




## Code of Conduct for Governance at The de Ferrers Trust

Adopted by the Trust Board:	21 <sup>st</sup> September 2021
Signed by the Chair of the Trust Board:	

This code of conduct (the code) sets out the expectations on and commitment required from local governors and Directors in order for the governance function of The de Ferrers Trust to be effective.

Once approved by the Trust Board, the code will apply to all local governors, Directors and any sub-committee members.

This code should be read in conjunction the Trust's articles of association and the agreed scheme of delegation.

### **The Purpose of the Trust**

The Trust Board has the following strategic functions:-

Establishing the strategic direction, by:

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

Ensuring accountability, by:

- Appointing and performance managing the Chief Executive
- Monitoring the educational performance of the Trust and progress towards agreed targets
- Engaging with stakeholders

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.

## **The Role of the Local Governing Body**

The Directors may establish local governing bodies to carry out some of its school level governance functions. The local governing body undertakes to uphold the Trust's vision, policies and priorities. They will seek assurances on behalf of the Trust Board from principals and other members of staff regarding the academic performance and quality of care and provision for the students in the relevant academy. Typically, delegated functions may include:

- Building an understanding of how the school is led and managed
- Monitoring whether the school is:
  - Working within agreed policies
  - Is meeting the agreed targets
  - Managing its finances well, particularly with regards to extra funding for pupils
- Engaging with stakeholders

## **The Executive Leaders**

Where the code refers to executive leaders this not only means the Chief Executive, but also his immediate team including academy principals. Further detail about their role is set out in the scheme of delegation.

## **Expectations**

The local governing body is responsible to the Trust Board for its actions and is expected to follow the expectations as laid down by the Trust Board. These expectations mirror those which apply to the Directors, as follows:

All those involved in governance agree to the following:

### Roles & Responsibilities

- We understand the purpose of the Trust Board, the role of the local governing body and the role of executive leaders.
- We accept that we have no legal authority to act individually, except when we have been given delegated authority to do so, and therefore we will only speak on behalf of the Trust when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the Trust Board or its delegated agents. This means that we will not speak against majority decisions outside of any 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 our academy/the Trust. Our actions will reflect this.
- We will always act in the best interests of the Trust.
- In making or responding to criticism or complaints we will follow the procedures established by the Trust Board.
- We will actively support and challenge the executive leaders.
- We will accept and respect the difference in roles between the Trust Board, the LGB and the executive leaders, 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 any rules, policies and procedures relating to governance as set out by the relevant governing documents and the 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 inform the clerk should there be a change in circumstance which may affect eligibility to be a local governor or Director.
- We will keep our profile on The Trust Governor as up to date and alert the clerk to any material changes.

### Commitment

- We acknowledge that accepting office as a local governor or Director involves the commitment of significant amounts of time and energy.

- We will each involve ourselves actively in the work of the local governing body or the Trust 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 prepare for all meetings and where we are unable to attend, will ensure we fully brief ourselves via any available minutes.
- We will get to know our/each academy well and respond to opportunities to involve ourselves in activities.
- We will visit our/each academy, with all visits arranged in advance with the academy principal and undertaken within the framework established by the Trust Board.
- When visiting any academy in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a local governor or Director.
- 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 and responsibilities, attendance records, relevant business and pecuniary interests, category of local governor and the body responsible for appointing us will be published on either the academy or Trust website.
- In the interests of transparency we accept that information relating to local governors and Directors will be collected and logged on the DfE's national database of governors.

### 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 local governors, Directors, the clerk 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) Directors in relation to any delegated function and take into account any concerns expressed, and 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 executive leaders, staff, parents, the local authority, relevant agencies and the community.
- We recognise that the role of local governor, Director, staff member and volunteer are very different. Where a local governor is also a staff member and/or volunteer we will maintain the separation of our role.

### Confidentiality

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or students.
- We will exercise the greatest prudence at all times when discussions regarding academy/Trust business arise outside of a local governing body/Trust Board meeting.
- We will not reveal the details of any vote that takes place.
- 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 de Ferrers Trust or any of its academies in the register of business interests via The Trust Governor, 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 academy/Trust 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 Trust as a whole.

### Ceasing to be a local governor/Director

- We understand that the requirements relating to confidentiality will continue to apply after a local governor/Director leaves office.

### **Breach of this Code of Conduct**

If we believe this code has been breached, we will raise this issue with the Governance and Compliance Manager who will investigate. In the event of a breach of this code we agree to participate fully in any investigation and to abide by any sanction that may be imposed for such breach.

The Trust Board will only use suspension or removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.

Failing to report a breach of the code is itself a breach of this code.

## **The Seven Principles of Public Life**

The code of conduct is anchored in the seven Nolan 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 the standards of conduct in various areas of public life, and to make recommendations).

Those principles are:-

**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.

Additionally, the Trust Board expects all those involved in governance to promote equality and diversity in all aspects of governance and when carrying out any governance function.

All those involved in governance must agree to abide by this code and confirm their agreement via The Trust Governor.