



OUR POLICIES

Approved by: Lille Fro Foundation, Board

Date: 13 September 2024

ANTI-CORRUPTION POLICY CODE OF CONDUCT FOR BOARD MEMBERS

The code is expressed as a commitment by each Board member as an expression of shared responsibility. It attempts to focus on principles and minimum standards.

As a member of the Board of Lille Fro I will:

Mission and policies

- Support Lille Fro's mission and consider myself its guardian.
- Abide by Lille Fro's Constitution, Regulations and policies.
- At all times, act competently, honestly, in good faith and in the best interests of Lille Fro.

Conflicts of interest and duty

- Strive to act in the best interests of the organisation.
- Avoid any actual or potential conflict between the obligations owed to Lille Fro as a Director and my personal interest or other duties.
- Disclose any real, perceived or potential conflict of interest or any affiliation with an actual or potential supplier of goods and services, recipient of grant funds or organisation with competing or conflicting objectives.
- Absent myself from discussion, as appropriate, and abstain from voting or otherwise participating in the decision making on any issue in which I have a conflict of interest; particularly discussions and decisions in which I or my family members and associates could benefit in any direct or indirect way.
- Disclose any material gifts or offers of gifts for personal use, including non-acceptance of valuable or otherwise inappropriate gifts.
- Update the conflict of interest and duty register annually, thereby acknowledging my awareness of the conflict of interest policy and identifying any real or potential conflicts I might be involved in.
- Declare any conflict of interest or duty as soon as it arises.
- Prevent insolvent trading by Lille Fro.

During a Board meeting

- Attend the meeting well prepared.
- Follow the guidance of the Chair who leads the Board and is in charge of the process and timing of the meeting.
- Speak briefly and politely.
- Speak with appropriate speed and use of language, bearing in mind if English is a second or third language for some present.
- Focus on the Board's governance role with respect for the complementary role of management led by the Executive Director.
- Strive to serve the larger and common interest of Lille Fro as a whole rather than any one part of the organisation.
- Attend the full meeting if reasonably possible.

Commented [M1]: Tamara, not sure if this would apply for the Lille Fro Board???



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Board members and staff

- Observe the confidentiality of Board discussions in talking with non-Board members, for example who said what.
- Respect the Executive Director as the manager of other staff.
- Treat the Executive Director as the normal route for contacting staff on a new issue.
- Treat the Chair as the primary route for communication, act sensitively if not communicating to the Chair alone, and keep the Chair copied in.
- Refrain from making special requests of staff such as favours or introductions.

E-mails

- Respond as promptly as possible to e-mails from other Board members and staff, even if only to say that I have noted the point or that I will give a fuller reply later.
- Be careful about whom I copy e-mails to.
- Keep e-mails as short as possible, bearing in mind those for whom reading English is hard work, those downloading e-mails through expensive, limited or unreliable connections and those who read e-mails from portable devices.

External communication

- Strive to uphold the integrity of the organisation.
- When speaking as a Board member, reflect current organisational positions and policies even when I do not agree with them.
- Respect organisational, Board and individual confidentiality.
- Seek prior permission before adopting a Lille Fro public position, for example in a speech or an article.

Enhance governance

- Participate as much as possible in induction, training and development activities for Board members.
- Continually seek to improve the Board's governance practices.

Travel and Expenses

- Accept that I am not entitled to any remuneration for my role as a Director. I understand Lille Fro will meet or reimburse Director's travel and accommodation expenses incurred as part of a Director's performing of duties as a Director on behalf of Lille Fro. I understand that all such expenses must be approved in advance and, if required, Lille Fro will arrange the required travel and accommodation. The standard of travel and accommodation and expenses that may be properly incurred are subject to relevant Lille Fro policies. Valid receipts are required for reimbursement.

General points

- Commit the time reasonably needed to fulfil my role to the best of my ability.
- Treat decisions made at Board meetings as shared Board decisions. Whatever the debate that preceded the decision, I understand that all Board members are committed to the decision once made and communicate with one voice to all stakeholders. The only alternative is to resign unless truly new information emerges that makes a new discussion necessary.
- Remember at all times, even outside a Lille Fro context, that others may be viewing me as a representative of Lille Fro and its values.
- Be courteous to Lille Fro beneficiaries, staff, partners and donors.
- Expect to speak and act on all matters of Board responsibility, including financial issues.