



**GOVERNANCE CODE FOR
CARAMEL ROCK FOR AMBASSADORS**

1.0 PURPOSE

1.1 The purpose of the Governance Code is to encourage, achieve, and improve best governance practice and sustaining the effectiveness of the Charity in accordance with its Values.

1.2 The Governance Code aims to help avoid or minimise the adverse consequences of such situations in the future for the benefit of the Charity.

2.0 VALUES OF CAMEL ROCK

2.1 As a committee member of the Charity, I promise to abide by the values of this organisation, namely:

- **Selflessness** – Committee members should act solely in terms of public benefit. They should not act in order to gain financial or other benefits for themselves, their family or their friends.
- **Integrity** – Committee members should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their role as a Charity.
- **Objectivity** - In carrying out the business of the organisation, the Charity should make choices based on merit.
- **Accountability** – Committee members are accountable for their decisions and actions to their stakeholders and the public and must submit themselves to whatever scrutiny is appropriate to their role, including statutory accounting and reporting requirements.
- **Openness** – Committee members should be as open as possible about all the decisions and actions they take.
- **Honesty** – Committee members should declare any private interests relating to their committee members and take steps to resolve any conflicts arising in a way that protects the public benefit.
- **Leadership** – Committee members should promote and support these principles by leadership and example.

2.2 As a committee member, I fully subscribe to and support Vision, Mission and Objectives of the charity.

3.0 AMBASSADORS TERMS OF REFERENCE

3.1 The Terms of Reference of the ambassadors are as follows:

- i) To assist the Trustee responsible for the charity and the Managing Director with budget compilation;
- ii) To assisting in the sourcing of project funds for the charity where applicable;
- iii) To assist with the monitoring of financial performances against budget targets and identifying areas of risk;
- iv) To identify and recommend efficient, cost-effective and compliant finance related systems to the Managing Director for submission to the Board;
- v) To meet on a quarterly basis or more regularly as situations dictate
- vi) To report to the Board via the Trustee and Managing Director.

3.2 The Committee will, in undertaking its duties comply with the Code of Conduct for CRA Trustees and Co-optees etc.

4.0 GOVERNANCE CODE AND BEST PRACTICE

4.1 In pursuance of the Values and Duties, I agree to comply with the Governance Code outlined below and the current best practice.

4.1.1 Public Interest, Law, Mission, Policies

- i) I will ensure that the Charity carries out its purposes for which it is set up in the public interest.
- ii) I will not break the law or go against charity regulations in any aspect of my role of Charity.
- iii) I will support the mission and consider myself one of its champion.
- iv) I will abide by organisational policies agreed by the Board.

4.1.2 Conflicts of Interest

- i) I will always strive to act in the best interests of the organisation.
- ii) Annually I will complete a **Charity Conflict of Interest** declaration.
- iii) I will declare any conflict of interest, or any circumstance that might be viewed by others as a conflict of interest, as soon as it arises.
- iv) I will agree with the judgment of the Committee and the Board and do as it requires regarding potential conflicts of interest.

4.1.3 Relationships

- i) I will not break the law, go against charity regulations or act in disregard of organisational policies in my relationships with fellow committee members, staff, volunteers, members, service users, stakeholders, contractors or anyone I come into contact with in my role as Charity.
- ii) I will strive to establish respectful, cooperative, professional and friendly relationships with all I meet in my role as Charity, giving the highest priority to the interest of the Charity.
- iii) I will not present any adverse image of fellow committee members during my interactions with fellow committee members, volunteers, service users, stakeholders, contractors or anyone I meet in my role as Charity.

4.1.4 Protecting the Charity's Reputation and Resources

- i) I will make every effort to inform the Secretary and Managing Director, and secure approval from the Charity's Board wherever practical to do so, before I speak to the media in my capacity as a representative of the Charity.
- ii) Should a situation arise where prior consent as an ambassador has not been obtained, I will inform the Chair and Secretary or Managing Director and if practical the entire Board, e.g. by e-mail.,.
- iii) When I am speaking as a ambassador member of this organisation, my comments will reflect current organisational policy even when these do not agree with my personal views.
- iv) When speaking as a private citizen I will strive to uphold the reputation of the organisation and those who work in it.
- v) I will respect organisational, Committee, Board and individual confidentiality.

- vi) I will take an active interest in the organisation's public image, noting news articles, books, television programmes about or associated with the Charity and similar organisations or about important issues for the organisation.
- vii) I will take all reasonable steps to manage the organisation's resources prudently and with the highest level of professionalism.

4.1.5 Personal Gain and Promotion

- i) I will not personally gain materially or financially from my role as Charity, nor will I permit others to do so because of my actions or negligence.
- ii) I will document any expenses and seek reimbursement according to the procedure agreed by the Board.
- iii) I will not accept substantial gifts or hospitality without prior written consent of the Board.
- iv) I will use organisational resources responsibly, when authorised, in accordance with procedures agreed by the Board.
- v) I will promote and connect the Charity in my varied networks for its benefit.

4.1.6 Behaviour at Meetings and Promoting Good Relations

- i) I will strive to embody the principles of leadership in all my actions and live up to the trust placed in me by the Charity.
- ii) I will abide by agreed governance procedures, protocols and practices agreed by the Board.
- iii) I will consult with fellow board members and seek the agreement of the Managing Director before inviting third parties to meetings.
- iv) I will work considerately and respectfully with those I come into contact and refrain from criticising fellow committee members at any time and particularly in the presence of other parties.
- v) I will strive to attend AGM or one board meeting, giving very few apologies ahead of time to the Secretary or Managing Director if unable to attend.
- vi) I will study the agenda and other information sent me prior to the meeting and attend fully prepared to contribute, evaluate, debate and vote on agenda items during the meeting.
- vii) I will respect the authority of the Secretary and Managing Director and the role as meeting leader.
- viii) I will engage in debate and voting in meetings according to procedure, maintaining a respectful attitude toward the opinions of other Committee members while making my voice heard in a professional manner.
- ix) I will treat all fellow board and ambassador members equally and fairly, respecting their race, gender and other orientations and fully subscribe to the

Charity's policy that no bullying, harassment or disrespectful abuse will be tolerated under any circumstances.

- x) I will make best efforts to be inclusive and avoid the marginalisation of fellow Committee members.
- xi) I will accept a majority Committee vote and Board decision on an issue as decisive and final.
- xii) I will maintain confidentiality about what goes on in meetings unless authorised by the Board in writing to speak of it.

4.1.7 Enhancing Governance

- i) I will appraise myself of, subscribe to the Vision of the Charity, have a full understanding of its challenges, opportunities, unique selling point that differentiates it from its competitors, and participate in reviewing and developing its Business Plan.
- ii) I will get involved in developing induction, training and development activities for Committee members and participate in them.
- iii) I will continually seek ways to improve the Committee's governance practice.
- iv) I will strive to identify good candidates for committee members and support the appointment of new committee members based on merit reflecting the skill sets required by the Charity and in compliance with agreed processes and procedures.
- v) I will support the Chair in his/her efforts to improve his/her leadership skills.
- vi) I will support the Secretary or Managing Director in his/her role and, with my fellow Committee members, seek development opportunities for colleagues to improve the effectiveness.
- vii) I will support other Committee members in their roles and responsibilities
- viii) I will actively identify, inform, and involve users and the community in relevant aspects of the running of the Charity, subject to the framework provided and approved by the Board.
- ix) I will monitor and ensure that audit trails are in place and offer suggestions for improving arrangements.
- x) I will ensure that an accounting system package is in place and fully meets the needs of the Charity and that relevant Board members are able to access information as appropriate, e.g. interrogating the accounts.
- xi) I will visit the charity centre at least once a year to meet staff and beneficiaries and to undertake any checks requested and deemed necessary by the Board.

4.1.9 Resignation from the Board

- i) Should I wish to resign as an ambassador I will inform the Secretary and/or the Managing Director in advance in writing, stating my reasons for resigning and seeking ways of resolving any issue causing such resignation.
- ii) Should I formally resign in writing as an ambassador, I will participate in an exit interview for making further improvements to the working of the Committee and Charity.

4.1.10 Risk Assessment

- i) I will participate in the planning and reviewing of the Charity's Objects and governance to determine its adequacy and robustness as part of the risk assessment process, which is to include an analysis of my performance as a Committee member in working to the standards of compliance with this Code in fulfilling my role.

4.1.11 Breaches, Removal and Confidentiality

- i) I understand that substantial breach of any part of this Governance Code may result in my removal from the Charity's Board in accordance with the procedures contained in the Charity's Articles of Association.
- ii) I will maintain confidentiality in respect of disputes involving Committee members and breach of the Governance Code in appreciation that this could have had significant legal and financial implications for the Charity.

4.1.12 Current Charity Commission and Companies House Guidelines

- i) I agree to comply with the guidance issued by the Charity Commission regarding the responsibilities and liabilities of Committee members and the responsibility under Company Law of de facto directors of charitable companies and to the extent that the Code does not reflect such guidance then as a Charity undertake to have regard to and act in accordance with the guides.

Name: Stephen King

Signed: 

Date: 6 December 2017