

## Introduction:

The Board of Trustees has the overarching responsibility for the core strategic functions:

- Ensuring there is clarity of vision, ethos and strategic direction; holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff;
- overseeing the financial performance of the organisation and making sure its money is well spent;
- ensuring the voices of stakeholders are heard.

Trustees are also responsible for ensuring the trust complies with charity and company law, as well as its own funding agreement with the Secretary of State. The Trustees are the statutory governors of the academies in the trust. The Trustees also approve each of the trust's major strategies.

To enable the Board to fulfil these functions it delegates specific responsibilities to committees; this document applies to all individuals appointed to the following:-

- Education & Standards Committee
- Chairs Forum
- Finance & Resources Committee
- Local Boards (including all sub-committees)
- Remuneration & HR Committee
- Risk & Audit Committee

## As individuals on the Board of Trustees or as individuals on a committee with delegated responsibilities we agree to :

### Fulfil our role & responsibilities

- We understand the purpose of the Board of Trustees, the role of the local boards, other committees and the role of the executive leaders.
- We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
- We will fulfil our role and responsibilities as set out in the Scheme of Delegation.
- We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the board when we have been specifically authorised to do so.
- 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 Board of Trustees, committee or local board 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 family of schools. Our actions within the trust and the local community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the Board of Trustees.
- We will actively support and challenge the executive leaders
- We will accept and respect the difference in roles between the board and staff, 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 the trust's rules and policies and the procedures of the Board of Trustees as set out by the relevant governing documents and law
- When formally speaking or writing in our governing 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 avoid, as far as possible, becoming involved in any communication which may lead to a conflict of interest with our role within the governance structure.
- We will not discriminate against anyone and will work to advance equality of opportunity for all.

#### Demonstrate our commitment to the role

- We acknowledge that accepting office as a trustee, committee or local board member involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the Board of Trustees, committee or local board, and accept our fair share of responsibilities, including service on committees or working groups.
- We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
- We will get to know the academies well and respond to opportunities to involve ourselves in academy activities.
- We will visit the academies, with all visits arranged in advance within the framework established by the Board of Trustees or local board.
- When visiting the academy in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a trustee, committee or local board member.
- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training.

#### Build and maintain relationships

- We will develop effective working relationships with school leaders, staff, parents and other relevant stakeholders from our local community/ communities.
- We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
- We will work to create an inclusive environment where each board member's contributions are valued equally.
- We will support the chair in their role of leading the board and ensuring appropriate conduct.

#### Respect 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 the trust or academy.
- We will exercise the greatest prudence at all times when discussions regarding academy/trust business arise outside a Board of Trustees, committee or local board meeting.
- We will not reveal the details of any Board of Trustees, committee or local board vote.
- We will ensure all confidential papers are held and disposed of appropriately.
- To ensure that we meet Data Protection and GDPR requirements, we will only use a University of Brighton (@brighton.ac.uk), an academy specific or a Trust (@brightonacademiestrust.org.uk) email account for any matters related to Trust, Board of Trustees, committee or local board business.

#### Declare conflicts of interest and be transparent

- 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 Board of Trustees, committee or local board's business in the Register of Business Interests, 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'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 as a whole and not as a representative of any group, even if elected to the Board of Trustees, committee or local board.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the Trust or academy's website.
- We accept that information relating to board members will be collected and recorded on the DfE's national database of governors (Get information about schools), some of which will be publicly available.

### **Ceasing to be a trustee, committee or local board member**

- We understand that the requirements relating to confidentiality will continue to apply after a trustee, committee or local board member leaves office

### **Breach of this code of conduct**

- If we believe this code has been breached, we will raise this issue with the chair and the chair will investigate; the Board of Trustees, committee or local board 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 we believe has breached this code, another trustee, committee or local board member, such as the vice chair will investigate.

### **Trustees, committee and local board members will at all times conduct their activities in accordance with the Seven Principles of Public Life defined by the Nolan Committee:**

*(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.