



## **Code of Conduct for Board members**

As a member of the Board, I promise to abide by the fundamental values that underpin this organisation. These are:

### **Accountability**

Everything CILEx Regulation does will be able to stand the test of scrutiny by the public, the media, regulators, CILEX and its members, other stakeholders, and the courts.

### **Integrity and honesty**

These will be the hallmarks of all conduct when dealing with colleagues within CILEx Regulation and CILEX and equally when dealing with individuals and institutions outside it.

### **Transparency**

CILEx Regulation strives to maintain an atmosphere of openness throughout the organisation to promote confidence of the public, consumers, stakeholders, staff, regulators and Parliament.

### **The Seven Principles of Public Life (Nolan Principles)**

1. Selflessness

Holders of public office should act solely in terms of the public interest.

2. Integrity

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

3. Objectivity

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

4. Accountability

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

5. Openness

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

6. Honesty

Holders of public office should be truthful.

7. Leadership

Holders of public office should exhibit these principles in their own behaviour and treat others with respect. They should actively promote and robustly support the principles and challenge poor behaviour wherever it occurs.

Additionally, I agree to the following:

**Law, mission, policies**

- I will endeavour not to break the law or company regulations in any aspect of my role as a Board member.
- I will support any mission developed by the Board and consider myself its guardian.
- I will abide by organisational policies.

**Handling conflicts of interest**

- I will always strive to act in good faith and in the best interests of the organisation.
- I will complete an annual return for the organisation's register of interests and ensure that it is kept up to date if there are any changes in year. Where I have an interest where it is reasonably likely during my tenure that a conflict could arise, I will provide a fuller explanation of the interest, to assist with managing the potential conflict.
- 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.
- I will follow the guidance on conflicts of interest contained within Standing Orders.
- I will inform the Chair, as soon as is practicable, if I am considering or actively seeking other work or roles which may be perceived either as having a potential conflict of interest, or as in competition with CILEx Regulation, and will submit to his/her judgement on what action will be appropriate. If necessary, the Chair will keep such conversations confidential.
- Where I have a direct pecuniary interest, either particular to me, or where a member of my family may have a direct pecuniary interest, I will declare it at the start of the meeting, or as soon as I realise there may be a conflict and will submit to the judgement of the Chair and the Board on whether I take part in the discussion and decision.
- Where I have a non-pecuniary interest, either particular to me, or to a member of my family, and participation in the discussion and determination of a matter would be, or could be perceived as, a real danger of bias, I will declare the interest at the start of the meeting and will submit to the



judgement of the Chair and the Board on whether I take part in the discussion and decision.

### **Person to person**

- I will endeavour not to break the law, or company regulations or act in disregard of organisational policies in my relationships with fellow Board members, staff, stakeholders, members, service recipients, contractors or anyone I come into contact within my role.
- I will strive to ensure that my conduct in my professional and private life does not impact adversely on my role as a Board member
- I will inform the Chair of any change in my personal circumstances which may impact on my eligibility for Board membership, including my becoming bankrupt, subject to a police investigation, convicted of a criminal offence or being disqualified from being a company director.
- I will strive to establish respectful, collegial and courteous relationships with all I come into contact within my role.

### **Protecting the organisation's reputation**

- When communicating as a private citizen I will strive to uphold the reputation of the organisation and those who work in it.
- I will not speak as a Board member of this organisation to the media or in public forum without the prior knowledge and approval of the Chair or Chief Executive.
- When I am speaking as a Board member of this organisation, my comments will reflect current organisational policy even when these do not agree with my personal views.
- I will respect organisational, board and individual confidentiality.
- I will take an active interest in the organisation's public image, noting news articles, books, television programmes and the like about the organisation, about similar organisations or about important issues for the organisation.

### **Protecting the organisation's resources**

- I will promote the effective and efficient use of CILEx Regulation resources, maximising value for money within available resources.
- I will use organisational resources responsibly, when authorised, in accordance with procedure.

### **Personal gain**

- I will not personally gain materially or financially from my role save for remuneration I receive as a Board member, nor will I permit others to do so

as a result of my actions or negligence.

- I will document expenses and seek reimbursement according to procedure.
- I will not accept any gifts or hospitality which might, or might reasonably appear to, compromise my personal judgement or integrity or place me under an improper obligation and will at all times comply with the standing orders in this regard.

### **In the boardroom**

- I will strive to embody the principles of leadership in all my actions and live up to the trust placed in me by CILEx Regulation.
- I will abide by board governance procedures and practices.
- I will strive to attend all board meetings, giving apologies ahead of time to the Chair, if unable to attend.
- I agree to attend a minimum of 75% of Board meetings (including teleconferences) each year and accept that failure to reach this level may mean that I am asked to leave the Board.
- I will study the agenda, board papers and other information sent to me in good time prior to the meeting and be prepared to debate and vote on agenda items during the meeting.
- I will honour the authority of the Chair and respect his/her role as meeting leader.
- I will engage in debate and voting in meetings according to procedure, maintaining a respectful attitude toward the opinions of others while making my voice heard.
- I will accept a majority board vote on an issue as decisive and final.
- I will maintain confidentiality about what goes on in the boardroom unless authorised by the Chair or Board to speak of it.
- I accept collective responsibility for Board decisions, including representing these decisions in contact with stakeholders and other bodies, even where I do not personally agree with them. If I am unable to support Board decisions in this way, then I will resign from the Board.

### **Enhancing governance**

- I will participate in induction, appraisal, training and development activities.
- I will continually seek ways to improve Board governance practice.
- I will support the Chair in his/her efforts to improve his/her leadership skills.
- I will support the CEO in his/her executive role and, with my fellow Board members, be involved in appraisal and appointment processes including seeking development opportunities for him/her.

### **Equality, diversity and inclusion**

- I will comply with good practice on equality, diversity and inclusion issues and will promote compliance by others. In this context, 'good practice' includes, but is not limited to, relevant legislation and CILEx Regulation's Equality, Diversity and Inclusion Strategy and policy.

### **Internal Governance Rules**

- I will abide by the Legal Services Board Internal Governance Rules.
- I will ensure that I am aware of my responsibilities under the Internal Governance Rules.
- I recognise that intentional, reckless or repeat breaches of the Internal Governance Rules would likely be viewed as a substantial breach of this Code of Conduct.

### **Leaving the Board**

- I understand that substantial breach of any part of this Code may result in my removal from the Board.
- Should I resign from the Board, I will inform the Chair in advance in writing and, except in exceptional circumstances and with the permission of the Chair, give 3 months' notice and state my reasons for resigning. Additionally, I will participate in an exit interview.
- The Chair, subject to following agreed procedures, may terminate a Board member's appointment on the grounds of failure to attend meetings, of insolvency, of physical or mental incapacity, of criminal caution or conviction or of conduct that, in the Chair's opinion with Board endorsement, makes it inappropriate that he/she remains a Board member.
- Once I have left the Board, I will ensure that I maintain the confidentiality of matters discussed within the Board by not speaking or disclosing anything about, the work or workings of CILEx Regulation, CILEX, Board members or staff.
- Once I have left the Board, I will ensure that all confidential papers in my possession are either deleted, destroyed or returned to the office, confirming in writing that I have done so.

Approved by the Board: 30 September 2010

Last reviewed: 17 May 2024