



Probity Policy

Governance

Document Title	Probity Policy
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Author Title & Issuing Department	Company Secretary Governance, Risk and Assurance
Target Audience	All employees, Board and Committee Members, Trustees and involved residents of all organisations within emh Group

Approved By	Emh Group Board
Date Approved	September 2026
Review Date	September 2029

Links to Regulatory Standards – Economic/ Consumer Standards	NHF Code of Governance 2020 NHF Code of Conduct 2026 RSH Governance & Financial Viability Standard
Outcomes for Customers	To ensure that Boards, Committees, Trustees, employees and involved residents consider the voice of its residents in everything it does
How were tenants, residents and service users involved in the review/development of this document	Involved Residents were consulted on the draft of this Policy and the attached Code of Conduct Resident Influence Committee reviewed the draft of this Policy and the attached Code of Conduct at its meeting in August 2026.
Training Provision	emh Learn mandatory training provision
Links to the Business Plan	4.5 Business & Financial resilience
Links to Key Values	• Integrity: This policy sets out the group's approach to ensuring it operates under the highest ethical standards, requirements under legislation. • Openness: This policy sets out emh Group's open approach to whistleblowing • Accountability: The policy sets out the responsibilities of the teams across emh who are involved in administering emh Group's approach. • Clarity: The policy clarifies how any whistleblowing concerns raised will be handled by the group



Version Control

Version	Revision Date	Author: Job Title	Change Description
V1	September 2029	Company Secretary	New policy to be read in conjunction with the emh Code of Conduct and aligned to emh Values and the What Matters Framework

1. Introduction

1.1 Why do we have a Probity Policy?

- 1.1.1 Probity refers to the quality of being honest and behaving appropriately and this Policy and the associated Code of Conduct provides assurance that everyone associated with emh meets an appropriate standard of behaviour and honesty.
- 1.1.2 This Policy is designed to be read alongside the emh Code of Conduct, individual member agreements and contracts of employment and applies to all Board and Committee Members, Trustees, employees and involved residents of all organisations within East Midlands Housing Group.
- 1.1.3 East Midlands Housing Group (emh) is committed to achieving the highest standards of probity and good governance in all its activities. Emh promotes openness and transparency in all aspects of its work. It expects each of us to practice those principles and the principles of the What Matters Framework.
- 1.1.4 Our conduct as individuals impacts directly on emh's public reputation and we must all strive to conduct the business in ways that will maintain the good reputation of the sector.
- 1.1.5 Our Group Board has ultimate responsibility for ensuring emh's policies and procedures maintain the standards of probity required by the sector. This responsibility comes from the law, from the expectations of our Regulators and to meet recognised best practice in the housing, public and third sectors.
- 1.1.6 All Group members, including organisations not registered with the Regulator of Social Housing (RSH) are expected to adhere to this Policy and the associated Code of Conduct, which is based on the National Housing Federation (NHF) Code of Conduct 2026.

1.2 What does the Probity Policy cover?

- 1.2.1 There are various purposes to the Probity Policy. In the main these are:
 - to ensure emh complies with the law
 - to ensure emh complies with the requirements of its Regulators
 - to demonstrate emh follows best practice
 - to safeguard emh's reputation
- 1.2.2 In order to meet these, the Probity Policy is supported by the emh Code of Conduct, individual member agreements and employment contracts and must be complied with as part of any relationship Board and Committee members, Trustees, employees and involved residents have with emh.

1.3 The Law

- 1.3.1 This Policy sets out procedures to make sure that emh complies with Section 122 of the Housing and Regeneration Act 2008, as well as the NHF Code of Governance 2020, the NHF Code of Conduct 2026 and the RSH Governance and Financial Viability Standard.

- 1.3.2 The Housing and Regeneration Act 2008 restricts the making of gifts and payment of dividends and bonuses to all Board Members and their family members or companies in which they hold a directorship.
- 1.3.2 The Bribery Act 2010 was passed to simplify the law and combat bribery and came into force in July 2011. More details are available in the Anti-Fraud, Bribery and Corruption Policy, which should be read in conjunction with the Probity Policy and Code of Conduct.

1.4 Regulatory Requirements

- 1.4.1 Emh has three principal regulators: The Regulator of Social Housing, Care Quality Commission and the Financial Conduct Authority. Under the current RSH Regulatory Framework, the Group must *“adopt and comply with an appropriate code of governance. Governance arrangements should establish and maintain clear roles, responsibilities and accountabilities for their board, chair and chief executive and ensure appropriate probity arrangements are in place.”* There is also a requirement that we *“safeguard taxpayers’ interests and the reputation of the sector.”*
- 1.4.2 Emh has adopted The NHF Code of Governance 2020 *“Designed to help housing associations achieve the highest standards of governance and board excellence.”* This sets out the expectations around conduct, probity and openness.

2. Definitions and Scope

2.1 Who does the Probity Policy apply to?

- 2.1.1 This Policy applies to all Board and Committee members, Trustees, employees and involved residents of emh or its subsidiaries at any time.
- 2.1.2 All of the people listed above are required by emh to familiarise themselves with this Policy, the processes and procedures contained within it, the associated Code of Conduct, individual member agreements and employment contracts, and to make sure they follow them at all times throughout their relationship with emh.
- 2.1.3 You also need to be aware that the Probity Policy applies not only to people who are directly involved with emh as Trustees, Board or Committee Members, employees or involved residents, but also family members and businesses associated with those people. Where you are aware that you have a family member or a business that is caught by any aspect of this Policy it is your responsibility to make sure you disclose your relationship with them, the potential payments or benefits proposed and follow this Policy, the Code of Conduct, individual member agreements and contracts of employment.

3. Specifics of the Policy

3.1 Payments to Board and Committee Members

3.1.1 This section applies to any Board or Committee Member within emh or its subsidiaries.

(a) Remuneration

- Emh only allows payments and benefits to Board and Committee Members under individual contracts (known as a Board Member Deed of Agreement for Services) for services with Board Members, or as permitted by this Probity Policy and its associated Code of Conduct.
- Such payments and benefits shall only be for services carried out as a Board Member and not for additional services provided to emh from time to time (which are generally prohibited).
- Levels of Board member pay shall be proportionate to the association's size, complexity and resources and will be benchmarked against the sector on a regular basis. Payment shall be linked to members carrying out specific functions against which performance is reviewed.
- Remuneration decisions relating to all Board Members will be made by the Remuneration and Governance Committee.
- Emh shall make an annual disclosure in its accounts on the level of payment made to the Chair and individual board members.

(b) Expenses

- To assist in the proper performance of their duties, emh may reimburse Board Members for reasonable expenses legitimately incurred in the course of their duties. These reasonable expenses are set out in the Group's Board Members Expenses Policy.
- Board Members must follow the appropriate procedures prescribed by emh in claiming or reclaiming any expenses they have incurred from time to time. Further details can be found in the Board Members' Expenses Policy.
- Emh is under no obligation to pay or repay any expenses claimed by a Board Member who is unable to produce appropriate receipts or other evidence that they have been incurred.
- For the avoidance of doubt, any Board Member who receives payment under their individual contract is not entitled to then claim travel expenses to and from Memorial House in Coalville, or any other location that may, from time to time, be deemed to be their official place of business.

- Any disputes or disagreements about expenses from time to time will be determined by the Chair of the Board in his or her absolute discretion, unless the Board Member in question is the Chair, in which case the Board will determine the decision.

(c) Indemnity

- Emh may indemnify a Board Member (or former Board Member) against any expenses incurred by that Board Member in connection with any civil or criminal proceedings in relation to emh or any application for relief from liability for negligence, default, breach of duty or breach of trust in relation to emh.
- Emh may not indemnify a Board Member (or former Board Member) where:
 - (a) the Board Member is convicted in criminal proceedings and the conviction is Final;
 - (b) a Final judgment is given against the Board Member and the judgment is Final - for the purposes of this paragraph a judgment, conviction or refusal becomes final where (a) the period for bringing an appeal or further appeal has ended; or (b) an appeal is determined, abandoned or otherwise ceases to have effect.
 - (c) the court refuses (and that refusal is Final) the Board Member relief in an application for relief; or
 - (d) that indemnity is in respect of any liability of the Board Member to pay a fine imposed in criminal proceedings or a sum payable to a regulatory authority as a penalty for non-compliance with regulatory requirements.

3.2 Payments to Employees

(a) Remuneration

- Emh is permitted to make payments of remuneration to employees where such payments are due under a contract of employment or are otherwise made in accordance with this Policy from time to time.
- Remuneration decisions relating to policies and strategies for all employees will be made by the Remuneration and Governance Committee.
- Emh will make remuneration decisions transparently and fairly, in accordance with emh's Rules / Articles of Association and remuneration policies from time to time.
- Levels of executive staff remuneration shall be sufficient to attract, retain and motivate staff of the quality required to run the association successfully and deliver its strategic aims, but shall not be set at an amount in excess of that which is necessary for this purpose.
- Emh shall make an annual disclosure in its certified accounts on the level of remuneration for its highest paid member of staff.

(b) Benefits

- Emh may only grant benefits of any description to an employee or employees where such benefits are permitted under their contract(s) of employment, are otherwise in accordance with this Policy and the associated Code of Conduct or are approved by the Board of emh.

(c) Employee Incentives

- Emh may from time to time adopt staff incentive schemes designed to recognise good performance and link rewards to positive and measurable achievements. It is the Group's aim to celebrate achievements at every level and at every opportunity.
- These incentive schemes may fall outside the terms and conditions of employment. As such they are entirely discretionary and not related to salary or any other benefit that is offered as a term of employment.

(d) Bonuses

- Emh may make bonus payments to an employee in accordance with the relevant employee's contract of employment or any policy on bonuses approved by the Board from time to time.
- Where a bonus payment is proposed which is not in accordance with the employee's contract of employment or an established bonus policy of emh, it must be approved by the Board. In deciding whether to approve such a bonus payment, the Board must consider doing so only on evidence of exceptional performance or in exceptional circumstances.
- Any bonus payments will be made in accordance with comparable levels in the sector and having regard to emh's obligations as a Registered Provider of Social Housing.

(e) Severance and redundancy

- For the purpose of this Policy, severance payments shall include out of court settlements in relation to cases referred to the Employment Tribunal.
- Emh may make reasonable and fair severance and redundancy payments to employees in accordance with its published redundancy and severance policies.
- Decisions as to severance and redundancy payments to employees shall be made by the Executive Leadership Team in accordance with emh's published severance and redundancy policies, save for those proposed to be made to the Executive Leadership Team Members, which shall be made by the Remuneration & Governance Committee and/or Board in line with their approved terms of reference.
- In making a decision as to what is a reasonable and fair level of payment, the following considerations shall be taken into account:
 - (a) the total level of payment due to the employee contractually, including pension and notice requirements;

- (b) advice from an independent legal advisor and any other suitably qualified persons;
 - (c) any relevant statutory formula;
 - (d) any published policies of emh;
 - (e) any relevant guidance on best practice;
 - (f) information on comparable payments made in the sector (if available);
 - (g) the employee's conduct and reasons for departure; and
 - (h) potential risks to emh (either by making or not making a payment), including, in relation to out of court settlement payments for employment disputes, the claim's prospects of success, the potential legal costs of defending a matter and the effect on emh if settlement is not made.
- The terms of any severance payment will be included within a properly drawn up settlement agreement or similar document.
 - The total level of severance and redundancy payments made each year will be identified in emh's annual accounts and reported to the Remuneration and Governance Committee on an annual basis.
 - Emh will exercise particular care to avoid any suggestion of secrecy or impropriety in cases where management failings and/or poor performance or conduct of individual employees have resulted in the departure of the employee concerned.
 - Subject to the above, any non-contractual payment proposed to be made by emh to an employee must be approved by the Group Chief Executive for employees who are not members of the Executive Leadership Team (ELT), and by the Board or a properly authorised committee, for employees who are members of the ELT.
 - Settlement Agreements documentation over the value of the £30,000 requires the signature of the employee's Executive Director or a member of ELT, on behalf of emh (or by the Board or Authorised Committee member, if the employee is a member of ELT).

(f) Benefit schemes

- From time-to-time emh may put in place or arrange to participate in benefit schemes for its employees and/or residents and/or Board Members with external organisations where such benefits do not require any payment from emh, such as discount cards for external retail and leisure organisations.
- Where such benefit schemes are in place, emh will publish information about the benefit schemes on its website, including any eligibility criteria governing an individual's ability to participate in such schemes.
- If emh is contemplating awarding a contract for the provision of goods or services to any external organisation offering a benefit scheme, the fact the organisation offers a benefit

scheme to employees and/or residents and/or Board Members should be declared for the purposes of that contract award procedure.

- In accordance with emh's contracts and procurement regulations, no preferential treatment shall be given to any external organisation offering such a benefits scheme to emh's residents / employees / Board Members.

(g) Ex-gratia payments

- In exceptional circumstances as a reward for excellent or long-standing service, ex-gratia payments may be made to employees or Board Members, provided that any such payments do not exceed £200 annually for any one person.
- Any ex-gratia payments to be made shall be approved by the Chair of the Board or Executive Leadership Team.
- Emh will publish the total amount of any ex-gratia payments in a year within its annual accounts and state the reasons for these payments.

3.3 Gifts made to Board and Committee Members, Trustees, employees or involved residents by Emh

- Emh may make a discretionary allowance of up to £100 per occasion for the purchase of gifts for employees and/or involved residents and/or Board or Committee Members and/or Trustees, subject to the approval of a member of the ELT (in the case of employees and involved residents) or the Group Chief Executive or Chair of the Board (in the case of members of the Executive Leadership Team, Board or Committee Members and Trustees), in the following circumstances:
 - (i) leaving emh;
 - (ii) maternity leave;
 - (iii) marriage or civil partnership;
 - (iv) retirement;
 - (v) bereavement; or
 - (vi) any other circumstances approved by the Board/Executive Leadership Team (as applicable)
- Any allowances for the purchase of gifts are subject to an annual limit of £200 per employee or Board or Committee Member. This limit includes hospitality received from the Group such as the Christmas party (see paragraph 3.5) and any awards under the IDOACE guide. Hospitality from third parties is not included within this limit.
- Any allowance paid for the purchase of gifts which exceeds the limits set out above must be approved by the Group Chief Executive or Board. Such limits should only be exceeded in exceptional circumstances.
- emh may make a discretionary allowance of up to £200 per occasion for the purchase of gifts for employees, subject to the approval of the Board, where an employee is retiring from or leaving emh following 10 or more years continuous service.

3.4 Social events for Board and Committee Members, Trustees, employees and involved residents

- 3.4.1 Emh may provide funding for social events at which employees and/or Board or Committee Members and/or Trustees and/or involved residents will be attending, such as retirement parties and Christmas parties. Any such funding may be provided up to a limit of £100 per attendee per event, within a total annual budget of £200 per employee, Board or Committee Member, Trustee or Involved Resident.

3.5 Gifts and hospitality to and from Third Parties

- 3.5.1 Employees, Trustees, Board Members, Committee Members and involved residents must comply with the provisions of the Bribery Act 2010. They must not offer, give, request or accept any gift or hospitality which could reasonably be regarded as amounting to either the offering, promising or giving a bribe to another person, or the requesting, agreeing to receive or accepting a bribe from another person. Provisions on third parties below and elsewhere within this Policy are subject to these overriding requirements. Further guidance on Bribery is set out in the Anti-Bribery and Corruption Policy.
- 3.5.2 As a Registered Provider of Social Housing, we are in receipt of large quantities of public funding and are responsible for the awarding of a wide array of work contracts, many of which can be of substantial size. The purpose of this Policy is to avoid any question that the Group or any of its employees, Trustees, Board Members, Committee Members and involved residents are giving or receiving preferential treatment. A good benchmark to enable you to judge whether any proposed action is appropriate, is to ask yourself whether the Group or the recipient would be embarrassed if the event should become public knowledge. You should never solicit gifts from another individual or organisation.
- 3.5.3 It is part of general business practice that hospitality is given and received by individuals, but the Group must ensure this does not appear to 'influence' its processes. Although we do have clear policies and procedures on the tendering and awarding of contracts, with pre-determined limits and authority, the Group must be mindful of public perception, and all its actions must be open to scrutiny.
- 3.5.4 Although it is not common practice for the Group to entertain, there are occasions when it is deemed appropriate for promotion purposes.
- 3.5.5 Guidelines have been set by Board, on the extent of hospitality that can be given and accepted and the method of reporting and these are set out below:

(a) Received from third parties

Hospitality definition:

The provision of food/drinks (other than light refreshments/buffets) for people who are the guests or customers of an organisation.

- Hospitality is any event that is attended by an emh staff member that is paid for by a third party including food/drinks (other than light refreshments/buffets). This is hospitality that needs to be declared.
- Where you are attending an event for work purposes (awards event etc) or the group is hosting the table this is not classed as hospitality if the cost is charged to emh group.

- Where emh is hosting an event and invites third parties this is hospitality offered by the organisation and needs to be declared.
- Board and Committee Members, Trustees, involved residents and employees may, from time to time, receive hospitality and gifts from external organisations. These may include free gifts (e.g. pens, stationery etc) or hospitality such as lunches and invitations to social events etc.
- Board and Committee Members, Trustees, involved residents and employees should generally not receive or offer hospitality and gifts from or to persons or organisations who may be in a position to benefit from actions or decisions taken by emh.
- However, there are circumstances where the acceptance of hospitality or gifts is in accordance with established business practice, or where the acceptance of gifts is difficult to avoid without causing offence.
- Hospitality should only be accepted by Board and Committee Members, Trustees, involved residents and employees where:
 - (a) it is incidental to the conduct of business or regarded as sustenance; or
 - (b) the event is in direct furtherance of emh's business or linked to the sector; or
 - (c) guests include parties other than Board or Committee Members, Trustees, involved residents and employees.
- Board and Committee Members, Trustees, involved residents and employees should not accept hospitality that is particularly lavish or disproportionate to the occasion. This would include hospitality with an estimated value of more than £75, although in exceptional circumstances this figure may be exceeded with the express approval of the Group Chief Executive, Group Chair or Board. Extreme care should be taken not to compromise the reputation of the Group.
- Board and Committee Members, Trustees, involved residents or employees may not accept gifts or hospitality from organisations with which emh is in dispute or where that organisation is taking part in, or is about to enter an active tendering process for a contract with emh.
- Emh will maintain a register of any gifts and hospitality accepted by employees, involved residents, Trustees and Board and Committee Members. This register will be reviewed internally once a year, and a report given to the Board on the level of gifts and hospitality received.
- All gifts must be declared by the individual who is in receipt of the gift, where the gift is estimated to be in excess of a certain value as set out below:
 - Only small personal gifts under £25 (e.g. diaries, calendars, stationery, etc.) may be accepted by an individual without making a declaration.
 - All other gifts donated to individuals within the Association with a value between £25 to £100, must be declared.
 - Board and Committee Members, Trustees, involved residents and employees should not accept gifts with a value of over £100 under any circumstances.

- Gifts of cash must not be accepted under any circumstances
- Personal gifts must not be solicited. Anyone offering gifts should be asked to donate them for the benefit of staff generally. You should never accept anything offered as an inducement i.e. something given as a means of persuading or as an incentive to do something that you would otherwise not have done.

(b) Acceptance of Gifts from Residents

- Employees should not accept gifts of value from residents or potential residents, although birthday cards, or a small gift of a modest value to a member of staff who is leaving, may be accepted. Residents will be made aware that this is our policy via the Residents' Handbook.
- In the event that a member of staff is named as a beneficiary in a resident's Will, this must be declared as soon as it is known. Internal investigations may be made to ensure that there was no possibility that a resident was influenced improperly by the employee.

(c) Provided to third parties

- Other than in exceptional circumstances, emh will not provide hospitality or gifts to external organisations, other than:
 - hospitality with a value of up to £75 per person per event, such as catering for a lunch meeting;
 - or commemorative gifts for a function, with a value not exceeding £25 per gift.
- Any hospitality or gifts to be provided to external organisations with a cost to emh of over £75 per person shall be approved by the Executive Leadership Team and with a cost to emh of over £100 per person shall be approved by the Board.
- Emh will maintain a register of any gifts and hospitality provided by emh to external organisations. This register will be reviewed internally once a year, and a report given to the Board on the level of gifts and hospitality given.

3.6 Donations, Sponsorships and fundraising

- The Group may approach its contractors to request donations to be used as raffle prizes to support internal fundraising, such as improvements to schemes, or external fundraising such as Cancer Research etc. Donations received should not exceed more than £100 in value.
- Where a donation is received to support a project, a maximum of £2,500 from any one contractor is allowed
- All donations received must be declared and reported to the Governance Risk and Assurance Team.
- Where the Group approaches its contractors for support this should be based on the provision of services or resources. We will recognise this support in any literature

circulated; however, we are unable to display any contractor logo or offer any exhibition space to them. This could take the form of provision of training or time to support emh activities.

- Where staff wish to carry out fundraising activities, advice must be sought from the Governance, Risk and Assurance Team before these are undertaken.
- Where a request for a donation or sponsorship is received from an external organisation, the “External Donations Request” form should be completed and sent to the Governance, Risk and Assurance Team for consideration by the Executive Leadership Team.

3.7 Housing of Board or Committee Members, Trustees, employees, involved residents and/or others to whom they are closely related

- Emh will only house people in accordance with its published lettings and allocations policy.
- Relevant Persons will receive equal treatment to all other applicants in the allocation of housing (including transfer and re-housing applications), and the consideration of an application made by a Relevant Person will be open, fair and transparent.
- Any decision to allocate properties, re-house or transfer Board or Committee Members, Trustees or members of the Executive Leadership Team and/or others to whom they are closely related must be approved by the Chair of the Board, and the interest of that Relevant Person must be disclosed.
- Any decision to grant a tenancy or lease to, re-house or transfer employees (other than members of the Executive Leadership Team) and/or others to whom they are closely related must be approved by two members of the Executive Leadership Team, or one member of the Executive Leadership Team and the Company Secretary and the interest of that Relevant Person must be disclosed. Where the Company Secretary believes the decision may be contentious, it may be referred to the Group Chief Executive for final approval.
- Where the Group grants a tenancy or lease to any employee, the Group reserves the right, with the permission of the employee, to deduct payment for that tenancy or lease through the employee’s salary payment. The employee is still required to make a declaration of interest. This declaration may be shared with the relevant Income and People teams with the employee’s consent.
- Any employee, Involved Resident, Board or Committee Member or Trustee:
 - (i) with an interest in; or
 - (ii) who has a close personal relationship with

a Relevant Person whose application is being considered will declare that interest and discontinue any involvement they might have in that person’s application.

- In order to gain relevant approvals to house those who are closely related to employees, involved residents, Trustees or Board or Committee Members, the Tenancy Approval Form, Shared Ownership Approval Form or Contractor Approval Form must be completed and submitted to the Group Chief Executive (and Chair where appropriate) in advance of any decision being made. This decision shall then be reported to Board for ratification.

3.8 Provision of care & support to those who are closely related to employees, involved residents, Trustees and Board or Committee Members

- Emh will only provide care and support provisions in accordance with its published policies.
- Relevant Persons will receive equal treatment to all other applicants in the provision of care and support, and the consideration of an application made by a Relevant Person will be open, fair and transparent.
- Any decision to provide care and support to Board or Committee Members, Trustees or Members of the Executive Leadership Team and/or others to whom they are closely related must be approved by the Chair of the Board, and the interest of that Relevant Person must be disclosed.
- Any decisions to provide care and support to employees (other than members of the Executive Leadership Team) and/or others to whom they are closely related must be approved by the Group Chief Executive and the interest of that Relevant Person must be disclosed.
- Any employee, Involved Resident, Trustee or Board or Committee Member:
 - (i) with an interest in; or
 - (ii) who has a close personal relationship with

a Relevant Person whose application is being considered will declare that interest and discontinue any involvement they might have in that person's application.

- In order to gain relevant approvals to provide care and support to those who are closely related to employees, involved residents, Trustees and Board or Committee Members, a probity approval form must be completed and submitted to the Group Chief Executive (and Chair where appropriate) in advance of any decision being made. This decision shall then be reported to Board for ratification.

3.9 Employing those who are closely related to employees, involved residents, Trustees and Board or Committee Members

3.9.1 Emh will carry out all recruitment processes in a way that is rigorous, transparent and fair.

3.9.2 Emh may offer employment to persons who are closely related to emh's employees, involved residents, Trustees or Board or Committee Members only where it can be demonstrated they are the best candidate for the role.

- 3.9.3 Where this role is for a senior or executive post, the Chair of the Board must first approve that decision. This decision shall then be reported to Board for ratification.
- 3.9.4 Extreme care must be taken when an applicant for employment is a close relative of an ELT member, Trustee or Board or Committee Member, in order to ensure that there is no nepotism or valid risk of a perception of nepotism. Any such appointments must be agreed by the Group Chair and Group Chief Executive in advance of any offer of employment being made and then reported to the Board. Where the applicant is a close relative of the Group Chief Executive, prior approval must be sought from the Chair.
- 3.9.5 Any employee, Involved Resident, Trustee or Board or Committee Member whose close relative is applying for a position of employment will not be involved (either directly or indirectly) in the recruitment process for that post.
- 3.9.6 Where a close relative of a current employee is employed within the Group, there must be a clear segregation of role and no direct or indirect line management links between the family members.
- 3.9.7 Subject to compliance with all of the above, emh may offer a contract of employment to any former employee. The Group reserves the right to not offer a contract of employment to any former employee that has received severance or redundancy pay from the organisation.
- 3.9.8 Any member of staff applying to be on the “relief” list, within 12 months of leaving the organisation, will have to gain relevant approval through probity approval process in advance of any decision being made. There will need to be a minimum of a 1-month gap between leaving employment and joining the “relief” list.
- 3.9.9 The Group will not normally offer a contract of employment/consultancy to any employee who has received severance/redundancy pay from the organisation within the last 12 months. In exceptional circumstances this may be waived with approval from the Group Chief Executive and the Executive Leadership Team for employees and the Board of Directors for a member of the Executive Leadership Team.
- 3.9.10 Subject to compliance with the above, emh may offer a contract of employment to a Board or Committee Member, however the Board or Committee Member must step down from the Board or Committee before applying for the position. If the Board or Committee Member is successful in their application approval for the contract of employment to be offered must be given by the Group Board.
- 3.9.11 In order to gain relevant approvals to employ those who are closely related to employees, involved residents, Trustees and Board or Committee Members, the Employment Approval Form (Probity) must be completed and submitted to the Group Chief Executive (and Chair where appropriate) in advance of any decision being made. This decision shall then be reported to Board for ratification.
- 3.9.12 Approvals are required prior to granting any contract of employment, including temporary positions and work placements.



3.10 Payments to third parties

3.10.1 Emh may not make any payment to a company of which a director is a Board Member or a former Board Member or a close relative of a Board Member or former Board Member unless:

- that payment is in respect of interest on capital lent to emh or subscribed in its shares; or
- that company is a subsidiary or associate of emh.

3.10.2 For any other organisation of which a Relevant Person is a director, emh may only make payments or grant benefits (including contracts for the provision of services or goods) where it can be demonstrated the payment or benefit is in the best interests of emh, following consideration of all other potential contractors.

3.10.3 Any payment or benefit must be approved by the Group Board or Executive Leadership Team.

3.10.4 A register must be kept of any payment made or benefit given, including information as to the Relevant Person and their interest in the company.

3.11 Other payments

3.11.1 Any payments made or benefits granted to Relevant Persons which are not set out as approved within this Policy must be approved by the Board.

3.11.2 Where emh has surplus or unwanted items which it is unable to reasonably dispose of commercially, emh may offer to dispose of those items to employees provided (a) the offer is open to all employees and (b) a reserve value is placed on the item which has been estimated by a competent person to be a reasonable value and (c) the item is either sold to the highest bidder over the reserve value or it awarded to the successful employee by lot at the reserve value. A record of all such disposals shall be kept and reported annually to the Group Audit Committee.

4. Implementation

4.1 Declaring interests

- 4.1.1 The Probity Policy requires us to declare certain interests at certain times.
- 4.1.2 We must each make a general declaration of interests at the point we become employees / Board or Committee Members/Trustees/involved residents or at such other times as we are requested to do so by the Board or the Company Secretary.
- 4.1.3 Any interests we declare will be entered onto a Register of Interests which is maintained by the Governance, Risk and Assurance Team. Any information you provide to us in your Declarations from time to time will be held and processed in accordance with emh's Data Protection and Information Policy. Subject to this, the Register will be available for inspection by emh's regulators and by people with a legitimate interest in emh and its business from time to time.
- 4.1.4 Each of us is responsible for making sure our entries in the Register of Interests are kept up to date. From time to time (usually once a year) you will be prompted to check and update your declared interests on Cascade. However, if you become aware at any time that your interests may have changed or you may have acquired new interests that should be declared, it is your responsibility to ensure that this is done. If there is a breach of the Probity Policy in relation to an interest you should have told us about but didn't, we will treat this very seriously.
- 4.1.5 As well as making sure that our entries on the Register of Interests remain up to date, each of us is responsible for declaring on an individual basis any interests we have in any matter that we are involved in on emh's behalf from time to time. For example:
- (a) If your role is within the allocations team and someone who is closely related to you applies to be housed, you must declare an interest and not participate in any decision relating to whether that person can be housed;
 - (b) If your role is as a Board or Committee Member and the Board is deciding whether to award a contract to a company where a family member of yours is a director, you must declare an interest and withdraw from any discussions and decision-making in relation to that contract;
 - (c) If your role is as a member of the Remuneration & Governance Committee and your own remuneration is the subject for discussion at a committee meeting, you must declare an interest and withdraw from any discussions and decision-making in relation to your own remuneration.
- 4.1.6 These examples are not exhaustive, and you must remain vigilant to spot any situations where your personal interests could conflict with those of emh.

4.2 Other declarations

- 4.2.1 The Probity Policy requires us to declare any hospitality or gifts we are offered or receive from third parties where the value of the hospitality or gift exceeds £25.

- 4.2.2 The Probity Policy also requires us to declare any gifts or hospitality offered by or on behalf of emh of any value.

4.3 Using your discretion

- 4.3.1 From time to time the Probity Policy requires you to use your discretion as to:

- whether you need to declare an interest;
- whether an interest that has been declared by someone else is relevant;
- (where a particular decision is delegated to you to make) whether a particular payment or benefit or other matter covered by the Probity Policy should be permitted or not.

- 4.3.2 Whenever matters are left to your discretion, you need to weigh up the right decision very carefully to make sure you don't breach the Probity Policy or put emh in a difficult situation.

- 4.3.3 In those circumstances it is helpful to refer to our Code of Conduct, which is based on the NHF Code of Conduct 2026.

- 4.3.4 You must bear the emh Code of Conduct in mind whenever you are called upon to consider or make decisions on any matter that relates to this Probity Policy, whether in your own capacity or that of an employee, Involved Resident, Board or Committee Member or Trustee to whom a decision is delegated.

- 4.3.5 If you need help or support in making a decision about anything to do with this Policy, you should speak with:

- Your line manager or Company Secretary (if you are an employee);
- The Company Secretary (if you are a Board or Committee Member, Trustee or involved resident); or
- The Chair of the Board (if you are a Board or Committee Member).

They will be happy to talk to you in confidence and advise you on the right course of action.

- 4.3.6 The Hospitality and Gifts Declarations Form is available on emh Central (Intranet) or via one of the Governance Risk and Assurance Team. This must be completed and returned to the Governance Risk and Assurance Team (GRATeam@emh.co.uk) within 14 days of receiving declarable gifts and/or hospitality in line with the policy. Where gifts and/or hospitality require approval, the form must be completed and approved prior to acceptance of the gift/hospitality.

4.4 Delegations

- 4.4.1 Where the Board delegates authority to a committee to make decisions about any matter contained within this Probity Policy from time to time, it must ensure that such delegation is clear and the committee is of an appropriate size and formality in terms of meetings and record-keeping.

- 4.4.2 In order to avoid unnecessary delays, approvals of the granting of contracts of employment, and the allocation of housing is granted to the Company Secretary and Group Chief Executive. Use of this delegated authority shall be reported to the next Board meeting for ratification.

4.5 Breaches of the Probity Policy

- 4.5.1 Any alleged breach of the Probity Policy will be investigated by emh.
- 4.5.2 A breach of the Probity Policy by an employee will be treated as a disciplinary matter under his or her contract of employment and an appropriate sanction may be applied. An investigation into any allegation of such a breach made against an employee will be conducted in accordance with emh's relevant policies for such investigations.
- 4.5.3 A breach of the Probity Policy by a Board or Committee Member will be treated as a breach of his or her duties and obligations to emh and his or her services agreement with emh. An investigation into any allegation of such a breach made against a Board or Committee Member will be conducted in accordance with emh's relevant policies for such investigations and an appropriate sanction may be applied.
- 4.5.4 A breach of the Probity Policy by an Involved Resident shall be treated as a breach of their agreement and Code of Conduct and, following appropriate investigations and confirmations, sanctions applied in line with the Code.

5. Responsibilities

5.1 Who is responsible for keeping the Policy up to date?

- 5.1.1 The Group Board has overall responsibility for ensuring that all emh's policies and procedures are kept up to date. It has delegated to the Company Secretary the specific responsibility for maintaining general awareness of and compliance with this Probity Policy.

5.2 When and how will this Policy be reviewed?

- 5.2.1 This Policy will be reviewed by the Board periodically and no less frequently than every 3 years.

5.3 Promoting Standards of Probity

- 5.3.1 The Company Secretary shall ensure that all employees, Board or Committee Members, Trustees and involved residents are aware of the contents of the Probity Policy and of their responsibilities under this policy.
- 5.3.2 The responsibilities of individual employees, Board and Committee Members, Trustees and involved residents regarding Probity Training on the Probity Policy and associated Code of Conduct shall form part of the induction programme for all employees, Board and Committee Members, Trustees and involved residents. Follow up training shall be provided periodically thereafter with a target set of every two years.

6. Associated Documents

6.1 The emh Code of Conduct and individual member agreements and employment contracts should be read in conjunction with this policy.

6.2 How do I declare any personal interests?

6.2.1 Board and Committee Members and Trustees – will be required to provide an annual declaration which will be made publicly available on our website. This information will be requested by the Governance, Risk and Assurance Team. Members should declare any interests in any agenda items at the start of each Board/Committee meeting, and these will be recorded within the minutes.

6.2.2 Employees – Where you have something to declare you should update this within the Cascade system. This may be updated by selecting the 'declaration of interest' drop down from your 'my record'. **This information should be updated if you become aware that you have something to declare or information changes and you no longer have anything to declare. It is your responsibility to ensure that this is done. If there is a breach of the Code of Conduct in relation to an interest you should have told us about but didn't, we will treat this very seriously.** This information will be recorded on our Declaration of Interest Register.

6.2.3 Involved Residents – Will be required to provide an annual declaration of interest. This information will be requested by the Customer Voice team and recorded in the register of interests.

- ▶ emh Code of Conduct (based on the NHF Code of Conduct 2026)
- ▶ Individual member agreements and employment contracts
- ▶ Whistleblowing Policy
- ▶ Hospitality & Gifts Declaration Form
- ▶ Probity Approval Form