

PROBITY CODE – PRINCIPLES

The Probity Code which is comprised of 5 Principles and respective provisions, applies to all Gentoo employees and Board and Committee Members. This Code will not address every situation but provides a framework to the values and behaviours that are expected. Failure to comply with the Code and its related policies and procedures may result in disciplinary action as contained within the Employee Code of Practice.

PRINCIPLE 1 – CONDUCT AND GENERAL RESPONSIBILITIES: You must fulfil your duties and obligations responsibly, acting at all times in good faith and in line with the Group's culture, vision and values, policies and procedures, regulation and legislation.

PRINCIPLE 2 - CONFLICT OF INTEREST: You must take all reasonable steps to ensure that no undeclared conflict arises, or could be perceived to arise, between your duties and your personal interests, financial or otherwise. You should not put yourself in a position where you are involved in an activity or business transaction for personal gain, for you or your family.

PRINCIPLE 3 - BRIBERY, GIFTS AND HOSPITALITY: You must not offer, seek or accept bribes or inducements to act improperly or corruptly. You must not accept gifts or hospitality or other benefits that might be seen to compromise your judgement or integrity or place you under any obligation to act in a certain way.

PRINCIPLE 4 - FUNDS, PROPERTY AND RESOURCES: You must not misuse the Group's funds, property or resources.

PRINCIPLE 5 - REPORTING CONCERNS: You must report to the appropriate senior person within the Group any suspicions you may have about possible wrongdoing.

PROBITY CODE – PRINCIPLES AND PROVISIONS

PRINCIPLE 1 - CONDUCT AND GENERAL RESPONSIBILITIES: You must fulfil your duties and obligations responsibly, acting at all times in good faith and in line with the Group's culture, vision and values, policies and procedures, regulation and legislation.

- All employees, Board and Committee Members are expected to:
- Comply with all relevant laws, regulations, the Group's policies and procedures and in accordance with the terms of your appointment;
- Conduct yourself in a professional manner and with the highest standards of honesty and integrity as outlined in the Group's Employee Code of Practice, Board/Committee Member Code of Conduct and any professional standards that you may be affiliated with;
- You must not use your position for your own personal or private interests or for the interests of others that you have a close connection with.

PRINCIPLE 2 - CONFLICT OF INTEREST: You must take all reasonable steps to ensure that no undeclared conflict arises, or could be perceived to arise, between your duties and your personal interests, financial or otherwise. You should not put yourself in a position where you are involved in an activity or business transaction for personal gain, for you or your family or someone you have a close connection with.

- You must comply with the Group's policies and procedures for declaring, recording and handling conflicts of interest. You must declare all perceived or actual conflicts of interest as soon as any conflict or potential conflict arises, in accordance with the Group's Code of Practice. Situations where a declaration should be made include but are not limited to:
 - Involvement with other organisations (paid or voluntary) (approval must be sought from your line manager prior to taking up outside commitments);
 - Employees providing technical services to other employees in their own time;
 - Employees and Board/Committee Members using the services of Gentoo's suppliers for personal/private work;
 - Purchasing property or land from the Group.
- Where you, a member of your family or someone you have a close connection with is a customer of Gentoo, all transactions should be administered in the same way as any other transaction available to Gentoo customers. No employee or Board Member, family member or someone of close connection shall be given preferential treatment over any other customer of Gentoo.
- Employees and Board/Committee Members should not be offered any incentives or discounts to purchase the services of Gentoo that is not

generally available to all Gentoo customers.

- You must not use your position as an employee of Gentoo to obtain discounts from the Group's contractors/suppliers unless they are agreed corporate discounts that are made available to all employees.
- You must comply with the Group's policy and procedures relating to the application of employment or housing from members of staff, board members, involved residents or others who they are closely connected with.
- You must not be involved in the appointment of a supplier or contractor where you are closely connected, to an organisation or individual applying or tendering for a contract. You must declare any such relationship. You must not be involved in establishing the terms of a contract or its ongoing monitoring and management.

PRINCIPLE 3 - BRIBERY, GIFTS AND HOSPITALITY: You must not offer, seek or accept bribes or inducements to act improperly or corruptly. You must not accept gifts or hospitality or other benefits that might be seen to compromise your judgement or integrity or place you under any obligation to act in a certain way.

- You must comply with the Group's policies and procedures in relation to:
 - Fraud, bribery and corruption;
 - The giving, receipt, approval and recording of gifts and hospitality as set out in the Employees Code of Practice and Board Member Code of Conduct.
- You must declare any gifts or hospitality whether accepted or declined as and when they are offered and where possible, gifts should be shared amongst a team. You must not accept a gift or offer of hospitality without prior approval from your line manager has been obtained.
- Hospitality provided by the Group to develop commercial relationships should be commensurate to the industry 'norm'.
- You must not offer gifts and/or hospitality to public officials, suppliers etc. as an inducement to facilitate a process or obtain more favourable contract terms or gain any other advantage.
- You must not accept any payment or benefit in return for a business favour or advantage.
- You must ensure that all requests for payment to be made are for legitimate business purposes.

PRINCIPLE 4 - FUNDS, PROPERTY AND RESOURCES: You must not misuse the Group's funds, property or resources.

- You must comply with the Group's policies and procedures in respect to:
 - Value for Money;
 - Information Security (including data protection);
 - Financial Regulations;
 - Standing orders;
 - Scheme of Delegation;
 - Anti-Fraud, Bribery and Corruption
- You have the responsibility to manage and use the Group's financial resources in a prudent manner and ensure that value for money is achieved at all times and that expenditure contributes to and does not comprise the Group achieving its objectives.
- You must comply with the Group's policies and procedures in relation to procurement, ensuring value for money and fairness.
- You must comply with the Group's policies and procedures in relation to the disposal of assets.
- You must not use the Group's resources to conduct any personal/private business that you are affiliated with or for any other personal reason.
- You must comply with Group's policies and procedures in relation to contractual and non-contractual payments and benefits.

PRINCIPLE 5 - REPORTING CONCERNS: You must report to the appropriate senior person within the Group any suspicions you may have about possible wrongdoing.

- If you have any concerns about fraud or dishonest behaviour or breaches of this Code, you can report this to your line manager in the first instance. In addition, the Group's Whistleblowing Policy and Procedures gives guidance relating to the reporting of concerns and suspicions of fraud and wrongdoing without fear of repercussions or intimidation and in the knowledge that the information will be treated confidentially and will be investigated fully and rigorously.
- If you believe that you are being required to act in a way which conflicts with this Code, you must report it to an appropriate senior person within the Group.

REVIEW

Compliance with the Probity Code will be monitored by the Head of Governance in the following way, who will also consider any relevant findings of Business Assurance and External Audit:

- All declarations of interest, gifts and hospitality (accepted and declined) are reviewed by the Head of Governance prior to entering on a central database. If the Head of Governance has any concerns in relation with these declarations, they will discuss these with the relevant Head of Service.
- On a periodic basis the database holding the declaration of interest, gifts and hospitality information is interrogated to identify any trends. Where trends are identified these will be investigated and reported as necessary.
- Annual Legal and Regulatory Compliance report to Audit Committee
- Head of Business Assurance annual Fraud Report to Audit Committee
- On an annual basis, the Head of Governance will issue to all Heads of Service any declarations made by employees that they are responsible for.

Managers must ensure that they have effective controls in place where necessary to ensure compliance with the Code and its associated policies and procedures.

If you have any doubts over the content of this Code and its application to your circumstances you should discuss this with your line manager and/or the Head of Governance.

INDEX OF RELEVANT POLICIES AND PROCEDURES

Culture Strategy
Vision and Values
Group Corporate Governance Code of Practice
Employee Code of Practice
Board and Committee Member Code of Conduct
Financial Regulations
Standing Orders Scheme
of Delegation
Information Security Policy
Anti-Fraud & Corruption
Anti Money Laundering Policy and Procedures
Whistleblowing Policy and Procedures
Lettings – Tenancy offers to Staff