

Trustee Code of Conduct (updated 8 May 2024)

This Code sets out the standards of behaviour expected of Trustees of John Muir Trust's Board of Trustees. The Code incorporates the Nolan principles of standards in public life¹. It aims to ensure that all Trustees observe the highest standards of propriety and act in the best interests of the John Muir Trust (the Trust) at all times.

Values

Trustees' behaviour and attitudes are consistent with the values of the Trust: bold, positive, honest, collaborative and pragmatic.

Respect

Trustees must treat each other, members of staff and others they come into contact with, when working in their role, with respect and courtesy at all times. They must respect the role of staff and let them work unhindered.

Commitment

Trustees must devote sufficient time preparing for and attending meetings to ensure they add value to the Board's work.

No personal benefit

Trustees must not benefit from their position beyond what is allowed by the law and what is in the interests of the Trust. Trust staff time and resources must be used prudently. Trustees should take decisions solely in terms of the Trust's interests. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Conflicts of interest

Trustees should identify and promptly declare any actual, potential or perceived conflicts affecting them. They must absent themselves from any discussion where there is any such conflict. Potential or perceived conflicts may not always be clearcut and if in doubt a Trustee should err on the side of caution and make a declaration. Conflicts could arise in a number of ways and the following is a non-exhaustive list of examples:

- Having a business involvement with a potential or actual supplier or contractor of the Trust
- Where a Trustee has a duty of loyalty to a third party that conflicts with their duty to the Trust
- If there is a possibility that the Trustee's personal interest could influence their decision-making, even if the Trustee's decision-making is not in fact adversely affected by the conflict
- Where the Trustee or a person connected to them stands to gain financially from the Trust
- Where a Trustee is involved in an HR matter that involves someone they worked with previously.

¹ Guidance available here: <https://www.gov.uk/government/publications/the-7-principles-of-public-life>

Probity

Trustees must comply with any rules agreed by the Board including those relating to the acceptance of gifts and hospitality and the avoidance of activities which might compromise the Trust's political neutrality.

Openness and accountability

Trustees must be open, responsive and accountable to each other, members of staff and other stakeholders about their decisions, actions and work, including their use of Trust resources. Trustees must disclose anything in their past which could bring the Trust into disrepute e.g. removal from any previous governance role or membership of organisations which may conflict with the aims, principles and values of the John Muir Trust.

Confidentiality

Trustees must respect the status of confidential issues they read, discuss and are made aware of through Board activities. There will be issues that they are made aware of in their role as a Trustee which must not be shared with any third parties until such time as it is acceptable to do so. They are bound to maintain the status of this material and any discussions. Trustees should not speak to or brief the press about Trust matters without first having the explicit approval of the Chair and CEO.

Social media

We recognise that Trustees may wish to share social media posts or comment on social media about Trust activities. When posting or commenting on social media Trustees must consider their primary duty, which is to act in the interests of the Trust. Trustees should avoid making any statement that could bring the Trust into disrepute; and avoid defamatory, offensive or derogatory content. The Trust's logos or trademarks can be used with appropriate approval.

Integrity

Trustees are required to use their knowledge, expertise and experience to take the best decisions they can in the interests of the Trust. They are equally and collectively responsible for all Board decisions of the Board. Trustees should also promote and support the principles of good governance by leadership and example, and should act in an individual capacity and not as a representative of any group, organisation or individual.

Statement of acceptance

I have read and understood the above Code of Conduct for Trustees. I agree to abide by the standards set in the code.

Signed:

Name (please print):

Date: