# CARWARDEN HOUSE COMMUNITY SCHOOL
# TRUSTEES CODE OF CONDUCT

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| **Ratified by:** | Full Trustee Board |
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## 1. Aims, scope and principles

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

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

The code is based on the Governance Handbook and the Academy Trust 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, trustees/local governors will use their judgement and act in the best interests of the trust and its pupils.

## 2. The 7 Nolan principles of public life

As trustees, 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

## 3. Trustees responsibilities

The 3 functions of our board are to:

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

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 leadership
- Set and maintain an ethos of high expectations for everyone in the community of every school, including in the conduct and the professionalism of the board itself
- Promote equality and diversity throughout our organisation, including the board's operation

- 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, local communities and the local authority/authorities)
- Follow the trust's policies and procedures, and the procedures of the board as set out in relevant legislation, statutory guidance, and the trust's 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 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 any gift worth more than £25 received in connection with our role as a trustee and record it on the gifts and hospitality register. We will not accept bribes
- We will work to actively identify and manage risks to the trust

## 4. Working with others

We will:

- Support and strengthen trust leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the executive and school leadership teams 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

## 5. 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/local 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 our trust policies
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

# 6. 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 trustees
- 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 communities we serve, we will make certain information publicly available.

- We accept that the following information will be published on the school's website to ensure transparency:
- The structure and remit of the Members, board of trustees and committees.
- For each **Member** who has served at any point over the past 12 months:
    - Their full name
    - Their date of appointment
    - The date when they stepped down, if applicable
    - Their relevant business and pecuniary interests (including governance roles in other educational institutions)
- For each **Trustee** who has served at any point over the past 12 months:
    - Their full name
    - Their date of appointment
    - Their term of office (trustees/local governors and local governors only)
    - The date they stepped down (where applicable)
    - The body that appointed them (trustees/local governors and local governors only)
    - Their relevant business and pecuniary interests
    - Their attendance record over the last academic year (only for trustees/local governors 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 and local governors 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

# 7. 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 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 understand that if they breach confidentiality, they may be suspended or removed.

## 8. Data protection

We will follow the 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.

## 9. Social media

We will:

- Uphold the reputation of the trust at all times
- Maintain a professional presence online and carefully consider how we interact with our schools' communities
- 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 to the chair of trustees and the executive leadership

We will **not**:

- Accept friend requests from pupils.
- Disclose any information which is confidential or would breach data protection principles
- Make comments online about any Trustees or Members of the board.
- Post any inappropriate/offensive language, images or comments on social media that may bring us or the trust into disrepute

## 10. 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 board of trustees.

## 11. 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 has breached the code of conduct, we will follow this procedure:

- A Member of the trust will investigate
- A Member of the trust will hold a meeting with the trustee to discuss the issue. The trustee can bring a friend to the meeting. Another trustee/local 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 Member to reset expectations, based on this code of conduct
    - Support, mentoring or training for the trustee
    - Making sure the trustee withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the trustee's behaviour, the board will vote on a motion to ask the Members to remove them in accordance with sections 168 and 169 of the Companies Act 2006 and the trust's articles of association. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

**Trustees** may be **removed** if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees/local governors (including failing to undertake training appropriate to the role, whether or not directed to do so by the board)
- Have brought, or is likely to bring the academy trust or the office of the trustee into disrepute
- Have acted to undermine fundamental British values or the board's commitment or ability to deliver on its Prevent Duty
- Have been involved in 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
- Have displayed repeated and serious incompetence
- Have acted in a way that is significantly detrimental to the effective operation of the board, or their actions have interfered with the operational efficiency of the school
- 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

  Persistently failing to undertake the training or development they need to contribute effectively to the board's operation