

The Gardeners Rest Community Society Ltd
Code of Conduct for Board Members and Staff

Contents

Introduction

Definition of terms

| | |
|----|---|
| 01 | General responsibilities |
| 02 | Conflicts of interest |
| 03 | Bribery, gifts and hospitality |
| 04 | Funds and resources |
| 05 | Confidentiality |
| 06 | Respect for others |
| 07 | Relationship between board members, and staff |
| 08 | Health, safety and security |
| 09 | Conduct at meetings |
| 10 | Representing the organisation |
| 11 | Reporting concerns |
| 12 | Consequences of breach |

Introduction

The Gardeners Rest is a community run pub in Neepsend, Sheffield. Owned by over 400 investors, the Gardeners prides itself on the high quality of its beer and its regular arts and community events.

In June 2016, the Gardeners Rest was unofficially put onto the market for sale. A small number of regulars established the Gardeners Rest Community Society (GRCS) with the aim of inviting like-minded people to invest in the society so that it could buy the pub and bring it into community ownership. It was decided by the Interim Directors of the Society to launch a Community Share Issue to raise the required funds.

A minimum target for our share issue was set at £100,000. At the close of the share offer we'd raised £237,600 with a total number of 382 investors. Highlighting the local enthusiasm for the campaign, 48% of investors invested the minimum amount of £100. The membership comes from all over the world, but is predominately focused in Sheffield and its surrounding area.

Subsequent to the closing of the share offer, and with the financial support of the Plunkett Foundation and Key Fund, the GRCS was in a position to purchase the pub and has been running it as a community owned pub since October 2016 and bought the building and fittings in October 2017.

Definition of terms

The Gardeners Rest Community Society Limited – (GRCS) is registered under the law - Community Benefit Society Act 2014 for the benefit of the community, to advance and apply profit for the GRCS purpose and not for private gain.

Staff Member or Member of Staff means an employee (both temporary and permanent), contractor or volunteer employed by or working for GRCS.

Board Member means elected by the Members of GRCS at the GRCS AGM or co-opted by the Board.

The Members of the Society are the shareholders whose names are listed in its Register of Members.

The main principles of the code

- 1** **General responsibilities:** You must fulfil your duties and obligations responsibly, acting at all times in good faith and in the best interests of the GRCS.
- 2** **Conflicts of interests:** You must take all reasonable steps to ensure that no undeclared conflict arises, or could reasonably be perceived to arise, between your duties and your personal interests, financial or otherwise.
- 3** **Bribery, gifts and hospitality:** You must not offer, seek or accept bribes or inducements to act improperly or corruptly. You must not seek or accept gifts, hospitality or other benefits from individuals or organisations that might reasonably be seen to compromise your judgement or integrity or place you under an obligation to those individuals or organisations.
- 4** **Funds and resources:** You must not misuse the GRCS's funds or resources.
- 5** **Confidentiality:** You must handle information in accordance with the law which includes the General Data Protection Regulation and the Data Protection Act 2018 and the Safeguarding Vulnerable Groups Act 2006.
- 6** **Respect for others:** You must treat others with respect at all times.
- 7** **Relationship between board members, and staff:** Board Members and staff must maintain a constructive professional relationship based on a sound understanding of their respective roles.
- 8** **Health, Safety and Security:** Your conduct must not endanger the health, safety or security of yourself or others.
- 9** **Conduct at meetings:** Your conduct at board and other meetings must meet a high standard of integrity, commitment and courtesy.
- 10** **Representing the organisation:** In representing the organisation at external events, in dealings with outside bodies and on all forms of online social media you must uphold and promote the organisation's values, objectives and policies.
- 11** **Reporting concerns:** You must report any reasonable and honest suspicions you may have about possible wrongdoing.
- 12** **Consequences of breach:** You must adhere to this code and be aware of the consequences of breaching it.

1 General responsibilities

Main principle

You must fulfil your duties and obligations responsibly, acting at all times in good faith and in the best interests of the GRCS.

Provisions

1i You must comply with the law, your terms of appointment and the GRCS policies and procedures relating to your role.

You are expected to exercise your independent judgment in carrying out your role for the organisation, and not to act on the instructions of any other group or body.

1ii You must not conduct yourself in a manner which could reasonably be regarded as bringing the GRCS into disrepute. This includes membership of, or participation in, activities organised by groups or organisations whose values are inconsistent with the organisation's (for instance, racist organisations) which could create reasonable doubt in your ability to comply with the GRCS values and this code.

1iii You must not bring the GRCS's name into disrepute or affect its integrity by your actions or words, either within the organisation or outside. This includes the use of, or entries on, social networking sites (such as Facebook, Twitter, YouTube and others).

This includes making derogatory comments about the GRCS, its Board Members, Staff, Volunteers, Work Placements, Partners, Members or other service users; either in person or in writing or via any web-based media such as a personal blog or other site. This also applies if you do not name the GRCS but where its identity can reasonably be inferred, or where you use a pseudonym but your identity can reasonably be inferred.

If you have a genuine concern about possible wrongdoing, you must report it to the appropriate senior person within the GRCS (Chair of the Board or other Board Member).

1iv You must not act in a way that unjustifiably favours or discriminates against particular individuals, groups or interests.

1v You must not misuse your position, for example, by using information acquired in the course of your duties for your private interests or those of others.

1vi You must respect the principle of collective decision-making and corporate responsibility. This means that once the board has made a decision you must adhere to that decision.

1vii Where you engage in any political or campaigning activity that might conflict with the position of the GRCS, you must bear in mind the implications that this may have for the GRCS. You must make clear the distinction between your role and any other such activity, and consider whether any such activity creates a conflict of interests.

Board members

- 1viii** If you take up new employment or appointments during your term of office on the board, you must make any necessary declaration of interest. Any such work or position must not interfere with your role as a board member. Board members intending to stand for political office must discuss the matter with the chair.

Staff members

- 1ix** You must consult your manager before taking on any outside work or any position, paid or unpaid. Any such work or position must not interfere with your existing job or conflict with the interests of your job or the organisation. Members of staff intending to stand for political office must discuss the matter with their line manager.

2 Conflicts of interests

Main principle

You must take all reasonable steps to ensure that no undeclared conflict arises, or could reasonably be perceived to arise, between your duties and your personal interests, financial or otherwise.

Provisions

- 2i** You must comply with the GRCS rules for declaring, recording and handling conflicts of interest. Amongst other things, these require you to declare any private interests which may, or may be perceived to, conflict with the duties of your role.
- 2ii** You must not be involved in the appointment of staff where you are related, or are closely connected, to an applicant. You must declare any such relationship to the appropriate person. You must not be involved in decisions relating to discipline, promotion, pay or benefits for any member of staff to whom you are related or closely connected.
- 2iii** You must not be involved in the appointment of a contractor or supplier where you are closely connected to an organisation or individual applying or tendering for a contract. You must declare any such relationship with an existing or potential contractor to the appropriate person (this would be the Chair or Secretary if you are a board member). You must not be involved in establishing the terms of a contract, or its ongoing monitoring and management, where you are related, or closely connected, to the contractor or supplier.
- 2iv** You should where possible avoid using the organisation's contractors and suppliers (other than utility providers and banks) for private purposes, and if you have a good reason for needing to use one of our contractors you must comply with our policy on this, and you must get approval from the Board before you use them. You must not ask for or receive a favourable service as a result of your connection with the organisation.

3 Bribery, gifts and hospitality

Main principle

You must not offer, seek or accept bribes or inducements to act improperly or corruptly. You must not seek or accept gifts, hospitality or other benefits from individuals or organisations that might reasonably be seen to compromise your judgement or integrity or place you under an obligation to those individuals or organisations.

Provisions

- 3i** You must comply with the law and the GRCS rules in relation to:
- (a) bribery and corruption; and
 - (b) the giving, receipt, approval and recording of gifts and hospitality.
- 3ii** You must not canvass or seek gifts or hospitality or other benefits.
- 3iii** If you are offered gifts or hospitality by anyone outside the organisation, they should either be declined, or prior approval sought from the Board for their acceptance. The only exceptions are gifts of token value or modest hospitality given in connection with normal work meetings.

4 Funds and resources

Main principle

You must not misuse the GRSC's funds or resources.

Provisions

- 4i** You must not misuse GRCS funds and resources. 'Resources' includes staff, information, telephone, computer and other IT facilities, equipment, stationery and transport.
- 4ii** You must ensure that the organisational funds and resources entrusted to you are used efficiently, economically and effectively.
- 4iii** You must comply with the GRCS's rules regarding procurement, ensuring value for money and fairness in decision-making.
- 4iv** You must take reasonable measures to protect the organisation's funds, resources, property and assets from theft, damage and misuse.
- 4v** Where you make any use of the GRCS's information technology systems, you must comply with the law relating to the acceptable or unacceptable use of email, intranet and internet services. Amongst other things, the law prohibits access to certain material, and the use of unauthorised or unlicensed software.
- 4vi** You must claim reimbursement only for expenditure that was properly and reasonably incurred in carrying out the GRCS's business.
- 4vii** You must not receive any payment or other benefit from the GRCS unless this has been properly authorised. If you are a Board member, this must be authorised in accordance with the GRCS's constitution (Chair of the Board or other Board Member). If you are a member of staff, you will be entitled to remuneration and benefits in accordance with your contract of employment

5 Confidentiality

Main principle

You must handle information in accordance with the law which includes the General Data Protection Regulation and the Data Protection Act 2018 and the Safeguarding Vulnerable Groups Act 2006.

Provisions

- 5i** You must comply with the provisions of the General Data Protection Regulation and the Data Protection Act 2018 and any other applicable law which governs the protection of personal data. All personal data held about Board Members, staff, volunteers, work placements and other service users, whether on paper or electronically is subject to the provisions of the Act.
- 5ii** You must not disclose without authority any confidential business information. This duty continues to apply when you relinquished your position.
- 5iii** You must not, without permission, pass or distribute to the press or media or any other external recipient(s) information or materials relating to the GRCS..
- 5iv** In your capacity as a Board Member or staff member, you must not, without prior authority:
- (a) appear to represent the views or position of the GRCS;
 - (b) write letters to the press or other recipient(s);
 - (c) write media articles, blog posts or tweets etc., about the GRCS and its activities;
 - (d) make comments or statements to the media – if approached you must pass the enquiry to the appropriate person.
- 5v** You must not prevent another person from gaining access to information to which they are entitled by law.

6 Respect for others

Main principle

You must treat others with respect at all times.

Provisions

- 6i** You must comply with the law relating to equality and diversity. Equality laws prohibit discrimination on grounds including age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex and sexual orientation and impose positive duties to eliminate unlawful discrimination and promote equality.
- 6ii** You must not harass, bully or attempt to intimidate any person.
- 6iii** You must not display materials in the workplace which other people might reasonably find offensive or use language which board or work colleagues or customers might reasonably find offensive.

7 Relationship between Board Members and Staff

Main principle

Board members, and staff must maintain a constructive, professional relationship based on a sound understanding of their respective roles.

Provisions

Board members

- 7i** You have a duty of loyalty and support towards the GRCS and this must be reflected in a constructive, professional relationship with its staff.
- 7ii** In your dealings with staff, formally and informally, you must set an example by demonstrating the highest standards of integrity and ethics and your alignment with the values objectives of the GRCS.
- 7iii** Where it is necessary to raise issues of poor staff performance at a formal meeting, these must be raised in a constructive way, aimed at getting things right in future, and not at criticising individuals. Any concerns about the performance of individuals must be discussed in confidence with the Chair of the Board and other Board Members.
- 7iv** You must avoid inappropriate personal familiarity with members of staff.
- 7v** You must not ask or encourage a member of staff to act in any way which would conflict with compliance with this code.

Staff members

- 7vi** If your work brings you into contact with the Board you must:
 - (a) take direction from the board.
 - (b) respond constructively to questioning or challenge;
 - (c) respond willingly to requests for information.
- 7vii** You must avoid inappropriate personal familiarity with board members.
- 7viii** You must not use informal channels to lobby or influence board members on matters of the GRCS business.
- 7ix** You must not knowingly mislead the Board. In presenting information you must set out the facts and relevant issues truthfully.

8 Health, Safety and Security

Main principle

Your conduct must not endanger the health, safety or security of yourself or others.

Provisions

8i You must comply with the law regarding policies on smoking and on the use of alcohol, illegal drugs and other substances.

8ii Everyone involved in the Gardeners Rest is expected to:-

- Take reasonable care of your own and other people's Health and Safety.
- Co-operate with the Board and its representatives on Health and Safety.
- Follow guidance and any other training you have received.
- Tell an appropriate person if you think something is putting anyone's Health and Safety at risk.

9 Conduct at meetings

Main principle

Your conduct at meetings must show respect for all, and comply with the GRCS's standards.

Provisions

- 9i** You must be courteous to all other attendees, and respect the position of the meeting chair.
- 9ii** You must not use threatening or aggressive behaviour, or act in a disruptive way.
- 9iii** You must not attend meetings while intoxicated or under the influence of drugs.
- 9iv** Once the Board Members has properly reached a decision, you must adhere to that decision, even where you had not supported it. If you wish to state publicly that you do not agree with a decision you must make it clear that this is your personal view and not the view of the Board, and you must not make any statements which might reasonably be expected to damage the reputation of the GRCS, or to breach any obligation of confidentiality.

10 Representing the organisation

Main principle

In representing the GRCS at external events, in dealings with outside bodies and on all forms of online social media you are an ambassador for the GRCS and must uphold and promote its values, objectives and policies.

Provisions

- 10i** You must not become involved in, or be seen to endorse, any activity that may bring the GRCS into disrepute. This includes but is not limited to illegal, immoral, racist or other discriminatory activity.
- 10ii** In engaging in activities which promote the work of the GRCS to the outside world, you must demonstrate commitment to the GRCS and support for its values, policies and goals.

11 Reporting concerns

Main principle

You must report to the appropriate senior person (Chair of the Board) within the GRCS any reasonable and honest suspicions you may have about possible wrongdoing.

Provisions

- 11i** If you are aware of potentially dishonest or fraudulent activity, or material breaches of this code – by board members, staff or others – you must report it to the appropriate senior person within the GRCS.

- 11ii** If you believe that you are being required to act in a way which conflicts with this code, you must report it to the appropriate senior person within the GRCS.

12 Consequences of breach

Main principle

You must adhere to this code and be aware of the consequences of breaching it.

Provisions

Board Members

12i Failure to follow this code may damage the GRCS and its work. Alleged breaches will be referred to the Chair of the Board. The appropriate sanctions for a breach of this code by a Board Member could include removal from the board.

Staff

12ii Failure to follow this code may damage the GRCS and its work and so will be viewed as a disciplinary matter and will be dealt with by the Chair of the Board. The appropriate sanctions for a breach of this code by a member of staff could include dismissal.