



## CODE OF CONDUCT & ETHICS FOR TRUSTEES

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## 1 INTRODUCTION

YMCA Scotland is part of a world-wide Christian, ecumenical, voluntary movement for everyone with special emphasis on and the genuine involvement of young people and that it seeks to share the Christian ideal of building a human community of justice with love, peace and reconciliation for the fullness of life for all creation.

The mission of the YMCA, as a global ecumenical movement, is to work towards social justice and peace for young people and their communities, regardless of religion, race, gender or culture. YMCA Scotland (Charity Trustees) are responsible for the governance and strategy of the charity. They are responsible for making sure that YMCA Scotland is administered effectively and can account for its activities and outcomes. In effect, the Board of Directors have “general control and management” of the charity.

YMCA values caring, honesty, respect, and responsibility as well as adherence to the highest ethical standards. Each Trustee has the responsibility to uphold the YMCA mission by maintaining our Christian values and demonstrating a commitment to basic principles of integrity, lawful conduct, work ethics, and good judgment. The Charities and Trustees Investment (Scotland) Act 2005 sets out the legal duties of charity trustees to act in the interests of their charity and dictate the way in which those running a charity must behave.

Section 66 of the Charities and Trustee Investment (Scotland) Act (“The 2005 Act”) sets out:

- Four **general duties** which are fundamental to charity trustees
- A number of **specific duties** which charity trustees must comply with

*Guidance for Charity Trustees ‘Acting with care and diligence’* (OSCR) provides specific guidance to assist Trustees to understand what is expected of them as individuals collectively under the Act.

## 2 WHAT IS EXPECTED OF CHARITY TRUSTEES (GENERAL DUTIES)

A Trustee of YMCA Scotland must:

- i. **Act in the interest of the charity:** Trustees must put the interests of YMCA Scotland before their own interests or those of any other person or organisation.
- ii. **Operate in a manner consistent with the charity’s purposes:** Trustees should carry out their duties in accordance with their governing document.
- iii. **Act with due care and diligence:** Trustees should take such care of YMCA Scotland’s affairs as is reasonable to expect of someone who is managing the affairs of another person.
- iv. **Ensure that YMCA Scotland complies with the provisions of the 2005 Act and other relevant legislation.**

## 3 WHAT IS EXPECTED OF CHARITY TRUSTEES (SPECIFIC DUTIES)

The duties of a Trustee of YMCA Scotland also include ensuring:

- i. **Updating the charity’s details:** Trustees must make sure that OSCR holds the latest information about the charity on the Scottish Charity Register. YMCA Scotland must first seek the prior consent of OSCR before taking certain actions.

- ii. **Reporting to OSCR:** complying with the statutory duty to supply certain information to OSCR:
  - Annual monitoring: based on the submission of an annual return, a supplementary monitoring return and a signed copy of our annual accounts.
  - Charity accounting: ensuring that our receipts and payments consists of a summary of all monies received and paid via the bank and in cash during the financial year, along with a statement of balances. Trustees must also ensure that accounts are scrutinised externally by someone who is independent of YMCA Scotland and can produce a report that is attached to the accounts.
  - Making changes to your charity: seeking consent from OSCR for actions that we want to take specific to Sections 11, 16 and 17 of the 2005 Act.
- iii. **Financial record keeping and reporting:** section 44 of the 2005 Act states that charities must:
  - keep proper accounting records
  - prepare a statement of account, including a report on its activities, at the end of each financial year
  - have the statement of account independently examined or audited
  - send a copy of the accounts, along with the annual return to OSCR
  - Accounting records should be kept by the charity for a minimum of 6 years from the end of the financial year in which they were made.
- iv. **Fundraising:** Trustees are responsible for taking control of how YMCA Scotland fundraises.
- v. **Providing information to the public:** Trustees must make sure that YMCA Scotland meets the statutory provisions when referring to our charitable status, e.g. in advertisements, and in our duty to provide information about YMCA to the public.
- vi. **Adhere to principles of good governance and leadership:** Trustees must understand the systems operating in YMCA Scotland for good governance:
  - the Board's responsibility for providing strong and effective leadership to further and safeguard the charitable objectives of the organisation
  - the National General Secretary's responsibility to manage paid staff to implement the policy of the Board of Trustees
  - the relationship between the Chairman and the National General Secretary to connect up these two systems and mediate the complex boundaries between them.

#### 4 COMMITMENTS REQUIRED OF TRUSTEES

In this YMCA Code of Conduct and Ethics, the Trustees of YMCA Scotland must be committed to:

- act responsibly towards the communities where we work to strengthen the brand of YMCA which benefits local communities in more than 14,000 communities and 125 countries;
- actively engage the appropriate stakeholders in meaningful dialogue before making decisions;
- model and practice recognised standards of accountability, transparency, ethical conduct, and effectiveness of the nonprofit field.

#### **Selflessness**

The Trustees of YMCA Scotland must:

- have a general duty to act in the best interests of YMCA Scotland as a whole. They should not do so to gain financial or other material benefits for themselves, their friends or the organisation they represent, if applicable

### **Integrity**

The Trustees of YMCA Scotland must:

- 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 well as avoiding actual impropriety, avoid any appearance of improper behaviour
- avoid accepting gifts and hospitality that might reasonably be thought to influence their judgement

### **Objectivity**

The Trustees of YMCA Scotland must:

- In carrying out their role, including making staff and trustee appointments, awarding contracts or transacting other business, the Trustees of YMCA Scotland should ensure that decisions are made solely on merit.

### **Accountability**

The Trustees of YMCA Scotland must:

- have a duty to comply with the law on all occasions in accordance with the trust placed in them and in such a way as to preserve public confidence in YMCA Scotland
- be accountable for their decisions and actions to the public, funders and service users and must submit themselves to what scrutiny is appropriate to their role

### **Openness**

The Trustees of YMCA Scotland must:

- ensure that confidential material, including that about individuals, is handled in accordance with due care
- be as open as possible about their decisions and the action they take and give reasons for their decisions and restrict access to information only when the wider interest clearly demands

### **Honesty**

The Trustees of YMCA Scotland must:

- have a duty to declare any interests relating to their trustee role and to take steps to resolve any conflicts that may arise
- resolve any conflict between his/her private interests and his/her trustee duties in favour of the trustee role
- make relevant declarations of interest in the different circumstances and roles they play both within and outside YMCA Scotland

### **Leadership**

The Trustees of YMCA Scotland must:

- promote and support the principles of leadership by example
- treat other Trustees, employees and volunteers with respect, fairness and good faith and to provide conditions of employment and service that safeguard their rights and welfare.

## **5 CONFLICTS OF INTEREST**

Trustees should avoid any situation that involves or may involve a conflict between their

personal interests and the interests of YMCA Scotland.

- In the event that a Trustee becomes involved in a situation where a conflict or a potential conflict of interest covered by this *Code of Conduct and Ethics* arises, the potential for or existing conflict must immediately be disclosed to the Chairman (or Chairman to Honorary President).
- Because it is impossible to describe every potential conflict, YMCA Scotland relies on every Trustee to commit to exercise sound judgment, to seek advice when appropriate, and to adhere to the highest ethical standards in the conduct of personal and professional affairs.
- Trustees shall be required to make declaration of potential conflicts at the commencement or during all meetings in which business is conducted. Such declarations should be done immediately upon recognition that conflict may exist. This may require:
  - Any Trustee who has a financial interest in a matter under discussion should declare the nature of his/her interest and withdraw from the room unless s/he has a dispensation to speak
  - If a Trustee has an interest in a matter under discussion which creates a real danger of bias, that is, the interest affects him/her or a member of his/her household or more generally s/he or a member of his/her household would be affected by the decision, s/he should declare the nature of the interest and withdraw from the room, unless s/he has dispensation to speak
  - If a Trustee has any other interest which does not create a real danger of bias but which might reasonably cause others to think it could influence their decision, s/he should declare the nature of the interest but may remain in the room, take part in the discussion and vote, if s/he wishes
  - If in any doubt about the application of these rules, s/he should consult with the Chairman.

## 6 RECEIPTS OF GIFTS, ENTERTAINMENT AND OTHER ITEMS

YMCA Scotland is a Christian organisation that values and respects its integrity and transparency in its business dealings. Trustees should be aware that receipt of gifts, entertainment, and other items of value to an individual may be perceived to affect the judgment or objectivity of that individual in their dealings with vendors, contractors, suppliers, or other recipients of services provided by YMCA Scotland. If a Trustee receives a gift, entertainment or other items that are significant in value or nature, he/she shall declare such gift to the Chairman (Chairman to Honorary President). Trustees should also disclose financial dealings with family and personal relationships, where these are related to the conduct of their YMCA functions, to ensure proper due diligence and validation of competencies, contribution and accountability.

### **Responsibility for Policy –**

**Operational Practice: National General Secretary**

**Executive Responsibility: YMCA Scotland Executive Committee**

**ACCEPTED AS CODE OF CONDUCT & ETHICS FOR TRUSTEES POLICY BY THE EXECUTIVE COMMITTEE AT ITS MEETING ON 20 SEPTEMBER 2023**

**SIGNED \_\_\_\_\_ National Council Chairman**

**SIGNED** \_\_\_\_\_ **National General Secretary**

This policy will be reviewed at 18 month intervals.



### 'TRUSTEE CODE OF CONDUCT AND ETHICS' DECLARATION

<b>Name of organisation in full:</b>	<b>SCOTTISH NATIONAL COUNCIL OF YMCAs (YMCA SCOTLAND)</b>
<b>Name of individual:</b>	
<b>Role in the organisation:</b>	

**I, the undersigned, declare that:**

- ☐ I am willing to act as a charity trustee in respect of the above-named organisation and am fully aware of the organisation's purposes as set out in its constitution and of my duties and responsibilities as a charity trustee of the organisation.
- ☐ I am not disqualified from acting as a charity trustee (see sections 69 and 70 of the Charities and Trustee Investment (Scotland) Act 2005)
- ☐ I have not been previously been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity
- ☐ I undertake to fulfil my responsibilities and duties as a trustee in good faith and in accordance with the law and within YMCA Scotland's objectives
- ☐ I do not have any financial interests in conflict with those of YMCA Scotland (either in person or through family or business connections) except those which I have formally notified in a conflict-of-interest statement.
- ☐ I will specifically notify any such interest at any meeting where trustees are required to make a decision which affects my personal interests, and I will absent myself entirely from any decision on the matter and not vote on it
- ☐ I acknowledge that I have received and read the *YMCA Scotland Trustee Code of Conduct and Ethics* and I understand that each Trustee is responsible for adhering to the letter and spirit of the *Code of Conduct and Ethics*, and I confirm that I will do so.

<b>Name (print):</b>	
<b>Signature:</b>	
<b>Date:</b>	

**Please return completed declaration in a sealed envelope to YMCA Scotland**