



Code of Conduct

By reading this document and accepting the role of a trustee, director, or committee member of Diabetes Care Trust (ABCD) Ltd and/ or its subsidiaries; ABCD (Diabetes) Care Ltd and BJDVD Ltd, all trustees, directors and committee members agree to the following responsibilities:

General Conduct

Trustees, directors, and committee members should:

- Conduct themselves with integrity and in a manner, which does not damage or undermine the reputation of Diabetes Care Trust (ABCD) Ltd and its subsidiaries.
- Adhere to all policies of Diabetes Care Trust (ABCD) Ltd and its subsidiaries
- Board members and Committees must follow the procedures outlined in the organisation's articles of association
- Avoid actual impropriety and any appearance of improper behaviour.
- Act with honesty and integrity and exercise good judgement which may include seeking professional advice on appropriate matters on which they do not have relevant skills and experience.

Always act in the best interests of Diabetes Care Trust (ABCD) Ltd and its subsidiaries

Trustees, directors, and committee members should not:

- Place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their duties.
- Act, in order, to gain financial or other benefits for themselves or for any persons connected to them such as their family, their friends, or any organisation that they own, manage or work for.
- Accept substantial gifts or hospitality that might reasonably be thought to influence them in carrying out their role.

Roles

Trustees, directors, and committee members should:

- Understand and perform their roles and responsibilities to the best of their abilities.
- Be an active trustee, director or committee member and be prepared to provide adequate time and commitment as required to fulfil their role including, adequately preparing for meetings, and participating in committees and events when required.

Meetings

Trustees, directors, and committee members should:

- Aim to attend all meetings to which they have been invited, giving apologies ahead of time to the Chair if unable to attend.
- Study the agenda and other information sent in good time prior to the meeting and be prepared to debate and vote on agenda items and contribute appropriately and effectively during the meeting.
- Participate fully in the meeting, bring a fair and open-minded view to all discussions, maintain a respectful balance between speaking and listening, treat different views with respect, express dissent where necessary but avoid conflict, and ensuring that all decisions are made in the best interests of Diabetes Care Trust (ABCD) Ltd and its subsidiaries.



- Respect the authority of the Chairperson and their role as meeting leader.
- Fulfil any responsibilities assigned at the meeting and be prepared to report back on progress at the next meeting.
- Maintain confidentiality about business conducted within the meeting.

Legal Requirements and Policies

Trustees, directors, and committee members must:

- Act in accordance with Diabetes Care Trust (ABCD) Ltd and its subsidiaries governing documents and ensure that Diabetes Care Trust (ABCD) Ltd and its subsidiaries comply with all applicable laws including charity law, company law, health and safety law and data protection law.
- Always abide by organisational policies and procedures including the conflict of interest policy and declare any conflict of interest as soon as it arises.
- Ensure that any expense claims are made in accordance with agreed procedures.

Leaving the Board or Committee

- Any substantial breach of any part of this code outlined in appendix 1 may result in a trustee, director or committee members' removal from the trustee or director board or committee. If appropriate, the breach may be reported to their responsible officer
- Should a trustee, director, or committee member wish to resign, they should inform the Chair in advance in writing, stating the reasons for resigning.

The board of trustees should review this Code of Conduct at 3-year intervals or as appropriate.

Reviewed by Trustees: 8th November 2024

Date of Next Review: November 2027



APPENDIX 1

A substantial breach of the Code of Conduct is defined as:

- Failing to adhere to the policies and procedures of Diabetes Care Trust (ABCD) Ltd and its subsidiaries
- Misconduct including any act (or failure to act) that the person committing it knew (or ought to have known) was criminal, unlawful or improper.
- Mismanagement including any act (or failure to act) that may cause charitable resources to be misused or the people who benefit from the charity to be put at risk.
- Acting recklessly or without due care, resulting in a breach of trust, misconduct or mismanagement
- Failure to disclose a significant Conflict of Interest such as taking up a position within another organisation or company which could affect the reputation of the Charity
- Competing with charity activities /sponsorship through a commercial organisation or setting up another non-commercial organisation that would compete with the activities of ABCD
- Deemed to have brought the Charity into disrepute
- Any other activity that, in the majority opinion of the board of trustees, could damage the reputation or viability of the charity and its subsidiaries