

# **Trustee Code of Conduct**

## **2023-24**

**Borden Grammar School**



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**Approved and adopted by trustees: 3<sup>rd</sup> October 2023**

**Review Date: October 2024**

# Trust Board Code of Conduct

**School Name: Borden Grammar School**

**Vision/Ethos Statement:**

## **BORDEN TRUST VISION**

Borden Grammar school provides a supportive and inclusive academic environment. We nurture our students to become courageous, creative and resilient in their response to challenge and to be respectful and kind to others. Our ethos develops a drive for achievement and personal development, allowing our young people to grow; reaching their full potential and so leading the way to a better future.

## **BORDEN TRUST VALUES**

1. **Ethical Leadership** - a strong belief in justice with the courage to make all decisions in a kind, honest and transparent way
2. **Accountability and service** - using evidence to prioritise the long term interests of the school and the community it serves
3. **Kind and caring** - Always considering the wellbeing, values and success of students, parents and staff in the school community
4. **Aspiring and inspiring** - Aspiring for the best, inspiring others to get there and being optimistic about the future
5. **Integrity and resilience** - Willing to act independently with integrity and showing resilience in the face of adversity

This Code should be read in conjunction with the Governance Handbook, relevant law and articles of association, master funding agreement, agreed scheme of delegation and Academy Trust Handbook.

Once approved by the Trust Board, this Code of Conduct will apply to all trustees, academy committee members

**Failure by any individual trustee to sign the Code of Conduct will be counted as a breach of the Code.**

## **The Trust Board has adopted the following Code of Conduct**

### **Purpose of the Trust Board**

The purpose of governance is to provide confident and strong strategic leadership which leads to robust accountability, oversight and assurance for educational and financial performance. The Trust Board is the key strategic decision-making body in the school, setting the strategic framework and ensuring it meets all its statutory duties. High quality effective and ethical governance is key to success in our school and for the future of our pupils. Ensuring the best possible outcomes is at the heart of a Trust Board's strategic role; every child has the right to reach their full potential.

### **The Trust Board has the following core strategic functions:**

#### **Ensuring clarity of vision, ethos and strategic direction by:**

- setting the vision, values, and objectives for the school/trust
- agreeing the school improvement strategy as appropriate including its priorities and targets
- being the strategic key decision maker with decisions made in the best interest of pupils and our (charitable) purpose
- delegating operational matters to executive leaders and governance functions to committees.
- being connected with, and answerable to, the communities we serve, particularly parents/carers
- meeting statutory duties

#### **Holding executive leaders to account for the educational performance of the organisation and its pupils, and the effective and efficient performance management of staff by:**

- appointing the headteacher and any deputy/head of school and for Local Governing Board (LGB) in accordance with the Scheme of Delegation (SoD)
- performance managing the headteacher in accordance with the terms of reference (ToR) and Scheme of Delegation (SoD)
- robust holding to account for improving pupil and staff performance by asking the right questions
- workload consideration
- rigorous analysis of data
- understanding the curriculum offer, its intent, implementation, and impact
- monitoring and evaluating progress towards targets
- contributing to school self-evaluation

#### **Overseeing the financial performance of the organisation and making sure its money is well spent, in accordance with the ToR's or SoD, by:**

- ensuring financial probity
- ensuring financial compliance
- setting the budget
- monitoring spending against the budget
- ensuring value for money is obtained, with the money being well spent
- ensuring risks to the organisation are managed

## Collectively as a board we agree the following:

- **Organisational purpose** - our board is clear about the charitable purpose of the trust and ensures these are being delivered effectively and sustainably.
- **Leadership** - our school is headed by an effective trust board that provides strategic leadership in line with the school strategic aims, values and culture and a commitment to fundamental British values of democracy, the rule of law, individual liberty, and mutual respect and tolerance for those of different faiths and beliefs. Our board bases our effectiveness on the six key features of effective governance: strategic leadership, accountability; people with the right skills, experience, qualities and capacity; structures that reinforce clearly defined roles and responsibilities; compliance with statutory and contractual requirement; and evaluation to monitor and improve the quality and impact of governance.
- **Integrity** - our board acts with integrity, adopting values and creating a culture which helps achieve the trust charitable purpose. Our board is aware of the importance of the public and stakeholder confidence in our trust and trustees undertake their duties, accordingly, abiding by the Seven Principles of Public Life (see appendix 1 - Nolan principles) including avoiding placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. Before acting and taking decisions, trustees must declare and resolve openly **any perceived conflict of interest and relationships**, with our board, managing any risk appropriately.
- **Decision making, risk and control** - our board makes sure that its decision-making processes follow our required statutory procedures, which act solely in the interest of pupils, are informed, timely, impartial and fair, using the best evidence and without discrimination or bias, and that effective delegation, control and risk assessment, and appropriate management systems are set up and monitored. Further, our board assesses the risks attached to safeguard and promote pupils' welfare by abiding and role modelling the trust culture to encourage pupils to respect other people with particular regard to the protected characteristics set out in the Equality Act 2010.
- **Board effectiveness** - our board works as an effective collective team, using the appropriate balance of skills, experience, backgrounds and knowledge to make informed decisions as informed by the competency framework for governance.
- **Diversity** - our board's approach to diversity supports its effectiveness, leadership and provides sufficient diversity of perspectives to enable robust decision making.
- **Openness and accountability** - our board leads the trust in being transparent and accountable. Our board and school are open in its working- particularly to ensure transparency of decision-making.

## As individuals on the board, we agree the following:

### Role & Responsibilities

- We understand the purpose of the board, the skillset required to perform our core roles, and any individual delegated functions, and the role of the headteacher.
- We accept and abide by the Seven Principles of Public Life (see appendix 1).
- We accept that we have no legal authority to act individually, except when the board has given its delegated authority to do so, and therefore we will only speak on behalf of the

Trust Board when we have been specifically authorised to do so, reporting back accordingly to the Trust Board.

- 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 Trust Board meeting.
- When making decisions we will act objectively, impartially and fairly. We will use the best evidence, and without discrimination or bias, be objective when exercising judgement and analysis solely for the good of the pupils.
- Upon communicating formally within our governing role, we will ensure any comments made reflect the school/organisation policy even if they differ from our personal views.
- 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 transparent 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 school. Our actions within the school and the wider local community will reflect this.
- We will promote and demonstrate tolerance of and respect for those of different faiths and beliefs, races, genders, ages, disability and sexual orientation in accordance with the Equality Act 2010 and British Values.
- We will demonstrate a professional attitude in all our undertakings as a trustee.
- In making or responding to criticism or complaints we will follow the policies and procedures established by the Trust Board, acting without discrimination or bias.
- We will actively support the headteacher and senior leadership team but challenge their expectations and respectfully hold them to account for school performance.
- We understand, accept, and respect the differences between the strategic board role and the staff day to day operational and management roles, avoiding actions that may undermine these arrangements.
- We understand, will adhere to, and respect the differences between the strategic governor role and any other which we may undertake within the school as a parent, professional or volunteer.
- We agree to adhere to the school rules and the policies and procedures we approve as a board as set out by the relevant governing documents and law, including complying within the required timeframe to apply for an enhanced DBS check and Section 128 check, and any subsequent checks thereafter as part of the ongoing school safeguarding procedures.
- We agree to abide by the school e-safety protocols for social media and when communicating in a private capacity will strive to uphold the reputation of the school. We will always use social networking sites responsibly and ensure that neither our personal or professional reputation, nor the school's reputation is compromised by inappropriate postings.
- We agree to abide by the requirements of any contracts (such as The Education People, Governor Services Training package or The Clerking Service Specification) procured by the Governing Board.

- We agree to use our governance portal and school email addresses for all governance communication both within and outside the school organisation. We recognise this will protect the school from any potential breach of data protection.

### **Commitment**

- We acknowledge that accepting office as a trustee involves the commitment of significant amounts of time and energy.
- We will **each** involve ourselves actively in the work of the Trust Board, and accept our fair share of responsibilities, including service on committees, monitoring pairs, monitoring activities, panels or working groups.
- We will make full efforts to attend all meetings, including any held virtually, and where we cannot attend send apologies and explain in advance why we are unable to and in accordance with our protocols, where possible will send questions for consideration.
- We will attend meetings being fully prepared, having read all papers in advance, being ready to make a positive contribution and in accordance with our agreed protocols, where possible will send questions in advance
- We will get to know the school well and respond to opportunities to involve ourselves in school activities.
- We will visit the school with all visits arranged in advance with the headteacher undertaken in accordance and abiding with the monitoring visit policy and schedule as established annually by the Trust Board.
- We will demonstrate commitment to our individual and collective needs for induction, training and development, and will undertake relevant training to develop the knowledge and skills required to effectively perform our core and individual delegated functions and keep them up to date.
- We will ensure collectively that all governors comply with the requirements for statutory training for safeguarding, PREVENT Duty and any others identified in the Governance Handbook or Keeping Children Safe in Education, including safeguarding training at local Induction.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the Trust Board, attendance records, relevant business, familial, friendship, relationship and pecuniary interests, *diversity data* (see DfE guidance for information on submission of diversity data), category of governor and the body responsible for appointing us, will be published on the school's website until 12 months after our service has ended in line with the DfE 'What schools must publish online' requirements.
- We will abide by the board agreed staff code of conduct, regarding behaviours and dress code when visiting the school.
- In the interest of transparency, we will commit to declaring at meetings and updating our pecuniary, familial, friendship, relationship and business interests as soon as possible.
- In following statutory requirements, we will ensure we are registered with the Get Information about Schools database and keep our contact details up to date.
- We will abide by the GDPR and the DfE data retention information documentation

### **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 trustees, the clerk to the Trust Board and all school staff.
- We will always support the chair in their role of ensuring appropriate conduct both at and between meetings.
- 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 headteacher, staff and parents and other relevant agencies and the wider community.

### **Social Media**

- We will abide by the requirements of the school's social media and Authorised Users Protocols (AUP) policies

### **Confidentiality**

- We will ensure we abide by the protocols of our virtual meeting policy and processes to ensure our attendance enables the confidential conditions required.
- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside and outside school.
- We will continue to recognise and honour the commitments made in this Code when visiting the school in a personal capacity (ie, as a parent or carer, volunteer)
- We will always exercise the greatest prudence when discussions regarding school/trust business arise outside a Trust Board meeting.
- We will not reveal the details of any Trust Board vote.
- We will ensure all confidential documentation including any held electronically, is securely stored, and disposed of appropriately in accordance with our data protection policy and procedure, the trust document retention schedule for schools, associated to the DfE best practise document, and being mindful of the UK GDPR legislation requirements.
- We will use school email accounts for all email communication in our governance role, for communications both within and outside of the Governing Board.

### **Conflicts of interest**

- We will record any familial, pecuniary, friendship, relationship or other business interest (including those pertaining to people we are related to, connected to or friendly with, and those governing in other schools) in the Register of Business Interests and also declare these at all relevant meetings. If any familial, friendship, pecuniary, business or relationship conflict perceived or real arises in a meeting, we will offer to leave the meeting for the appropriate length of time and accept the board's decision on managing the conflict. 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, such as supporting the school with any operational element.

- We will act in the best interests of the school as a whole and not as a representative of any group, even if elected or appointed by them, to the Trust Board.

**We recognise this Code of Conduct is not exhaustive. If situations arise that are not covered by this Code, Trustees will use their judgement and act in the best interests of the school, its pupils, and their role in holding public office.**

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

- If we believe this Code has been breached, we will raise this issue with the chair for investigation and reporting back to the Trust Board.
- Should it be the chair that we believe has breached this Code, the issue should be raised with the vice chair for investigation.
- In certain circumstances, eg, tainting, it may be more appropriate for another member of the board or an appointed independent investigator to undertake the investigation, then report back to the Trust Board.
- The Trust Board will only use suspension or removal (ensuring statutory guidance, procedures and regulations are followed) as a last resort after seeking to resolve any difficulties or disputes in more constructive ways. Removal will be used where serious misconduct has taken place.



## Annual Governor Declaration

I declare that I am not disqualified from serving as a school trustee (or associate member) in that I do not breach any of the circumstances in which a trustee (or associate member) is disqualified from standing for election, being appointed or continuing in office:

### **Qualifications and disqualifications (regulation 17 and Schedule 4 to the Regulations)**

#### **Grounds for disqualification fall into three broad categories:**

- general grounds
- grounds that apply to particular categories of trustee; and
- grounds that arise because of particular failings or actions on the part of the trustee.

All the grounds for disqualification apply also to associate members except that associate members can be registered pupils at the school and can be under 18.

#### **General grounds**

Registered pupils cannot be trustees.

A trustee must be aged 18 or over at the time of election or appointment.

A person cannot hold more than one trustee post at the same school at the same time.

#### **Grounds that apply to particular categories of trustee**

A person is disqualified from being a parent trustee if they are an elected member of the LA or paid to work at the school for more than 500 hours (i.e., for more than one-third of the hours of a full-time equivalent) in any consecutive twelve-month period at the time of election or appointment.

A person is disqualified from being a Local Authority trustee if they are eligible to be a staff trustee at the school. The Local Authority may also have restrictions on potential candidates. Please check the criteria list for the Local Authority trustee positions.

A person is disqualified from being a partnership trustee if they are:

- a parent of a registered pupil at the school
- eligible to be a staff governor at the school
- an elected member of the Local Authority; or
- employed by the Local Authority in connection with its education functions.

#### **Grounds that arise because of particular failings or actions on the part of the trustee**

A person is disqualified from being a trustee of a particular school if they have failed to attend the meetings of the Trust Board of that school for a continuous period of six months, beginning with the date of the first meeting they failed to attend, without the consent of the Trust Board. This does not apply to the headteacher or to foundation trustees appointed by virtue of their office.

A foundation, Local Authority, co-opted or partnership trustee at the school who is disqualified for failing to attend meetings is only disqualified from being a trustee of any category at the school during the twelve-month period starting on the date on which they were disqualified.

A person is disqualified from holding or continuing to hold office as a trustee of a school if, in summary, that person:

- is the subject of a bankruptcy restrictions order; an interim bankruptcy restrictions order; debt relief restrictions order; an interim debt relief restrictions order; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced
- is subject to a disqualification order or disqualification undertaking under the Company Directors Disqualification Act 1986; a disqualification order under the Companies (Northern Ireland) Order 2002; a disqualification undertaking accepted under the Company Directors Disqualification (Northern Ireland) Order 2002; or an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order)
- has been removed from the office of trustee for a charity by an order made by the Charity Commission or Commissioners or High Court on grounds of any misconduct or mismanagement in the administration of the charity, or under section 34 of the Charities and Trustee Investment (Scotland) Act 2005 from being concerned in the management or control of any body
- has been removed from office as an elected trustee within the last five years
- is included in the list of people considered by the Secretary of State as unsuitable to work with children or young people
- is barred from any regulated activity relating to children
- is subject to a direction of the Secretary of State under section 142 of the Education Act 2002 or section 128 of the Education and Skills Act 2008
- is disqualified from working with children or from registering for child-minding or providing day care
- is disqualified from being an independent school proprietor, teacher or employee by the Secretary of State
- subject to certain exceptions for overseas offences that do not correlate with a UK offence, has been sentenced to three months or more in prison (without the option of a fine) in the five years ending with the date preceding the date of appointment/election as a trustee or since becoming a trustee.
- subject to certain exceptions for overseas offences that do not correlate with a UK offence, has received a prison sentence of two and a half years or more in the 20 years ending with the date preceding the date of appointment/election as a trustee.
- subject to certain exceptions for overseas offences that do not correlate with a UK offence, has at any time received a prison sentence of five years or more
- has been convicted and fined for causing a nuisance or disturbance on school or educational premises during the five years ending with the date immediately preceding appointment/election or since appointment or election as a trustee
- refuses a request by the clerk to make an application to the Disclosure and Barring Service for a criminal records certificate.

**Anyone proposed or serving as a governor who is disqualified for one of these reasons must notify the clerk to the Trust Board.**

## **Disclosure and Barring Service (DBS) Checks**

### **Academy/multi academy trusts**

The trust board/chair **must** make sure the following are carried out on members, trustees and local governors with delegated responsibilities in accordance with the latest version of the Academy Trust Handbook and Keeping Children Safe in Education

- Apply for an enhanced criminal records certificate
- A section 128 direction check
- Checks to confirm their right to work in the UK
- Any other checks deemed necessary where the individual has lived or worked outside the UK

**For Trust Chairs that are newly appointed as the chair of trustees or have not previously had a suitability check completed on behalf of the Secretary of State for Education in relation to this role, they must apply for a [suitability check](#) from the ESFA.**

**I have agreed to an application being made for an enhanced criminal record certificate, section 128 check and any other checks deemed necessary.**

**I agree to abide by the above Code of Conduct and know of no reason from the above disqualification criteria for not continuing to hold the office of governor.**

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

**Failure by any individual governor to sign this Code of Conduct will be counted as a breach of the Code.**

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