

CODE OF CONDUCT

This Code of Conduct applies to members of the Board of Christchurch BID Ltd. All Directors have legal duties and responsibilities under company law (Companies Act 2006).

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

PURPOSE OF THE CODE

To set out the relevant standards expected by Directors of Christchurch BID Ltd in order to maintain the highest standards of integrity and stewardship; to ensure that the organisation is effective, open and accountable; and to ensure a good working relationship with any officer and sub-contractor.

THE CODE

General

1. Directors must act with probity, due prudence and should take and consider professional advice on anything in which the Board do not have expertise themselves.
2. Directors must administer Christchurch BID Ltd and all its assets in the interest of current, potential, and future beneficiaries.
3. Directors should hold themselves accountable to Christchurch BID Ltd stakeholders including to the public for the Board's decisions, the performance of the Board and the performance of Christchurch BID Ltd as a whole.
4. Except where legally authorised, Directors must not gain financial or other material benefit for themselves, their families or their friends. Nor must a Director attempt to use his/her status as Director to gain customer advantage within Christchurch BID Ltd e.g. queue jump. The Board should ensure that there are clear written policies on the claiming of expenses by Directors.
5. Directors must not place themselves under any financial or other obligation to outside individual organisations that might influence their performance of official duties with the company.
6. Directors should conduct themselves in a manner which does not damage or undermine the reputation of Christchurch BID Ltd, or its staff individually or collectively and should not take part in any activity which is in conflict with the objects or which might damage the reputation of Christchurch BID Ltd. This includes conduct on social media and all communication regarding the Christchurch BID Ltd should be via the BID Manager and the Christchurch BID Ltd official communication channels only.
7. Directors must make decisions together and take joint responsibility for them. The extent to which any one Director or a small group of Directors are empowered to speak for or take action on behalf of Christchurch BID Ltd or the Board must (subject to any specific constitutional rules) be a matter for all Directors to decide together. Such decisions must be recorded.



Responsibilities

8. Directors must, with the help of any officer, formulate and review regularly Christchurch BID Ltd's vision, values and long-term strategy as well as Christchurch BID Ltd policies and procedures.
9. With the assistance of any officer and appropriate professional advisers, Directors must ensure that Christchurch BID Ltd complies with regulatory and statutory requirements and must exercise overall control over Christchurch BID Ltd's financial affairs. In addition to compliance with statutory requirements, Directors should have a commitment to the development and implementation of good practice.
10. Directors must be familiar with and keep under regular review the rules and constitution of Christchurch BID Ltd. Any changes must be made in accordance with constitutional and legal requirements.
11. In order to develop a working knowledge of Christchurch BID Ltd and to give themselves credibility, Directors should endeavour to maintain links and keep in touch with Christchurch BID Ltd by regular visits and where practicable to front line services. Unless there is a good reason to believe that any officer or sub contractor's actions are threatening the probity of Christchurch BID Ltd, all such visits should be made by arrangement with them.
12. Directors must aim to foresee and avoid any conflict of interest. Where one arises, a Director must at once declare an interest and absent themselves from any discussion or vote taken on the matter by the other Directors. Any transaction under which a Director will benefit either directly or indirectly must have proper legal authority. Directors must update the BID office with an up to date list of all businesses, community groups or Boards they currently serve on to make sure no conflict of interest arises.
13. Directors will ensure a local voice on the key issues that affect people who use Christchurch BID Ltd services. They will use evidence based on real experiences to highlight issues and trends and raise these at the highest levels. They will ensure that Christchurch BID Ltd will actively seek views from all sections of the community – not just from those who shout the loudest, but especially from those who sometimes struggle to be heard.

Meetings of the Board

14. Directors must strive to attend all BID Board meetings, General Meetings and the AGM, ensuring they prepare for and contribute appropriately and effectively.
15. Directors should bring a fair- and open-minded view to all discussions of the Board and should ensure that all decisions are made in the company's best interests.
16. Confidential information or material (relating to users, beneficiaries, members, staff, 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 Director body. If a Director were found to be leaking confidential information this would be classed as cause for the Board to request that Director's resignation.



Staff

17. Directors must ensure there is a clear understanding of the scope of authority delegated to any officer.
18. Policies and strategies agreed by Directors should be expressed in unambiguous and practical terms, so that all responsible for implementing those policies are clear about what they need to do. Directions given to the staff should come from the Board as a whole.
19. Directors should act fairly and in accordance with good employment practice and equal opportunities principles in making decisions affecting the appointment, recruitment, professional development, appraisal, remuneration and discipline of staff.
20. Directors must understand, accept and respect the difference in roles between the Board, the officers and sub-contractors, and work effectively and cohesively for the benefit of the organisation, and develop a mutually supportive and loyal relationship.
21. Having given any delegated authority Directors should be careful - individually and collectively - not to undermine it by word or action.
22. All Directors must follow the Nolan Principles -
 - a. Selflessness – Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.
 - b. Integrity – Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.
 - c. Objectivity – In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
 - d. Accountability – Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
 - e. Openness – Holders of public office should be as open as possible about all the decisions and actions they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
 - f. Honesty – Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
 - g. Leadership – Holders of public office should promote and support these principles by leadership and example.
23. All meetings will follow the Chatham House Rules, under which participants are free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed.
 - Board Meetings are classed as private and confidential and topics of discussion cannot be discussed outside of the designated Board without prior agreement within a Board meeting.

Signed:

Date:

Name in capitals:

