



Code of Conduct

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Why you must read our Code of Conduct:

The Hills Group Limited expects every employee to behave in a professional manner. That is why you need to read and understand the Code of Conduct as it outlines the standards we expect from you while you are at work. It also provides examples of the right and wrong behavior should you be unsure how to act in a particular situation.



Once you have read the Code of Conduct you need to confirm that you have done so. Please complete the details below. If there are parts of the code that you do not understand, ask your line manager to explain it or contact Human Resources hr@hills-group.co.uk .

I have read and understood the Hills Group Limited Code of Conduct.

Name:

Signature:

Date:

Once you have completed and signed the tear off slip, please pass it to your line manager to be forwarded to Human Resources. Thank you.

1. Introduction

1.1 As an employee of The Hills Group Limited, you are involved in numerous day to day issues associated with the provision of a high quality service. You must carry out your duties in a professional manner which will help to maintain public confidence and trust in the work we do.

1.2 Although there is no single set of rules that can answer all ethical questions, the Code of Conduct provides a framework for the decisions, actions and behaviour of your work as a Hills employee. If you find yourself in a situation where there is no clear agreement on what is “the right thing to do”, you can:

- refer to this Code of Conduct and/or any applicable guidelines, policies and procedures
- discuss the situation with your line manager
- Contact Human Resources or the company secretary for assistance.

2. What is the Code of Conduct?

2.1 This Code of Conduct is designed to provide guidance about what is expected from you in your daily work and in your dealings with colleagues, contractors, suppliers, customers and the public.

2.2 All employees must be familiar with the Code of Conduct. This document forms part of your contract of employment and you are required to comply with its contents.

2.3 For this reason, it is important that you read the whole of this document and ask your line manager or supervisor for clarification if there is anything in it that you don't understand or need explaining. Once you have signed and returned the acceptance section, it will be assumed that you understand its contents and agree to comply with your contract of employment and all the rules and policies, etc to which it refers.

2.4 If you have management responsibilities, you need to ensure that employees reporting to you have access to the code and are given opportunities for training where appropriate.

3. Who does the code apply to?

3.1 The code applies to all employees or anyone acting as an employee of the Hills Group Limited. Inevitably, some of the issues covered will affect some employees more than others.

3.2 Although the code does not directly apply to contractors, consultants or volunteers, the company's continued association with these individuals and / or their organisations requires them to observe and comply with the code. In some instances, compliance may be a condition

of the contract between a third party and the company, in which case compliance with the code is binding.

- 3.3** Breaches of the code and standards set by the company may result in disciplinary action. Please refer to the company's Disciplinary and Grievance Policy for further details.

If you are unsure about any aspect of the code, please raise it with your line manager or supervisor at the earliest opportunity.

4. What does the company expect from you?

In summary, you are required to adopt the following principles:

- attend work in a condition where you are able to carry out your duties safely and effectively
- act honestly
- act with dignity and treat all others with dignity and respect
- work in accordance with the terms and conditions of your contract of employment and job description
- understand and apply the company's rules, policies and procedures as appropriate
- be committed to delivering quality services to our customers and service users
- understand and act in accordance with the company's values and ethics.

This document summarises the company's key policies and procedures in respect of behaviour and the ways in which you are required to work.

If you are affected by any of the policies contained in this document or you are in any doubt about how they apply to you, you should always refer to the detailed rules or the policies and procedures in full in any of the following ways:

- you can ask for a paper copy from your line manager or supervisor
- you can contact the Human Resources team and ask for it to be emailed to you or for a paper copy
- through your New Starter induction process
- you can find the information on eTouch.

4.1 What happens if the content of the code changes?

The company will take every reasonable step to ensure that the Code of Conduct is kept up to date. The most up to date version will always be the one that is available on eTouch.

5. Standards of behaviour

5.1 Workplace behaviour and personal conduct

You should treat colleagues, clients, contractors, suppliers and members of the public with dignity and respect.

You should:

- ensure that your conduct is not inappropriately discriminatory, intimidating or harassing to others
- not use or threaten the use of physical violence against work colleagues or members of the public in any circumstances
- ensure that your behaviour and performance meet work place standards at any time whilst you are representing the company or are likely to be identified or associated with your role as a Hills employee (whether or not you are 'on duty' at the time)
- make sure that you are familiar with and follow the company's policies on equal opportunities and the prevention of discrimination or harassment
- make reasonable efforts to develop and maintain appropriate skills in valuing diversity
- not use company equipment including mobile phones and computers in breach of the acceptable use policy.

5.2 Misconduct

The Code of Conduct guides and assists employees acting in good faith. If, in your decisions, actions or conduct you wilfully fail to comply with the standards outlined in the Code of Conduct, you will be guilty of misconduct and are likely to fall subject to disciplinary action, which could include dismissal.

6. Learning and development

You may be obliged to participate in relevant learning and development opportunities to develop the skills and knowledge necessary to perform your job and to enhance the delivery of our services to our customers.

You should seek feedback on your work performance and reasonably engage in any plans for improving your work performance.

7. Alcohol and drugs

The company has a separate policy to deal with drugs and alcohol in the work place and all employees must familiarise themselves with this policy.

7.2 Medication

If you are taking legally prescribed or over-the-counter medication, you must ensure that their use does not adversely affect your work performance and the safety of yourself and others. You must ensure that you are well aware of any side effects that may impair your ability to do your job. If you are in any doubt then you should notify your line manager that you are taking medication.

If you are a supervisor or manager, you will need to consider the options available for assisting employees who are required to take legally prescribed medication and whose level of performance has been impaired. In these circumstances you should seek occupational health assistance via HR who will advise what action might need to be taken.

7.3 Coercement

It is a disciplinary offence to socially coerce or bully a fellow employee:

- if they have elected not to consume alcohol;
- into consuming alcohol against their will or
- to consume or take illegal substances or un-prescribed medication.

8. Smoking

In compliance with the Health Act 2006 smoking is prohibited in all enclosed and substantially enclosed premises in the workplace or in any area displaying non-smoking signage. This includes all company owned or leased vehicles or vehicles used to transport employees. This policy applies to all employees, consultants, contractors, customers or members and visitors.

Appropriate 'no-smoking' signs will be clearly displayed at the entrances to and within the premises, and in all smokefree vehicles.

Disciplinary procedures will be followed if a member of staff does not comply with this policy.

Those who do not comply with the smokefree law may also be liable to a fixed penalty fine and possible criminal prosecution.

Individuals may smoke on Hills Group property within areas identified by Hills Group signage as permitted smoking areas or public areas.

The NHS offers a range of free services to help smokers give up. Visit gosmokefree.co.uk or call the NHS Smoking Helpline on 0800 169 0 169 for details.

8.1 E-cigarettes

For the avoidance of doubt, the company applies the same restrictions to e-cigarettes. The use of e-cigarettes is prohibited in all enclosed and substantially enclosed premises in the workplace or in any area displaying no smoking signs. This includes all company owned or leased vehicles or vehicles used to transport employees. This policy applies to all employees, consultants, contractors, customers and visitors. Any breach of this policy will be subject to the company's disciplinary procedure.

9. Health, safety and wellbeing

All employees have a personal and legal responsibility under the Health and Safety at Work Act 1974 for themselves, colleagues and other visitors to the company's buildings and premises.

These responsibilities are identified in the company's Health and Safety Management System. In summary, the policy states that you must:

- look after the health and safety of yourself and others who may be affected by your actions or failure to carry out certain actions at work
- co-operate with your line manager, attend training sessions, carry out reasonable instructions.

9.1 Working safely

Any activity that presents a significant risk to the health, safety or wellbeing of an employee or other person must have been subject to a written risk assessment. This is a tool which managers must use to determine the safest and best way of carrying out the work, including appropriate training, personal protective equipment etc. Appropriate safety controls should all be summarised on the risk assessment or safe system of work procedure and provided to the relevant employees.

Employees must follow the resulting safe system of work or job safety assessment to ensure that their safety and that of others is not put at risk. If these are not in place, speak to your line manager in the first instance or your health and safety representative.

For example, you must:

- comply with the instructions given for workplace health and safety at the workplace by the company
- use personal protective equipment if the equipment is provided and you have been properly instructed to use it
- not wilfully or recklessly interfere with or misuse anything provided for workplace health and safety at the workplace
- not wilfully place at risk the health and safety of any person at the workplace
- not wilfully injure yourself
- report to your supervisor or line manager any workplace hazards that cannot be immediately rectified
- ensure that you comply in practice with any guidelines given for performing manual handling tasks
- take all reasonable steps to ensure that employees you supervise or manage are following guidelines and have access to job-specific training.

10. Protecting the company and its employees**10.1 Other employment / Outside business interests**

Other employment / outside business interests may include (but not be limited to) undertaking freelance work, a second job, involvement in a family business, public duties and voluntary work.

In some instances, your contract of employment may prevent you from partaking in outside business interests / undertaking other employment without the written permission of the company. If this is the case, it will be detailed specifically in your employment contract.

In any case, it is important you ensure that any outside business interest and / or other employment does not conflict (see 10.8) with the interests of the company or affect your ability and credibility to do your job (see 10.5). You must also ensure that company time and / or resources are not utilised (see 10.7) in connection with any approved other employment / outside business interest.

If you wish to pursue other employment and / or partake in outside business interests you should seek your Line Manager's approval prior to commencing any such activity. You should also complete the Employee Declaration Form available on eTouch and discuss the circumstances with your Line Manager.

10.2 Use of authority

You must not use your official position, status, powers or authority or offer inducement to seek to improperly influence a decision or action.

You are expected to provide honest, impartial and comprehensive advice regardless of your personal assessment on a matter. If your personal views conflict with the performance of your official duties or if you believe that you cannot act impartially, you should contact your line manager and attempt to resolve the conflict.

When requested you are expected to provide the board of directors, the chief executive, line managers and co-workers with advice that is frank, independent, based on an accurate representation of the facts and as comprehensive as possible.

When exercising a discretionary power, you must ensure that the power is being used properly, impartially, equitably and is consistent with relevant legislation, delegated authority, procedures or guidelines. In exercising any power associated with your employment, you must ensure that you are either statutorily authorised to do so or that you have been delegated the power by a person with the necessary authority to issue the delegation.

You must not use your position or authority to influence the decision making of another to obtain direct or indirect personal benefit.

10.3 Offering corporate hospitality and gifts

The offering of any corporate hospitality and gifts to employees of or individuals associated with current or prospective customers must be approved by your divisional Group director or for Group employees the chief executive.

When offering corporate hospitality or modest business gifts to employees of or individuals associated with current or prospective customers or suppliers you must be mindful that the individual concerned may be subject to rules and guidelines on accepting an invite or gift.

The offer and giving of corporate hospitality and gifts should not be:

- to events or be gifts solicited by the individual concerned
- in a manner or frequency that could be construed as an inducement
- to obtain an improper advantage for the business
- in the form of cash or benefits in kind
- to obtain personal or indirect financial gain
- be in return for a reciprocal offer of corporate hospitality or gift.

10.4 Receipt of corporate hospitality and gift(s)

10.4.1 Corporate hospitality - Acceptance of normal business entertainment eg lunch, theatre, a sporting event, and the like, is generally appropriate if it is of a reasonable nature and is in the

course of a meeting or another occasion, the purpose of which is to hold bona fide business discussions or to foster better business relations.

Employees are to report any such entertainment (in advance, if practical) to their divisional Group director or for Hills Group employees, the chief executive.

Employees should refuse offers of entertainment unless the customer or supplier is present and it is in the bounds of accepted business hospitality.

Any offer to cover travel or accommodation costs must be approved by your divisional Group director or for Group employees the chief executive

10.4.2 Gift(s) - You should not accept any offer of a gift made to you by any current or prospective customers or supplier that is not a business-related product or excessive in value.

Modest seasonal gifts (eg a box of chocolates, bottle of wine) may be accepted on the basis that they are not excessive in value. If of the opinion of a line manager, a member of their team is in receipt of numerous individual seasonal gifts the line manager may request that the individual concerned fairly share seasonal gifts with other members of the team.

Employees may not accept a gift of any value delivered or request that a gift be delivered to any location other than to their normal place of work.

10.4.3 Approval of corporate hospitality or gift - If you are in doubt as to whether you may accept an offer of corporate hospitality or gift please discuss the matter with your divisional Group director or for Group employees the chief executive.

Any offer of corporate hospitality or gift that is excessive in nature or in your opinion is offered to you that gives or may give rise to a conflict of interest must be immediately reported to your divisional Group director or for Group employees the chief executive.

The Hills Group has sole discretion as to whether or not to allow an employee to accept corporate hospitality or gift(s) and may in exceptional circumstances consider waiving restrictions applied under this section of the Code of Conduct policy (namely this para 10.4 and sub-clauses) with the approval of The Hills Group board.

The Hills Group reserves the right to record your acceptance of corporate hospitality or gift.

The chairman, chief executive and divisional Group directors are subject to this policy. The chief executive and Group directors must report offers of corporate hospitality or gift(s) to the chairman and the chairman to the chief executive.

10.5 Conduct outside working time

Generally, what you do outside work is your own concern, but you must avoid doing anything that might adversely affect the reputation of the company or bring the company into disrepute. In your official capacity (as a company employee) or personal capacity, you must not allow your

personal interests to conflict with the company's requirements or use your position to improperly confer an advantage or disadvantage on any person. If you are not sure whether or how this may affect you in your company role, speak to your line manager, or you may find yourself subject to disciplinary action.

10.6 Criminal charges and convictions

The company requires all applicants for jobs to disclose all contraventions of, or failures to comply with, any provisions of law, whether committed in the UK or elsewhere, unless the Rehabilitation of Offenders Act applies and the rehabilitation period has expired. In some circumstances, Criminal Records Bureau checks are conducted on the successful applicants for certain positions in the company.

Once you are an employee, you must notify the company in writing if you are charged with any offence or if you are convicted of any offence. If you are charged with an offence, the notice must be given immediately after you are charged (ie next working day). If you are convicted of any offence, the notification must be given immediately after you are convicted (ie the next working day). It should be noted that the term 'conviction' includes a finding of guilt, regardless of whether the conviction is recorded or subject to appeal. Failure to notify the company in either case will constitute grounds for disciplinary action.

10.7 Use of company property, facilities and equipment

Company facilities are to be used for the company's business and for no other purpose unless you have your line manager's (or their nominee's) permission beforehand.

Reasonable personal use of telephones, photocopiers, computers and faxes is allowed provided you have been authorised to do so by your line manager. However, no private work may be carried out in the company's time, or on the company's premises or with the use of the company's equipment.

The company allows reasonable, non-official use of internet and email, so long as individual or service performance is not compromised or adversely affected as a result. Your line manager can provide you with clarification as to what constitutes reasonable, non-official use. However, as a general rule, such use should be restricted to outside normal working hours, during lunch breaks etc.

For further information you should consult the Acceptable Use Policy.

10.8 Conflict of interest

If a conflict occurs between your private interests and work duties you must resolve the conflict in favour of your work duties.

You must advise your line manager in writing as soon as it becomes apparent the extent of any personal or immediate family private interests that may give rise to a conflict of interest with your

official duties, particularly if you are involved in making decisions affecting contracting, tendering or regulatory functions.

You should comply with any reasonable request from the chief executive to provide information relating to your personal interests or the interests of a dependent or spouse if required.

Examples of conflicts (or perceived conflicts) between personal interests and work duties that should be declared and in some cases avoided include:

- employees in positions that could influence or be perceived to influence, funding allocations, accepting appointments to executive or management positions in organisations that receive or seek to receive funding from the company
- employees who have access to computer databases of customers/updating their own personal records or those of close relatives
- as a 'purchaser' liaising with a supplier who employs one of your close relatives
- employees being contracted to provide services to the company outside of their paid employment
- generating work which involves travel to provide an opportunity to visit friends or relatives
- a supervisor or manager who is in a position to approve higher duties to provide other benefits to a subordinate where a close personal relationship exists (such as a partner or family member or close personal friend)
- involvement with an interview panel when a relationship exists with one of the applicants
- you or a family member will benefit directly or indirectly financially or by way of a gift.

10.9 Sponsorship

Where the company sponsors an event or service, an employee, or any partner, spouse or relative must not benefit from the sponsorship. Employees must seek guidance from their manager if they are involved with any event or service that the company proposes to sponsor.

10.10 Information disclosure and confidentiality

As a company employee, you may obtain information that has not been made public and is confidential. You must not disclose information given in confidence by anyone, or information acquired which you believe is of a confidential nature, without the consent of your manager or unless you are required by law.

In certain circumstances, and where reasonable to do so, you may be required to sign a confidentiality agreement before information can be disclosed to you.

You must not prevent another person from gaining access to information to which that person is entitled by law. You must not disclose confidential information for your own personal use or for

use by anyone else known to you, or to the disadvantage or the discredit of the company or anyone else.

You must always observe the provisions of the General Data Protection Regulations (GDPR) 2016, the Data Protection Act 2018, the Freedom of Information Act 2000 and the company's procedures for the release of personal information held about other employees or members of the public. Breach of confidentiality may be considered a disciplinary offence, which could result in dismissal.

When you leave your employment with the company, you must still respect the confidentiality of information that may have been available to you in the course of your duties and not use this information for private, commercial or political gain.

For further information please see the company's Data Protection Policy.

10.11 Intellectual property

Intellectual property is a legal term that refers to the rights and obligations received and granted, including copyright. Ownership of intellectual property is determined by considering the circumstances in which it was conceived and developed. The company owns the copyright in material made by, or under its direction. Whether you are an employee or a contractor, copyright in material you produce in the course of your employment or with company assets or know-how belongs to the company, unless otherwise explicitly provided for in your contract of employment or in separate agreement with the company.

10.12 Public comment on The Hills Group Ltd, policy and administration

'Public Comment' in this section includes public speaking engagements, comments on radio and television, letters to newspapers, and expressing views in books, journals or notices if it is expected that the comments will spread to the community at large.

All media requests for information and enquiries that relate to policy and procedures or operational activities must be referred to the company's communication team. The following company procedure should be adhered to in these instances.

When making authorised public comment in an official capacity, you must:

- ensure that it is part of your official role
- not misrepresent the facts concerning company policy or administration
- not disclose information governed by a confidentiality agreement or may breach provisions of the Data Protection Act or GDPR
- respect the confidentiality of information that has not been approved for release either by the company or through official company channels.

In your capacity as a private citizen, you have the same rights as any other member of the public to openly discuss or comment on community and social issues. However, there are some circumstances where you may still need to take care in making such comments and be subject to issues of confidentiality. For example, a situation could arise when public comment, although made in a private capacity, may appear to be an official comment on behalf of the company. In such circumstances you should indicate clearly that your comment is made in a private capacity and does not represent the official view of the company.

It is your responsibility to take all reasonable steps to ensure that any comment will be understood as representing your personal view as a private citizen. If you are a workplace representative or trade union representative or professional association member, you must ensure that when you make public comment, it is clear that comment is made on behalf of the union or association you represent and not the company.

If in any doubt, contact your line manager or the company secretary.

11 Ways of working

11.1 Conflict with managerial instruction

All employees when following instructions from either their line manager or work colleague:

- should follow all reasonable and lawful instructions related to your work given by a person with the authority to issue such instructions
- should accept that you may not personally agree with all decisions made by your line manager
- may refuse to comply with an instruction that appears to be unlawful, and/or unethical and report the matter to an appropriate senior manager, but should tell the person giving an unreasonable instruction that the instruction is, in your view, unreasonable and allow them the opportunity to respond. In the interim, you are generally required to carry out the instruction unless:
 - there is a danger to a person's health and safety or
 - a conflict of interest may exist or
 - it does not comply with the company's policy and practice
 - or the instruction is unlawful.
- If a local resolution cannot be reached, an employee must refer the matter to their divisional Group director, or for Hills Group employees, the chief executive.

11.2 Working in the community

All employees when working within the local community and with service users should always remember their responsibilities to the community they serve and should provide courteous, efficient and impartial service delivery to all groups and individuals within the community.

11.3 Managerial roles and responsibilities

Employees with managerial responsibilities:

- have a responsibility to set a good example to employees through their own behaviour and attitudes, especially in relation to upholding the principles, obligations and standards as set out in the Code of Conduct. Managers must ensure that they understand their responsibilities under relevant financial, human, and physical asset management legislation, policies and procedures, maintaining the principles of accountability, continuous improvement, fairness, flexibility and equity in the workplace
- must ensure that employees understand the performance standards expected from them and objectively assess their performance against these standards
- must ensure that relevant legislation, delegated authorities, and company policies and procedures are accessible to all employees in the work group
- must ensure that employees are familiar with the requirements and objectives of their job, and have access to the information, training, supervision, feedback and work conditions needed to achieve them
- must be honest and objective in reporting the skills and qualities of employees in testimonials; references and performance reports, ensuring that decisions can be substantiated against objective standards and indicators
- are required to act promptly, thoroughly and fairly when responding to, or investigating grievances and reports of breaches of the Code of Conduct
- must avoid any accusation of bias, and must not be involved in the appointment of any applicant if a relative, partner or friend. If in any doubt, a manager must discuss the matter with their line manager
- must be able to justify their instructions and decisions in line with their delegations, authority, and company policies and procedures, and be open and respond promptly to constructive questions.

11.4 Coercement

It is a disciplinary offence to socially coerce or bully a fellow employee into undertaking a task or action that is:

- criminal or may lead to prosecution of the individual concerned or the company (and its directors)

- in breach of any company policy or procedure
- results in damage to person or property
- against their will or better judgement.

11.5 Communication with board and senior managers

When required, you are expected to provide the board of directors, chief executive or other managers with advice that is frank, independent, based on accurate and comprehensive representation of the facts. This includes setting out the advantages, disadvantages, costs and consequences of the available options and where appropriate, recommending a course of action. You must also disclose any conflicts of interest that may arise or that have influenced any recommendation or the decision making process.

When communicating directly with the board on issues affecting you as a private citizen, you should ensure your actions comply with the obligations relating to public comment.

11.6 Other policies that govern an employee's ways of working

The company has a number of additional policies that set standards for employee conduct and employees should familiarise themselves and be aware of the following policies:

- Health and safety whilst at work
- Bullying and harassment
- Acceptable use
- Drugs and alcohol
- Violence or abuse at work framework
- Responsible purchasing
- Sickness and absence management
- Equal opportunities
- Company expenses
- Data protection
- Whistleblower
- Use of privately owned vehicles on company business

12 Dress standards

Your dress style must be appropriate for the work place and reflect the health and safety requirements applicable to your job and work environment. Where PPE is issued to you for wearing whilst undertaking your role, it is mandatory that you do so. Employees not wearing the appropriate PPE will be considered to have breached health and safety policy and may result in disciplinary action.

13 **Reporting breaches of the Code of Conduct and Whistleblowing**

UK Law specifically protects a 'whistleblowing' employee against dismissal or other sanctions, provided they act in good faith and reasonably believe that one of the following has or is likely to occur:

- criminal activity (eg theft or fraud)
- failure to comply with a legal obligation (eg non-compliance with employment law)
- a miscarriage of justice (such as one employee making a false statement alleging wrongdoing by another employee)
- danger to the health and safety of any individual
- damage to the environment
- unethical or improper conduct
- attempts to conceal any of the above.

If you are concerned about any practice you see in the company which you think conflicts with the Code of Conduct, you should obtain advice from your line manager, trade union representative, human resources or any other appropriate person as identified in the company's policies referred to in the Code of Conduct.

However, where an employee feels unable to approach their line manager they should raise their concern with their divisional Group director, (or for Hills Group employees the chief executive), or if the matter is of a significant concern the company operates a whistleblower phoneline 0800 915 1571. Please refer to the company's Whistleblower Policy for more information.