



CODE OF CONDUCT FOR STAFF AND BOARD MEMBERS

This Code of Conduct applies to all staff and Board Members within the Pennaf Group of Organisations and is referred to as the 'Group' within the Code.

A SUMMARY OF THE CODE OF CONDUCT

1. **Aims and Values:** We must always dress and conduct ourselves in an appropriate and professional manner for the duty or function that we are carrying out or attending, upholding the aims and values of the Group and demonstrating a high level of personal integrity.
2. **Relationships with Residents:**
 - a. We must be especially careful to maintain proper and professional boundaries with Residents and never allow any personal relationship with a resident to conflict with their best interests.
 - b. We must keep our personal monies totally separate from the Group's money and work. In particular we must not give or receive money (including loans) to / from Residents.
3. **Gifts:** We must always avoid giving and receiving gifts (from Residents, suppliers etc.) except in the very limited circumstances set out in this Code.
4. **Hospitality:** We should also avoid hospitality except in the limited circumstances set out in this Code.
5. **Confidentiality:** We must respect confidentiality about the Group's work and personal details relating to Residents, staff, business partners, Members etc.
6. **Equality:** We must treat everyone fairly and ensure equality of opportunity in every aspect of the Group's work.
7. **Outside Activities:**
 - a. We must ensure that we demonstrate the Group's non-political nature and keep our personal political activities and views totally separate from the work of the Group.
 - b. We must disclose Voluntary work which may overlap with the work of the Group and consider disclosing membership of any secret societies.
 - c. Staff must declare outside paid work.
8. **Purchasing Overlap:** We must avoid receiving or the suspicion of preferential treatment from suppliers by separating our private purchasing from the Group's, within the scope of this Code.
9. **Conflict of Interest:** We must ensure that we do not get improper personal benefits from our association with the Group and must disclose any actual or potential conflict of interest.

10. **Regulatory Requirements (Housing Act 1996 – Part 1 Schedule 1):** We must not receive housing or other benefits from the Group except as allowed by the special exemptions agreed by Welsh Government under Schedule 1.
11. **Disclosure:** We must declare any conflict of interest (whether actual or perceived), gift and hospitality, (received or given), political activity, personal purchasing overlapping with the Group's suppliers and close relations within the Group, its key suppliers/partners and Boards.

Aims and Values

The Group's work and reputation relies on us all (throughout the Group) upholding, applying and promoting the Group's aims and values. Members and staff must always be professional and above reproach, with high standards of conduct and personal integrity. All staff and Board Members who represent the Group are expected to dress and conduct themselves appropriately for the duty or function that they are carrying out or attending. The Group's Core Principles (Integrity, Care, Accountable, Respect and Equality) are accessible on the Group's Intranet.

Relationships with Tenants

We must be especially careful of relationships with Residents and never allow any personal relationship with a tenant to conflict with their best interest by bringing undue pressure to bear in matters concerning their rights as a tenant.

Staff and Board Members must therefore never allow themselves to be compromised by, nor take advantage of, their relationships with tenants. The relationship of trust must never be abused.

Staff and Board Members must not invite or influence a Resident to make a will or trust under which a member of staff or Board Member is named as executor, trustee or beneficiary. If handling a tenant's money, they must take extreme care including receipting every transaction.

The Group's Supported Living Service Professional Boundaries Policy and Procedure provides additional guidelines to project workers.

Gifts

Giving and receiving gifts creates a relationship that could be seen to influence our judgment therefore we should always avoid gifts except in very limited circumstances.

The general rule is therefore that no personal benefit to individuals or groups of staff or Board Members is permitted. Personal gifts must not be solicited under any circumstances.

It is particularly important that staff and Members should not accept gifts of value from Residents or potential Residents. With the exception of Care Home staff, birthday cards, or a small gift of a modest value to a member of staff who is leaving, may be accepted if it is less than £25 in value. Care Homes staff are barred from receiving any gifts from residents or their families under the Care Standards Act.

Only small personal gifts from suppliers of nominal value (e.g. diaries, calendars, stationery etc) may be accepted by an individual. Gifts of cash should not be accepted under any

circumstances.

Any other gifts received should be pooled and used for the benefit of all staff (e.g. directly or by sale or raffle).

Gifts to another individual or organisation are only to be made in exceptional circumstances, with the approval of the Group Chief Executive or Deputy Group Chief Executive. Under no circumstances should gifts be given to any supplier/potential supplier.

Gifts may also be potentially interpreted as a bribe under the Bribery Act 2010. Refer to the Group's Anti Corruption and Bribery policy. Under act it is a criminal offence for an individual or commercial organisation to offer or receive a bribe. In this context, a bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage. The Group prohibits the offering, the giving, the solicitation or the acceptance of any bribe, whether cash or other inducement. Members and staff are referred to the Group's Anti Corruption and Bribery Policy for further information.

All gifts received must be recorded in the Gifts and Hospitality Register held at the Registered Office (St Asaph) by the Administration Manager.

Hospitality

Staff and Members must never solicit hospitality and offers of hospitality should be carefully considered and should only be accepted if:-

- the offer could not reasonably be construed as influencing or attempting to influence matters relating to the work of the Group or the outcome of business negotiations;
- the hospitality is on a modest scale (estimated to be less than £25 per head);
- it is occasional and clearly linked with business, status and objectives of the Group;
- the offer could not be interpreted as a bribe under the Bribery Act 2010.

Occasional and modest hospitality will be allowed, but only with the approval of the Chief Executive, Deputy Chief Executive or a Director.

Hospitality must always promptly be recorded in the Gifts and Hospitality register held at the Registered Office (St Asaph) by the Committee Administration Manager.

Confidentiality

Our work involves confidential information about our customers and the Group's business and we must respect that confidentiality. The Group is committed to working openly.

Staff and Board Members must treat as confidential:

1. Personal information concerning people e.g. residents, applicants, Members etc.
2. Commercially sensitive information about the Group and partner organisations.

The Group's Confidentiality and Data Protection Policies must be followed at all times. These are available on the Group's Intranet.

Equality and Diversity

The Group is committed to achieving equality of opportunity in every area of its work and ensuring that everyone is treated fairly.

Staff and Board Members should be aware of the Group's Dignity at Work policy. They should also be aware of the scope for discrimination in the granting of tenancies, contracts of employment, and contracts for services. They must follow established procedures when involved with such issues to prevent either direct or indirect discrimination from occurring.

In order to ensure that the Group reflects the communities it serves, the Group monitors equality and diversity information e.g. age, disability, gender reassignment, race etc. of Board Members, staff, and of households seeking and receiving accommodation. Staff and Board Members are encouraged to supply this information.

Outside Activities

Staff and Board Members may well be involved, in their private lives, in political and other activities. It goes without saying that outside interests must in no way conflict or interfere in anyway with the Group or the individual's role or position, particularly with regard to decisions and views. Outside activities fall into three categories;

i. Political

Staff and Members may well be involved, in their private lives, in political activity. At the same time we must be aware that the Group is non-political. We must ensure that the Group itself is not brought into the political arena or its reputation or status damaged by our personal political activities. When making any political representation, the Group must clearly be seen to represent a balanced case in support of the Group's objectives.

ii. Voluntary Groups and Secret Societies

Staff and Members may also be involved, in their private lives, in Voluntary Groups which may potentially overlap with the activities of the group. Staff and Members should declare details of any voluntary organisations which in any way relate to housing on which you serve in a committee or management capacity. Such organisations may include other housing associations and voluntary groups with which the Group has management agreements, welfare groups, etc.

Staff and Board Members need not make a Disclosure of Interest if they are a member of any organisation not open to the public, which has secrecy about its rules or conduct unless it may be seen to influence their association with the Group. A Lodge, Chapter, Society, Trust, gathering or meeting is considered as a secret society unless it forms part of the activity of a generally recognised religion or trade union. When in doubt, it is better to declare an affiliation in the interests of openness and transparency.

iii. Other Paid Activities

Staff may not normally take any outside paid employment, although there are special rules for part-time workers who will need to demonstrate that any other work does not conflict with the Group's interests. All staff must obtain written consent from a Manager at Spot Salary or above to take any outside paid

employment.

All staff members who have authorisation to hold secondary employment must keep within the rules of the working time regulations and in addition have available to their line managers perusal at all times a sheet which identifies hours worked and dates.

Board Members may undertake work in a private capacity. However, Members should consider whether it is necessary to declare when they are employed by another Member, as it may be a potential conflict. If work undertaken in a private capacity is likely to have any relation, however slight, with the work of the Group, or if it may require any attendance (including telephone attendance) during working hours or prejudice proper performance, these should be disclosed.

No outside work of any sort may be conducted on the Group premises. If we are offered payment for writing or speaking on Group related business, any sums earned must be paid to the Group or donated to a charity approved by the Group Chief Executive.

Purchasing

In order to avoid any suspicion that a supplier may give or receive favourable treatment, staff and Board Members must separate their purchasing decisions as individuals from that for the Group.

As a general rule Members and staff should not use for personal or private business any of the Group's professional advisors, consultants, contractors or suppliers of goods or services.

If a purchase is made from a supplier or contractor and the supplier / contractor is aware of you working for the Group, you should ensure that no discount, incentive, preferential treatment, favours or other benefit is given to you by virtue of your association with the Group. It is recognised that some staff would receive trade discounts from certain suppliers by virtue of them being known in the trade, and not necessarily working for the Group. In any event, for transparency, transactions in excess of £1,000 must be declared in the Declaration of Interests register of the purchase and confirmation of no preferential terms or treatment having been received.

No declaration is necessary (but may be made) where staff or Members use a supplier or contractor without the supplier or contractor being aware of any association with the Group and therefore no preferential treatment, discounts, favours etc are received. Alternatively no declaration is necessary if the supplier or contractor knows the staff or Board Member is from Group and does not give any preferential treatment, discounts, favours etc.

Conflict of Interest

In order to demonstrate openness and transparency, we must declare any conflict of interest (potential, real or perceived). This covers any circumstances where an individual or his/her close relative could in theory receive a personal or business benefit (other than salary and expenses) as a consequence of any Group activity.

There are two main examples where a benefit could occur:

A Duality of Interest.	This is where the circumstances could potentially bring about some personal or business gain.
A Conflict of Interest.	This is where both a Group interest and a personal/business interest do actually occur.

Both types of interest must be disclosed. It will be the responsibility of all staff and Board Members to complete a declaration of interests form and to submit an interim declaration if it becomes necessary. Declarations of interest will be held in a register that accurately reflects the details provided in the declaration and this register will be open to public scrutiny.

Examples (not exhaustive) include the following:

1. An interest in any property being purchased by the Group.
2. An interest in any company selling or being agent for any property, goods or services being purchased by the Group.
3. A business relationship with any person or firm earning fees from work placed by the Group.
4. A business relationship with any person or firm entering into a contract to carry out work for the Group.
5. Appointment of/or application to become a Town Councillor in any area in which the Group operates.

In any case of uncertainty, staff and Members should always make a 'disclosure'. For Members and staff attending meetings when an item is discussed in which they have an interest (even a remote interest) they should normally withdraw from the meeting whilst the item is being discussed and definitely not influence or participate in a decision.

Housing Act 1996 — Part 1 Schedule 1

This relates to the granting of non contractual benefits to staff, Board Members and / or their families. It is intended to ensure all Housing Associations maintain the highest standards of probity in all their dealings.

In addition Schedule 1 to the Housing Act 1996 puts staff and Members of the Group in much the same position as if they were charitable trustees of the landlord's property. This means that they must not put themselves in a position where their duty and their own interests conflict, or might conflict, and they (nor any close relative) must not benefit from their position except in the ways permitted by the Schedule.

Staff and Board Members (or their close relatives i.e. husband, wife, partner, parent, grandparent, brother, sister and in-laws) may not receive any 'benefit' e.g. payment, grant, service, loan etc. from the Group, except under the conditions or exemptions. This includes dealing with businesses trading for profit which an employee or Board member (or one of their family) is an owner, partner or a significant shareholder.

For staff any payment or benefit which is not a contractual right, is a breach of Schedule 1 unless a relevant Exemption applies. For Board members payment of expenses e.g. for travelling etc is a legitimate payment only if the policy has been approved by the Board. The Groups has agreed a policy on this in the 'Committee Standing Orders'.

The Welsh Government has agreed 14 'Exemptions' and the respective Boards have agreed to adopt the General Exemptions. The exemptions are set out below;

Exemption 1	Allows the employment of a close relative of a member of staff if they are the best candidate following a fair, open and transparent recruitment process.
Exemption 2	Allows the re-employment as a member of staff or sub-contractor a person who has left within the preceding 12 months following a fair, open and transparent recruitment process.
Exemption 3	Allows the provision of a tenancy to employees, former employees or close relatives providing it is strictly in accordance with the Group's Allocations Policy.
Exemption 4	Allows the provision of a tenancy to a Board Member or close relative of a Board Member provided written Welsh Government consent has been obtained.
Exemption 5	Permits the purchase of a house from a Board Member employee (current or former) or a close relative of any of them with written agreement from the Welsh Government.
Exemption 6	This allows the payment to businesses trading for profit in the management of which an Association's employee or Board Member are directly concerned, provided; <ul style="list-style-type: none"> i. there is a fair, open and transparent procurement process in which the employee or Board Member is in no way involved in awarding the contract, agreeing variations or monitoring of the contract. ii. A full disclosure is made in the 'Declarations of Interest' register and relevant person leaves any meetings where the contract is discussed.
Exemption 7	This allows payments and benefits of a general nature such as token Gifts and Payment to Board Members and staff e.g covering small gifts on leaving or retiring, flowers, staff and Board member hospitality e.g. a Christmas party, up to a cumulative value of £500 for each registered organisation in any one year.
Exemption 8	Permits the provision of Home Release or Homebuy Option schemes and any other voluntary purchase scheme approved by the Welsh Government.
Exemption 9	Applies to fully mutual and Tenant Based housing associations and does not apply to the Pennaf Housing Group.
Exemption 10	This allows an association to make a payment to a departing employee up to one year's salary.
Exemption 11	This allows an association to make a payment to a person in full and final settlement of an employment related dispute up to £50k provided the association seeks 'professional' advice e.g Human Resources, rather than 'legal' advice.
Exemption 12	This allows an Association to indemnify a relevant officer against specified expenses in connection with civil or criminal proceedings in relation to an association arising from liability due to negligence,

	default, breach of duty of trust.
Exemption 13	This permits the provision of services (as opposed to 'Payments and Benefits') to employees and Board Members, and their relatives.
Exemption 14	This permits the provision of payments and benefits to Shareholder Members. It applies to fully mutual housing associations and therefore not relevant to the Group.

The circular RSL 005/10 issued by the Welsh Government entitled 'Permitted Payments and Benefits' covers the Schedule 1 issues and is available on the Groups Intranet.

Whilst the Group has agreed to take advantage of the above exemptions, all the events caught by the exemptions must be recorded in the appropriate register and an annual declaration submitted to the Welsh Government by 31 May each year.

Disclosure Under the Code

All events covered by this Code must be disclosed at the time of occurrence. New staff will be required to make a declaration on joining and thereafter will be reminded to make a declaration when necessary in accordance with this code. The declaration is attached as Appendix 1.

Failure to Follow the Code of Conduct

In all cases where staff or Board Members' personal conduct might be viewed as conflicting with their work, they are required to disclose details to the Chief Executive and enter details in the register held at Head Office (St Asaph). Advice on any matter in this Code of Conduct should be sought first from the Chief Executive, Deputy Chief Executive or relevant Director.

In any case of uncertainty, staff and Board Members should always make a disclosure.

Staff and Board Members should recognise that failure to follow this Code of Conduct may damage the Group's reputation and its work and so will be viewed as a disciplinary matter. For staff, such matters will be dealt with under normal disciplinary procedures.

In the event of an alleged breach of the Code by a Board Member, any investigation or action will be initiated by the Chair, or Vice Chair, of the Board. Subsequent action will be considered in accordance with the Group's 'Breach of Protocol' policy.

CODE OF CONDUCT – SUMMARY OF MAIN PRINCIPLES

The Code of Conduct sets out expected standards of behaviour from staff and Board Members. These are summarised below for ease of reference;

1. **Aims and Values:** I will always dress and conduct myself in an appropriate and professional manner for the duty or function that I am carrying out or attending, uphold the aims and values of the Group and demonstrate a high level of personal integrity.
2. **Relationships with Residents:**
 - a. I will be especially careful to maintain proper and professional boundaries with Residents and never allow any personal relationship with a resident to conflict with their best interests.
 - b. I will keep my personal monies totally separate from the Group's money and work. In particular I will not give or receive money (including loans) to / from Residents.
3. **Gifts:** I will avoid giving and receiving gifts (from Residents, Suppliers etc.) except in the very limited circumstances set out in this Code.
4. **Hospitality:** I will avoid hospitality except in the limited circumstances set out in this Code.
5. **Confidentiality:** I will respect confidentiality about the Group's work and personal details relating to Residents, staff, business partners, Members etc.
6. **Equality:** I will treat everyone fairly and ensure equality of opportunity in every aspect of the Group's work.
7. **Outside Activities:**
 - a. I will keep my personal political activities and views totally separate from the Group and demonstrate the Group's non-political nature,
 - b. I will disclose any Voluntary work which may overlap with the Group,
 - c. I will consider disclosing membership of any secret societies, and
 - d. I will declare outside paid work.
8. **Purchasing Overlap:** I will avoid receiving or the suspicion of preferential treatment from suppliers by separating my private purchasing from the Group's, within the scope of this Code, and not receive any preferential treatment as a result of being associated with the Group.
9. **Conflict of Interest:** I will ensure that I do not get improper personal benefits from my association with the Group and will disclose any actual or potential conflict of interest.
10. **Regulatory Requirements (Housing Act 1996 – Part 1 Schedule 1):** I understand that neither me nor any close relative (including partners) must not receive housing or other benefits or payments (e.g. as a supplier) from the Group except as allowed by the special exemptions agreed by Welsh Government under Schedule 1.
11. **Disclosure:** I will declare immediately any conflict of interest (whether actual or perceived), gift and hospitality, (received or given), political activity, personal purchasing overlapping with the Group's suppliers, close relationships within the Group, its key suppliers/partners and Boards. I understand this covers close relatives as well myself personally.



DECLARATION OF INTERESTS

<u>Area</u>	<u>Disclosure</u>
Political Activity?	
Overlapping voluntary Interests?	
Secret / Closed Societies?	
Other paid work?	
Close Relationships within the Group?	
An interest or involvement (either personally or by a close relative) in a business with whom the Group trades or may trade.	

Declaration: I confirm that;

- i. I have read the full Code of Conduct,
- ii. I am aware that I need to advise the Group of any changes to the above,
- iii. I am not aware of any breach of the provisions of Schedule 1, Housing Act, 1996 at the time of making this declaration.
- iv. I have disclosed any gifts and hospitality received since my last declaration (if applicable).

PRINT NAME: SIGNED:

POSITION: DATE:/...../201.....

Return To: Human Resources Team, Pennaf Limited, 72 Ffordd William Morgan, St Asaph Business Park, St Asaph, Denbighshire LL17 0JD