

## **Code of Conduct**

### **Members, Trust Board & Academy Governance Committees (AGCs)**

This code sets out the expectations on and commitment required from Members, Directors and Governors in Lydiate Learning Trust (LLT), in order to ensure the strong and effective governance of our work within the school/s and the community.

It is underpinned by the Nolan Principles – provided at Appendix A.

The principles are ones that as a Trust we require all Members, Directors and Governors to work to and actively promote.

The Board and the AGCs have the following core functions:

- Establishing the strategic direction for the Trust by setting clear vision, values, and objectives
- Ensuring effective accountability by appointing the CEO and academy Headteachers
- Performance managing the CEO and academy Headteachers
- Agreeing both Trust and academy improvement strategies with priorities and targets
- Ensuring that all statutory duties are met
- Regularly monitoring progress towards targets
- Engaging with stakeholders
- Contributing to the Trust and academy self-evaluation processes
- Ensuring financial probity, by: - Setting the budget (Directors) - Monitoring spending against the budget (Governors & Directors) - Ensuring value for money is obtained (Governors & Directors)
- Ensuring risks to the organisation are identified and then effectively managed

As individuals undertaking these roles you agree to the following:

#### **Role & Responsibilities**

- You will ensure that you understand the purpose of the bodies(s) on which you sit and the role of the CEO, academy Headteachers and the Clerk.
- You have no legal authority to act individually, except when the board has given delegated authority to do so, and therefore we will only speak on behalf of the body you represent when specifically authorised to do so. □
- You will accept collective responsibility for all decisions made by the Board/AGC or its delegated agents. This means that you will not speak against majority decisions outside the Board or AGC meeting.

- You have a duty to act fairly and without prejudice, and in respect of responsibility for staff, you will fulfil all that is expected of a good employer.
- You will encourage open government and will act appropriately.
- You will consider carefully how decisions may affect the community and other academies.
- You will always be mindful of our responsibility to maintain and develop the ethos and reputation of our academies. Our actions within the academy and the local community will reflect this.
- In making or responding to criticism or complaints you will follow the procedures established by the Board/AGC.
- You will actively support and challenge the CEO and academy Headteachers.

### **Our Joint Commitment**

- We acknowledge and appreciate that accepting office as a Director, Governor or Associate Member involves the commitment of significant amounts of time and energy and will be respectful and supportive of each other in undertaking these roles.
- We will involve ourselves actively in the work required and accept our fair share of responsibilities, including service on committees, ad hoc panels and working groups.
- We will make sure we always read the meeting papers in advance and make every effort to attend all meetings, ensuring we arrive on time, ready to begin business at the meeting start time. Where we cannot attend a meeting, we will explain to the Clerk in advance why we are unable to.
- We understand that if a Director or Governor is absent from three consecutive meetings without timely apology, accepted by the relevant governance body, we may be removed from office.
- We understand that there is a commitment that all Directors and Governors will attend the annual Director & Governor Development Event and at least one other training event annually. Failure to do so, without good reason, may result in being asked to step down from the relevant board or committee.
- We accept that in the interests of open government, our full names, date of appointment, terms of office, governance roles, attendance records, relevant business and pecuniary interests, category of Governor and the body responsible for appointing us will be published on the school's website.
- In the interests of transparency we understand and accept that information relating to Members, Directors, Governors and those of Associate Members will also be collected and logged on school systems, GovernorHub, the DfE's national database of Governors (GIAS–Get Information About Schools) and with membership organisations such as The Key and National Governor's Association.
- Members and Directors also acknowledge that their details will be registered with Companies House.

- We will consider seriously our individual and collective needs for induction, training and development, and will be proactive in seeking and undertaking relevant training.
- We will get to know the academies well and respond to opportunities to involve ourselves in activities.
- We will visit the academies, with all visits being arranged in advance with the schools' Headteacher and undertaken within the framework established by the Board.

### **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, Directors, Governors and the Clerk to the Trust.
- We will support the Chair and the Clerk in their role of ensuring appropriate conduct both at meetings and at all other times. We will work to the agreed agenda items and timings, recognising that where we do not do this, items will suffer and the meeting will not be equitable. Outside of meetings we will consider carefully the way in which additional matters are raised. This is so that we do not over burden operational management in the schools, recognising that if matters are strategically critical they may need to be tabled with the Clerk for a future board/AGC meeting or they may necessitate that an ad hoc meeting be called.
- We are prepared to answer queries from other Members/Directors/Governors 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 CEO, academy Headteachers, Clerk, Staff and Parents, the Local Authority, 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 school.
- We will exercise the greatest prudence at all times when discussions concerning academy/Trust business arise outside a Board/AGC meeting.
- We will not reveal the details of any vote.

### **Conflicts of Interest**

- We will record with the Clerk any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the Board or AGCs business.

The Clerk will add this to the Register of Business Interests and an opportunity will be given at the start of all meetings to declare any conflicted matter. If there is a matter of conflict 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 school/trust'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 Trust/Academy and not as a representative of any group, even if elected to the AGC.

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

- If we believe this code has been breached, we will raise this issue with the relevant Chair and the Clerk.
- The Chair will manage the investigation; the Board/AGC 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 has breached this code, another Board/AGC member, such as the Vice Chair will investigate.

## Appendix A

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

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. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends. Integrity - Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

#### **Objectivity –**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

#### **Accountability –**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

#### **Openness –**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

#### **Honesty –**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

#### **Leadership –**

Holders of public office should promote and support these principles by leadership and example.

**Policy adopted by LLT Members, LLT Board and all Academy Governance Committees in Sept 2019 – Hard copies and electronic copies provided.**

**This document is also shared via GovernorHub**