

RSTMH Trustee Code of Conduct¹

RSTMH values

As a trustee of RSTMH, I promise to abide by the fundamental values that underpin all the activity of this organisation. These are:

Accountability

Everything RSTMH does will be able to stand the test of scrutiny by the public, the media, charity regulators, members, stakeholders, funders, Parliament and the courts.

Integrity and honesty

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

Transparency

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

Additionally, I agree to the following points:

Law, mission, governing document, policies

- I will not break the law or go against charity regulations in any aspect of my role of Trustee.
- I will support the mission of RSTMH and consider myself its guardian.
- I will ensure that the Board administers RSTMH and all of its assets in accordance with its Constitution and in the interests of its current, potential and future beneficiaries.
- I will be familiar with and keep under regular review RSTMH's Constitution and Bye-Laws.
- I will abide by all organisational policies of RSTMH.

Relationships with others

- I will not break the law, go against charity regulations or act in disregard of RSTMH policies in my relationship with fellow Trustees, staff, volunteers, members, service recipients, contractors or anyone I come into contact with in my role as Trustee.
- I will strive to establish respectful, collegial and courteous relationships with all I come into contact with in my role as Trustee.

¹ Adapted from Akpeki, T (2004) *'Best Behaviour: Using trustee codes of conduct to improve governance practice'*, NCVO

Protecting RSTMH's reputation

- I will conduct myself in a manner which does not damage or undermine the reputation of RSTMH or its staff individually or collectively and will not take part in any activity which is in conflict with RSTMH's charitable objects or which might damage the reputation of RSTMH
- I will not speak as a Trustee of RSTMH to the media or in a public forum without the prior knowledge and approval of the Board of Trustees [or the President or Chief Executive].
- When prior consent has not been obtained, I will inform the [President or Chief Executive] at once when I have spoken as a Trustee of RSTMH to the media or in a public forum.
- When I am speaking as a Trustee of RSTMH, my comments will reflect current RSTMH policy even when these do not agree with my personal views.
- When speaking as a private citizen, I will strive to uphold the reputation of RSTMH and those who work in it.
- I will respect organisational, board and individual confidentiality.
- I will take an active interest in RSTMH's public image, noting news articles, books, television programmes and the like about RSTMH, about similar organisations or about important issues for RSTMH.

Conflicts of Interest

- I will always strive to act in the best interests of RSTMH.
- 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 ensure that I am familiar with and adhere to RSTMH's procedure for managing conflicts of interest as set out in Clause 46 of its Constitution.
- I will submit to the judgment of the Board and do as it requires regarding potential conflicts of interest.

Personal gain

- Except where legally authorised, I will not personally gain materially or financially from my role as Trustee, nor will I permit others to do so as a result of my actions or negligence.
- I will not attempt to use my status as a Trustee to gain customer advantage within RSTMH.
- I will document expenses and seek reimbursement according to procedure and written policies.
- I will not accept substantial gifts or hospitality without prior consent of the President.
- I will use RSTMH resources responsibly, when authorised, in accordance with procedure.

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 RSTMH.
- I will abide by Board governance procedures and practices.
- I will strive to attend all Board meetings, giving apologies ahead of time to the President if unable to attend.
- I will study the agenda 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 President (or whoever is chairing the meeting) and respect his or 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 seek to bring a fair and open-minded view to all discussions of the Board and will ensure that all decisions taken are in the best interests of RSTMH.
- I understand that the Trustees must make decisions together and take joint responsibility for them and 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 President or Board to speak of it.
- I will act with probity and due prudence and will ensure that the Board takes and considers professional advice in respect of any matters where we do not have expertise ourselves

Enhancing governance

- I will participate in induction, training and development activities for Trustees.
- I will continually seek ways to improve Board governance practice.
- I will strive to identify good candidates for trusteeship and appoint new Appointed Trustees on the basis of merit in order to ensure that RSTMH has a properly constituted, balanced and competent Board.
- I will ensure that RSTMH has clear procedures in place for the selection, election, training, retirement and removal of Trustees, and will ensure that arrangements for recruiting the President (Chair of the Board of Trustees) and other honorary officers are followed.
- I will support the President in his/her efforts to improve his/her leadership skills.
- I will support the Chief Executive in his/her executive role and, with my fellow Board members, seek development opportunities for him/her.

Responsibilities

- I understand that the Trustees, chaired by the President and with the help of the Chief Executive, must formulate and review regularly the vision, values and long-term strategy of RSTMH as well as policies for its fulfilment.
- With the assistance of the Chief Executive and appropriate professional advisors, I will ensure collectively with my fellow Trustees that RSTMH complies with regulatory and

statutory requirements and exercises overall control over its financial affairs. In addition to compliance with statutory requirements, I will be committed to the development and implementation of good practice.

- In order to develop a working knowledge of RSTMH and to give myself credibility, I will endeavour to maintain links and keep in touch with RSTMH by scheduled visits to its offices and website and attendance at its scientific and educational meetings.

Staff

- I will ensure that I have a clear understanding of the scope of authority delegated to the Chief Executive.
- I will ensure that any policies and strategies agreed by the Board are expressed in unambiguous and practical terms, so that the Chief Executive and staff responsible for implementing those policies are clear as to what they need to do. I understand that directions given to the Chief Executive and the staff should come from the Board as a whole.
- I will act fairly and in accordance with good employment and equal opportunities principles in making decisions affecting the recruitment, appointment, professional development, appraisal, remuneration and discipline of the Chief Executive and other staff.
- I understand, accept and respect the difference in roles between the Board, the Chief Executive and other staff, and I will ensure that the honorary officers, the Board, the Chief Executive and his/her staff work effectively and cohesively for the benefit of RSTMH and develop a mutually supportive and loyal relationship.
- Once the Chief Executive has been given delegated authority, I will be careful – both individually and collectively with my fellow Trustees – not to undermine it by word or action.

Leaving the board

- I understand that substantial breach of any part of this code may result in my being asked to resign from the Board or my removal from the Board.
- Should the Board wish to remove me from office in accordance with Clause 29.1.8 of RSTMH’s Constitution, I understand that I will have a reasonable opportunity of being heard by the Board or of making written representations to the Board.
- Should I wish to resign from the Board, I will inform the President in advance in writing, stating my reasons for resigning. Additionally, I will participate in an exit interview.

Signed:.....

Name:.....

Date:.....