board and resign at the earliest opportunity.