

FIA Foundation - Code Of Conduct For Trustees

Introduction

The purpose of this document is to provide a model code of conduct for the FIA Foundation's trustees. This model aims to be capture good practice. As such it should be used as a guide rather than a definitive code.

Selflessness

Trustees of the FIA Foundation for the Automobile and Society (FIA Foundation) have a general duty to act in the best interests of the FIA Foundation as a whole. They should not do so in order to gain financial or other material benefits for themselves, their family, friends or any organisation they come from or represent.

Integrity

FIA Foundation's trustees should:

- respect the FIA Foundation's requirements under UK charity and company law including the Bribery Act 2010;
- 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 roles;
- avoid any appearance of improper behaviour, as well as avoiding actual impropriety;
- avoid accepting gifts and hospitality that might reasonably be thought to influence their judgement.

Objectivity

In carrying out their role, including making appointments (including trustee appointments), awarding grants, recommending individuals for rewards and benefits or transacting other business, the FIA Foundation's trustees should ensure that decisions are made solely on merit.

Accountability

FIA Foundation trustees:

- have a duty to comply with the law on all occasions in accordance with the trust placed in them and in such a way as to preserve stakeholder confidence in the FIA Foundation;
- are accountable for their decisions and actions to all stakeholders. They must submit themselves to what scrutiny is appropriate to their role.

Openness

FIA Foundation trustees:

- should ensure that confidential material is handled in accordance with due care;
- should be as open as possible about their decisions and action that they take. They should give reasons for their decisions and restrict information only when the wider interest clearly demands.

Honesty

FIA Foundation trustees:

- have a duty to declare any interests relating to their trustee role and to take steps to resolve any conflicts that may arise. Where private interests of a trustee conflict with their trustee duties, they must resolve this conflict in favour of the trustee role;
- must make relevant declarations of interest in the different circumstances and roles they play both within and without the FIA Foundation.

Leadership

FIA Foundation trustees:

- should promote and support the principles of leadership by example;
- must respect the role of the Director General.

Code of Conduct for Trustees during contested elections for the FIA Presidency

1. There will be a presumption that, unless the Board of Trustees exceptionally resolves otherwise, the FIA Foundation itself will take a neutral position in FIA elections.
2. Trustees may participate fully in FIA elections, except for the Chairman and the members of the Administrative Committee (but see (4) below). The Administrative Committee shall consist of the Treasurer and the Secretary of the FIA Foundation.
3. Trustees must inform the Chairman in writing if they intend to stand as a candidate, or actively to support the campaign of another candidate, and await his written approval before proceeding. Alternatively, they must resign as Trustees before adopting either of these positions.
4. The Chairman and the members of the Administrative Committee may play an active role, as candidate or supporter, only if they resign from these positions in order to do so. It will be for the remaining Trustees to decide whether they are re-appointed to office after the election is finished. The Director General may play an active role, as candidate or supporter, only if he or she takes leave of absence and has the Chairman's permission to do so.
5. Trustees standing as candidates may refer to their service for the FIA Foundation as a factual point in their favour, but the normal restriction that only the Chairman or other authorised person may act as a spokesman for the FIA Foundation must be respected. Individual Trustees may use published FIA Foundation material freely, but may not present or re-interpret the activities of the FIA Foundation in their own way without prior clearance from the FIA Foundation's senior officer responsible for communication.
6. Any Trustee who wishes to comment personally and independently on the work of the FIA Foundation must first resign as a Trustee. The duty of confidentiality by former Trustees to the FIA Foundation must remain in place.
7. Any member of staff who wishes to participate in a partisan way in an FIA election must inform the Administrative Committee in writing beforehand, and await written approval before proceeding. The Committee will recommend to the Chairman any reasonable restrictions it considers necessary to safeguard the charitable interests of the FIA Foundation. Subject to these constraints there will be a presumption that all staff will be free to participate in an election as they chose in their own time, providing that the FIA Foundation's work is not compromised, or its resources used or implied. Reasonable restrictions may be imposed on staff in senior and sensitive positions, such as the Director General, the Deputy Director General, or staff with grant allocation responsibilities. When authorised by the Administrative Committee to participate in an election, staff may not use the FIA Foundation's resources beyond the limited private use allowed them under their contracts of employment.
8. The Board of Trustees will be informed:
 - where the Chairman has been told that a Trustee is to take a role in an election;
 - where the Administrative Committee has, with the approval of the Chairman, agreed to a request by a member of staff to undertake a partisan role in an election.
9. Decisions by the FIA Foundation on grant applications made by individual FIA-affiliated clubs will be suspended for the duration of an FIA Presidential election campaign.

10. This code will apply from the day that more than one candidate announce their intention to stand, and will remain in force until the result of the election has been declared.
11. The overriding consideration for Trustees and staff during a contested FIA election must be that the interests of the FIA Foundation are not harmed by any actions they may take. Trustees must bear in mind that they have a statutory duty to act in the interests of the FIA Foundation.
12. Trustees and staff requiring further guidance on these matters should refer to <http://www.charitycommission.gov.uk/publications/cc3a.asp> and, specifically on conflicts of interest, to <http://www.charitycommission.gov.uk/supportingcharities/conflicts.asp>.

Adopted by the Board of Trustees

March 2005 and subsequently amended in March 2010 and October 2011