



# Code of Conduct for Members, Trustees and Local Governors

Together we **Exceed**



This code sets out the expectations on and commitment required from Members, Trustees and Local Governors. In addition, it is expected that everyone involved in the governance of Exceed Academies Trust will abide by the Principles of Public Life, as set out on page 3, and the [Framework for Ethical Leadership in Education](#) which outlines principles that support ethical decision-making and challenge unethical behaviour.

## Focus on functions

The Members have a similar role to shareholders of a company limited by shares. They are responsible for the appointment of the majority of Trustees and have a role in monitoring and ensuring that the Trustees are fulfilling their responsibilities effectively.

Everyone in a governance role within the Trust will focus on the core purpose:

- Strategic leadership: defining a vision, fostering a culture and championing the strategy
- Accountability and assurance: providing robust and effective oversight of operations and performance
- Engagement: strategic oversight of relationships with stakeholders

Local Governors support the Trustees in focussing on the core functions at a local level.

Trustees agree to follow the [charity governance code](#) and Local Governors recognise and support the principles set out in the [charity governance code](#).

All Members, Trustees and Local Governors will apply the highest standards and will:

1. act within their 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 an individual Member, Trustee or Local Governor, collectively:

### Fulfil our role & responsibilities

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
2. We will fulfil our role and responsibilities as set out in our scheme of delegation.
3. We will develop, share and live the ethos and values of our trust/school(s).
4. We agree to adhere to school/trust policies and procedures.
5. We shall fully cooperate with individual requests that are necessary to ensure organisational compliance, such as disclosure and barring or right to work checks
6. We will work collectively for the benefit of the trust/school(s).
7. We will be candid but constructive and respectful when holding senior leaders to account.
8. We will consider how our decisions may affect the trust/school(s) and local community.
9. We will stand by the decisions that we make as a collective.
10. 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.
11. We will only speak or act on behalf of the board if we have the authority to do so.

12. *(Trustees)* We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
13. When making or responding to complaints we will follow the established procedures.
14. We will strive to uphold the trust's/school's reputation in our private communications (including on social media).
15. We will have regard to our responsibilities under [The Equality Act](#) and will work to advance equality of opportunity for all.
16. *(Local Governors)* We will act as the local ambassadors for our trust.

### **Demonstrate our commitment to the role**

1. We will involve ourselves actively in the work of the board, and accept our fair share of responsibilities, serving on committees or working groups where required.
2. We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
3. We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
4. We will get to know the trust/school(s) well and respond to opportunities to involve ourselves in trust/school activities.
5. We will visit the school(s) and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
6. When visiting a school in a personal capacity (for example as a parent or carer), we will continue to honour the commitments made in this code.
7. 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**

1. We will develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
2. We will champion the voices of our school community and stakeholders.
3. We will establish effective working relationships with Members/Trustees/Governors.
4. *(Trustees)* We will engage with and be accountable to those governing at local level.
5. *(Trustees)* We will respect the remit of, and engage constructively with, relevant authorities, sector bodies and other trusts.
6. We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
7. We will work to create an inclusive environment where each board member's contributions are valued equally.
8. We will support the chair in their role of leading the board and ensuring appropriate conduct.

### **Respect confidentiality**

1. We will observe complete confidentiality both inside and outside of the trust/school when matters are deemed confidential or where they concern individual staff, pupils or families.
2. We will not reveal the details of any governing board vote.
3. We will ensure all confidential papers are held and disposed of appropriately.
4. We will maintain confidentiality even after we leave our role.

### Declare conflicts of interest and be transparent

1. We will declare any business, personal or other interest that we have in connection with the board's business and these will be recorded in the Register of Business Interests.
2. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
3. If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
4. We accept that the Register of Business Interests will be published on the school's/trust's website.
5. We will act in the best interests of the school/trust as a Member/Trustee/Governor and not as a representative of any group.
6. 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's/school's website.
7. We accept that information relating to board members will be collected and recorded on the DfE's national database (Get information about schools), some of which will be publicly available.

We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions.

### The seven principles of public life

(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.

**Integrity** - Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

**Objectivity** - Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

**Accountability** - Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

**Openness** - Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing

**Honesty** – Holders of public office should be truthful

**Leadership** – Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.