

Love Music Board Members' Code of Conduct

Board Members will understand and respect the purpose and values of Love Music as laid out in the Company Mission, Vision and Values:

Our Vision

Life enhancing music making for everyone

Our Mission

To create and enhance opportunities for people to enjoy the social and personal benefits of inspirational music making in their own community

Our Values

We are respectful, inclusive and caring

We celebrate our diverse communities

We are playful, creative and adventurous

We are curious and collaborative

We are committed to the highest quality

General Responsibilities

Board members will:

- Have a sound knowledge of, and act within, the Memorandum and Articles of Association of Love Music Productions and the law, and abide by the policies and procedures of the organisation.
- Support the objects and mission of Love Music, championing it, using any skills or knowledge they have to further that mission and seeking expert advice where appropriate.
- Help to set and maintain Love Music's values and standards and will understand that this is different to the artistic development, which is the responsibility of the executive staff.
- Take an active role, making their skills, experience and knowledge available to Love Music and seeking to do what additional work they can outside Board meetings, including following up on actions and sitting on sub-committees. Board Members will ensure they are able to commit sufficient time to ensure their effectiveness.
- Respect organisational, board and individual confidentiality.
- Develop and maintain a sound and up-to-date knowledge of Love Music, its financial, risk and business planning and its environment. This will include having an understanding of how Love Music functions and the social, political and economic environment in which it operates; scrutinising its goals and objectives; monitoring the reporting of performance and progress and understanding the nature and extent of its work.
- Use Love Music's resources responsibly, and when claiming expenses will do so in line with Love Music's procedures.
- Be accountable for their actions as Trustees of Love Music and will submit themselves to the scrutiny of the board.
- Accept responsibility to ensure that Love Music is well run and will raise issues and questions in an appropriate and sensitive way to ensure that this is the case.
- Endeavour to attend Love Music performances and events.

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Managing interests

Board Members will:

- Not gain materially or financially from involvement with Love Music unless specifically authorised to do so; nor gain benefits for family, friends or other organisations to which they belong.
- Adhere to the terms of any authorised arrangement for financial payment from Love Music
- Act in the best interests of Love Music and avoid bringing Love Music into disrepute.
- Not put themselves in a position where personal interests conflict with their duty to act in the interests of the organisation. Where there is a conflict of interest they will ensure that this is declared and managed effectively in line with Love Music policy. Board Members must understand that failure to declare a conflict of interest will be considered a breach of this code.
- Inform the Company Secretary of any changes to the list of organisations they are working for, including paid employment and voluntary positions.
- Not place themselves under any financial or other obligation to outside individuals or organisations which might influence them in the performance of their role, nor accept hospitality or gifts which might reasonably be thought to so influence them.

Meetings

Board Members will:

- Attend all appropriate meetings and other appointments at Love Music or give apologies. If they cannot regularly attend meetings, they will consider whether it is appropriate to continue as a Board Member.
- Prepare fully for all meetings and other work for the organisation. This will include reading papers, querying anything not understood, thinking through issues before meetings and completing any actions assigned in the agreed time.
- Actively engage in discussion, debate and voting in meetings, contributing in a considered and constructive way, listening carefully, challenging sensitively and avoiding conflict.
- Participate in collective decision making, accept a majority decision of the Board and will not act individually unless specifically authorised to do so.
- Where a member of a nominated sub-committee, will take all reasonable steps to ensure that other Board Members are kept fully up to date with information upon which decisions may be taken.
- Take joint responsibility for decisions taken, including those determined by a nominated sub-committee.

Governance

Board Members will:

- Actively contribute towards improving the governance of the Board, participating in induction and training and sharing ideas for improvement with the Board.
- Help to identify good candidates for Board membership of Love Music and, with fellow Board members, appoint new Board members in accordance with agreed selection

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criteria, helping to ensure that a balance of skills and experience is maintained across the Board as a whole.

- Help to manage the Company with care, diligence and skill, taking professional advice where appropriate.

Relationships with others

Board Members will:

- Endeavour to work considerately and respectfully with all those they come into contact with at Love Music. They will respect diversity, different roles and boundaries, and avoid giving offence.
- Recognise that the roles of Board members, volunteers and staff of Love Music are different, and will seek to understand and respect the difference between these roles. Where Board Members also volunteer with the organisation, they will maintain separation of their role as a Board member and as a volunteer.
- Seek to support and encourage all those they come into contact with at Love Music. In particular they will recognise their responsibility to support the chair and the executive.
- Not make public comments about the organisation unless authorised to do so. Any public comments they do make about Love Music will be considered and in line with organisational policy, whether made as an individual or as a Board member.

Leaving the Board

- Board Members should not expect to serve for a period exceeding three years unless agreed by the Board as a whole. There is no limit to the number of times a Board Member can be re-elected to the Board.
- Board Members should understand that a substantial breach of any part of this code may result in procedures being put in motion by the Chair that may result in them being asked to resign from the Board. Should this happen, Board Members will be given the opportunity to be heard.
- A substantial breach of any part of this code by the Chair may result in procedures being put in motion by two trustees, acting with the full support of the other board members, that may result in the Chair being asked to resign from the Board. Should this happen, the Chair will be given the opportunity to be heard.
- In the event that a Board Member is asked to resign from the Board, they will accept the majority decision of the Board in this matter and resign at the earliest opportunity.
- If a Board Member wishes to leave the Love Music board at any time, they must inform the chair in advance in writing, stating their reasons for leaving.

Notes

For Board Members:

- This Code has been written in accordance with the OSCR, "Guidance for Charity Trustees", and The Trustee Network, "Codes of Conduct for Trustees".
- The purpose of this Code of Conduct is to ensure consistent application of the values and ethos of Love Music and sets out the relevant standards and commitments expected of all Board Members.

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For Prospective Board Members:

- Prospective Board members will have the opportunity to attend a Board meeting as an observer before accepting membership.
- All new Board members will be provided with information about expectations of them regarding time commitment, committee membership and involvement outside Board meetings, together with copies of relevant policy documents and the business plan. Opportunities will be provided to speak to an existing Board member.
- Prior to appointment, a prospective Board member should carry out due diligence on the Company and Board to satisfy that he/she has the knowledge, skills, experience and time to make a positive contribution to the Board.

For Love Music's Executive:

Love Music's executive will:

- Provide the Board members with timely and relevant information in order to allow the Board to govern well.
- Provide the Board with advice when necessary, ensuring that external professional advisors are available as and when needed.
- Work in partnership with the Board to ensure that it fulfils all its statutory and legal responsibilities.
- Invest time, money and other resources in order to help support and further develop good governance.
- Provide the Board with the necessary administrative and other support that it will need to govern well, including its development needs.
- Reimburse Board members' out-of-pocket expenses incurred in the course of their duties as members of the Board. Board members may waive all or part of these if they so choose.