

Code of Conduct for Members, the Board of Trustees and members of the Local Governing Body

Published July 2020/Reviewed 2022

This Code should be read in conjunction with the relevant laws and for academy trusts, the Elmlea Schools' Trust articles of association and agreed scheme of delegation.

This Code of Conduct applies to all Members, Trustees and Local Governing Body members including those co-opted and throughout the document are referred to as "the board".

The Board of Trustees has the following 4 strategic functions:

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the trust
- Agreeing the trust and school improvement strategies with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the Chief Executive Officer (CEO) /Executive Headteacher of the trust
- Monitoring the educational performance of the schools within the trust and progress towards agreed targets
- Performance managing the CEO / Executive Headteacher
- Engaging with stakeholders
- Contributing to trust and school self-evaluation

Overseeing financial performance, by:

- Setting the budget
- Monitoring spending against the budget
- Ensuring money is well spent and value for money is obtained
- Ensuring risks to the organisation are managed

Ensuring that other key players with a stake in the organisation get their voices heard by:

- Gathering the views of pupils, parents and staff and reporting on the results.
- Reaching out to the trust's wider community and inviting them to play their part.
- Using the views of stakeholders to shape the trust and school's culture and the underpinning strategy, policies and procedures.

As individuals on the board we agree to the following:

Role & Responsibilities

- We understand the purpose of the board and its strategic role.

- We understand how the role of the board differs from and works with others including the Executive Headteacher and where appropriate, executive leaders, trust boards and trust committees.
- We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the board/committee meetings.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open governance and will act appropriately.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our schools. Our actions within the trust and the local community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the Trust.
- We will actively support and challenge the executive leaders.
- We will accept and respect the difference in roles between the board and staff, ensuring that we work collectively for the benefit of the organisation.
- We will respect the role of the executive leaders and their responsibility for the day to day management of the organisation and avoid any actions that might undermine such arrangements.
- We agree to adhere to the trust and school rules and policies and the procedures of the Board of Trustees as set out by the relevant governing documents and law.
- When formally speaking or writing in our role we will ensure our comments reflect current organisational policy even if they might be different to our personal views
- When communicating in our private capacity (including on social media) we will be mindful of and strive to uphold the reputation of the organisation.
- We will avoid, as far as possible, becoming involved in any communication which may lead to a conflict of interest with the role of the board.

Commitment

- We acknowledge that accepting office as a member/trustee/governor committee member involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the board, and accept our fair share of responsibilities, including service on committees or working groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will get to know the schools well and respond to opportunities to involve ourselves in school activities.
- We will visit the schools, with all visits arranged in advance with the CEO/Executive Headteacher and undertaken within the framework established by the board.

- When visiting the schools in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a member/trustee/governor committee member.
- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the board, attendance records, relevant business and pecuniary interests, category of board member (either Member/Trustee/Governor) and the body responsible for appointing us will be published on the trust and school's websites.
- In the interests of transparency, we accept that information relating to Member/Trustee/Governor members will be collected and logged on the DfE's national database of governors "Get information about schools" (GIAS).

Relationships

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other Members/Trustees/Governors, the Clerk to the Board of Trustees and trust and school staff both in and outside of meetings.
- We will support the chairs in their role of ensuring appropriate conduct both at meetings and at all times.
- We will confront malpractice by speaking up against and bringing to the attention of the relevant authorities' any decisions and actions that conflict with the Seven Principles of Public Life (see annex) or which may place pupils at risk.
- We are prepared to answer queries from other board members in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the executive leaders, staff and parents, the trust, the local authority and other relevant agencies and the community.

Confidentiality

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside the trust and its schools.
- We will exercise the greatest prudence at all times when discussions regarding trust/school business arise outside a board and committee meetings.
- We will not reveal the details of any board/committee votes.
- We will ensure all confidential papers are held and disposed of appropriately.

Conflicts of interest

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time.

- We accept that the Register of Business Interests will be published on the trust/school's websites.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the trust/school as a whole and not as a representative of any group, even if elected to the board.

Ceasing to be a Member/Trustee/Governor committee member

- We understand that the requirements relating to confidentiality will continue to apply after leaving office

Breach of this code of conduct

- If we believe this code has been breached, we will raise this issue with the chair and the chair will investigate; the board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the chair that we believe has breached this code, another board member, such as the vice chair will investigate.

The seven principles of public life

Originally published by the Nolan Committee: The Committee on Standards in Public Life was established by the then Prime Minister in October 1994, under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations)

Selflessness - Holders of public office should act solely in terms of the public interest.

Integrity - Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

Objectivity - Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability - Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

Openness - Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty – Holders of public office should be truthful

Leadership – Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

The Framework for Ethical Leadership in Education

The Ethical Leadership Commission has developed the following Framework for Ethical Leadership to help school leaders take difficult decisions. As important as the language is, these aren't just fine words, they are meant to support a culture in which ethical decision making can flourish.

1. Selflessness School and college leaders should act solely in the interest of children and young people.
2. Integrity School and college leaders must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. Before acting and taking decisions, they must declare and resolve openly any perceived conflict of interest and relationships.
3. Objectivity School and college leaders must act and take decisions impartially and fairly, using the best evidence and without discrimination or bias. Leaders should be dispassionate, exercising judgement and analysis for the good of children and young people.
4. Accountability School and college leaders are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.
5. Openness School and college leaders should expect to act and take decisions in an open and transparent manner. Information should not be withheld from scrutiny unless there are clear and lawful reasons for so doing.
6. Honesty School and college leaders should be truthful.
7. Leadership School and college leaders should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs. Leaders include both those who are paid to lead schools and colleges and those who volunteer to govern them.

Schools and colleges serve children and young people and help them grow into fulfilled and valued citizens. As role models for the young, how we behave as leaders is as important as what we do. Leaders should show leadership through the following personal characteristics or virtues:

- a. **Trust:** *leaders are trustworthy and reliable*
We hold trust on behalf of children and should be beyond reproach. We are honest about our motivations.
- b. **Wisdom:** *leaders use experience, knowledge and insight*
We demonstrate moderation and self-awareness. We act calmly and rationally. We serve our schools and colleges with propriety and good sense.
- c. **Kindness:** *leaders demonstrate respect, generosity of spirit, understanding and good temper*
We give difficult messages humanely where conflict is unavoidable.
- d. **Justice:** *leaders are fair and work for the good of all children*
We seek to enable all young people to lead useful, happy and fulfilling lives.
- e. **Service:** *leaders are conscientious and dutiful*
We demonstrate humility and self-control, supporting the structures, conventions and rules which safeguard quality. Our actions protect high-quality education.
- f. **Courage:** *leaders work courageously in the best interests of children and young people*
We protect their safety and their right to a broad, effective and creative education. We hold one another to account courageously.

g. Optimism: *leaders are positive and encouraging*

Despite difficulties and pressures, we are developing excellent education to change the world for the better.

ELMLEA SCHOOLS' TRUST – Code of Conduct	
Board of Trustees Committee	
Terms of Reference Adopted	8 July 2020/Reviewed 14 th June 2022
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