



CODE OF CONDUCT FOR MEMBERS, DIRECTORS & GOVERNORS 2018

It is important that confidence in the good governance and probity of academies generally, and the board of *The Collegiate Trust* (the **Trust**) in particular, is maintained. In order to help the *Board of Directors* (the **Board**) achieve this, Members and Directors of the Trust, and Governors at each school in the Trust will work to this *Code of Conduct*.

The Board is accountable to the Members for the strategic leadership and impact of the Trust. Each *Local Governing Body (LGB)* is accountable to the Board for the strategic development of its school within the Trust and the drive to deliver the highest standards of learning, behaviour and personal development. The LGB aims to ensure that its pupils and students are attending a highly successful school which provides them with a good education, supports their well-being in being able to make good choices and develops a deeper understanding of British Values.

The LGB is responsible to the Trust for its actions and is required to follow the *Scheme of Delegation* and approved *Terms of Reference*. Each school within the Trust:

- Aims to establish, and further develop, a LGB that is competent, accountable, independent and diverse that promotes best practice in governance.

The Trust will use *A Competency Framework for Governance* and the *Governance Handbook* (both published by the DFE January 2017) to guide and help each LGB achieve good governance but also as mechanisms regularly to assess the strengths and weaknesses of the school's governance practice and improve it.

- Aims to make sure that its governors promote, and uphold, high standards of conduct, probity and ethics.

Each governor shall uphold the seven principles of public life identified by the Nolan Committee on *Standards in Public Life* (May 1996).

- Requires its governors to act in accordance with the Trust's *Articles of Association* (the **Articles**) and associated *Scheme of Delegation*.

Each governor shall obey the articles and decisions taken by the board and LGB in accordance with the **Articles**.

Application of the code

This code applies to all governors and committee members of the LGB when exercising any of the Board's powers delegated to them under the *Articles* or *Scheme of Delegation*. By accepting appointment to the LGB, each governor agrees to accept the provisions of this code.

Governance Functions

The following functions of governance are taken from the DFE's *Governance Handbook*. The Trust recognises the importance of the Board and each LGB adhering to the principles implicit here, which means that Members, Directors and Governors will work in ways outlined.

1. Ensuring clarity of vision, ethos and strategic direction
2. Holding executive leaders to account for the educational performance of the school and its pupils or students, and the performance management of staff
3. Overseeing the financial performance of the school and making sure its money is well spent.

We will:

- be clear about the Trust's and each school's purpose and its intended outcomes for pupils and students
- make sure that pupils and students receive a high quality education
- make sure that taxpayers receive value for money

We will:

- be clear about the functions of the Trust and LGB
- be clear about the responsibilities of non-executives and the executive, and making sure that those responsibilities are carried out
- be clear about relationships between governors and the public

We will:

- put organisational values into practice
- behave in ways that uphold and exemplify effective governance

We will:

- be rigorous and transparent about how decisions are taken
- have and use good quality information, advice and support
- make sure that an effective risk management system is in operation

We will:

- make sure that all Members, Directors and Governors have the skills, knowledge and experience they need to perform well
- develop the capability of people with governance responsibilities and evaluate their performance, as individuals and as a group
- strike a balance, in the membership of boards, between continuity and renewal

We will:

- understand formal and informal accountability relationships
- take an active and planned approach to dialogue with and accountability to the public
- take an active and planned approach to responsibility to staff
- engage effectively with institutional stakeholders

1. Nolan Principles

The Trust expects each Member, Director and Governor to uphold the following principles:

- Selflessness*** take decisions solely based on the vision and values of the Trust
- Integrity*** not be compromised in carrying duties by outside organisations or personal interest
- Objectivity*** remain impartial and ensure choices are made on merit alone
- Accountability*** be responsible for decisions and actions
- Openness*** give reasons for actions wherever possible and restrict information only when the wider public interest clearly demands
- Honesty*** declare any private interests and take steps to resolve any conflicts arising in a way that protects the public interest
- Leadership*** promote these principles by example

Additionally, the Trust expects Members, Directors and Governors to promote equality and diversity in all aspects of the Trust's governance and when carrying out any of their functions.

2. Duties & Responsibilities

Members, Directors and Governors will:

- Fulfil their responsibilities and duties in good faith
- Act in the best interests of the schools in the Trust
- Be committed to the learning and well-being of pupils and students in our schools
- Devote the time and effort required to fulfil the duties for the role held
- Secure the proper and effective use of the Trust's property
- Act personally in all respects
- Act within the scope of any authority given to them by the Members, the Board or LGB by law, by regulations or by the Articles
- Use the reasonable skill and care when making decisions
- Act in accordance with the Articles
- Be committed to the Trust's values and objectives (including equal opportunities), to contribute to and share responsibility for the relevant board's decisions, to read board papers and to attend meetings, training sessions and other relevant events
- Declare all interests they have as required by the Articles and the general law and to comply with any rules requiring withdrawal from a meeting where this is required because of an interest
- Respect the confidentiality of information that they may have access to Member, Director or Governor and keep confidential the affairs of the Trust
- Inform the Clerk to the relevant board as soon as possible should any changes to their circumstances occur during their term as a member, director, governor, including if:
 - there are any changes to the interests which have been declared
 - they become, or cease to be, a company director, board member or trustee of another company or charity
 - their occupation changes
 - they move house
 - they become employed by the Trust or a school within the Trust

3. Breaches of the Code

Every Member, Director and Governor is under a duty to report any breach of this code or any grounds for believing that a breach of the code has occurred to the relevant Chair (and if the allegation is about the Chair, to the Chair of the Trust or the case of the Chair of the Trust to the CEO). Failure to report a suspected breach of the code is itself a breach of this code.

Any breach of this code will be treated extremely seriously by the Board and may result in suspension or removal from the role.

In the event of an allegation of a breach of this code each Member, Director and Governor agrees to participate fully in any investigations procedure instigated by the Trust and to abide by any sanction that may be imposed on them by the Trust for such breach.

4. Review

The *Chief Executive Officer* of the Trust will be responsible for ensuring that this *Code of Conduct* is kept under review.

Next review *July 2019*

Signature _____

Date _____