

Buxton Town Team CIC

Directors' Code of Conduct

Buxton Town Team is a collaborative enterprise dependent on the efforts of its members to achieve its objectives. The company's directors will be mindful of the trust that is invested in them by the membership when they are appointed to the board, and will refrain from any behaviour that could bring Buxton Town Team into disrepute.

Directors will be active members of the town team and will contribute personally to the success of the company and the achievement of its objectives. They will also encourage participation by the wider membership. They will respect differences of opinion, operate in a collegiate manner and foster a culture of co-operation and consensus.

Directors will understand that their personal views may not be those of the membership as a whole, or even of the Board of Directors, and will exercise discretion in any situation where they might be considered to be representing Buxton Town Team CIC. They may speak on behalf of the company, and use the Buxton Town Team name and logo, without specific prior approval, but only when they reasonably believe that statements made and opinions expressed by them will meet with the approval of the rest of the board.

Directors may enter into financial commitments on behalf of Buxton Town Team, but only for approved projects within agreed limits, or where this has been agreed in advance by a majority of the Directors.

Directors may not be paid for their work as directors. They are welcome to tender for contracts of work that Buxton Town Team may award from time to time, but this must be done fairly, openly and transparently. They may also be reimbursed for legitimate expenses incurred on Buxton Town Team business. All such reimbursements, and the details of any contract awarded to a director, including its value, will be made public to the membership and recorded in the company's accounts.

Directors must inform the rest of the board if they stand to benefit financially from any Buxton Town Team project, must not exert undue influence on members working on projects that might so benefit them, and must declare promptly any conflicts of interest that arise. They may not vote, or otherwise participate, in the making of decisions where they have a conflict of interest. All conflicts of interest must be recorded, and the records made available for inspection by the membership.

Directors will carry out their duties diligently and responsibly, as set out in the Terms of Reference for the Board. If at any point they find they are unable adequately to fulfil the requirements of the role they will tender their resignation, to enable a replacement to be appointed at the earliest opportunity.

Adopted 18 December 2012