

# Governing Board Code of Conduct

## James Brindley

Date ratified by the Governing Board: 3<sup>rd</sup> December 2018

To be reviewed (annually) by:  
Full Governing Board

**This Code should be read in conjunction with the Governance Handbook, Academies Financial Handbook, Articles of Association and the Scheme of Delegation.**

**The governing board has the following core strategic functions:-**

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the academy
- Agreeing the academy development plan with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the Principal
- Monitoring the educational performance of the academy and progress towards agreed targets
- Performance managing the Principal and holding the Principal to account for the performance management of staff
- Engaging with stakeholders
- Contributing to academy 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

**As individuals on the board we agree to the following:**

### **Role & Responsibilities**

- We understand the purpose of the board and the role of the Principal and the Leadership Team.
- 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 governing 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 governing board meeting.
- 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 the trust. 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 governing board.

- We will actively support and challenge the Principal.
- 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 academy's rules and policies and the procedures of the governing board as set out by the relevant governing documents and law
- When formally speaking or writing in our governing 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

### **Commitment**

- We acknowledge that accepting office as a member or trustee involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the governing 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 read all relevant paperwork in advance of a meeting and attend each meeting prepared to make an informed and positive contribution.
- We will get to know the sector/s well and respond to opportunities to involve ourselves in the organisation's activities.
- We will visit the trust sites, with all visits arranged in advance with the Principal, Leadership Team or Centre Leaders via the Company Secretary and undertaken within the framework established by the governing board.
- When visiting the academy in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a member or trustee.
- 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 governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the organisation's website.
- In the interests of transparency we accept that information relating to members and trustees will be collected and logged on the DfE's national database of governors (Get Information about Schools – formerly Edubase).
- We will inform the Company Secretary of any changes to our personal information.

### **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, the Company Secretary and staff both in and outside of meetings.
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- 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 Principal, Leadership Team, staff and parents, the local authority and other relevant agencies and the community.

### **Confidentiality**

- We will observe complete confidentiality at all times when matters are deemed confidential or where they concern specific members of staff, children or young people.
- We will exercise the greatest prudence at all times when discussions regarding the organisation's business arise outside a governing board meeting.
- We will not reveal the details of any governing board vote.
- Once a decision has been democratically made, all governors must support that decision – inability to do so compromises the team effectiveness of the governing board.
- We will ensure all confidential papers are held and disposed of appropriately.
- We will ensure that the board complies with the General Data Protection Regulation 2018.

### **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 governing 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 organisation's website.
- 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 organisation as a whole and not as a representative of any group, even if elected to the governing board.
- We will seek to avoid related party transactions and understand that any work undertaken for the organisation is on a pro bono basis.

### **Ceasing to be a member or trustee**

- We understand that the requirements relating to confidentiality will continue to apply after a member or trustee leaves 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 governing 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, the chair of the members board should be notified and will investigate the breach.

### **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.