



Trustee Code of Governance

The code of conduct indicates ways of dealing with potential conflicts of interests and should be used to ensure high standards and that KCSC complies with all legal regulations.

Principles: As a Trustee, you are expected to:

- Act with highest levels of integrity, financial stewardship and corporate governance at all times when conducting KCSC business;
- Support the philosophy, mission, objects and values of KCSC and act within KCSC's governing documents and the law;
- Know KCSC and its culture, and have a sound and up-to-date knowledge of the environment in which the organisation operates and its interaction with key stakeholders;
- Act reasonably, prudently and in good faith in the best interests of KCSC in all matters relating to the organisation and maintain its reputation;
- Act jointly and accept decisions of the Board, standing by them and not acting individually unless specifically authorised by the Chair;
- Identify and effectively manage potential conflicts of interest within the Board. Be aware of and act within the terms of the Conflicts of Interest policy;
- Not gain materially or financially from your position beyond reimbursement of reasonable expenses incurred in the performance of your duties as a Trustee;
- Only accept gifts and hospitality from anyone outside KCSC, or provide hospitality to them, in connection with your work for KCSC where it is reasonable and appropriate to do so within KCSC's guidelines taking into account all the circumstances; All gifts and hospitality received or paid over £10 will need to be disclosed on the gifts and hospitality register.
- Maintain confidentiality at all times in terms of the Board and Sub Committee meetings you attend and of any information you receive as a Board member when confidential information is disclosed to you, written or otherwise; except in the case of safeguarding or whistleblowing.
- Demonstrate commitment by attending and preparing fully for meetings and other activities conducted on behalf of KCSC. Actively engage in discussion and debate in meetings, providing positive and constructive challenge.

Kensington & Chelsea Social Council, c/o Museum of Brands, 111-117 Lancaster Road,
W11 1QT

info@kcsc.org.uk

020 7243 9800

www.kcsc.org.uk

Governance:

Length of term of office

An elected trustee can serve up to two terms of three years each after which they must take a break for at least twelve months. They may not be re-appointed until the AGM the year following this break from office. Under exceptional circumstances a trustee can serve a total of three terms equalling nine years in office before taking a break.

Board Officers

The Chair, Vice Chair and Treasurer will in the first instance be appointed from amongst the trustees or if necessary board approval given to seek external candidates to fulfil the roles. Board officers can serve up to two terms of three years but may serve a third term if endorsed by KCSC members at the AGM preceding the third term.

Board attendance

Trustees should strive to attend all meetings and where not possible send apologies to KCSC and/or the Chair. Where a trustee is absent for three consecutive board meetings without good reason, the Chair will seek board approval for removal from the board and inform the trustee of the decision in writing.

Leaving the Board

Trustees should inform the Chair as soon as possible in writing their intention to leave the Board.

Monitoring

Adherence to this Code shall be reviewed as part of the annual Board effectiveness review.

Induction

As part of Induction process, new trustees will meet with both the Chair and the CEO to be briefed about the work of KCSC. New trustees will also have access to an induction pack which clarifies the collective role of the board and the individual role of trustees.

Board Champions

Board Champions are trustees who can provide some expertise and support for a particular area of work within KCSC. Champions can relay critical information to the board on particular subjects, and senior staff can also benefit from working with Champions on specific projects. The Board Champion role is essentially a guidance role and not a decision making one.

Role of a Board Champion

- Act as a sounding board for the relevant member of staff
- Advise members of staff, providing guidance only

- Provide limited support to KCSC staff following approval from the Chair and/or CEO. This will include but may not be limited to some practical help e.g. providing document templates or writing a response to a consultation on behalf of KCSC or providing expertise such as feedback on KCSC articles intended for publication. Whatever the activity, the work delivered must be reported back to the Board.
- Attend appropriate meetings with the CEO or senior staff member to provide specific support or expertise that can inform discussions, acting only as a trustee for KCSC.

Succession Planning

- Board Officers i.e. Chair, Vice Chair and Treasurer should propose the name of at least one person on the board who would be able, willing and reasonably prepared to temporarily step into their role if they were unable to continue.
- If this is not the case, the board should put in place an action plan to either develop internal board members or to recruit externally new members to the board with the appropriate skills when the opportunity arises.
- To allow for a smooth transition, the Board should begin to seek a new Chair one year prior to the end of office of the current chair.

All of the above should take place through an annual board recruitment/succession meeting and/or Sub Committee meeting.

KCSC is guided by the [Charity Code of Ethics](#) and the [Charity Code of Governance](#).

Updated	Approved by	Signature
February 2019	Board 28 February 2019	