

RBH REPRESENTATIVE BODY OF CONDUCT



A. Introduction and Background

This Code of Conduct applies to all members of the Representative Body. Its purpose is to outline the appropriate conduct for Representatives and deals with what they will do as a Representative and how they must behave. The Code of Conduct also affirms the Society's commitment to the highest standard of governance.

There are separate Codes of Conduct for the Board and for employees.

B. Governing Principles

Rochdale Boroughwide Housing (RBH) is committed to conducting its business in an open, proper and accountable manner with a clear decision making and delegation process consistent with the requirements of statute and best practice.

The Society's business will always be legal. The Society is committed to strict compliance with those laws and regulations which govern its business activities.

Unless there are reasons of confidentiality, information about the Society, its policies and procedures, areas of operation, management, its Board and Representative Body and employees and minutes of Board and Representative Body meetings will be made available to members and where appropriate to the public.

C. Functions of the Representative Body

The Representative Body represents Members and wider interests of the community in the governance of the Society's affairs.

Representatives must:

- act in the best interests of RBH at all times;
- follow RBH's rules;
- support RBH's purpose and objects;
- contribute to the work of the Representative Body in order for it to fulfil its role and functions as defined in RBH's rules;
- acknowledge that outside of Representative Body meetings a Representative has no more rights and privileges than any other Member of RBH, and act accordingly;
- recognise that Representatives are not managers, and the functions of the Representative Body are not managerial;
- attend training agreed by the Representative Body as appropriate to their role as Representatives.

D. Duties of Representatives

In general, the duties of Representatives are:

- The duty to act within powers – a Representative must act in accordance with the rules and only exercise powers for the purpose for which they are conferred;
- The duty to promote the success of the Society – a Representative must act in the way he/she considers, in good faith, would be most likely to promote the success of RBH for the benefit of its members as a whole and in doing so must have regard to a number of statutory factors;
- The duty to exercise independent judgement;
- The duty to exercise reasonable care, skill and diligence;
- The duty to avoid conflicts of interest – a Representative must avoid a situation in which he/she has, or can have, a direct or indirect interest that conflicts, or may possibly conflict, with the interests of the business;
- The duty to declare an interest in proposed transactions or arrangements – if a Representative is in any way directly or indirectly interested in a proposed transaction or arrangement with RBH, he/she must declare the nature and extent of that interest to other members of the Representative Body;
- The duty not to accept benefits from third parties – a Representative must not accept a benefit from a third party conferred by reason of his/her being a Representative Body member or his/her doing (or not doing) anything as a Representative Body member.

E. Register of Interests

All Representatives must complete a declaration of interests form on which they must declare any interests they may have which might affect or influence them in the carrying out of their role. Any new interests must be declared to the Secretary in writing and all Representatives must confirm their entry each year. The purpose of the register of interests is to protect both RBH and individuals by ensuring and demonstrating openness and transparency.

F. Conflicts of Interest

If a Representative has a personal interest or involvement in a matter to be discussed or decided upon by the Representative Body, they must declare it and the declaration must be recorded in writing. Having a personal interest or involvement means a Representative having some personal connection with the matter to be discussed, which might cause other people to think that it could affect the way the Representative viewed the matter. The Representative Body will then determine whether and the extent to which that Representative may attend, participate in debate or vote on that matter. All actual or potential conflicts of interest must be openly declared and properly resolved.

Representative's private and personal interests must not influence their decisions and they must not use their position to obtain personal gain of any sort or gain for friends, family or associates.

The Governance Team will maintain a Register of Interests. This will be held securely by the Secretary and will be open to public inspection. The Secretary may exclude potentially sensitive information. Representatives nominated by external bodies must declare that as an interest in the register.

G. Receipt of Gifts and Hospitality

The receipt of gifts and hospitality are subject to restriction and any that are offered must be declared and recorded by the Secretary.

Reasonable small tokens and hospitality, such as calendars, pens, a lunch when attending training etc, may be acceptable provided that they do not place the recipient under any obligation, are not recurring or systematic and are not capable of being misconstrued. Representatives will not place themselves under an obligation that might influence, or be perceived to influence, the conduct of their duties.

Representatives must only accept hospitality of a modest nature such as a working lunch or a general invitation to attend a sponsored event. Events to which Representatives are invited through RBH do not need to be declared. Hospitality must not be accepted which is lavish in nature, such as free travel, hotel accommodation etc.

No hospitality can be accepted if it is likely to affect the impartiality of the Representative Body in carrying out the business of the Society. Hospitality from a company or society in the process of bidding or tendering for work must be refused.

Any gift which is offered to a Representative, but is intended for the Society must be referred to the Secretary who will decide if the gift can be accepted. The Secretary must ascertain that in accepting the gift this cannot be perceived as a way of exerting improper influence over the Society. The Secretary will decide on how organisational gifts shall be distributed. A full record of all gifts, whether they have been accepted or declined, will be recorded.

A gift of more than £20 must be refused.

All gifts and hospitality, whether accepted or not, must be reported, using the appropriate form, to the Secretary, together with the name of the donor, for inclusion on the gifts and hospitality register. The register of gifts and hospitality will be made available for inspection by members on request.

H. Media, including social media

If a Representative speaks to the media, they should make it clear that they are speaking as an individual tenant or employee Representative and the views expressed are given in a personal capacity and do not represent the views of the Representative Body or RBH. If a Representative is to speak to the media in an official capacity, they will be briefed in advance on how to deal with any specific issues. This includes face to face, in writing, social media and over the phone. If a press statement is required on a particular subject, this will be prepared by the Marketing and Communications team, in consultation with the relevant Representative to whom it may be attributed (if applicable).

Representatives must not disclose anything confidential that they know only through their capacity as a member of the Representative Body. If a Representative is unsure if something is confidential, they must always err on the side of caution and seek advice from the governance team.

When using social media, any posts may be seen not just by friends and acquaintances, but also by their friends and are easily passed onto a wider online audience, including the press. Once online, it is very hard to remove something that is in the public domain.

Any statements posted on social media or made to the press which are derogatory in any way to RBH may breach this code of conduct and may potentially result in disciplinary procedures being brought against the Representative involved.

However, criticism of RBH or publicly dissenting from a majority decision by the Representative Body is permissible.

If Representatives do post on social media sites, they shall make it clear when making statements concerning RBH that these are the individual's own views and not those of RBH. Representatives are encouraged to use social media to promote the work of RBH.

I. Conduct and Probity

In all meetings, Representatives must behave with the highest standards of conduct, comply with any relevant legislation, respecting other people and in accordance with RBH's published policies. Representatives must consider the issues before them in an objective manner and at all times remain independent in their views. Any Representative obstructing the business of a meeting of the Representative Body will be removed from that meeting.

Any person wishing to address the meeting, whether a Representative, a Board Member, a guest speaker, an employee or Member of the Society, will only be allowed to do so at the invitation of the Chair.

J. Confidentiality

Confidential information includes information relating to the business, policy, organisation, management, operations, development, marketing, customers, suppliers, financial affairs, personnel and employment matters of the Society and other information directly or indirectly relating to the business of the Society and not generally known to the public.

All Representatives must maintain the confidentiality of such information and must not provide such information to third parties unless they are entitled to receive it.

All Representatives must comply with RBH's Confidentiality Policy.

K. Openness

The Representative Body will conduct their dealings with Members and the public in an open and responsive way. That is, meetings will be open to Members and reports and minutes of the meetings will be published. The Representative Body will ensure that its decisions which are responses to concerns or issues raised by Members are published so that the Representative Body's responsiveness is widely known.

The Representative Body will each year publish a report detailing its activities for the last year and progress against the approved membership strategy. The Representative Body reports will be presented to the wider membership at the Annual Members Meeting.

L. Speaking Up

Representatives must promote and support this Code of Conduct by leadership and example. Any Representatives who know, or has suspicions, of any breaches of this Code of Conduct must report such matters promptly to the Chair of the Representative Body, the Chief Executive and the Secretary, in line with the disciplinary procedures.

M. Equality and Diversity Statement

RBH recognises that our members, tenants, employees, Representative Body members and partners come from many diverse backgrounds, bringing with them different experiences and needs.

The Representative Body recognise that some people experience discrimination, harassment and victimisation which can be as a result of, amongst other factors, their age, disability, ethnicity, race or national origin, gender identity, sexual orientation, religion or belief. We also acknowledge that some people face multiple forms of discrimination.

The Representative Body will work towards eliminating discrimination and promoting equality of opportunity. RBH aims for all members, tenants, employee, Representative Body members and partners to be valued and respected and their differences valued.

N. Remuneration

The position of a Representative Body member is an unpaid positions, however, reasonable expenses will be reimbursed. For further details, please see the Representative Body Expenses Policy.

O. Investigating Breaches and Complaints

To protect the integrity of the Representative Body and the reputation of RBH, all complaints and alleged breaches of this Code of Conduct will be investigated in accordance with the Disciplinary Procedure for Representative Body.

The Chair of the Representative Body, along with the Secretary, will investigate alleged breaches of this code. A meeting of the Disciplinary Panel will be convened when it is considered that there is a case to be answered. Full details on how the disciplinary procedure shall operate are contained within the Representative Body Disciplinary Procedure.

Annex:

A - Disciplinary Process for Representative Body members