



# **Code of Conduct**

for Directors and Governors

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Policy	<b>Code of Conduct for Directors and Governors</b>
Date of review	<b>July 2023</b>
Date of next review	<b>July 2024</b>
Lead professional	<b>Chief Operating Officer</b>
Status	<b>Non-Statutory</b>

Version No	Update	Date
1	First published version	October 2018
2	Revised by the Chief Operating Officer having reviewed the NGA model code published August 2021	18 October 2021
3	Reviewed against the NGA code (2022) to ensure compliance	19 July 2023

## 1. Introduction

- 1.1. The Directors and Governors of Trinity Multi-Academy Trust have adopted the Code of Conduct for School Governing Boards as set out in the model procedures of the National Governance Association (2022 update).
- 1.2. Once this code has been adopted by the Board of Directors and Local Governing Boards, all members agree to faithfully abide by it, as per the charity governance code.

## 2. We agree to abide by the Seven Nolan Principles of Public Life:

### Selflessness

- 2.1. We will act solely in terms of the public interest.

### Integrity

- 2.2. We will avoid placing ourselves under any obligation to people or organisations that might try inappropriately to influence us in our work. We will not act or take decisions in order to gain financial or other material benefits for ourselves, our family, or our friends. We will declare and resolve any interests and relationships.

### Objectivity

- 2.3. We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

### Accountability

- 2.4. We are accountable to the public for our decisions and actions and will submit ourselves to the scrutiny necessary to ensure this.

### Openness

- 2.5. We will act and take decisions in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

### Honesty

- 2.6. We will be truthful.

## Leadership

- 2.7. We will exhibit these principles in our own behaviour. We will actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

## 3. We will apply the highest standards and will:

- 3.1. Act within our powers;
- 3.2. Promote the success of the trust;
- 3.3. Exercise independent judgement;
- 3.4. Exercise reasonable care, skill and diligence;
- 3.5. Avoid conflicts of interest;
- 3.6. Not accept benefits from third parties;
- 3.7. Declare interest in proposed transactions or arrangements.

## 4. We will focus on our core governance functions:

- 4.1. ensuring there is clarity of vision, ethos and strategic direction;
- 4.2. holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff;
- 4.3. overseeing the financial performance of the organisation and making sure its money is well spent;
- 4.4. ensuring the voices of stakeholders are heard.

## 5. As individual board members, we agree to:

### Fulfil our role & responsibilities:

- 5.1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day-to-day management;

- 5.2. We will fulfil our role and responsibilities as set out in our scheme of delegation;
- 5.3. We will develop, share and live the ethos and values of our academy/s;
- 5.4. We agree to adhere to academy/trust policies and procedures as set out by the relevant governing documents and law;
- 5.5. We will work collectively for the benefit of the academy/s;
- 5.6. We will be candid but constructive and respectful when holding senior leaders to account;
- 5.7. We will consider how our decisions may affect the academy/s and local community;
- 5.8. We will stand by the decisions that we make as a collective;
- 5.9. Where decisions and actions conflict with the Seven Principles of Public Life (section 2 above) or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities;
- 5.10. We will only speak or act on behalf of the board if we have the authority to do so;
- 5.11. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice;
- 5.12. When making or responding to complaints we will follow the established procedures;
- 5.13. We will strive to uphold the academy's/trust's reputation in our private communications (including on social media);
- 5.14. We will have regard to our responsibilities under The Equality Act and will work to advance equality of opportunity for all;
- 5.15. We will act as the local ambassadors for our trust.

## Demonstrate our commitment to the role:

- 5.16. We will involve ourselves actively in the work of the board, and accept our fair share of responsibilities, serving on committees or working groups where required;
- 5.17. We will make every effort to attend all meetings and, where we cannot attend, explain in advance why we are unable to;
- 5.18. We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol;
- 5.19. We will get to know the academy/s well and respond to opportunities to involve ourselves in academy activities;
- 5.20. We will visit the academy/s and, when doing so, will make arrangements with relevant staff in advance and observe academy and board protocol;
- 5.21. When visiting an academy in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code;
- 5.22. We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

## Build and maintain relationships:

- 5.23. We will develop effective working relationships with academy leaders, staff, parents and other relevant stakeholders from our local community/communities;
- 5.24. We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings;
- 5.25. We will work to create an inclusive environment where each board member's contributions are valued equally;
- 5.26. We will support the chair in their role of leading the board and ensuring appropriate conduct.

## Respect confidentiality:

- 5.27. We will observe complete confidentiality both inside and outside of the academy/trust when matters are deemed confidential or where they concern individual staff, pupils or families;

- 5.28. We will not reveal the details of any trust board or governing board vote;
- 5.29. We will ensure all confidential papers are held and disposed of appropriately;
- 5.30. We will maintain confidentiality even after we leave office.

## Declare conflicts of interest and be transparent:

- 5.31. We will declare any business, personal or other interest that we have in connection with the board's business, and these will be recorded in the Register of Business and Pecuniary Interests;
- 5.32. We will also declare any conflict of loyalty at the start of any meeting should the need arise;
- 5.33. If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote;
- 5.34. We accept that the Register of Business and Pecuniary Interests will be published on the academy/trust website;
- 5.35. We will act as a trustee/academy committee member and not as a representative of any group;
- 5.36. We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the trust boards and governing boards, attendance records, relevant business and pecuniary interests, category of governor/trustee and the body responsible for appointing us, will be published on the academy/trust website;
- 5.37. We accept that information relating to board members will be collected and recorded on the DfE's national database (Get Information About Schools [GIAS]), some of which will be publicly available.

We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions

Adopted by: Board of Directors on 11 July 2022

Signed:

Mr Tom Miskell

The Board of Directors agree that this code of conduct will apply to all Members, Directors, MAT committees' members and Local Governing Boards members of the Multi-Academy Trust, that it will be reviewed annually, upon significant changes to the law and policy or as needed, and it will be endorsed by the full governing board.