

Code Of Conduct For Members Of The Management Committee Of Oakley Village Pub Limited (“THE SOCIETY”) Approved And Adopted By The Management Committee On 6th October 2025

1 Purpose of this document:

- 1.1 This document sets out the standard of personal behaviour and conduct required of Committee Members. It is the Code of Conduct referred to in the Rules of the Society.
- 1.2 The Management Committee approved this Code of Conduct on the date set out above. As a condition of remaining a member of the Management Committee, all Committee Members agree to comply with this Code of Conduct.
- 1.3 A material breach of this Code of Conduct may result in removal from the Management Committee, as provided in the Rules.

2. Qualification and eligibility to be a Committee Member:

- 2.1 The Rules set out the criteria by which an individual is qualified and eligible to be a Committee Member. A Committee Member shall notify the Chairperson immediately on becoming aware that they no longer fulfil or may no longer fulfil any of these criteria.

3 Legal duties of Committee Members:

3.1 Duty to obey the law and comply with the Rules:

- 3.1.1 In carrying out their role, Committee Members are required to obey the law, and to comply with the Rules.

- 3.1.2 If there is any doubt about this on any matter, a Committee Member should in the first place seek advice from the Chairperson.

3.2 Duty of good faith:

- 3.2.1 Committee Members are always required to be truthful and honest with each other, and with any other people with whom they have any contact as a Committee Member.

- 3.2.2 Committee Members are always required to act in the best interests of the Society. They have a responsibility to make known the views, concerns and aspirations of those whom they have been elected to represent, but any decision they make must be made in what each Committee Member honestly believes to be the best interests of the Society.

- 3.2.3 Committee Members owe a duty of undivided loyalty to the Society, which includes the following features:

Conflict of interest:

- 3.2.3.1 Committee Members must not allow themselves to be in a situation where any other interest which they have comes into conflict with their duty as a Committee Member.

- 3.2.3.2 Committee Members must disclose or declare any interest as required by the Rules. If in any doubt about whether an interest should be disclosed or declared, a Committee Member should consult the Chairperson.

Gifts, benefits, discounts and hospitality, and use of suppliers:

3.2.3.3 Committee Members must not use their position as a Committee Member to secure any personal advantage.

3.2.3.4 Committee Members must not receive any personal benefits from suppliers or other third parties.

Confidentiality:

3.2.4 Committee Members must treat any information which they receive as confidential and must not disclose it to any third party without the express permission of the management committee or an authorised representative of the Society.

Collective responsibility:

3.2.5 Committee Members have a duty to support any decision of the Management Committee, whether or not they agree with or voted in favour of it.

3.3 Duty to be careful:

3.3.1 Committee Members have a duty to take such care in carrying out their responsibilities as a reasonable person would take in relation to their own affairs.

3.3.2 This includes attending meetings, preparing in advance for meetings by reading papers, asking for advice when it is needed, and attending any training provided by the Society.

3.3.2.1 In regard to attendance to OVPL meetings, should any OVPL committee member not attend 3 meetings during a year and has not submitted official apologies, then said OVPL committee member will be considered to have resigned their role from OVPL. All access to documentation and communication media will be terminated with immediate effect following conclusion of the third meeting.

4 Standards of behaviour:

4.1 Committee Members are always required to treat each other, and any other people with whom they have any contact as a Committee Member, with dignity, respect and fairness.

4.2 Committee Members should always work co-operatively with any employee or volunteer and strive to make the governance arrangements work for the best interests of the Society.

4.3 Committee Members must not bring the Society into disrepute. This includes sharing of information or personal derogatory views regarding OVPL and directly associated individuals or other groups on social media or other public forums.

4.4 Any proposed candidate for the OVPL committee will need to demonstrate that this Code of Conduct has been adhered to within reason, specifically around any social media posts in relation to The Chandos Arms public house, its tenant, OVPL committee members and/or OPC councillors and the parish council. If any post or evidence of commentary is deemed to be in direct contradiction of the OVPL Code of Conduct, then said candidate will not be accepted into the committee.

5 Non-compliance with this Code of Conduct:

5.1 If a Committee Member commits a serious breach of this Code of Conduct, it may result in removal by resolution of the requisite majority of the remaining Committee Members, as required by the Rules.

5.2 Before any resolution to remove a Committee Member may be considered by the remaining Committee Members at a meeting:

5.2.1 Full details of the alleged material breach shall be put in writing, together with details of the grounds upon which it is considered not to be in the best interests of the Society for them to continue as a Committee Member, and sent to the Committee Member concerned to be received not less than 14 days before the meeting.

5.2.2 The Committee Member shall be given the opportunity to respond, in writing or in person at the meeting.