

Approved by:	Board	Date of Approval:	05 July 2021
Date of Next Review:	July 2026	Document Owner:	Company Secretary
SMT Approval Date:	N/A	Version Number:	V1

Aim

BHT Sussex recognises the need to set and achieve high standards of conduct for its Board of Trustees (the Board), members and employees. The NHF Code of Governance has been adopted and compliance is reported annually. The aim of this Code is to ensure that:

- Board of Trustees maintain the highest standards of probity and conduct
- Board of Trustees always act, and are seen to act, in the best interest of BHT Sussex, and that actual and potential conflicts or dualities of interest are openly declared and properly resolved
- The Board receive no personal benefit or preferential treatment because of their role
- Bribery and corruption are prevented
- The Board adopt and promote standards to ensure that their individual and collective conduct at meetings, events and in the workplace demonstrates respect for all, and promotes the values of the organisation.

Probity

In order to maintain the highest standards of probity and conduct, each member of the Board will:

- comply with BHT Sussex policies and procedures for ensuring compliance with statutory and regulatory requirements, compliance with this code, and for dealing with any breaches
- comply with the Trustee and Member responsibilities set out in the BHT Sussex Articles of Association.
- use reasonable endeavours to ensure that employees and contractors directly involved in delivering the organisation's business activities comply with relevant policies, procedures and codes of conduct
- raise any concerns regarding their work, that of other members of the Board or executives with an appropriate person, including the Chair of the Board, the Company Secretary, the Chief Executive, regulators or, where appropriate, the police
- promote a culture of transparency and accountability, consistent with the needs of BHT Sussex.

The Board are referred to the BHT Sussex Articles of Association and the BHT Sussex Conflicts of Interest Policy and Procedure.

Loyalty and Conflicts of Interest

In order that the Board always act, and are seen to act, in the best interest of BHT Sussex, actual and potential conflicts or dualities of interest are openly declared and properly resolved. The Board are required to complete a Declaration of Interest form on an annual basis to:

- ensure that private or personal financial and other interests never influence their decisions, and never use their position as a member of the Board for personal gain of any sort
- declare the interest if they are in any doubt.

Any changes to a member of the Board's Declaration of Interest form should be declared to the Company Secretary at the earliest opportunity for discussion and inclusion in the Public Register, not just the obvious area of direct pecuniary interest but also:

- Interest such as kinship, friendship, membership of an association, society or trade union, trusteeship or many other kinds of relationship which can influence judgement and give an impression, rightly or wrongly, that there might be a personal motive
- Significant share holdings or investment in companies, partnership, building societies, etc.
- Pecuniary and non-pecuniary interests of a member of the family or a close associate that might raise a conflict of interest.

Members of the Board must:

- Declare an interest if an item of business being discussed at a Board or Committee meeting specifically concerns them personally, or a person who is connected to them. They should leave the meeting prior to the matter being discussed and should not vote on that matter
- Consider how to ensure that any potential conflict is dealt with so as to protect BHT Sussex and its reputation, including temporarily or permanently standing down from the Board
- Advise the Company Secretary or Chief Executive if they consider another member of the Board to have an interest that should be declared.

Personal Benefit or Preferential Treatment

In order to ensure that the Board, or persons connected with them, receive no personal benefit or preferential treatment because of their role, the Board will not:

- Use their position to influence or attempt to influence the provision of housing, services, employment or other opportunities for themselves or those with whom they are closely connected, this includes active local political involvement
- Publish information regarding BHT Sussex without prior permission having been obtained from the Chair or the Chief Executive

- Accept a gift of cash under any circumstances. The Board is strongly discouraged from accepting gifts of any kind but, in exceptional circumstances, may accept a trivial gift, subject to the facts being reported to the Company Secretary or Chief Executive
- Give or receive extravagant entertainment or hospitality. BHT Sussex accepts, however, that in certain circumstances reasonable entertainment or hospitality may be offered or received, subject to the facts being reported to the Company Secretary or Chief Executive
- Use BHT Sussex premises for business purposes or personal use without the express permission of the Chief Executive.

Prevention of Bribery and Corruption

In order to ensure that the Board receive no personal benefit or preferential treatment because of their role, the Board will:

- Ensure that they consider the potential for, and possibility of, bribery and corruption, and take the necessary steps to challenge and explore areas of activity within BHT Sussex where such illegal activity might take place
- Remain informed of anti-bribery legislation and of the BHT Sussex anti-bribery, anti-fraud and anti-money laundering policies and procedures
- Ensure when dealing with consultants, contractors, suppliers, joint venture partners and agents they adhere to the BHT Sussex anti-bribery, anti-fraud and anti-money laundering policies and procedures
- Ensure that BHT Sussex abides by s122 of the Housing and Regeneration Act 2008 (previously set out in Schedule 1 of the Housing Act 1996).

Standards of Personal and Collective Conduct

In order to ensure that individual and collective conduct at meetings, events and in the workplace demonstrates respect for all, and promotes the values of BHT Sussex, the Board will:

- Comply with the law and with all BHT Sussex policies and procedures, in particular to those relating to privacy, confidentiality and equality and diversity
- Act as an ambassador for BHT Sussex at all times, and behave in such a way that is consistent with BHT Sussex values, ethos and objectives and conduct themselves to the highest standards, enhancing the BHT Sussex reputation
- Be courteous to employees, clients, tenants, volunteers and contractors, and maintain appropriate professional boundaries
- Not harass, bully or attempt to intimidate any persons
- Not display or share any materials which other people might reasonably find offensive, or use language which members of the Board, employees, clients, tenants and other individuals might reasonably find offensive
- Not disclose information on the Board, employees, clients, tenants or other individuals without first obtaining their permission, except in response to a statutory duty or because they believe there is a risk of harm, or because they believe another member of the Board is in breach of this Code

- Keep all Board and Committee papers confidential, as well as issues discussed at meetings. These must not be shared with anyone outside the Board itself unless this has been authorised by the Board, the Chair or the Chief Executive
- Send their apologies at the earliest opportunity to the relevant Chair and meeting organiser if they are unable to attend a Board or Committee meeting
- Comply with the requirements of the General Data Protection Regulations (GDPR) and the Data Protection Act 2018, the Access to Personal Files Regulations 1988 and other relevant legislation.

Media

Statements to the media on behalf of BHT Sussex will usually be made by the Chair of the Board or the Chief Executive, and all media enquiries received by the Board regarding BHT Sussex should be referred to them.

Breaches of this Code

Any complaint about conduct under this Code will be referred to the Chair of the Board who, in consultation with the Company Secretary or the Chief Executive, may initiate a disciplinary procedure in respect of any complaint received using, as far as practicable, the procedure that would be used against the Chief Executive.

Any complaint about conduct under this Code relating to the Chair of the Board will be referred to the Chair of the Finance, Audit and Risk Committee who, in consultation with the Company Secretary or the Chief Executive, may initiate a disciplinary procedure in respect of any complaint received using, as far as practicable, the procedure that would be used against the Chief Executive.

Where any doubt exists regarding the application of this Code, clarification should be sought at the earliest opportunity from the Chair of the Board, the Company Secretary and/or the Chief Executive.