



Patron: Her Majesty The Queen

THE HIGHLAND CATTLE SOCIETY SCIO BOARD OF TRUSTEES CODE OF CONDUCT

CONSTITUTION AND OBJECTS

1. The Society shall be called "THE HIGHLAND CATTLE SOCIETY SCIO" and shall operate as a charitable organisation for charitable purposes. The expression "charitable purposes" shall mean a charitable purpose under Section 7 of the Charities and Trustee Investment (Scotland) Act 2005 which is also regarded as a charitable purpose in relation to the application of the Taxes Acts.

2 The Charitable Purposes of the SCIO ("the Charitable Purposes") are:

- 2.1.1 To advance heritage and culture by preserving and safeguarding the Highland Cattle Breed and ensure its sustainable continuance as an important icon of rural Scotland's heritage.
- 2.1.2 To apply, assist and facilitate the advancement of science in all aspects of breeding management and husbandry of Highland Cattle.
- 2.1.3 To advance animal welfare by promoting and advancing the physical and mental wellbeing of Highland Cattle and the prevention of suffering and illness.
- 2.1.4 To advance environmental protection and improvement by promoting, advising on and facilitating the unique advantages of Highland Cattle in the preservation and conservation of the natural environment and its wildlife habitats and to furthering the cattle management in meeting the challenges of climate change.
- 2.1.5 To advance education by promoting, encouraging, and organising the development of individual skills, capabilities and understanding in all aspects of Highland Cattle management and breeding amongst stockmen, owners, breeders and the general public.

In terms of section 50(5) of the Charities Act, the SCIO shall have power to do anything which is calculated to further the Charitable Purposes or is conducive or incidental to doing so. Without prejudice to the foregoing generality, the SCIO shall also have the powers, only in furtherance of its Charitable Purposes, as expressed in the Schedule annexed to the Constitution.



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Code of Conduct – The Highland Cattle Society SCIO

As a Board Member or co-opted member of the Board of Trustees of The Highland Cattle Society SCIO you shall have regard to the following Principles – SELFLESSNESS, INTEGRITY, OBJECTIVITY, ACCOUNTABILITY, OPENNESS, HONESTY, LEADERSHIP, ENGAGEMENT and CONTRIBUTION.

Accordingly, when acting in your capacity as a Board member or Co-opted Member:

- 1, You must act solely in the interest of The Highland Cattle Society SCIO and should never improperly confer an advantage or disadvantage on any person or act to gain financial or other material benefits for yourself, your family, a friend or close associate.
2. You must not place yourself under a financial or other obligation to outside individuals or organisations that might seek to influence you in the performance of your duties.
3. When carrying out your duties you must make all choices on merit, and must be impartial and be seen to be impartial.
4. You must co-operate fully with whatever scrutiny is appropriate.
5. You must be as open as possible about your decisions and actions and be prepared to give reasons for your decisions and actions.
6. You will on occasion be privy to confidential and sensitive information, such as personal information about someone or commercially sensitive information which, if disclosed, might harm the commercial interests of the Society or another person or organization. This information must not be revealed without proper authority.
7. You should be mindful of the requirement to declare and record any discloseable personal interests in the manner set out below.
8. You must, when using or authorizing the use of Society resources, ensure that such resources are not used improperly and you must have regard to IT and other use policies in place at any given time.
9. You must promote and support high standards of conduct (characterized by the above requirements) by leadership and example when acting in your post.
10. In addition to compliance with the policies mentioned above, you are expected to comply with all The Highland Cattle Society SCIO adopted policies and procedures in force at any given point in time.

Conflict of interest

All staff, volunteers, and Trustees of The Highland Cattle Society SCIO will always strive to avoid any conflict of interest between the interests of the Charity on the one hand, and personal, professional, and business interests on the other. This includes avoiding actual conflicts of interest as well as the perception of conflicts of interest.

Highland Cattle Society, Stirling Agricultural Centre, Stirling FK9 4RN

The purpose of this policy is to protect the integrity of The Highland Cattle Society SCIO's decision-making process, to enable stakeholders to have confidence in the organisation's integrity, and to protect the integrity and reputation of volunteers, staff, and Trustees. Trustees have a legal obligation to act in the best interests of The Highland Cattle Society SCIO, and in accordance with the charity's governing document, and to avoid situations where there may be a potential conflict of interest. Staff and volunteers have similar obligations.

Conflicts of interests may arise where an individual's personal or family interests and/or loyalties conflict with those of The Highland Cattle Society SCIO. Such conflicts may create problems; they can:

- inhibit free discussion
- result in decisions or actions that are not in the interests of the charity
- risk the impression that the charity has acted improperly.

The aim of this policy is to protect both the organisation and the individuals involved from any appearance of impropriety.



There are two main types of conflict of interest:

1. **Appointment conflict:** This is a conflict of interest which can arise between a charity trustee and the person or organisation which appointed them.

For example:

A charity trustee appointed through association, business or local club and a decision is required on a matter which affects both the charity and the other organisation.

2. **Personal conflict:** When you might not be able to do what is best for the charity because it conflicts with your own personal or business interest in relation to that matter.

For example:

When a charity is considering a contract with a business and one of the charity trustees is also a director or representative of that business.

Examples of a conflict of interest:

- a charity trustee could get direct financial benefit from a decision the charity has to make
- a charity trustee is discussing a contract or business arrangement with an organisation their family have links to
- a charity trustee is also an employee of a company that the charity is doing business with
- being a trustee of a charity that gives out grants and a trustee of another charity applying for one of these grants

Examples of what is not a conflict of interest:

- being a charity trustee and donating funds to the charity
- being both a volunteer and a trustee of charity.

Registering and Declaring discloseable personal interests



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In accordance with best practice, the Society will hold a Register of Board Members Interests (Form attached). Any interest that you wish to register should be lodged with the Secretary/Treasurer within 28 days of taking up office.

If you are present at a Board meeting, a Committee meeting, AGM, EGM or other such meeting, unless you have obtained a dispensation from the President, the following apply:

- i. You must not participate in any discussion of, or vote taken on, the matter at the meeting and you must leave the room where the meeting is held while any discussion or voting takes place.
- ii. You should either declare the interest to the meeting or notify the Chair of the reason you intend to withdraw before leaving the meeting. If the interest is not registered, you must disclose the existence and nature of the interest at that meeting.

When you have disclosed an interest which was not already on the register and it is not the subject of a pending notification, you must notify the Secretary/Treasurer within 28 days beginning with the date of disclosure.

Registering and Declaring Gifts and Hospitality

In considering whether it is appropriate to accept offers of a gift hospitality, Members will need to take into account the requirement that you do not “place yourself under a financial or other obligation to outside individuals or organisations that might seek to influence you in the performance of your official duties”.

You must notify the President and Secretary/Treasurer of any gift or hospitality with a **value of £100** or above and which you have been offered and accepted in your role as a Board Member or co-opted Board Member within 28 days of the offer being made to you. Any such interests will be included in the Register of Gifts and Hospitality. All entries in the Register will be maintained for three years and will be available for inspection. You must, during that three year period, declare the acceptance of any such gift or hospitality at any discussion of vote on or discharge on any function relating to the donor.

THE HIGHLAND CATTLE SOCIETY SCIO BOARD OF TRUSTEES REGISTER OF BOARD MEMEBR AND CO-OPTED BOARD MEMBER INTERESTS

In accordance with the Society’s Code of Conduct this register relates to organisations in which you have a significant personal interest that you are required to register.

| ORGANISATION | NATURE OF INTEREST | POSITION HELD |
|--------------|--------------------|---------------|
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**THE HIGHLAND CATTLE SOCIETY SCIO
REGISTER OF GIFTS and HOSPITALITY**

| Highland Cattle Society | | | | | | |
|-------------------------|------|----------|--|---------|--|------------|
| Register of Gifts | | | | | | |
| | | | | | | |
| Supplier | Date | Contents | | Value £ | | Recipients |

David Hyland
Secretary and Treasurer
December 2019

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