

## Code of Conduct

As a trustee of Pembrokeshire Association of Community Transport Organisations (PACTO), I

Trustees as signed overleaf  
agree to abide by the fundamental values that underpin all the activities of PACTO and the terms of this Code of Conduct.

This Code of Conduct applies to all trustees and all meetings of the PACTO Trustee Board and related Sub-Committees.

Honesty and integrity will be the hallmarks of all conduct when dealing with fellow trustees and staff of PACTO, and equally when dealing with individuals and institutions outside of PACTO. PACTO endeavours to maintain an atmosphere of openness to help ensure that stakeholders, such as PACTO members, service users, funders, staff, charity regulators and the public have confidence in PACTO. Everything that PACTO does should be able to stand the test of scrutiny by the public, the media, charity regulators, members, stakeholders, funders, legislators and the courts.

### Law and policies

I will not break the law or breach charity regulations in any aspect of my role of trustee. I have access to a copy of the Memorandum and Articles of Association of PACTO and shall act in accordance with the same at all times.

I will abide by the policies of PACTO, and will have regard to Nolan's seven principles of public life: namely selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

### Board and Subcommittee meetings

I will strive to embody the principles of leadership in all my actions, and live up to the trust placed in me by PACTO.

I will abide by the Board governance procedures and practices of PACTO.

I will strive to attend all PACTO Board and Subcommittee meetings that I have agreed to attend, giving apologies (with reason for absence) ahead of time to the Chair if unable to do so. I understand that following three consecutive (un-notified) absences then I will be deemed to have automatically vacated my office. I also understand that if I fail to attend any three meetings of the PACTO Board or subcommittee without having given a reasoned apology ahead of that meeting then I may be removed from the PACTO Board or sub-committee as appropriate.



I will play an active role in PACTO's Board and subcommittee meetings, having spent due time studying and digesting the agenda and other information sent to me in preparation for the meeting, and I shall be prepared to debate and vote on agenda items during such meetings.

If I feel that it is necessary for trustees to obtain advice and assistance to enable them to reach a decision, I will discuss this with the Manager or relevant PACTO Staff ahead of the meeting, so that he/she may seek and provide relevant advice and information as appropriate.

When reaching decisions regarding the business of PACTO, I will do so on the merits of the circumstances, and whilst acting in the best interests of PACTO and its present and future beneficiaries. I will also have regard to this Code of Conduct and any relevant advice provided by PACTO Staff.

I will respect the authority of the Chair and his/her role as meeting leader.

I will engage in discussions, vote according to procedure and maintain a respectful attitude toward the opinions of others while making my voice heard.

I will accept a majority vote on an issue as decisive and final, and accept collective responsibility for decisions made by PACTO's Board and/or subcommittees. I will ensure all decisions are recorded accurately in minutes and communicated to staff, other stakeholders and the public in a unified manner.

### **Confidentiality**

I will respect organisational, Board and individual confidentiality.

I will observe the Data Protection Policy adopted by PACTO.

I will not disclose confidential information or information which should reasonably be regarded as being of a confidential nature, without the express consent of a person authorised to give such consent, or unless required by law to do so.

I understand that all information relating to grant applications, funding arrangements, tender bids and contracts should reasonably be regarded as confidential.

I will not prevent any person from gaining access to information to which that person is entitled by law.

### **Improving governance**

I will participate in the induction, training and development activities for trustees arranged by PACTO from time to time. If I feel that I require further guidance, or that training in my role is required, it is my responsibility to raise this matter with the Manager as appropriate.

I will seek ways to improve Board governance practice, sharing good practice and raising issues which I believe are of relevance to PACTO.

I will support the Manager in his/her executive role and, with my fellow board members, seek development opportunities for him/her.

### **Upholding the good name and values of PACTO**

I will not speak as a PACTO Trustee to the media or in a public forum without prior knowledge and approval of the Manager or Chair. Should I speak to the media or in a public forum as a PACTO Trustee without such prior approval, I shall inform the Manager or Chair of that communication as soon as practicable.

When speaking as a PACTO Trustee, my comments will reflect current organisational policy even when these do not align with my personal views. When speaking as a private citizen I will strive to uphold the reputation of PACTO, its staff and its trustees, and I will not do anything which might compromise impartiality.

I will not break the law, breach charity regulations or act in disregard of organisational policies in my relationships with fellow trustees, staff, members, service recipients, grant applicants, contractors or anyone else that I come into contact with in my role as a PACTO Trustee. In particular, I will discharge my duties and responsibilities with regard to the principle that there should be equality of opportunity for all people, regardless of their gender, race, disability, sexual orientation, age or religion.

I will not make vexatious, malicious or frivolous complaints against other trustees or members of PACTO, or anyone who works for or on behalf of PACTO.

I will strive to establish respectful and courteous relationships with all those with whom I come into contact in my role as a PACTO Trustee. I will show respect and consideration for others, and not bully or harass any person.

### **Registration and conflicts of interests**

I will always strive to act in the best interests of PACTO, and avoid situations where there may be a potential conflict of interest.

I will declare my interests in the prescribed form to PACTO upon appointment, and annually when requested thereafter, notifying the Manager in writing of any change whenever that change arises. I understand that this information will be recorded in the Register of Interest maintained by the Manager of PACTO, and will be open to public inspection.

I will observe the provisions set out in the Memorandum and Articles of Association of PACTO, and abide by the terms of the Conflict of Interest Policy adopted by PACTO.

### **Personal gain**

I will not receive any financial or non-financial advantage or benefit from my role as a PACTO Trustee which is not explicitly authorised by the Charity Commission or the Memorandum and Articles of Association of PACTO, nor will I permit others to do as a result of my actions or negligence.



I will not exert any influence to receive any preferential treatment for myself, my family, or any connected person or organisation as defined by the PACTO's Conflict of Interest Policy.

I will document expenses and seek reimbursement according to procedure. I will not accept substantial gifts or hospitality without prior consent of the Chair, in accordance with PACTO's Anti-bribery, gifts and hospitality policy.

I will use organisational resources responsibly, when authorised, in accordance with procedure.

#### **Leaving the Organisation**

Notwithstanding the provisions in PACTO's Articles of Association regarding the election and appointment of Trustees, I understand that the PACTO Board may remove me from being a trustee if:

- it considers me incapable of carrying out my duties; or
- I am absent from any three meetings of the WCVA Board or subcommittee in a twelve month period without good reason; or
- I breach the provisions of this Code of Conduct.

Should I resign from the Board I will inform the Chair in advance in writing, stating my reasons for resigning.

Signed *Aaron Damer*

Dated

*R. J. Deary*  
*Samuel Ems*

*R. A. Me*  
*Jaune Perkins*  
*Benyl Thomas - Cleaver*

12/9/16