



BORDESLEY MULTI ACADEMY TRUST

## T1-11 TRUSTEES, MEMBERS AND GOVERNORS CODE OF CONDUCT

Tier 1 – Bordesley MAT Central Policy  
Approved by the Trust on 19/10/2021

### Document control

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## 1. Bordesley MAT Mission Statement

We believe that success is achieved by working in partnership with parents, carers and the wider community. We are committed to working with our partners to ensure the very best outcomes for all our learners, from 3 to 19.

The significant guiding principles of the MAT is based around autonomy, trust, respect, equity and outstanding relationships. We believe that positive and constructive relationships are at the heart of every successful school. This allows the entire community to be valued and challenged to be their best, raising aspirations for all.

## 2. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all trustees, members and governors to follow.

By creating this policy, we aim to ensure that trustees, members and governors carry out their role with honesty and integrity, and help us to ensure our MAT and schools are an environment where everyone is safe, happy and treated with respect.

The code is based on the Governance Handbook. It should be read alongside our constitutional documents (e.g. our articles of association, standing orders and any scheme of delegation).

Failure to follow the code of conduct may result in disciplinary action being taken, as set out in the appendix.

Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, governors will use their judgement and act in the best interests of the school and its pupils.

## 3. The 7 Nolan principles of public life

As trustees, members and governors, we will follow these principles set out by the government at all times. They apply to anyone who holds a public office:

- **Selflessness** – we will act in the public interest
- **Integrity** – we will not act or take decisions to gain financial or other material benefits for ourselves, our family, or our friends. We will declare any conflict of interests
- **Objectivity** – we will act and take decisions impartially, fairly, and on merit. We will use the best evidence and avoid discrimination or bias
- **Accountability** – we understand that we are accountable to the public for our decisions and actions. To make sure of this, we will be scrutinised where necessary
- **Openness** – we will act and take decisions openly and transparently. We will not withhold information from the public unless there are clear and lawful reasons for doing so
- **Honesty** – we will be truthful
- **Leadership** – we will actively promote and support the above principles and will challenge poor behaviour wherever it happens

## 4. Trustees, Members and Governors' responsibilities

The 3 functions of our trustee and local governing boards are to:

- Ensure clarity of vision, ethos and strategic direction of the trust and its schools
- Hold executive leaders to account for the educational and financial performance of the trust and its schools, and the performance management of staff
- Oversee the financial performance of the trust and its schools and make sure money is well spent

In order to do this effectively, as individuals we will:

- Understand and respect the distinction between the role and responsibilities of the board and those of the executive/school leaders
- Set and maintain an ethos of high expectations for everyone in the school community, including in the conduct and the professionalism of the board itself
- Preserve and develop the character of the trust and its schools
- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs
- Operate and make decisions in the best interests of pupils, informed by the views and needs of our key stakeholders (pupils, parents, staff, the local community and the local authority)
- Follow the trust's and schools' policies and procedures, and the procedures of the board as set out in relevant legislation, statutory guidance, and the trust's and its schools' constitutional documents
- Take responsibility for our self-evaluation, regularly reviewing our board's performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the board as a whole remains accountable and that important decisions relating to core functions will be made by the full board
- Comply with relevant guidance and legislation and our funding agreement that sets out how we must manage our trust's and its schools' money, and procure goods and services
- Act with integrity and transparency when making financial decisions, and understand that our financial management and decision-making will be scrutinised and audited
- Declare all gifts worth more than £15 and record them on the gifts and hospitality register. We will not accept bribes
- We will work to actively identify and manage risks to the trust and its schools.

## **5. Working with others**

We will:

- Support and strengthen school leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the executive/school leaders and avoid routine involvement in operational matters
- Respect each other's views
- Work together as a board to develop effective relationships with stakeholders
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders
- Follow the Equality Act 2010, and apply the principles of fairness and equality in everything we do

## **6. Commitment to governance**

We:

- Will attend all meetings where possible. Where we cannot attend, we will explain our valid reason and give suitable notice
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members and that all trustees and governors are expected to take an active role
- Will prepare ahead of meetings to ensure we make informed contributions
- Will participate in regular pre-arranged school visits in accordance with schools' policy
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

## **7. Openness and transparency**

### **Conflicts of interest**

To make sure our board takes impartial decisions without bias, we will:

- Publish an up-to-date register of business and pecuniary interests of all governors/trustees including associate members
- Declare any potential conflicts of interest at the beginning of each meeting, and withdraw from the meeting for the relevant item of business and not vote on the matter

### **Publishing information**

To ensure our board is transparent and open to the community we serve, we will make certain information publicly available.

- We accept that the following information will be published on the MAT's and school's website to ensure transparency:

- The structure and remit of the members, board of trustees, committees and local governing bodies (where applicable), and the full name of the chair of each one (where applicable)
- For each member, trustee and local governor (where applicable) who has served at any point over the past 12 months:
  - Their full name
  - Their date of appointment
  - Their term of office (trustees and local governors only)
  - The date they stepped down (where applicable)
  - The body that appointed them (trustees and local governors only)
  - Their relevant business and pecuniary interests
  - Their attendance record over the last academic year (only for trustees at board and committee meetings and local governors at local governing body meetings)
- We accept that the information about members, trustees and local governors will be published on Get information about schools
- We accept that the information about trustees will be published on Companies House
- We accept that the approved board and committee minutes and any agenda and papers considered at a meeting will be made available to any interested person

## **8. Confidentiality**

In the course of our role, we are sometimes privy to sensitive information. We will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters
- Information about named individuals (such as staff, pupils and their parents)
- Details of individual governors'/trustees' contributions in meetings or how they may have voted

Confidential information will never be:

- Disclosed to anyone without the relevant authority
- Used to humiliate, embarrass or blackmail others
- Used for a purpose other than what it was collected and intended for

Our commitment to confidentiality does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

We will continue to observe confidentiality after we have left office.

### **Breaches of confidentiality**

In the event of a breach of confidentiality, we will inform the chair as soon as possible who will investigate the matter further.

Trustees. Members and Governors understand that if they breach confidentiality, they may be suspended.

## **9. Data protection**

We will follow the school's/trust's information security processes and measures and data protection policy when using, storing, sharing and disposing of personal data.

Our commitment to data protection does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

Personal data breaches

We will inform the trust's data protection officer immediately if we believe that there has been a personal data breach.

## **10. Social media**

We will:

- Uphold the reputation of the trust and its schools at all times
- Maintain a professional presence online and carefully consider how we interact with the trust and its schools' community
- Review privacy settings regularly to make sure we are happy with the information about us that is publicly available
- Report any incidents of harassment we experience, or see towards trustees or governors to the chair of governors/trustees and the headteacher

We will **not**:

- Accept friend requests from pupils and not join any private parent groups associated with the school
- Disclose any information which is confidential or would breach data protection principles
- Make comments online about any members of the governing board or school community
- Post any inappropriate/offensive language, images or comments on social media that may bring us or the school into disrepute

## **11. Monitoring arrangements**

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the full trustees board.

## **12. Links with other policies**

This policy links with our policies on:

- Safeguarding
- Gifts and hospitality
- E-safety
- Data protection

## Appendix 1: breaches of the code of conduct

If we suspect a trustee, member or governor has breached the code of conduct, we will follow this procedure:

- The chair will investigate
- The chair will hold a meeting with the trustee, member or governor to discuss the issue. The trustee, member or governor can bring a friend to the meeting. Another trustee, member or governor will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
  - Further meetings with the chair to reset expectations, based on this code of conduct
  - Support, mentoring or training for the trustee, member or governor
  - Making sure the trustee, member or governor withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the trustee, member or governor's behaviour, the board will vote on a motion to suspend them for up to 6 months. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Trustees, Members or Governors may be suspended if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought, or is likely to bring the academy trust or the office of the trustee into disrepute

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the school
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media

We may remove a Trustee, Member or Governor from office where:

- There have been repeated grounds for suspension
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- They display repeated and serious incompetence
- They have engaged in conduct aimed at undermining fundamental British values
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of the school