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| Last Reviewed | March 2023 | Next Review | June 2026 |
| Responsible Officer | Company Secretary | | |

Policy Statement: Freebridge Board/Committee Members, employees, Customer Ambassadors and Service Champions are expected to act at all times with probity. This Policy supports, and should be read in conjunction with, the National Housing Federation Code of Conduct 2022, which has been adopted by the Freebridge Board.

1. The Nolan Principles

The seven principles of public life, identified by the Nolan Committee in its first report, guide the content of this Policy. Individuals are expected to demonstrate these principles in their conduct and behaviour.

Selflessness: Any decision must be taken solely in terms of Freebridge's values and mission. We must not seek to gain financial or other material benefits for ourselves, family and friends.

Integrity: We must not place ourselves under any financial or other obligation to outside individuals or organisations that might influence us in the performance of our duties.

Objectivity: In the delivery of services, the appointment of staff, Board/Committee Members or involved residents, or the awarding of contracts, impartiality must be ensured and choices made on merit alone.

Accountability: We must accept accountability for our decisions and actions to Freebridge's tenants, the providers of public funds and other stakeholders, and submit ourselves to whatever scrutiny is appropriate.

Openness: We must be as open as possible about all decisions and actions that we take. We should give reasons for our decisions and restrict information only when individual or commercial confidentiality clearly so demand.

Honesty: We must declare any private interests relating to Freebridge's activities and interactions and take steps to resolve any conflicts arising in a way that is lawful, and protects Freebridge's reputation, values and mission.

Leadership: Board/Committee Members and managers will promote and support these principles by leadership and example.

2. Disclosure of Interest

Board/Committee Members

Board/Committee Members must pay particular care to the management of personal interests, and in particular to actual, potential or perceived conflicts of interest, in order to protect the organisation and individuals from any appearance of impropriety.

Each Board/Committee Member must ensure that that all relevant personal interests are declared and, where conflicts arise, or are perceived to arise, these are managed to avoid any financial or non-financial personal gain (whether real or capable of being perceived), to themselves or to any person or body closely connected to them. A register of Board/Committee Members' declared interests will be maintained by the Company Secretary and will be made available for public inspection.

Board/Committee Members should declare interests if in any doubt and should abstain from any discussion/vote in relation to anything in which they have or could reasonably be perceived to have a conflict of interest.

Relevant personal interests of Board/Committee Members take many forms. Some of the usual ones are:

- employment, ownership or significant shareholding in a company or partnership providing or that could potentially provide products or services to Freebridge;
- significant ownership of land and/or property in the area of operation of the association;
- tenancy or leasehold interest of a property owned by the association;
- membership of a campaigning, residents' or community organisation which has interests in the business and/or operation of the association;
- membership of political parties or pressure groups;
- membership of a local authority, another public body, or another association or unregistered "not for profit" body with interests in the area of operation of the association. (Board/Committee Members who are councillors should declare an interest in any significant matter, such as a proposed development, affecting their own ward.)

Board/Committee Members should review their continuing membership, and if necessary, take advice on whether they should stand down, when changes occur in either their own interests or those of a person closely connected to them, which give rise to a potentially serious or continuing conflict with the association.

Board/Committee Members should ensure that, where an item of business arises at a Board or committee meeting, in which they, or a person closely connected to them,

have an interest, whether or not already entered into the register, this is declared to the Chair before the item is discussed, normally under an initial agenda item. (The Chair should notify the Board/Committee if such an interest occurs that affects them.) Where the declared interest is a financial one or where a personal benefit may arise or be seen to arise, the Board/Committee Member should withdraw from the meeting when that matter is considered, or not attend the meeting. Board/Committee Members should only remain in the relevant part of the meeting where the Board or committee decides that this is appropriate and this is formally minuted. In this case, the Board/Committee Member should not vote on the matter.

Board/Committee Members who are residents of the organisation should regard matters specifically concerning their individual circumstances as a clear and substantial conflict; matters affecting residents more generally need be declared only where they create a specific conflict of interest.

Employees

Employees must declare any interests, either relating to themselves or to a person closely connected to them, as follows:

- an owner/major shareholder, director or senior manager with financial responsibility of a business which provides work or services currently for Freebridge;
- an owner/major shareholder, director or senior manager with financial responsibility of a business which offers services or goods that Freebridge might approach/allow to tender (related, for instance, to the building or building repair and maintenance industry, office and other equipment or supplies provider, goods and services eg catering, training, financial, IT, printing); or
- a significant interest, for instance as a board/committee member, in a non-profit making organisation, which could either provide services to Freebridge or receive services from Freebridge (for instance a community-based charity or other group).

Employees must not seek to influence Freebridge's dealings with any company/organisation in which they or a person closely connected to them have an interest. Employees must not use their position to seek any undue gain – financial or non-financial – or advantage for themselves or for people or organisations closely connected to them.

Customer Ambassadors/Service Champions

Customer Ambassadors/Service Champions must declare any interests, either relating to themselves or to a person closely connected to them, as follows:

- an owner/major shareholder, director or senior manager with financial responsibility of a business which provides work or services currently for Freebridge;

- an owner/major shareholder, director or senior manager with financial responsibility of a business which offers services or goods that Freebridge might approach/allow to tender (related, for instance, to the building or building repair and maintenance industry, office and other equipment or supplies provider, goods and services eg catering, training, financial, IT, printing); or
- a significant interest, for instance as a board/committee member, in a non-profit making organisation, which could either provide services to Freebridge or receive services from Freebridge (for instance a community-based charity or other group).

Customer Ambassadors/Service Champions must not seek to influence Freebridge's dealings with any company/organisation in which they or a person closely connected to them have an interest. Customer Ambassadors/Service Champions must not use their position to seek any undue gain – financial or non-financial – or advantage for themselves or for people or organisations closely connected to them.

Customer Ambassadors/Service Champions should not take part in any discussion or vote on any subject in which they have or could reasonably be seen to have a conflict of interest. In some cases the Customer Voice Panel/Service Champion Forum may ask a Customer Ambassador/Service Champion to leave the room while a subject is being discussed in which that individual has an interest.

In very unusual circumstances a Customer Ambassador's/Service Champion's interest might be so significant that the member is asked to resign from the Customer Voice Panel/Service Champions Forum.

All

On joining Freebridge, all Board/Committee Members, employees and Customer Ambassadors/Service Champions will be asked to make a declaration of interest. All will be asked annually thereafter to update or confirm their declarations. However, if anyone becomes aware of a change in their declaration of interest or of a new interest, they should inform the Company Secretary immediately and not wait until the annual update.

3. Provision of Services

Board/Committee Members

Other than duly agreed remuneration, Board/Committee Members may not be paid for services provided to the association. This includes situations where a Board/Committee Member is an owner, director or major shareholder of a company. Should a Board/Committee Member become aware that a breach of this rule has inadvertently occurred, they must report it immediately to the Company Secretary. This rule is not applicable to situations where Board/Committee Members are directors

of non-profit making organisations, provided that there has been no undue influence in the procurement process.

Should a person closely connected to a Board/Committee Member become a potential contractor or supplier to Freebridge:

- The Board/Committee Member concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- The Board/Committee Member concerned must have no involvement in or influence over the selection process.
- Usual selection criteria will be applied.
- A decision to engage the contractor/supplier can only be made by the Board or appropriate Committee. In making this decision, the Board/Committee must have regard to:
 - the reputational risk to Freebridge and the sector; and
 - whether the Board/Committee Member stands to make a direct financial gain from the contract (in which case the contract should not be awarded to the contractor/supplier in question).

These requirements apply to former Board/Committee Members who have left Freebridge within the previous 12 months and to persons closely connected to them.

Employees

Should an employee or a person closely connected to an employee become a potential contractor or supplier to Freebridge:

- The employee concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- The employee concerned must have no involvement in or influence over the selection process.
- Usual selection criteria will be applied.
- If the employee concerned is either a member of the Leadership Team or reports directly to a member of the Leadership Team, a decision to engage the contractor/supplier can only be made by the Board or appropriate Committee. For all other employees, the decision can be made by the Company Secretary or the Deputy Company Secretary. The decision-maker must have regard to:
 - the reputational risk to Freebridge and the sector; and

- whether the employee stands to make a direct financial gain from the contract (in which case the contract should not be awarded to the contractor/supplier in question).

These requirements apply to former employees who have left Freebridge within the previous 12 months and to persons closely connected to them.

Customer Ambassadors/Service Champions

Should a person closely connected to a Customer Ambassador/Service Champion become a potential contractor or supplier to Freebridge:

- The Customer Ambassador/Service Champion concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- The Customer Ambassador/Service Champion concerned must have no involvement in or influence over the selection process.
- Usual selection criteria will be applied.
- A decision to engage the contractor/supplier can be made by the Company Secretary or Deputy Company Secretary in consultation with the Director of Customer and Communities or the Customer Voice Lead. In making this decision, the decision-maker must have regard to:
 - the reputational risk to Freebridge and the sector; and
 - whether the Customer Ambassador/Service Champion stands to make a direct financial gain from the contract (in which case the contract should not be awarded to the contractor/supplier in question).

These requirements apply to former Customer Ambassadors/Service Champions who have left Freebridge within the previous 12 months and to persons closely connected to them.

General

All new approved suppliers will be asked to declare whether they are closely connected to a Freebridge Board/Committee Member, employee or Customer Ambassador/Service Champion.

4. Housing

Board Members

In the event that a Board/Committee Member or a person closely connected to them is nominated for a Freebridge property, or are existing tenants and apply for a transfer:

- The Board/Committee Member concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- Freebridge must consider the matter in accordance with the usual allocations policies and procedures. No preferential consideration will be given to the nomination/application, and the Board/Committee Member concerned must have no involvement in or influence over the consideration.
- The allocation of the property must be approved by the Board or appropriate Committee.

These requirements apply to former Board/Committee Members who have left their role at Freebridge within the previous 12 months and to persons closely connected to them.

Employees

In the event that an employee or a person closely connected to them is nominated for a Freebridge property, or are existing tenants and apply for a transfer:

- The employee concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- Freebridge must consider the matter in accordance with the usual allocations policies and procedures. No preferential consideration will be given to the nomination/application, and the employee concerned must have no involvement in or influence over the consideration.
- If the employee concerned is either a member of the Leadership Team or reports directly to a member of the Leadership Team, the allocation of the property must be approved by the Board or appropriate Committee. For all other employees, the decision can be made by the Company Secretary or the Deputy Company Secretary

These requirements apply to former employees who have left Freebridge within the previous 12 months and to persons closely connected to them.

Customer Ambassadors/Service Champions

In the event that a Customer Ambassador/Service Champion or a person closely connected to them is nominated for a Freebridge property, or are existing tenants and apply for a transfer:

- The Customer Ambassador/Service Champion concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- Freebridge must consider the matter in accordance with the usual allocations policies and procedures. No preferential consideration will be given to the

nomination/application, and the Customer Ambassador/Service Champion concerned must have no involvement in or influence over the consideration.

- The allocation of the property can be approved by the Company Secretary or the Deputy Company Secretary in consultation with the Director of Customer and Communities or the Customer Voice Lead.

These requirements apply to former Customer Ambassadors/Service Champions who have left the role within the previous 12 months and to persons closely connected to them.

General

All applicants for housing will be asked to declare at the point of application whether they are closely connected to a Freebridge Board/Committee Member, employee or Customer Ambassador/Service Champion.

5. Employment

Board/Committee Members

In the event that a person closely connected to a Board/Committee Member is a candidate for employment with Freebridge:

- The Board/Committee Member concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- The Board/Committee Member concerned must have no involvement in or influence over the recruitment process.
- Consideration of the application will be based solely on merit and suitability for the position
- A decision to appoint the candidate can only be made by the Board or appropriate Committee.
- Where the vacancy is for a Head of Service or Director, the general presumption will be against offering employment.

These requirements apply to former Board/Committee Members who have left their role with Freebridge within the previous 12 months and to persons closely connected to them.

In circumstances where a current Non-Executive Board or Committee Member wishes to be a candidate for employment with Freebridge, the requirements above will apply, and in addition:

- The applicant should resign from the Board/Committee at the point of application.

- The applicant may not be reappointed to the Board or a Committee until 12 months after the resignation. There should be no presumption of reappointment.

Employees

In the event that a person closely connected to an employee is a candidate for employment with Freebridge:

- The employee concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- The employee concerned must have no involvement in or influence over the recruitment process.
- Consideration of the application will be based solely on merit and suitability for the position
- If the employee concerned is either a member of the Leadership Team or reports directly to a member of the Leadership Team, a decision to appoint must be approved by the Board or appropriate Committee. For all other employees, the decision can be made by the Company Secretary or the Deputy Company Secretary

These requirements apply to former employees who have left Freebridge within the previous 12 months and to persons closely connected to them.

Customer Ambassadors/Service Champions

In the event that a person closely connected to a Customer Ambassador/Service Champion is a candidate for employment with Freebridge:

- The Customer Ambassador/Service Champion concerned must declare their interest in the matter to the Company Secretary immediately on becoming aware of it.
- The Customer Ambassador/Service Champion concerned must have no involvement in or influence over the recruitment process.
- Consideration of the application will be based solely on merit and suitability for the position
- A decision to appoint can be approved by the Company Secretary or the Deputy Company Secretary in consultation with the Director of Customer and Communities or the Customer Voice Lead.

These requirements apply to former Customer Ambassadors/Service Champions who have left the role within the previous 12 months and to persons closely connected to them.

General

All applicants for employment will be asked to declare at the point of application whether they are closely connected to a Freebridge Board/Committee Member, employee or Customer Ambassador/Service Champion.

6. Gifts

Giving and receiving gifts creates a relationship that could be seen to influence our judgement. Therefore, we should always avoid gifts except in very limited circumstances.

- Personal gifts must not be solicited.
- Gifts of cash should not be accepted.
- Only small personal gifts of nominal value (under £15) (e.g. diaries, calendars, stationery etc) may be accepted. Gifts above this value should not be accepted.
- In exceptional circumstances where gifts over the nominal value are accepted, these should be donated to charity and proof of this given to the Company Secretary, who will include this on the register. Alternatively, the gifts should be passed to the Company Secretary, who will arrange for them to be dealt with appropriately. This might include giving them to charity, in which case proof of this must be included on the register, but could also include using them as prizes in a staff draw, in which case a note of this should be made on the register.
- All gifts offered of more than nominal value, whether accepted or not, must be recorded in a register held by the Company Secretary within 28 days.
- Gifts to another individual or organisation, other than those of nominal value, are only to be made in exceptional circumstances, with the approval of the Board. They will be entered onto a register held by the Company Secretary.
- Should the total value of more than one gift in a 12-month period from or to the same individual/organisation exceed the nominal value of £15, the procedures set out above should be followed, albeit that previous gifts received may no longer be available.

7. Hospitality

Normally, visits to exhibitions, demonstrations, conferences, business meals or social functions in connection with Freebridge official duties will be at Freebridge's expense to avoid jeopardising the integrity of subsequent purchasing decisions.

- We may not solicit hospitality and should not give or receive hospitality that could be seen as lavish or as a way of exerting an improper influence over the decision of another person or organisation.
- Significant hospitality may not be provided by the association without Board (or appropriate Committee) approval.
- Occasional and modest hospitality (given or received) will be allowed but only with the prior approval of the relevant Director, the Chief Executive or the Board Chair.
- Hospitality must always be approved by a more senior individual than the person giving or receiving the hospitality, other than in situations involving the Board Chair, in which case approval will be required from the Vice-Chair.
- Hospitality could include, for instance, networking dinners attended during the course of a conference.

All hospitality accepted, declined or offered should be formally notified to the Company Secretary within 28 days. The Company Secretary will record it in the register.

“Working lunches” (given or received), or similar, of a value of under £20, are not covered by this rule.

If anyone is in any doubt in respect of the receipt or giving of any gift or hospitality, advice should be sought from the Company Secretary.

The gift and hospitality register will be reviewed at each meeting of the Audit and Risk Committee.

8. Private Use of Freebridge Contractors and Suppliers

If possible, we must avoid using Freebridge contractors and suppliers for private purposes. However, it is acknowledged that, given the limited number of contractors operating in West Norfolk, this may not always be practical. In situations where we do use Freebridge contractors or suppliers for private work, we must not seek or accept a discount or any other benefit if this is as a result of our role at Freebridge.

If a Board/Committee Member, a member of the Leadership Team or an employee reports directly to a member of the Leadership Team, or a contract manager knowingly uses a Freebridge contractor for private work, this must be declared to the Company Secretary, who will record it in a register.

A list of approved contractors and suppliers will be issued as part of the annual declaration of interest process and will be available on request.

9. Personal and Political Activities

Freebridge's work may take it into the political arena, but we must ensure that we demonstrate its non-political nature and keep personal political activities totally separate from Freebridge's work.

We may be involved, in our private lives, in political activity. At the same time, we must be aware that Freebridge is non-political. We must ensure that Freebridge itself cannot be brought into the political arena or its reputation or status damaged by personal political activities. When making any political representation, Freebridge must clearly be seen as presenting a balanced case in support of its key objectives.

More broadly, we must take care that personal, family or private interests do not conflict with the interests of Freebridge and that our role and actions in connection with Freebridge are kept separate from their personal, family or other employment activities. We should avoid engaging in outside activities that could bring the association into disrepute or adversely impact on their work and/or contribution to the association.

If anyone intends to engage in an activity, including political or campaigning activity, which may reasonably be regarded to affect Freebridge, they must obtain prior consent from the Company Secretary. Such consent will not be withheld unless the activity poses a material risk to the association.

10. Relationships with Tenants

If we are a Freebridge tenant or closely connected to a Freebridge tenant, this must be declared to the Company Secretary who will enter this into a register and, in the case of employees, inform the relevant line manager who will oversee management of the interest. Anyone with a close connection to a tenant must not be involved in decisions relating to the tenant's relationship with Freebridge or seek or accept preferential treatment for them.

Board/Committee Members must not form or enter into any relationship, understanding, association or agreement with a tenant or tenants whereby the impression is or may be given that a Board member is representing, acting or advocating for that tenant or tenants' individual case, cause or interest.

11. Media

All media enquiries must be referred to the Communications team. No-one other than the Communications team may communicate with the media, unless permission for this has been given by the Communications team.

12. Breaches

A breach of this Policy or of the National Housing Federation Code of Conduct 2022 may be treated as a disciplinary matter and dealt with in accordance with Freebridge policies and procedures.

13. Definition

The term “closely connected person” when used in this Policy refers to:

- close relatives (including spouse, partner, parents, grandparents, children, grandchildren, brothers, sisters, and similar relations by marriage)
- business partners
- businesses in which you have an interest through ownership or influence.