The Queen's Hall Limited
Directors' Code of Conduct
June 2025

Introduction

The Directors/Trustees (" the Directors") are responsible for the good governance of The Queen's Hall. The Directors must adhere to the highest standards of integrity, professionalism, and dedication to the organisation. The Directors must always seek to uphold the stated charitable aims and objectives of the organisation.

The purpose of this Code of Conduct is to outline the responsibilities, ethical standards, and professional conduct expected of Directors of The Queen's Hall. This document serves as a guide to ensure that all Directors act in the best interests of The Queen's Hall, and its community.

General Principles

The Directors are expected to behave in accordance with the nine key principles of public life in Scotland.

1. Selflessness: The Directors should act solely in terms of the best interests of the organisation. Directors are expected to dedicate sufficient time and effort to fulfil the responsibilities of their role. They are also expected to demonstrate and uphold the values of the organisation, as exemplified in the recent new Queen's Hall brand.
2. Integrity: Directors must act with honesty and integrity in all dealings related to The Queen's Hall. They should avoid any conflicts of interest and disclose any personal interests that could affect their impartiality. Directors must maintain the confidentiality of sensitive information pertaining to The Queen's Hall.
3. Objectivity: Directors must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.
4. Accountability and stewardship: Directors are accountable to The Queen's Hall and must ensure that their actions reflect the interests and values of the membership and other stakeholders.
5. Openness: The Directors should act and take decisions in an open and transparent manner.
6. Honesty: The Directors should be truthful.
7. Leadership: The Directors should actively promote and robustly support the principles and be willing to challenge poor behaviour when it occurs. Directors must recognise that The Queen's Hall is built on a strong foundation of teamworking and must be committed to fostering constructive, inclusive, respectful, and collaborative work practices within the board, staff, and with other stakeholders in order to advance The Queen's Hall and its values.
8. Duty: The Directors have a duty to act in accordance with the law.
9. Respect: Directors must act with total respect in dealings and communications with fellow Directors, staff and members of the public. Directors are expected to support The Queen's Hall's commitment to promoting equality, diversity and inclusivity for staff, audiences and artists.

Specific Guidelines

1. Decision Making:
    - Decisions should be made in the best interests of The Queen's Hall.
    - Directors should ensure that they are well-informed and consider all relevant facts and perspectives before making decisions.
    - Directors must not use their position for personal gain or to influence decisions inappropriately.

2. Meetings:
    - Directors should aim to attend all board meetings, and the preferred practice is attendance in person unless the meeting has been set up as a virtual meeting. Directors should attend at least 75 per cent of board meetings in person and should also attend AGMs and any sub-committees of which they are members.
    - Directors should engage in discussions constructively and respectfully, listening to and considering differing viewpoints. When a Board decision is reached every Director will be collectively responsible for the decision and will act appropriately.
    - Minutes of meetings should be recorded accurately, and relevant information should be made available to members in a timely manner.
    - Directors are required to submit a comprehensive update on all activities and projects in which they have been involved since the last board meeting which either relate to or may conflict with their responsibilities as a director of The Queen's Hall.
    - Directors are encouraged to attend an array of events at The Queen's Hall.

3. Communications Conduct, including Social Media:
    - Personal Responsibility: Directors should recognise that their behaviour on social media, including on personal accounts, can reflect on The Queen's Hall. They should avoid posting content that could be perceived as derogatory, racist, sexist, or otherwise offensive.
    - Privacy and Respect: Directors should not share confidential or sensitive information about The Queen's Hall without explicit permission.
    - Positive Promotion: Directors should positively promote The Queen's Hall's activities and achievements, including on social media, and they should engage with members, supporters, and other members of our community in a respectful and constructive manner. The use of social media by Directors relating to The Queen's Hall should be in line with the organisation's values and brand.
    - The Queen's Hall's business should not be discussed in any public forum including, but not limited to, social media.

4. Conflict of Interest:
    - A conflict of interest occurs when a board member's personal interests, relationships, or activities interfere with their ability to make impartial decisions in the best interest of the organisation. This includes, but is not limited to, financial interests, business interests, other board memberships, familial connections, or other affiliations that could potentially influence or be perceived to influence, the board member's judgment or actions. The aim is to ensure that all decisions are made objectively and without any undue influence from personal gain or external pressures.

- Directors must abide by The Queen's Hall's Conflict of Interest policy which requires membership of other boards to be declared.

5. Financial Stewardship:
   - Directors are responsible for ensuring the prudent use of The Queen's Hall's resources.
   - Directors should oversee The Queen's Hall's financial activities to ensure that funds are used effectively to support The Queen's Hall's objectives.
   - Regular financial reports should be provided to members, thus ensuring transparency and accountability.

6. Commitment to The Queen's Hall's Aims:
   - Directors should prioritise the aims of The Queen's Hall above other considerations when carrying out their responsibilities and making their decisions.

Breach of the Code

Any breach of this Code may result in disciplinary action, including removal from the position of Director. Directors are expected to report any violations of this Code of Conduct to the Chair of The Queen's Hall and if the report relates to the Chair the report should be made to the Vice Chair or the Chair of the Finance and Governance Committee.

Review and Amendment

This Code of Conduct will be reviewed annually and may be amended by a majority vote of the Directors to ensure that it remains relevant and effective in promoting the highest standards of conduct.

Conclusion

As representatives of the membership, the Directors of The Queen's Hall hold a position of trust and responsibility. By adhering to this Code, Directors will help to ensure that The Queen's Hall operates with integrity, professionalism, and a steadfast commitment to its aims, thereby contributing to its ongoing success.