



Company Code of Conduct

Version 1.0

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Version Control

Note: minor updates increase version number by 0.1; major updates increase version number by 1.0.

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1. Introduction.

This Code of Conduct has been adopted from the National Housing Federation's version 2012 and aims to achieve the highest standards of conduct and safeguard the company reputation for integrity.

The main principles define each section, providing clarity on excellence in conduct for the company as well as the individual.

The main principles of the code:

- **Probity**
- **Loyalty and conflicts of interest**
- **Remuneration**
- **Personal Benefit**
- **Prevention of bribery and corruption**
- **Respect**

2. Probity.

Main Principle – We must maintain the highest standards of probity and conduct.

2.1 We will comply in full with the principles and provisions of this code or openly explain areas of non-compliance.

2.2 We will comply with a set of policies and procedures for ensuring compliance with statutory and regulatory requirements and this code, and for dealing with any breaches.

2.3 We will ensure compliance with a code of conduct for our board members, staff and Involved Residents aimed at upholding the highest standards of probity and conduct.

2.4 The responsibilities of individual board members, staff and involved residents with regard to their probity and conduct will be clearly set out in their terms of appointment and form part of their induction training.

2.5 We will use reasonable endeavours to ensure that contractors directly involved in delivering the company's business activities are obliged to comply with the company's relevant policies, procedures and codes of conduct.

2.6 The Company will encourage board members, staff or others with serious concerns about any aspect of their work to come forward and express those concerns and will comply with, appropriate policies and procedures for handling any such concerns.

2.7 The company will promote a culture of transparency and accountability, consistent with the needs of the organisation.

3. Loyalty and conflicts of interest.

Main Principle – We will ensure that our board members, staff and involved residents act, and are seen to act, wholly in the interests of the association, its residents and other service users. All actual or potential conflicts or dualities of interest must be openly declared and properly resolved.

3.1 We will have, and comply with, appropriate policies to ensure that no conflict arises, or could reasonably be perceived to arise, between the duties of board member, staff, involved residents and their personal interests, financial or otherwise.

3.2 The requirements on board members, staff and Involved Residents to act and be seen to act, wholly in the interests of the group, its residents and other service users – and their responsibilities in this regard, will be clearly set out in their terms of appointment and form part of their induction training.

3.3 A register of interests, in which all interests declared by board members, staff and Involved Residents are recorded, will be maintained and available for public inspection.

3.4 Where a potential conflict has arisen, the company and the person concerned will consider how to ensure that it has been dealt with so as to protect the company and its reputation, in certain circumstances; this may include the resignation of the person concerned.

4. Remuneration.

Main Principle – Remuneration decisions must be lawful, transparent, fair and proportionate.

4.1 We will comply with formal and transparent procedures for developing policy on board and executive remuneration, for determining remuneration levels and for authorising any non-contractual payments to staff or payments to residents.

4.2 Levels of executive staff remuneration will be sufficient to attract, retain and motivate staff of the quality required to run the company successfully and deliver its strategic plans. We will avoid paying more than is necessary for this purpose.

4.3 Levels of board member pay will be proportionate to the company's size, complexity and resources.

4.4 Payment of board members will be linked to members collectively and individually carrying our specific functions against which performance is reviewed.

4.5 An annual disclosure will be made in the company's certified accounts on the level of payment made to the chair and individual board members, and the levels of the chief executive's remuneration.

4.6 Yarlington may make non-contractual severance and redundancy payments to departing employees in certain circumstances, i.e. restructuring, early retirement etc. This cannot be used for making payments to staff that are subject to current relevant disciplinary action.

4.7 Board, staff and involved residents are bound at all times by the Company's Financial regulations and Financial procedures. Failure to comply may result in formal disciplinary action.

5. **Personal benefit.**

Main Principle – We will demonstrate the board members, staff, Involved Residents and those with whom they are closely connected, receive no preferential consideration in the provision of benefits such as accommodation or employment.

5.1 We will comply with fair and transparent policies relating to the provision of our accommodation for board members, staff, Involved Residents or others to whom such persons are closely connected.

5.2 We will comply with fair and transparent policies relating to the offer of employment to Involved Residents or board members or persons who are closely connected to a board member, member of staff or Involved Resident.

5.3 We will comply with fair and transparent guidelines for the provisions of social and welfare benefits to board members, staff, involved residents or others to whom such persons are closely connected.

6. **Prevention of bribery and corruption.**

Main Principle – We will comply with appropriate policies and procedures to prevent bribery and corruption.

6.1 We will comply with anti-bribery legislation and comply with anti-bribery and corruption policy.

6.2 We will comply with procedures relating to the giving, receipt and recording of gifts, hospitality and other benefits by board members, staff, Involved Residents and others directly involved in delivering the company's business activities.

6.3 The requirement on board members, staff and involved residents to comply with the company's anti-bribery and corruption policies and procedures – and their responsibilities in this regard – will be clearly set out in their terms of appointment and form part of their induction training.

6.4 We will exercise due diligence in dealing with consultants, contractors, suppliers, joint venture partners and agents to ensure that they have anti-bribery and corruption policies and procedures that are consistent with our own.

6.5 We will be aware of and comply with the s122 of the Housing and Regeneration Act 2008, which restricts the making of gifts, and the payment of dividends and bonuses, to members of registered providers and certain other people and organisations.

7. **Respect.**

Main Principle – We will promote standards to ensure that the conduct of board members, staff and involved residents at meetings, events, and in the workplace, demonstrates respect for all, and promotes the values of the organisation.

7.1 We will have policies and procedures that enable us to address promptly and effectively any failure to adhere to required standards of conduct at meetings, events and in the workplace.

7.2 The responsibilities of board members and involved residents with regard to meeting attendance, preparation and conduct will be clearly set out in their terms of appointment and form part of their induction training.