

Code of Conduct

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AUDIT LOG

| | Project Role | Name | Date |
|---------------------|--|-------------|-------------|
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INTRODUCTION

The purpose of this Code of Conduct is to set out the standards of behaviour expected from those who work or engage with the North East Chamber of Commerce (**NECC**) including, but not limited to, volunteers, suppliers, members, directors and other stakeholders (**NECC Representatives**).

All NECC Representatives should ensure that they have read and comply with this Code of Conduct.

As an NECC Representative you are an integral part of NECC's diverse and collaborative community. NECC promotes principles of fairness, equality, accessibility and provides a safe and inclusive environment. NECC is a representative body which strives to promote and maintain the highest standards of conduct. People who come into contact with NECC and its directors and members are entitled to expect we behave with integrity, fairness, equality and treat people with respect.

Our employees are subject to a code of conduct which sets out standards expected of them as employees of NECC, when they are undertaking their role within and outside of NECC business, and for when they come into contact with NECC Representatives.

In return, we also expect certain standards of conduct and behaviour from our NECC Representatives.

This Code of Conduct sets out what is expected of NECC Representatives in the performance of their role, in the way in which they engage with NECC and contribute to maintaining a supportive and inclusive environment. This aligns to our fundamental NECC values of inclusivity, integrity and passion for the North East.

Therefore NECC Representatives must adhere to this Code of Conduct:

- whenever they represent, conduct the business of, or are present at a meeting or event of the NECC;
- whenever they act, claim to act or give the impression they are acting as an NECC Representative; and
- in all their dealings with NECC employees, members and other stakeholders.

This Code of Conduct is subject to periodic review and may be varied from time to time by the directors of NECC.

CODE OF CONDUCT

All NECC Representatives are expected to act in an ethical and professional manner at all times when engaging with the NECC. As NECC Representatives you play an integral role supporting the goals and objectives of the NECC. This Code of Conduct is intended to foster an environment in which everyone is able to contribute towards those common aims in a constructive manner.

This Code of Conduct provides a framework for not just what is expected of you but also what you can expect when participating in the NECC's activities and initiatives. The standards set out in this Code of Conduct are intended to facilitate collaboration between members and stakeholders to promote the economic growth and development of the North East region.

Certain standards will apply to those NECC Representatives who are directors or members of the NECC and in light of their constitutional and governance role within NECC. Where the expectation is linked to the nature of the person's relationship with NECC this has been noted in this Code of Conduct. In all other cases the standard applies equally to all NECC Representatives.

NECC is committed to enforcing this Code of Conduct and ensuring a safe and inclusive environment in all its activities. If you have any questions regarding this Code of Conduct and/or whether a specific standard applies to your role please seek advice from Ross Gibson, governance and compliance officer: ross.gibson@necc.co.uk.

By engaging with NECC, you agree to abide by this Code of Conduct.

ETHICAL CONDUCT

You must:

- uphold the highest standards of honesty, integrity, and ethical behaviour in all your business dealings with NECC;
- comply with all applicable laws and regulations governing your business activities;
- show respect and consideration for others at all times;
- not use any form of bullying, harassment or sexist, racist, or exclusionary comments, or behave inappropriately in an NECC setting;
- act in accordance with safeguarding controls we have in place and ensure the safety of yourself and others at all times;
- act with integrity and avoid any acts, omissions or practices which harm the NECC, NECC Representatives or the general public;
- not misuse drugs and alcohol (including drinking alcohol to a level which would impair good judgement) or take any action that may have a detrimental effect on NECC's reputation, violate the law, impact the safety or well-being of others or cause inappropriate behaviour or conduct.

PROFESSIONALISM

You must:

- conduct yourself in a professional manner at all times;

- treat fellow NECC Representatives and the public with respect and courtesy;
- act in a way that supports and upholds the reputation and values of NECC;
- refrain from engaging in behaviour that may damage the reputation or credibility of the NECC or NECC Representatives;
- promote an inclusive environment that is free from harassment, bullying and discrimination;
- not make vexatious, malicious or frivolous complaints against an NECC Representative.

In addition, directors must:

- discharge their legal duties, including ensuring they promote and act in the best interests of the NECC and promote its purposes;
- act with independence in discharging their role;
- lead the organisation and demonstrate the highest standards of good governance;
- act with integrity and work collectively in the interests of NECC.

CONFLICTS OF INTEREST

- You must not, in your official capacity or otherwise, use or attempt to use your position with NECC improperly to confer on or secure for yourself, or any other person, an advantage or create or avoid for yourself, or any other person, a disadvantage.

In addition, directors and officers of the company must:

- You must disclose any actual or potential conflicts of interest to the NECCs leadership promptly and notify the Secretary of any changes in a timely manner and follow NECC's policy in this regard;
- When participating in meetings or reaching decisions regarding the business of the NECC you must do so on the basis of the merits of the discussion and the information presented and in the best interests of NECC and its purposes;
- You must promptly declare at the start of any meeting any personal interest in the matters to be discussed at the meeting any matter which is or may be perceived as a conflict by yourself or others;
- If you are unsure as to whether or not a matter would be regarded as a conflict of interest you should contact the Secretary for advice.

CONFIDENTIALITY

You must:

- respect the confidentiality of sensitive or confidential information shared within and/or by the NECC, refraining from disclosing such information without proper authorisation;
- respect the privacy and confidentiality of fellow NECC Representatives;
- keep confidential and do not disclose personal or confidential information or information which should reasonably be regarded as being of a confidential nature, without the express, prior consent of NECC;
- exercise caution when discussing sensitive matters and be mindful of data protection regulations, following the NECC's policies in this regard;

- seek advice or appropriate support if required.

COMPLIANCE

You must:

- adhere to applicable NECC policies, procedures, and guidelines, as well as any decisions made by its governing bodies;
- uphold and conduct yourself in line with NECC's values;
- promptly address any concerns or grievances you may have through the appropriate channels provided by the NECC;
- raise any concerns that you have in relation to any conduct or behaviour of any NECC Representative. This ensures your concerns can be properly considered and any appropriate actions taken in response.

In addition, directors must:

- adhere to, promote and keep under review the NECC's policies, procedures, and guidelines, as well as any decisions made by its governing bodies.

REPORTING BREACHES OF THE CODE OF CONDUCT

If you witness or experience any breaches or violations of this Code of Conduct, please report them to NECC through the appropriate channels as outlined in our complaints policy. Any breach or breaches of this Code of Conduct by NECC Representatives will be dealt with in accordance with the provisions set out below and, in the case of members and directors, ultimately in accordance with NECC's articles of association.

INVESTIGATIONS AND POTENTIAL CONSEQUENCES OF BREACH/VIOLATIONS

Any breach or breaches of this Code of Conduct shall be dealt with in accordance with the provisions set out below and, where relevant, may result in action taken in accordance with NECC's governing document. For the avoidance of doubt, this procedure applies to breaches of this Code of Conduct, and complaints made regarding the same. Any general complaints or concerns regarding NECC shall be dealt with in accordance with the NECC Complaints Policy or other applicable policy.

Violations of this Code of Conduct may result in sanctions for those in breach, including warnings, reporting the incident to appropriate authorities (if necessary), suspension or termination of NECC membership or directorship, depending on the severity and nature of the violation. NECC reserves the right to take appropriate measures to address violations and takes all breaches seriously.

It is always preferable for breaches of the Code of Conduct to be dealt with in a timely and prompt manner. In exercising this procedure, regard shall be had at all times to the respect, dignity and privacy of the individuals concerned.

Investigation Process

Where a complaint has been made that an NECC Representative has breached the Code of Conduct, or where the NECC becomes aware of any matter concerning the conduct of any NECC Representative which in its opinion may constitute a breach of the Code of Conduct and decides to initiate a review, this will be referred to the CEO who will appoint an appropriately senior person to carry out an investigation (the **Investigating Officer**). The Investigating Officer will carry out an investigation under this procedure and report their findings to the CEO. Where the CEO is the subject of a suspected breach of the Code of Conduct, the complaint should be referred to the chair. The chair will appoint the Investigating Officer who will report directly to the Board of NECC.

The NECC may decline to Investigate a complaint if in acting reasonably it considers that the complaint is vexatious or otherwise unmeritorious.

The NECC may suspend any process under this procedure pending the outcome of civil or criminal proceedings relevant to the complaint being undertaken by any other body and reserves the right to suspend the person subject to investigation during that period.

The role of the Investigating Officer is to determine whether a breach of the Code of Conduct has occurred and to recommend sanction(s) if appropriate. To do so, the Investigating Officer will undertake an investigation into the alleged breach, gather evidence and make a report. This will include notifying the subject of the complaint that a complaint has been made, and providing them with sufficient information to enable them to understand and respond to the complaint. Where a complaint has been made anonymously, or where the complainant does not wish their identity to be disclosed, the Investigating Officer will respect that request, however in order to adequately investigate the complaint, will be required to share information pertaining to the substance of the complaint with the person who is the subject of the complaint.

The person who is subject of the complaint may make written representations of reasonable length to the Investigating Officer and may be asked to attend a meeting. A person who does not make a statement in relation to the complaint is not, for that reason

alone, to be taken to have admitted to committing the suspected breach, but if they fail to do so and decline to engage in the investigation, then the Investigating Officer will need to make a finding on this basis, taking all other relevant evidence and information into account. The Investigating Officer may conduct interviews in order to inform their investigation process.

Sanctions

If a determination is made that the Code of Conduct has been breached the subject of the complaint must be informed of the outcome and recommendation in writing. This must include the findings of the Investigating Officer, the determination that has been made and the sanction or sanctions that are to be applied.

The possible sanctions include but are not limited to:

- **Oral Warning:** in the case of a first minor violation of the Code of Conduct, a NECC Representative may be given an oral warning. Such warnings will be recorded, but if following receipt of a warning the NECC Representative's conduct and performance improves and continues at an acceptable standard, it will be disregarded after the period of six months from the date of warning. It is expected that an oral warning will resolve most difficulties. Where an NECC Representative commits a more serious violation or fails to improve and maintain that improvement with regard to conduct, behaviour or performance, the stages below may be taken.
- **First Written Warning:** if conduct or performance remains unsatisfactory or is sufficiently serious that it cannot appropriately be dealt with by an oral warning, the NECC Representative will receive a formal written warning from the NECC. Such warnings will be recorded and outline the nature of the violation, the change in behaviour that is required, the timescale for the change/improvement and confirmation that repeated infractions or a failure to improve conduct to a satisfactory level will result in further sanctions.
- **Final Written Warning:** if there is no improvement in conduct within a reasonable timeframe of the NECC Representative being given a warning to improve practice, or if a further offence of a similar kind occurs, or the breach is sufficiently serious, a final written warning will be given which will include the reason for the warning and a note that if no improvement results within an agreed time (e.g, 3-6 months) further sanctions will apply.
- **Suspension:** In cases of serious or repeated alleged misconduct, the NECC (acting on the authority of the Board) may suspend the privileges of the offending NECC Representative for a specified period. During this suspension, the NECC Representative will not be entitled to participate in NECC activities or enjoy associated benefits. Written notice of the suspension must be given to the NECC Representative. Suspension does not predetermine the outcome of an investigation. It is a neutral act designed to protect the individual and the NECC. Where the offending NECC Representative is a member or director, the decision to suspend is made by a resolution of the directors.
- **Termination:** For serious violations or behaviours/conduct which demonstrate persistent disregard for the Code of Conduct, the NECC reserves the right to terminate the membership or directorship of the offending individual or organization. Termination may result in the loss of all benefits and privileges, as well

as exclusion from future NECC events and initiatives. Written notice of the expulsion must be given to the NECC Representative. In the case of a member, they will cease to be a member following notice in writing approved by a majority decision of the Board. In the case of a director, they will cease to be a director if a request in writing for them to resign must be signed by more than 75% in number of the other directors of the NECC at the relevant time.

- **Restitution:** In instances where an NECC Representative's misconduct results in financial or reputational harm to the NECC or its stakeholders, the NECC Representative may be required to provide restitution or compensation for damages incurred.

Appeal

Where an NECC Representative has been removed from their role at stage one, they may submit an appeal in writing within 21 days of receiving notice of their removal. The appeal is submitted to the Board or a Director nominated by the Board for this purpose (who was not involved in any investigation at stage one above). Unless there are new allegations or new information/evidence to be considered on appeal, the scope of the appeal will be limited to whether or not the matter has been investigated in accordance with this Code of Conduct and whether the decision falls within a range of reasonable decisions. The appeal does not undertake a further investigation.

If the NECC upholds any appeal it may agree to re-admit any person removed from membership at such time and on such terms as it thinks fit. If the appeal is dismissed, then the determination made at stage one is final and binding on the subject of the complaint and there is no further right of appeal.