Creating Tomorrow Trust

Trustee/Governor Code of Conduct Policy

ABOUT THIS DOCUMENT:

It is important that confidence in good governance and probity of the boards of the Trust is maintained. In order to assist the board of Trustees (the board) achieve this, each Academy in the Trust has adopted this Code of Conduct.

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1. Aims, scope and principles

By creating this policy, we aim to ensure that trustees/governors carry out their role with honesty and integrity and help us to ensure our Trust/School is an environment where everyone is safe, happy and treated with respect.

The code is based on the Academy Trust Governance Guide and the Academy Trust Handbook. It should be read alongside our constitutional documents (e.g. our Articles of Association and the Scheme of Delegation). Failure to follow the code of conduct may result in disciplinary action being taken, as set out in the appendix.

Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, trustees/governors will use their judgement and act in the best interests of the Trust and its students.

All trustees and governors are expected to support the Trust in working towards its vision, ***"Helping to create everyone's tomorrow"*** and at all times act in a way that reflects our core values:

- **Respect**
- **Inclusion**
- **Community**
- **Empowerment**

2. The 7 Nolan principles of public life

As trustees/governors, we will follow these principles set out by the government at all times. They apply to anyone who holds a public office:

- **Selflessness** – we will act in the public interest
- **Integrity** – we will not act or take decisions to gain financial or other material benefits for ourselves, our family, or our friends. We will declare any conflict of interests
- **Objectivity** – we will act and take decisions impartially, fairly, and on merit. We will use the best evidence and avoid discrimination or bias
- **Accountability** – we understand that we are accountable to the public for our decisions and actions. To make sure of this, we will be scrutinised where necessary
- **Openness** – we will act and take decisions openly and transparently. We will not withhold information from the public unless there are clear and lawful reasons for doing so
- **Honesty** – we will be truthful
- **Leadership** – we will actively promote and support the above principles and will challenge poor behaviour wherever it happens

3. Trustee/governor responsibilities

The 3 functions of our board are to:

- Ensure clarity of vision, ethos and strategic direction of the Trust
- Hold executive leaders to account for the educational and financial performance of the Trust, and the performance management of staff
- Oversee the financial performance of the Trust and make sure money is well spent

In order to do this effectively, as individuals we will:

- Uphold the best interests of the Trust and at all times act in way that aligns with the Trust's core values.
- Understand and respect the distinction between the role and responsibilities of the board and those of the executive leadership.
- Set and maintain an ethos of high expectations for everyone in the community of every school, including in the conduct and the professionalism of the board itself.
- Promote equality and diversity throughout our organisation, including the board's operation.
- Preserve and develop the character of the Trust.
- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs.
- Operate and make decisions in the best interests of student, informed by the views and needs of our key stakeholders (students, parents, staff, local communities and the local authority/authorities)
- Follow the Trust's policies and procedures, and the procedures of the board as set out in relevant legislation, statutory guidance, and the trust's constitutional documents
- Take responsibility for our self-evaluation, regularly reviewing our board's performance, constitution and skillset, and take part in any training or development required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the board as a whole remains accountable and that important decisions relating to core functions will be made by the full board
- Comply with relevant guidance, legislation and our funding agreement that sets out how we must manage our Trust's money, and procure goods and services

- Act with integrity and transparency when making financial decisions, and understand that our financial management and decision-making will be scrutinised and audited
- Actively support the identification, assessment and management of risks affecting the Trust and its schools, ensuring that risk management arrangements are effective and proportionate.
- Declare any gifts or hospitality received in connection with our role where the value exceeds the threshold set out in the Trust's Gifts and Hospitality Policy and ensure these are recorded in the Trust's register where required.
- Not accept bribes, inducements or any other benefits which could improperly influence, or be perceived to influence, decision-making on behalf of the Trust
- Follow the Trust's information security and data protection procedures when accessing, using, storing, sharing or disposing of personal information.
- We accept that the Trust will publish governance information in accordance with statutory requirements and best practice.

4. Working with others

We will:

- Support and strengthen Trust leadership by providing constructive challenge to leaders, and holding them to account, whilst working together develop effective relationships
- Respect the role of the executive and school leadership teams and avoid routine involvement in operational matters
- Respect each other's views
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders
- Follow the Equality Act 2010, and apply the principles of fairness and equality in everything we do

5. Commitment to Governance

We will

- attend all meetings where possible. Where we cannot attend, we will notify the Governance Professional

- Ensure that any declaration of interests, withdrawal from meetings and participation in governance activities is undertaken in accordance with the Trust's Articles of Association, Scheme of Delegation and other constitutional documents.
- understand the time and workload commitments of the role, and that work should be shared among members of the board so that all trustees/governors are enabled to take an active role
- prepare ahead of meetings to ensure we make informed contributions
- participate in regular pre-arranged school visits in accordance with our Trust policies

6. Openness and transparency

Conflicts of interest

To make sure our boards take impartial decisions without bias, we will:

- Publish an up-to-date register of business and pecuniary interests of all Members and Trustees/Governors and those who hold Leadership positions.
- Declare any potential conflicts of interest at the beginning of each meeting, and withdraw from the meeting for the relevant item of business and not vote on the matter

Publishing information

To ensure our board is transparent and open to the communities we serve, we will make certain information publicly available.

- We accept that the following information will be published on the Trust and school's website, Get information about schools, and Companies House to ensure transparency:
- The structure and remit of the Members, Board of Trustees, Committees and Local Governing Bodies and the full name of the chair of each one (where applicable)

6.1 Data Protection

Trustees and governors recognise their responsibilities under UK data protection legislation and the Trust's Data Protection Policy.

We will:

• Process personal information only where necessary for the fulfilment of our governance responsibilities.

• Follow Trust procedures when accessing, sharing, storing and disposing of personal data.

• Take appropriate precautions to protect confidential and sensitive information from unauthorised access, disclosure, loss or misuse.

• Report any actual or suspected data breach immediately in accordance with the Trust's Data Breach Procedure.

• Complete any mandatory data protection training required by the Trust.

7. Confidentiality

In the course of our role, we are sometimes privy to sensitive information. We will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters
- Information about named individuals (such as staff, students and their parents)
- Details of individual trustees/governors' contributions in meetings or how they may have voted

Confidential information will never be:

- Disclosed to anyone without the relevant authority
- Used to humiliate, embarrass, intimidate or blackmail another individuals
- Used for a purpose other than what it was collected and intended for

Our commitment to confidentiality does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

We will continue to observe confidentiality after we have left office.

Breaches of confidentiality

In the event of a breach of confidentiality, we will inform the Chair as soon as possible who will investigate the matter further.

Trustees/governors understand that if they breach confidentiality, they may be suspended or removed.

7.1 Social Media and Online Conduct

Trustees and governors should be mindful that their conduct online can affect the reputation of the Trust and its schools.

We will:

• Conduct ourselves online in a manner consistent with this Code of Conduct.

• Not publish comments, images or content that could reasonably be considered discriminatory, offensive, defamatory or damaging to the reputation of the Trust, its schools or members of the school community.

• Not disclose confidential, sensitive or personal information through social media or other online platforms.

• Carefully consider the appropriateness of engaging with parents/carers through personal social media accounts.

• Not accept social media friend or follow requests from students.

• Review privacy settings regularly and maintain appropriate professional boundaries online.

• Refer complaints, concerns or operational matters through the Trust's established procedures rather than personal social media channels.

8. Monitoring arrangements

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the full board of trustees.

9. Links with other policies

This policy links with our policies on:

- Child Protection & Safeguarding
- Gifts and hospitality
- E-safety
- Social Media
- Data protection
- Acceptable Use Policy

Appendix 1: Breaches of the Code of Conduct

If we suspect a trustee has breached the code of conduct, we will follow this procedure:

- A member of the Trust will investigate
- A member of the Trust will hold a meeting with the trustee to discuss the issue. The trustee can bring a friend to the meeting. Another trustee will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
    - ❖ Further meetings with the trustee to reset expectations, based on this code of conduct
    - ❖ Support, mentoring or training for the trustee
    - ❖ Making sure the trustee withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the trustee's behaviour, the board will vote on a motion to ask the Members to remove them in accordance with sections 168 and 169 of the Companies Act 2006 and the Trust's Articles of Association. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

If we suspect a governor has breached the code of conduct, we will follow this procedure:

- A trustee will investigate
- A trustee will hold a meeting with the governor to discuss the issue. The governor can bring a friend to the meeting. Another governor will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
    - ❖ Further meetings with the governor to reset expectations, based on this code of conduct
    - ❖ Support, mentoring or training for the governor
    - ❖ Making sure the governor withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the governor's behaviour, the board will vote on a motion to ask the Trustees to remove them in accordance with the Trust's Articles

of Association. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Trustees may be **removed** if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees (including failing to undertake training appropriate to the role, whether or not directed to do so by the board)
- Have brought, or is likely to bring the academy trust or the office of the trustees into disrepute
- Have acted to undermine fundamental british values or the board's commitment or ability to deliver on its Prevent Duty
- Have been involved in serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- Have displayed repeated and serious incompetence
- Have acted in a way that is significantly detrimental to the effective operation of the board, or their actions have interfered with the operational efficiency of the school

Local governors may be **suspended** if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of local governors (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought, or is likely to bring the academy trust into disrepute, or
- Acted to undermine fundamental British values or the board's commitment or ability to deliver on its Prevent Duty

Local governors may be **removed** where:

- There have been repeated grounds for suspension
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- They display repeated and serious incompetence
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of the school

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the school
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media
- Persistently failing to undertake the training or development they need to contribute effectively to the board's operation