

ROTHERFED

DIRECTORS CODE OF CONDUCT

.1.0 The Law

- 1.1 You must act at all times within the law. If in doubt seek advice from the chair of RotherFed or the Development Manager.

2.0 Duty to the Company and Private Interest

- 2.1 As a Director you have a duty of care to both employees and members of the company..

3.0 Disclosure of Financial and Other Interests

- 3.1 You should declare both direct and indirect financial interest (including those of a partner with whom you are living) which you may have in any matter coming before trustees. You should not speak or vote on such a matter.

- 3.2 You should list other directorships, political office and employment in the register of interests held by the company. You should list any shareholdings in companies that you know do business with the company and details of any property in which you have a financial interest that is leased or rented by the company.

- 3.3 Non financial interests can be just as important. You should not allow the impression to be created that you are, or maybe, using your position as a Director to promote a private or personal interest, rather that forwarding the general interest of the company and helping it to achieve its objectives. Private and personal interests include those of your family and friends as well as those arising through your ethnic / cultural identity, sexual orientation, membership of, or association with clubs, societies, religious institutions and other organisations such as, trade unions, political parties, pressure groups, free masons and other voluntary organisations.

- 3.4 If you have a private or personal non financial interest in a matter to be discussed and / or voted upon at a Directors meeting you should always disclose it unless it is a general interest that is shared by other members of the general public.

4.0 Use of Confidential and Private Information

- 4.1 As a Director you may acquire information that has not been made public and is confidential. You should never disclose or use confidential information for the

personal advantage of yourself or of anyone known to you or to the disadvantage or the discredit of the company.

5.0 Gifts and Hospitality

5.1 You should be very cautious of any offer of gift or hospitality made to you personally, particularly when a person or organisation is seeking to do business with the company. .

6.0 Dealings with the Company

6.1 You may have dealings with RotherFed on a personal level or as a result of your employment. For instance, you may need advice from RotherFed concerning your organisation. You should never seek or accept preferential treatment because of your position as a Director. Likewise, you should never use your position as a Director to seek preferential treatment for friends or relatives, or any firm or body with which you are personally connected.

7.0 Use of RotherFed's Facilities

7.1 You should always make sure that any facilities (such as stationery, stamps, etc) are used strictly for the duties of being a trustee and for no other purpose.

Date Policy adopted: 13th October 2009

Date for Review: October 2011

Signed:

Chair of the Board