

**Hallbankgate Hub Ltd Management Committee**  
**Standing Orders (supplementary to Model Rules Sect.5)**  
***(agreed at Management Committee meeting held 20<sup>th</sup> April 2015)***

1. Meetings of the Management Committee (MC) shall be called by the Secretary by either email or telephone notice to committee members. Such notice shall normally be of a minimum of seven days, but may exceptionally be of no less than 48 hours.
2. For all such meetings an Agenda shall be circulated to committee members by the Secretary, normally in advance.
3. Normally only items on the Agenda shall be discussed at MC meetings. Additional items may be discussed at the discretion of the Chair.
4. All meetings of the MC shall be minuted by the Secretary, who shall circulate such Minutes to committee members (and to other Members of the Hallbankgate Hub by request). Minutes so circulated shall be regarded as unconfirmed until adopted at the next following MC meeting. Minutes once confirmed will be made available on the Hub website.
5. Meetings of the MC shall normally be open only to committee members. Other Members of the Hub, and others, may request to attend particular meetings as observers and may attend at the invitation of the Secretary for all or part of any such meeting. Persons thus attending may speak at the discretion of the Chair, but may not vote.
6. Except in the transitional period until shares are available for purchase, all members of the MC shall at all times be Members of Hallbankgate Hub (by owning at least one share).
7. In cases where urgent action on behalf of the MC is required between its meetings, the Chair shall be empowered to take such action, subject to consultation with the Vice-Chair, Secretary and Treasurer as far as circumstances permit. In the absence of the Chair, the Vice-Chair shall be so empowered.
8. These Standing Orders shall apply from the time of their adoption by the MC until such time as they are changed by a resolution passed by a two-thirds majority of those voting at a subsequent meeting of the Committee.

## **Hallbankgate Hub Ltd Management Committee**

### **Code of Conduct (per Model Rules para.5.9)**

***(agreed at Management Committee meeting held 20<sup>th</sup> April 2015)***

1. Members of the Management Committee (MMCs) shall accept collective responsibility for all decisions taken in due form by the Management Committee (MC) (including decisions inherited from the former Steering Group of the Hallbankgate Hub) and minuted as such.
2. MMCs shall support all such decisions in all their activities in connection with the Hub and in all public comments, including comments and representations made to other Members of the Hub.
3. Should MMCs wish to suggest the reconsideration or amendment of previous decisions of the MC (including decisions inherited from the former Steering Group of the Hub), they may do so by requesting the Secretary to make their proposal an agenda item at the next meeting of the Committee.
4. MMCs shall at all times promote the interests of the Hub, and shall not say or do anything which may be liable to bring the Hub, its MC or any of its Members into disrepute.
5. With the exception of the Chair, Vice-Chair, Secretary and Treasurer in the fulfilment of their duties, MMC's shall only comment on behalf of the MC or the Hub to any outside body, including the media, as authorised to do so by decision of the MC and in pursuit of responsibilities specifically allocated to them by such decision.
6. Except when acting on behalf of the MC as per section (5) above, MMCs shall pass all communications from Members of the Hub, or others, requiring a response on behalf of the MC, to the Secretary for action at his discretion.
7. Any communication from a MMC intended for the Hub membership at large, in connection with the business of the Hub shall be submitted in the first place to the Secretary, who shall forward it at his discretion.
8. MMCs shall at all times communicate with one another, with other Members of the Hub and (under item 6 above) with other bodies and individuals on behalf of the Hub, in an appropriate, courteous and respectful manner.
9. MMCs in breach of any part of this Code of Conduct shall be liable to the procedures outlined at section 5.10.4 of the Model Rules.
10. This Code of Conduct shall apply from the time of its adoption by the MC until such time as it is changed by a resolution passed by a two-thirds majority of those voting at a subsequent meeting of the Committee.