

**HAWICK COMMON RIDING COMMITTEE**

**SCIO**

## **Code of Governance**

**(BASED ON THE SCOTTISH GOVERNANCE CODE FOR THE THIRD SECTOR)**

## **ABOUT THE CODE**

The Scottish Governance Code for the Third Sector sets out the core principles and key elements of good governance for Committees, such as Hawick Common-Riding Committee.

The Code has been developed with reference to a broad range of other governance codes across the UK.

## **USING THE CODE**

### Who is the Code for?

The Code is accessible and applicable to all third sector organisations in Scotland, whatever their shape, size or activities. The Code's principles are universal.

### How it Works

The Code sets out five core principles encouraging third sector organisations to look at, and improve, their governance. All five principles are of equal importance. Each principle has a summary statement, followed by an explanation of how we can demonstrate and implement the principle. The Code is supported by practical resources.

Complying with the law and regulatory requirements are fundamental to good governance. However, the Code is not a legal or regulatory requirement. It is a tool to support our continuous improvement and strengthen the effectiveness of our governance. It provides a standard for us all to aspire to and to adopt in carrying out our activities and complying with our Constitutional aims and objectives.

## **THE FIVE CORE PRINCIPLES**

### Organisational Purpose

A well-run Committee is clear about the purpose and values of the organisation and how it will achieve its aims.

### Leadership

A well-run Committee is clear about its role and responsibilities, and provides strategic direction in line with the Committee's purpose and values (as outlined in our Constitutional Objects).

### Committee Behaviour

A well-run Committee, both collectively and individually, embraces and demonstrates mutual respect, integrity, openness and accountability. A Code of Conduct is in place, which each Member must adopt and sign as part of their eligibility to be a Committee Member. You cannot be a Committee Member if you fail to adopt this Code of Governance and sign acceptance to its associated Code of Conduct.

### Control

A well-run Committee will develop and implement appropriate controls to direct and oversee progress and performance.

### Effectiveness

A well-run Committee understands its role, powers and duties and works collectively and proactively, to achieve its purpose.

## **ORGANISATIONAL PURPOSE**

A well-run Committee is clear about its purpose and values and how it will achieve its aims and objectives.

As the Committee, we have ultimate responsibility for directing our activities and delivering on our stated purpose – our aims and objectives as set out in our Constitution.

We will do this by:

- Understanding our purpose and values and committing to them to make sure that our Committee delivers what it was set up to do
- Making sure our governing document is fit for purpose, and sets out the details of how our Committee is to be governed (our Constitution)
- Making and recording informed decisions in line with our Constitution (**currently nothing in Constitution**)
- Overseeing the use of assets and resources to make sure they are used to achieve our Committee's purpose and aims
- Communicating the work of the Committee and the difference it makes to our townspeople and service users.

## **LEADERSHIP**

A well-run Committee is clear about its role and responsibilities, and provides strategic direction in line with its purpose and values.

As the Committee, we are here to lead, and are individually and collectively responsible for our decisions. We need to make sure our Committee has a clear strategy to achieve our purpose.

We will do this by:

- Identifying and embedding the values and objectives of our Committee, making sure these underpin all our decisions and activities
- Having a clear understanding of the individual and collective roles and responsibilities of our Committee
- Setting the tone through our leadership, behaviour, culture and overall performance
- Promoting equality and diversity throughout the Committee
- Communicating with our townspeople, and listening to feedback
- Leading and overseeing progress and performance by scrutinising information on activities and achievements, and their longer-term impact
- Understanding and respecting the difference between governance and operations, delegating operational tasks where appropriate, recognising that responsibility and accountability is always retained by the Committee and its members.

## **BOARD BEHAVIOUR**

A well-run Committee, both collectively and individually, embraces and demonstrates mutual respect, integrity, openness and accountability.

As the Committee, we understand that our behaviour can have a far-reaching impact and is fundamental to our Committee's reputation and success. We need to ensure our behaviour is consistent with our values, aims and objectives.

We will do this by:

- Being transparent, open and accountable about how we govern, who we are, and the decisions we make
- Making sure our Committee promotes equality and diversity and embeds ethical standards in its practices and culture of the Committee
- Listening to each other, our beneficiaries (our townspeople), and respecting the role they each play
- Handling concerns and complaints transparently, constructively and impartially
- Recognising and acknowledging where conflicts of interest may arise
- Creating a constructive Committee environment where diverse, and at times conflicting views are respected and welcomed, and decisions are reached collectively

## **CONTROL**

A well-run Committee will develop and implement appropriate controls to direct and oversee its progress and performance

As the Committee, we will put in place appropriate structures, controls and processes to make sure the Committee is run in line with its objects outlined in its governing document (Constitution) and any relevant legal and regulatory requirements (e.g. OSCR).

We will do this by:

- Maintaining and regularly reviewing our procedures and practices and reporting arrangements, for example our internal governance, safeguarding, any fundraising and our financial controls
- Making sure our scrutiny and collective decision-making processes are rigorous, informed, transparent, timely and well-communicated
- Understanding and analysing the internal and external operating environments of the Committee to create effective strategies and systems for risk management
- Monitoring and evaluating performance against operational plans and budgets (annual review meetings held following each Common-Riding)
- Ensuring that any contracts are agreed and carried out in line with the interests of the Committee
- Considering whether our Committee's legal and governance structure provides appropriate protection for the Committee, our members and our trustees
- Ensuring there are robust internal financial controls in place and clear information provided to the Committee to allow it to monitor its financial position
- Being clear about where we delegate to sub-committees and how the Committee overall exercises oversight.

## **EFFECTIVENESS**

A well-run Committee understands its role, powers and duties, and works collectively and proactively to achieve its purpose.

As the Committee, we should be self-aware and work together as a team, with a diverse and appropriate balance of skills and experience to continually improve the governance of our Committee.

We will do this by:

- Understanding the legal structure and governing document (Constitution) of our Committee and making sure we act in line with it
- Setting, embedding and scrutinising the strategic direction of the Committee

- Regularly reviewing our performance and the composition and skills of the Committee
- Developing and improving our capacity and capability with ongoing support (use of legal advice as necessary etc)
- Having a pro-active succession plan, which is linked to the strategic direction of the Committee, following our Constitution on election of members and how long they serve
- Making sure our meetings enable us to explore key issues and reach well-considered collective and recorded decisions that are acted on
- Ensuring that meetings are well-organised, well-informed, effectively chaired and there is active participation
- Communicating with those who have a legitimate interest in the work of our Committee.