University of Brighton

Academies Trust

Code of Conduct for Trustees and Committee Members

Introduction:

The Board of Trustees provides:

- Strategic leadership of the academy trust: the Board defines the trust vision for high quality and inclusive education in line with its charitable objects;
- Accountability and assurance: the Board has robust effective oversight of the operations and performance of the academy trust;
- Engagement: the Board has strategic oversight of relationships with stakeholders.

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 also applies to all individuals appointed to the following:-

Academy Local Governing Bodies (LGBs) (including all sub-committees)	**Chairs Forum**
Education and Standards Committee	**Finance and Resources Committee**
Remuneration and HR Committee	**Risk and Audit Committee**

Our commitment:

Once this code has been adopted, all board members agree to faithfully abide by it.

Trustees: We agree to follow the charity governance code

Those governing at local level: We recognise and support the principles set out in the charity governance code

We will abide by the Principles of Public Life:

Selflessness
We will act solely in terms of the public interest.

Integrity
We will avoid placing ourselves under any obligation to people or organisations that might try inappropriately to influence us in our work. We will not act or take decisions in order to gain financial or other material benefits for ourselves, our family, or our friends. We will declare and resolve any interests and relationships.

Objectivity
We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability
We are accountable to the public for our decisions and actions and will submit ourselves to the scrutiny necessary to ensure this.

Openness
We will act and take decisions in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty
We will be truthful.

Leadership
We will exhibit these principles in our own behaviour. We will actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

We will apply the highest standards and will:

1. act within our powers
2. promote the success of the trust
3. exercise independent judgement
4. exercise reasonable care, skill and diligence
5. avoid conflicts of interest
6. not accept benefits from third parties
7. declare interest in proposed transactions or arrangements

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

Fulfil our role & responsibilities

- 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 our scheme of delegation.
- We will develop, share and live the ethos and values of our trust.
- We agree to adhere to trust policies and procedures.
- We shall fully cooperate with individual requests that are necessary to ensure organisational compliance, such as disclosure and barring or right to work checks.
- We will work collectively for the benefit of the trust.
- We will be candid but constructive and respectful when holding senior leaders to account.
- We will consider how our decisions may affect the trust and local community.
- We will stand by the decisions that we make as a collective.
- Where decisions and actions conflict with the Seven Principles of Public Life or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
- We will only speak or act on behalf of the trust board if we have the authority to do so.
- **Trustees**: We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
- When making or responding to complaints, we will follow the established procedures.
- We will strive to uphold the trust's reputation in our private communications (including on social media).
- We will have regard to our responsibilities under The Equality Act and will work to advance equality of opportunity for all.
- **Those governing at local level**: We will act as the local ambassadors for our trust.

Demonstrate our commitment to the role

- We acknowledge that accepting office as a trustee, committee or LGB 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 LGB, 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 LGB.
- When visiting the academy in a personal capacity (i.e. as a parent or carer), we will continue to honour the commitments made in this code.
- We will participate in induction training, prioritise training in required areas (such as safeguarding) and commit to developing our individual and collective skills and knowledge on an ongoing basis.

Build and maintain relationships

- We will develop effective working relationships with school leaders, staff, parents and other relevant stakeholders from our local community/ communities.
- ***Those governing at local level**: We will champion the voices of our school community and stakeholders.
- ***Those governing at local level**: We will establish effective working relationships with trustees.
- ***Trustees**: We will engage with, and be accountable to, those governing at local level.
- *Trustees: We will respect the remit of, and engage constructively with, relevant authorities, sector bodies and other trusts.
- 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 not reveal the details of any Board of Trustees, committee or LGB 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 LGB business.

Declare conflicts of interest and be transparent

- We will record any business, personal or other interest (including those related to people we are connected with) that we have in connection with the Board of Trustees, committee or local governing body'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 declare any gifts worth more than £25 and record them on the gifts and hospitality register in line with the Trust Gifts and hospitality policy. We will not accept bribes.
- 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 governing body.
- 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 Trustees and LGB 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.
- We accept that information about Trustees will be published on Companies House
- We accept that diversity data may be collected from us to publish on the Trust/academy website, which could include information on any of the 9 protected characteristics in the Equality Act 2010.
    - We understand that providing this information is voluntary and if we have already provided this information we are able to request it be removed from any reporting.

Ceasing to be a trustee, committee or local governor

- We understand that the requirements relating to confidentiality will continue to apply after a trustee, committee or LGB 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 LGB 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 LGB member, such as the vice chair will investigate.

Status	Final version
Approval date	October 2024
Approval authority	Board of Trustees
Next review date	October 2025