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**A CODE OF GOOD GOVERNANCE FOR SCOTLAND'S  
CHARITABLE RIVERS AND FISHERY TRUSTS**

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# PART 1

## INTRODUCTION

### 1.1 Context

The Strategic Framework for Freshwater Fisheries [FRAMEWORK DOCUMENT](#) sets out a shared vision for freshwater fisheries in Scotland: "**Scotland will have sustainably-managed freshwater fish and fisheries resources that provide significant economic and social benefits for its people**". The Strategy explains how the Freshwater Fisheries Forum Steering Group worked together to create a Strategic Framework, taking into account the interests and needs of all those with an interest in fisheries, and having regard to the four pillars of sustainability: environmental, economic, social and stewardship.

The Framework describes the context in which freshwater fisheries in Scotland operate, and lists recent policy developments and other initiatives which influence fishery management. It also expands further on the context of freshwater fisheries in relation to the four pillars of sustainability. It concludes, when discussing stewardship of the fisheries, by identifying the need to adopt an evolutionary approach to management in order to move towards the vision. Particular emphasis will be required on:

- catchment-based management of all freshwater fish species;
- the evolution, co-ordination and streamlining of existing bodies into structures that can discharge these responsibilities effectively; and
- the development of sustainable funding streams and appropriate legislation to ensure this work can be done effectively.

The first version of this Code of Practice was launched in 2006, prior to the formation of the Freshwater Fisheries Forum and its product, the Strategic Framework for Freshwater Fisheries. It was agreed, when launched, that this code must evolve through review, to ensure it remains contemporary, relevant and above all, credible. The existence of the ASFB/RAFTS guide promoted wider discussions within the Steering Group, which focused on the governance and administration of the fishery management bodies in Scotland. These discussions led to a specific Priority for Action (PFA) within the published strategy. The PFA Stated:

***“PROJECT 1.5 -Code of Good Practice for fisheries administration***

*The Guide to Best Practice that is currently being developed by RAFTS/ASFB will be used, if suitable, as a foundation for a Code of Good Practice for the management and administration of some other fisheries management and angling bodies.”*

The publication of the Strategic Framework, and specifically, PFA Project 1.5, coincided neatly with the review of the first version of the ASFB/RAFTS Guide to Best Practice.

This Code is the product of that review.

## **1.2 What does the code do?**

This code sets out the key governing principles and general standards which **Rivers & Fishery Trusts (Trusts)**, are expected to follow.

**Trusts** are charitable bodies, and are regulated by charities law, and, in Scotland, through the Office of the Scottish Charity Regulator (OSCR). The work undertaken by trusts is supported by a combination of charitable grants, public/private funding and other resources. **RAFTS**, the representative body for the trusts, is also a charity and is governed in the same way as its member trusts.

This code relates to sound corporate governance, administration and good management of the Trusts. Its scope **does not** generally extend to technical or scientific areas relating to fishery management or research.

Links to various supplementary documents are provided at the relevant entries in the main body of the code; in addition, specific policy papers, guidance and other literature are referenced and linked at the [Annex](#).

## **1.3 Why is a code required?**

It is important that fishery management organisations in Scotland operate in an accountable, transparent and logical way. As stated above, Trusts, whilst not public bodies, are regulated by charitable law and some areas of work are supported by public funding.

It is therefore reasonable to assume that there is some public interest in what these organisations do, the way in which they operate and what general standards and principles guide their operation.

The code will assist in the need to ensure that the fishery management structure in Scotland operates in a logical, transparent and consistent way. In broad terms, properly managed and sustainable freshwater fisheries provide clear benefits to Scotland's:

- National and local economies
- Tourism industry

- Recreational sector
- Ecological biodiversity
- Sustainable fish stocks and habitats
- Community and social inclusion
- Environmental education

Adherence to the code will ensure that there is confidence in the current structure of fisheries administration, both at national and local level. It will provide evidence of sound governance and will help to build confidence and encourage continued public and private investment in the sector. It will act as a reference point for all, enabling Trusts themselves to identify good practice for their own areas of operation.

This is a working document, which will be revised and up-dated to take account of newly identified good practice, changing regulatory conditions and legislation.

## **1.4 The general objectives**

The general aims of the code are to ensure that Trusts:

- Follow sound legal, administrative and governance principles to support the delivery of responsible and sustainable fish and fishery management.
- Provide acceptable standards of conduct for all persons involved in the organisations.
- Establish a sound basis for the continued development and implementation of consistent local and national fisheries policies.
- Serve as a reference and guide to assist with the development of appropriate measures to further evolve the legal and institutional framework for fishery management in Scotland.
- Promote a co-operative approach to the conservation and management of native fish and fisheries.
- Promote the protection of aquatic and riparian environments and coastal areas, including appropriate sustainable management practice that allows them to thrive.
- The economic development of fisheries inevitably imposes pressures on fisheries, which could be detrimental to fish stocks. Should fisheries promotion form part of the remit, it should ensure that fisheries are promoted in a sustainable way; environmentally, socially and economically.

## 1.5 Scope of the Code

- **Corporate governance of Trusts**
- **Relationships between Boards and Trusts**
- **Engagement with other sectors and organisations**
- **General conduct**
- **Compliance and auditing of this code**

## 1.6 Definitions

**‘Fisheries Management’** Within this Guide fisheries management refers to the sustainable management of salmon and freshwater fish stocks, fisheries and associated habitat within Scotland, with due regard to socio-economic factors.

**‘District Salmon Fishery Boards’ (‘DSFBs’)** are the statutory management bodies for salmon and sea trout. Whilst the **River Tweed Commission** is not a DSFB, it is the equivalent of one for the Tweed salmon fishery district, it has different powers and a different constitution. However, these powers are similar to those for DSFBs and the principles, for the purpose of this code, are equivalent.

**‘Association of Salmon Fishery Boards’ (‘ASFB’)** is the representative organisation for the DSFBs.

**‘Fisheries Trusts’** Are the Fisheries and Rivers Trusts and Foundations, charitable bodies whose objects include the conservation and enhancement of all native freshwater fish and their environments.

**‘Rivers and Fisheries Trusts Scotland’ (‘RAFTS’)** is the representative organisation for the Fisheries Trusts in Scotland.

## 1.7 What does the code require you to do?

**This code sets out:**

a) the legal obligations on Trusts. All trusts must be compliant with these requirements. The code aims to bring the various legal requirements together to make the process of checking legal compliance easier for trusts. These legal requirements are expressed as **‘musts’** in the code, and they simply re-state an existing legal obligation.

b) actions representing good practice. These are expressed using the word **‘recommend’**, whilst there is no legal requirement to do so, such actions represent good standards and practice and it is generally expected that signatories will follow, or follow to the best of their ability, these actions. Not all of

these will be relevant to all trusts, and each recommendation should be considered carefully.

### **Important**

Compliance with the code does not absolve signatories of their individual or collective corporate responsibilities to meet the requirements of the law. Although reference is specifically made to key legislation, it is not intended that the code should include every piece of legislation relating to the operations of the organisations concerned. Each signatory, therefore, is responsible for the governance and management of their respective organisation and should reassure themselves that they are acting within legal and legislative boundaries at all times.

## **1.8 Quick reference to the requirements and recommendations in the Code**

Below is a summary 'ready reckoner' showing the key legal requirements ('musts') and the voluntary 'recommendations'. This can be used as a quick reference point for Trusts to gauge where action might be required. You may wish to use this as a check list. Click on the heading link in column 1 to take you to the detailed entry in the code.

<b>Requirement</b>	<b>Notes (for Trust use)</b>	<b>tick</b>
<p><a href="#"><b><u>Governing documents</u></b></a></p> <p>-Trusts <b>must</b> have constitution/memorandum/articles of association approved by OSCAR</p> <p>-<b>Recommend</b> that Trusts have mission &amp; objective statement</p>		
<p><a href="#"><b><u>Trustee / director responsibilities &amp; trust membership</u></b></a></p> <p>Trusts/Trustees/Directors <b>must:</b></p> <p>-Comply with relevant Charities legislation and act in the interest of the Trusts charitable objects</p> <p>-Declare Personal or professional conflict of interest</p> <p>-Act solely for the benefit of the Trust</p> <p>-Be registered with OSCAR</p> <p>-Compliant with the Companies Act (if a</p>		

<p>company)</p> <p>It is <b>recommended</b> that:</p> <ul style="list-style-type: none"> <li>-Trustees/directors be provided with OSCR Guidance for Charity Trustees and that they are be selected for their interests and skills in the objectives of the charity</li> <li>-A rotation policy exists for Trustees/Directors</li> <li>-Positions be limited to 3-year terms</li> <li>-Trust governing documents stipulate the election and rotation policies</li> <li>-New or existing Trusts consider Company Limited by Guarantee structure or as a Scottish Charitable Incorporated Association (SCIO)</li> <li>-Trusts consider inviting membership from wider stakeholders whose interests complement the trust.</li> </ul>		
<p><b><u>Financial</u></b></p> <p>Trusts <b>must</b>:</p> <ul style="list-style-type: none"> <li>-Ensure accounts are approved in accordance with the CTI(S) Act.</li> <li>-Submit approved accounts and annual report to OSCR annually.</li> </ul>		
<p><b><u>Prevention and detection of fraud</u></b></p> <p>It is <b>recommended</b> that:</p> <ul style="list-style-type: none"> <li>-Trusts treat fraud as a business risk, and consider the risk factors.</li> <li>-All Trusts develop an anti-fraud strategy, and produce a simple and concise statement on their position on fraud. This should be communicated clearly throughout the trust and ensure that relevant trustees, directors, staff and volunteers understand their responsibilities. Procedures should be established for reporting of fraud.</li> </ul>		



## **General Transparency**

Trusts **must:**

- Operate in accordance with Charities Law.
- Provide information on request to OSCR.
- On request, provide members of the public with a copy of the charity's constitution, its latest statement of accounts and the names of its Trustees on request.
- Comply with the Charities and Trustee Investment (Scotland) Act 2005 and supervision and potential investigation there under by OSCR.
- Operate with a degree of transparency and accountability appropriate to a charitable organisation.

## **General Conduct for Trustees/Directors**

All trustees/directors **must:**

- First and foremost act in the interest of the trusts remit.
- Declare any personal or professional conflict of interest at the outset.
- Ensure that any actions of the trust comply with the provisions of the law and this Code.
- Further guidance on this section is contained in the Code and you should click on the heading link above to read this.

## **Trading Companies**

Trusts **must:**

- Create a separate trading subsidiary eg) if 'for profit', trading of goods or non-charitable work is undertaken.
- Only use charitable funds for its stated Charitable Purposes as defined in its Mission and

Objective statement.		
<p data-bbox="236 264 874 302"><b><u>Human Resources &amp; Management</u></b></p> <p data-bbox="236 338 456 369">All Trusts <b>must</b>:</p> <ul style="list-style-type: none"> <li data-bbox="236 407 911 517">-Adhere to the Disclosure process for recruitment (Particularly relevant to persons working with children and vulnerable adults)</li> <li data-bbox="236 553 911 741">-Comply with appropriate Health &amp; Safety legislation and undertake any necessary risk assessments, and take reasonable steps to mitigate or eliminate any risks. A Trust should have a clear Health &amp; Safety Manual.</li> <li data-bbox="236 777 735 808">-Have an Equal Opportunities policy</li> <li data-bbox="236 844 911 994">-Ensure that all staff involved in field activities have completed appropriate training and possess relevant certificates, endorsements, consents and permissions to comply with the law.</li> <li data-bbox="236 1030 911 1140">-Obtain employer and public liability insurance. Professional indemnity insurance should be considered.</li> </ul> <p data-bbox="236 1238 703 1270">It is <b>recommended</b> that all Trusts:</p> <ul style="list-style-type: none"> <li data-bbox="236 1305 911 1375">-Define an appropriate line management structure</li> <li data-bbox="236 1411 847 1442">-Define appropriate disciplinary procedures</li> <li data-bbox="236 1478 823 1509">-Define appropriate grievance procedures</li> <li data-bbox="236 1545 911 1615">-Undertake staff personal performance and remunerations reviews</li> <li data-bbox="236 1650 911 1760">-Consider a policy on whether or not staff housing is provided and make sure responsibilities for rent and upkeep are defined.</li> <li data-bbox="236 1796 911 1906">-Ensure all policies and documents should be made available to all employees and referred to as appropriate in any staff contracts.</li> </ul>		

**Training**

It is **recommended** that:

- All Trusts are committed to ensuring that all trustees, directors and staff possess the requisite skills and experience appropriate to their roles. Appropriate training requirements should be identified in discussion with staff; any skills gaps identified should be addressed through the provision of appropriate training. This should be reviewed in conjunction with staff on a periodic basis.
- All staff should have basic First Aid Training and the trust should designate a member of the trust or staff as First Aid representative.

**Liaison with other groups and plans**

It is **recommended** that:

- Trusts co-ordinate with other Trusts and DSFBs to ensure appropriate representation on regional SEPA Groups set up to examine river basin planning and flood risk management issues
- Trusts respond to local and national consultations on relevant development issues, including issues associated with land use; agriculture; forestry, flooding; renewable energy; aquaculture.
- Trusts contribute to and inform, shape and influence any national consultation responses coordinated by RAFTS.
- Trusts liaise with other local fish and fishery interests and consult on decisions the trust may make that will affect them.
- It is recommended that trusts engage, formally or informally, with other relevant interests and water users within their district.

**Fishery Management Plans**

It is **recommended** that:

<p>- Trusts, working alongside their associated DSFB, discuss, produce and implement catchment based fisheries management plans consistent with the formal programme of fishery management planning in Scotland and facilitated through RAFTS.</p> <p>Trusts <b>must</b>:</p> <p>-Discharge agreed actions which are specifically funded by grant support.</p>		
<p><b><u>Communications</u></b></p> <p>Trusts <b>must</b>:</p> <p>-Hold an AGM as part of their charitable requirements. -At the same time, it is recommended they consider holding an annual public meeting that is publicly advertised and open to all members of the general public to explain the work of the trust.</p> <p>It is <b>recommended</b> that:</p> <p>-Trusts use a range of tools to communicate and present information on the work that they do. This might include a newsletter to members, supporters and other interests, websites and the use of other social and communication media. The following information should be made available through these mediums.</p> <p>-Annual report &amp; accounts</p> <p>-List of trustees/directors and general members</p> <p>-Details and reports of active projects and findings</p> <p>-Minutes of AGM and other meetings</p> <p>-Effective communication may also be achieved in conjunction with the local DSFB.</p> <p>-Take appropriate opportunities to use media to broadcast their work to the general public. Support to, and coordination of, planned media activities can be provided by the ASFB/RAFTS</p>		

<p>PR/Media adviser. agwgs@btinternet.com</p> <p>It is <b>recommended</b> that Trusts liaise with their local DSFB as appropriate when engaging in media activity.</p>		
<p><b><u>Relationship between Trusts &amp; Boards</u></b></p> <p>It is <b>recommended</b> that:</p> <ul style="list-style-type: none"> <li>-DSFBs and Trusts maintain good communication and wherever possible, at local or regional level co-ordinate activities of staff and projects.</li> <li>-Representatives on any joint DSFB/Trust group should represent the differing interests within the catchment.</li> <li>-That the charitable objectives of the Trust should be taken into account in any discussions and subsequent decisions on management of fish and fisheries.</li> <li>-Trusts and Boards co-ordinate representation on the various groups and committees within their catchments.</li> <li>-Where boards and trusts work together, information and data collected by the Trust should be made available to the DSFB to inform and assist management decisions.</li> </ul>		
<p><b><u>Annual Review</u></b></p> <p>It is <b>recommended</b> that:</p> <ul style="list-style-type: none"> <li>-Trusts undertake an annual review of their operations in light of this code and consider any compliance issues. It is recommended that any issues be highlighted with RAFTS for further guidance.</li> <li>-All trusts submit the annual survey to RAFTS.</li> </ul>		

## PART 2

### TRUST CODE OF GOVERNANCE

**Part 2** sets out key governing principles to which Trusts are expected to follow, covering best practice in corporate governance, accountability and transparent operation.

It will define good standards and will provide trustees/directors, members and employees with a clear framework and understanding of best practice.

Through compliance with the code, government, public bodies and the public will have greater confidence in the ability of Trusts to undertake their work in a way which is legal, logical, accountable and clearly understood.

At a fundamental level, activities undertaken by a Trust **must** be compliant with relevant Scottish, UK or International law. ***The onus is on the Trust to ensure compliance with the relevant legislation – if guidance is required, contact RAFTS.***

#### 2.1 Governing Documents

All Trusts **must** have a competent set of governing documents either in the form of a Constitution or Memorandum and Articles of Association and which has been approved by OSCR.

It is **recommended** that all Trusts have a Mission and Objective statement reflecting the basis of their Charitable Status.

#### 2.2 Trustee / director responsibilities & trust membership (see [Charity Trustee Duties](#) for further guidance)

Trusts **must** comply with relevant Charities legislation.

All Trustees/directors **must** act in the interest of the Trusts charitable objects first and foremost. Any personal or professional conflict of interest **must** be declared at the outset.

It is **recommended** that Trustees/directors be provided with OSCR 4, 'Guidance for Charity Trustees' before taking office. See [GUIDANCE](#)

Clarity over the control of a charity is a key element of good governance and is central to charity trustees ensuring that they meet legal requirements. Independence and control within charities is highly important and risks may increase as charities' activities and relationships with other organisations become more complex.

New OSCR guidance sets out key principles and potential risk areas, and provides real life examples as illustrations. It also sets out the duties of charity trustees and explains how the principles of the charity test dictate the way in which those running a charity must behave. The new guidance can be viewed here: [WHOSE IN CHARGE](#)

It is **recommended** that Trustees/directors be selected for their interests and skills in the objectives of the charity.

It is **recommended** that Trusts have in place a rotation policy for Trustees/Directors

It is **recommended** that the position of Trustee/director be not held for more than three terms of three years. It is **recommended** that Trust governing documents stipulate the election and rotation policy for Trustees or Board of Directors. It is also recognized that there may be constraints on the availability of local persons to serve as trustees, and this needs to be balanced with a requirement to rotate.

Trustees/directors whilst serving in their capacity as a representative of the charity **must** be acting solely for the benefit of the Trust and **must** declare any vested interests.

In Scotland any individual, of any nationality, aged 16 or over can be a Charity Trustee, unless they are legally disqualified from being or continuing to be a Trustee.

Section 69 of the Charities and Trustee Investment (Scotland) Act 2005 (CTI(S) Act) lists those who **must** not be Charity Trustees, namely anyone who is:

- Convicted of an offence involving dishonesty (unless the conviction is spent)
- Convicted of an offence under the CTI(S) Act
- An undischarged bankrupt
- Removed from being concerned in the management or control of any charity by the Court of Session
- Removed from the office of charity trustee by the Charity Commissioners for England and Wales or by the High Court of Justice in England
- Disqualified by the Court from acting as a company director by virtue of the Company Directors Disqualification Act 1986.

It is **recommended** that new or existing Trusts consider limiting public liability of Trustees by setting up as a Company Limited by Guarantee or as a Scottish Charitable Incorporated Association (SCIO) and the associated appointment of Directors these designations require.

It is **recommended** that Trusts consider inviting membership from a wide range of stakeholder interests who support, and whose interests complement, the objectives of the trust. Nominating Bodies should be organisations supportive of the Mission and Objectives of the Trust. Trusts may wish to hold a list of Nominating Bodies at the Registered Office of the Trust. The Trustees or Directors should approve the list of Nominating Bodies.

Under charity regulations the Charity **must** be registered with the Office of the Scottish Charity Regulator (OSCR).

In the Case of a Fishery Trust being a Company Limited by Guarantee, it **must** be compliant with the Companies Act.

Trusts should consider whether they should be registered under the Data Protection Act if they handle or store personal information on individuals. (More information at [http://www.ico.gov.uk/for\\_organisations/data\\_protection.aspx](http://www.ico.gov.uk/for_organisations/data_protection.aspx))

## **2.3 Financial**

Accounts **must** be approved in accordance with the CTI(S) Act.

Approved accounts and annual reports **must** be submitted to OSCR annually.

## **2.4 Prevention & detection of fraud**

Fraud is intentional deception for personal gain resulting in detriment to another. Examples of fraudulent activity in the context of charities includes embezzlement of charity funds, fraudulent grant applications or charitable status applications, fundraising or money laundering.

In line with the OSCR Anti Fraud Strategy, it is **recommended** that trusts should treat fraud as a business risk, and consider the risk factors. These risk factors include:

- Lack of consideration for the potential for fraud
- Poor education and understanding of the implications for fraud
- Response to fraud is inappropriate
- Poor internal controls which affect ability of trust to prevent and detect fraud

It is **recommended** that all Trusts develop an anti-fraud strategy, and produce a simple and concise statement on their position on fraud. This should be communicated clearly throughout the trust and ensure that relevant trustees, directors, staff and volunteers understand their responsibilities. Procedures should be established for reporting of fraud.



Adequate preventative and detective controls should be put in place by each trust. Preventative and detective controls include:

- System for payment approval, authorisation and verification
- Segregation of duties
- Reconciliations
- Reviews of performance
- Security of assets
- Controls over information systems

Further advice and guidance on appropriate measures may be sought from RAFTS and OSCR. Details of the OSCR Anti-Fraud Strategy may be viewed [HERE](#).

## 2.5 General transparency

The Trust **must** operate in accordance with Charities Law.

The Trust **must** provide information on request to OSCR.

The Trust **must** provide members of the public with a copy of the charity's constitution, its latest statement of accounts and the names of its Trustees on request.

Trusts **must** comply with the Charities and Trustee Investment (Scotland) Act 2005 and supervision and potential investigation there under by OSCR.

All Trusts **must** operate with a degree of transparency and accountability appropriate to a charitable organisation.

## 2.6 General conduct for trustees/directors

All trustees/directors members **must** first and foremost act in the interest of the trusts remit. Any personal or professional conflict of interest **must** be declared at the outset. It is the responsibility of the trust, and individual trustees/directors, to make sure that any actions of the trust comply with the provisions of the law and this Code. You **must not** at any time advocate or encourage any action contrary to the law or this Code.

The general principles upon which good conduct are founded are:-

**Public Service** - trustees/directors have a duty to act in the interest of the trust and in accordance with the charitable objects of the trust.

**Selflessness** - trustees/directors have a duty to make decisions solely in terms of the interests of the trust, you **must not** act in order to gain financial or other material benefit for yourself, family or friends.

**Integrity** - trustees/directors **must not** place themselves under any financial or other obligation to any individual or organisation that might reasonably be thought to influence you in the performance of your duties.

**Objectivity** - trustees/directors **must** make decisions solely on merit and based on best available information and advice.

**Accountability and Stewardship** – trustees/directors individually, and the trust as a whole, are accountable for decisions and actions. Trustees/directors have a duty to consider issues on their merits, taking account of the views of others and thus ensure that the trust uses its resources prudently and in accordance with the law.

**Openness** - The trust has a duty to be as open as possible about decisions and actions, giving reasons for your decisions and restricting information only when the wider public interest clearly demands that this is in the best interest. Trustees/directors **must** declare any private interests relating to their position and take steps to resolve any conflicts arising in a way that protects the trust and public interest.

**Leadership** - Trusts have a duty to promote and support these principles by leadership and example, to maintain and strengthen the public's trust and confidence in the integrity of the trust and its trustees/directors in conducting its business.

**Respect** - You **must** respect fellow trustees/directors of the trust and the role they play treating them with courtesy at all times.

#### **Gifts and hospitality**

**Allowances** - trustees/directors **must** comply with any rules of the trust regarding remuneration allowances and expenses.

- **Gifts and Hospitality** - You **must never** canvas or seek gifts or hospitality.
  - trustees/directors are responsible for decisions connected with the offer or acceptance of gifts or hospitality and for avoiding the risk of damage to public confidence in your Board. As a general rule, it is usually appropriate to refuse offers except:-
  - isolated gifts of a trivial character;
  - normal hospitality associated with your duties and which would reasonably be regarded as inappropriate to refuse;
  - gifts received on behalf of the trust.

trustees/directors **must not** accept any offer by way of gift or hospitality which could give rise to a reasonable suspicion of influence on your part to show favour, or disadvantage, to any individual or organisation. You

should also consider whether there may be any reasonable perception that any gift received by your spouse or co-habitee or by any company in which you have a controlling interest, or by a partnership of which you are a partner, can or would influence your judgement. The terms “gift” includes benefits such as relief from indebtedness, loan concessions, or provision of services at a cost below that generally charged to members of the public.

trustees/directors **must not** accept repeated hospitality from the same source.

trustees/directors **must not** accept any offer of a gift or hospitality from any individual or organisation which stands to gain or benefit from a decision the trust may be involved in determining.

### **Confidentiality**

Trustees/directors may be required to treat discussions, documents or other information relating to the work of the trust in a confidential manner. Trustees, directors or staff may receive information of a private nature which is not yet public, or which perhaps would not be intended to be public. All concerned must always respect and comply with requirements to keep such information private.

It is unacceptable to disclose information to which you have privileged access, for example derived from a confidential report, either orally or in writing. In the case of other documents and information, you are requested to exercise your judgment as to what should or should not be made available to outside bodies or individuals. In any event, such information should never be used for the purpose of personal or financial gain, or used in such a way as to bring the trust into disrepute.

### **Use of trust facilities**

Trustees, directors and staff of the trust **must not** misuse facilities, equipment, stationery, telephone services etc.

### **General conduct at meetings**

High standards at meetings are of fundamental importance to the integrity of trust business. Behaviour disruptive to the meeting should not be tolerated. Abusive or offensive language should not be tolerated and it is a matter for the Chair to rule on the acceptability of language used during the course of a meeting.

Should a trustee, director or member of staff breach any aspect of general conduct, the sanctions that can be applied by the trust are as follows:

- censuring the trustee, director or member of staff ;

- suspending the trustee, director or member of staff for the remainder of the meeting;
- suspending for a period, the trustee, director or member of staff entitlement to attend meetings of the trust;
- suspending the trustee, director or member of staff entitlement to attend any meetings of any other body on which the trustee, director or member of staff is a representative or nominee of the trust.

## **2.7 Trading Companies**

Whenever a charity wishes to conduct activities out-with its Charitable Purposes ("non-charitable trading"), it **must** create a separate trading subsidiary eg) if 'for profit', trading of goods or non-charitable work is undertaken.

Charity's funds **must** be used for its stated Charitable Purposes only as defined in its Mission and Objective statement.

To determine whether funds are being used correctly, Trusts should be able to satisfactorily answer three essential questions:

- What are the charity's Charitable Purposes?
- Is the proposed course of action going to further its Charitable Purposes?
- Is the proposed course of action in the best interests of the charity and its Charitable Purposes?

## **2.8 Human Resources & Management**

**Where there are employees and active recruitment:**

All Trusts **must** adhere to the Disclosure process for recruitment (Particularly relevant to persons working with children and vulnerable adults) – see '**Disclosure**' below for further information.

It is **recommended** that all Trusts:

- define an appropriate line management structure
- define appropriate disciplinary procedures
- define appropriate grievance procedures
- undertake staff personal performance and remunerations reviews

All Trusts:

- **Must** have an Equal Opportunities policy
- **Must** comply with appropriate Health & Safety legislation and undertake any necessary risk assessments, and take reasonable steps to mitigate or eliminate any risks. A Trust should have a clear Health & Safety Manual.
- It is **recommended** that Trusts have a policy on whether or not staff housing is provided and make sure responsibilities for rent and upkeep are defined.

Any policies and documents should be made available to all employees and referred to as appropriate in any staff contracts.

**Disclosure** - Trusts **must** ensure that all staff dealing with children and vulnerable adults have undergone an *enhanced disclosure*. [Disclosure Scotland](#) is a service designed to enhance public safety. It provides potential employers and voluntary sector organisations with criminal history information on individuals applying for posts. Disclosure Scotland issues certificates - known as 'Disclosures' - which give details of an individual's criminal convictions, or state that they have none. Enhanced Disclosures, where appropriate, will also contain information held by police forces and other Government bodies. RAFTS is registered with Disclosure Scotland as an 'umbrella body' and is able to facilitate disclosure requests from member trusts. See also the [Annex](#).

**Field activities** - All Trusts **must** ensure that all staff involved in field activities have completed appropriate training and possess relevant certificates, endorsements, consents and permissions to comply with the law.

**Insurance** - Employer and public liability insurance should be obtained by each Trust. Professional indemnity insurance should be considered.

Further guidance on the areas outlined above may be sought from RAFTS, and/or by consulting the staff manual on the RAFTS Member's page [HERE](#)

## 2.9 Training

It is **recommended** that all Trusts are committed to ensuring that all trustees, directors and staff possess the requisite skills and experience appropriate to their roles. **Appropriate** training requirements should be identified in discussion with staff; any skills gaps identified should be addressed through the provision of appropriate training. This should be reviewed in conjunction with staff on a periodic basis.

### **In particular:**

It is **recommended** that all trustees/directors are familiar with the legislation governing charities and the general obligations of trustees/directors of charities.

All trustees/directors should be familiar with the OSCR website and ensure they are up to date with any developments in charity rules and regulations.

It is **recommended** that all staff should have basic First Aid Training and the trust should designate a member of the trust or staff as First Aid representative.

## **2.10 Liaison with and contribution to other groups, plans and projects**

It is **recommended** that Trusts should co-ordinate with other Trusts and DSFBs to ensure appropriate representation on regional **SEPA Area Advisory Groups** (AAGs) set up to examine river basin planning and flood risk management issues under the Water Framework Directive (WFD). ASFB and RAFTS are represented on the **SEPA National Advisory Group** (NAG). Boards and Trusts, and ASFB and RAFTS, should ensure that there is reciprocal communication on matters relating to these groups so that any local issues may be raised at the NAG and vice versa.

It is **recommended** that Trusts respond to local and national consultations on relevant development issues, including issues associated with land use; agriculture; forestry, flooding; renewable energy; aquaculture. Trusts should contribute to and inform, shape and influence any national consultation responses co-ordinated by RAFTS.

It is **recommended** that trusts liaise with other local fish and fishery interests and consult on decisions the trust may make that will affect them.

It is **recommended** that trusts engage, formally or informally, with other relevant interests and water users within their district.

## **2.11 Fisheries Management Plans**

It is **recommended** that Trusts, working alongside their associated DSFB, discuss, produce and implement catchment based fisheries management plans consistent with the formal programme of fishery management planning in Scotland.

The Fisheries Management plans should be produced in a common format consistent with agreed protocols, which will enable it to contribute to Catchment Management Plans and the WFD River Basin Area Management Plans that will be produced by the Area Advisory Groups being established by SEPA.

Fisheries Management Plans should be developed for all significant river catchments in Scotland and reviewed on a systematic cycle in conjunction with the SEPA River Basin Management Plan cycle. It is recommended that these plans be produced in co-ordination with/input from the DSFB, SNH, SEPA and any other relevant bodies and with appropriate consultation from the trust.

Completed Fisheries Management Plans should produce a series of objectives for implementation through an action plan, taking into account resource and implementation issues.

Where a Trust is formally engaged in the fishery management planning process co-ordinated by RAFTS, it **must** discharge agreed actions where these are specifically funded by grant support.

## **2.12 Communications**

It is **recommended** that Trusts use a range of tools to communicate and present information on the work that they do. This might include a newsletter to members, supporters and other interests, websites and the use of other social and communication media. The following information should be made available through these mediums.

- Annual report & accounts
- List of trustees/directors and general members
- Details and reports of active projects and findings
- Minutes of AGM and other meetings

Effective communication may also be achieved in conjunction with the local DSFB.

As part of their charitable requirements, Trusts **must** hold an AGM. At the same time, it is **recommended** they consider holding an annual public meeting that is publicly advertised and open to all members of the general public to explain the work of the trust.

It is **recommended** that trusts take appropriate opportunities to use media to broadcast their work to the general public. Support to, and coordination of, planned media activities can be provided by the ASFB/RAFTS PR/Media adviser. [agwgs@btinternet.com](mailto:agwgs@btinternet.com)

It is **recommended** that Trusts liaise with their local DSFB as appropriate when engaging in media activity.

## **2.13 Relationships between Trusts and Boards**

It is **recommended** that DSFBs and Trusts maintain good communication and wherever possible, at local or regional level co-ordinate activities of staff and projects.

Representatives on any joint DSFB/Trust group should sufficiently represent the differing interests within the catchment.

It is **recommended** that the charitable objectives of the Trust should be taken into account in any discussions and subsequent decisions on management of fish and fisheries.

To avoid duplication of effort and wherever possible, it is recommended that Trusts and Boards co-ordinate representation on the various groups and committees within their catchments.

Where boards and trusts work together, it is **recommended** that information and data collected by the Trust should be made available to the DSFB to inform and assist management decisions.

## **2.14 Annual Review and Audit of the Code**

It is recommended that Trusts undertake an annual review of their operations in light of this code and consider any compliance issues. It is **recommended** that any issues be highlighted with RAFTS for further guidance.

All trusts should submit an annual return to RAFTS – this will include a specific section on the code.

The responsibility for compliance with this code is as follows:

- **Individual responsibility** to each trust:  
Executive staff, Chairmen, Trustees/directors and employees
- **Corporate responsibility** for each trust:  
Chairman/ Trustees/Directors
- **Trust Review & compliance**  
To be reviewed annually by Trustees/directors
- **Overall membership compliance**



## **ANNEX**

**[RAFTS Website](#)**

**[RAFTS Articles of Association](#)**

**[Staff Manual](#)**

**[Equal Opportunities Statement](#)**

**[Disclosure Statement](#)**

**[Bullying & Harassment Statement](#)**

**ASFB/RAFTS [Policy Guidelines on Stocking & flowchart](#)**