



CODE OF CONDUCT FOR DIRECTORS AND GOVERNORS

This Code of Conduct sets out the expectations of and commitment required from Directors and Governors in order for the Board of Directors/Local Governing Bodies to properly carry out its work within the school and the community.

The Code applies to all Directors/and governors.

This code was approved by the Board of Directors on: 6th February 2019

This Code should be read in conjunction with the relevant law and for academies, their articles of association and agreed scheme of delegation. It should be adapted as appropriate depending on the governance setting and level of delegation.

The Learning Partnership Trust Code of Conduct for the Board of Directors and Local Governing Bodies

The Board of Directors has adopted the following principles and procedures:

Purpose of the Board of Directors

The Board of Directors is the key strategic decision making body in the school, setting the strategic framework and ensuring it meets all its statutory duties. Raising achievement is at the heart of a board's strategic role; every child has the right to attend a good school.

The Board of Directors has the following core strategic functions:

Establishes the strategic direction by:

- setting the vision, values, and objectives for the Trust
- agreeing the school improvement strategy with priorities and targets
- meeting statutory duties

Ensures accountability by:

- appointing the headteachers
- monitoring progress towards targets
- performance managing the headteachers
- engaging with stakeholders (including parents & pupils)
- contributing to school self-evaluation

Ensuring financial probity by:

- setting the budgets
- monitoring spending against the budgets
- ensuring value for money is obtained
- ensuring risks to the organisation are managed

For Trust Board/Local Governing Bodies to carry out their roles effectively, Directors and Governors must be:

- prepared and equipped to take their responsibilities seriously
- committed to the key characteristics and behaviours expected of the role, as set out in [A Competency Framework for Governance \(DfE 2017\)](#)
- acknowledged as the accountable body by the lead professionals
- supported by the appropriate authorities in that task
- willing and able to monitor and review their own performance

The role of a Director/Governor:

In law, the Board of Directors/Local Governing Body is a corporate body which means:

- No Director/Governor can act on his/her own without proper authority from the full Board of Directors/Local Governing Body.
- All Directors/Governors carry equal responsibility for decisions made.
- Although appointed through different routes, the overriding concern of all Directors/Governors has to be the welfare of the Trust/school as a whole. The Board of Directors/local Governing Bodies should be alert to the risk of becoming dominated by one particular mind-set or strand of opinion.

As individuals on the Board of Directors/Local Governing Body, we agree to the following:

Role & Responsibilities

- We understand the purpose of the Board of Directors/Local Governing Body and the role of the headteacher
- We are aware of and accept the Seven Nolan Principles of Public Life (see Appendix 1)
- We accept that we have no legal authority to act individually, except when the Board of Directors/local Governing Body has given us delegated authority to do so, and therefore we will only speak on behalf of the Board of Directors/Local Governing Body when we have been specifically authorised to do so
- We accept collective responsibility for all decisions made by the Board of Directors/Local Governing Body or its delegated agents. This means that we will not speak against majority decisions outside the Board of Directors/Local Governing Body meetings
- 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 schools. Our actions within our schools and the local community will reflect this
- We will always use social networking sites responsibly and ensure that neither our personal/professional reputation, nor the school's reputation is compromised by inappropriate postings
- We will promote tolerance of and respect for those of different faiths and beliefs, races, genders, ages, disability and sexual orientation

- In making or responding to criticism or complaints affecting the school we will follow the procedures established by the Board of Directors
- We will support the headteachers and senior leadership teams but challenge their expectations and hold them to account for school performance

Commitment

- We acknowledge that accepting office as a Director/Governor involves the commitment of significant amounts of time and energy
- We will each involve ourselves actively in the work of the Board of Directors/Local Governing Body and accept our fair share of responsibilities, including service on committees or working groups
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to do so
- We will get to know the school well and respond to opportunities to involve ourselves in school activities
- We will visit the school, with all visits to school arranged in advance with staff and undertaken within the framework established by the Board of Directors and agreed with the headteacher
- We will demonstrate commitment to continually developing our knowledge and skills and keeping them up to date. This includes our ability to understand and interpret educational and financial data
- We accept that in the interests of openness and transparency, our full names, date of appointment, term 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 school's website. We accept that personal information will also be published on DfE [Get Information about Schools \(GIAS\)](#) system. This is to help increase transparency on who governs our schools
- We accept that we are required to hold an Enhanced Criminal Records Certificate (ECRC)

Relationships

- We will strive to work as a team in which constructive working relationships are actively promoted
- We will express views openly, courteously and respectfully in our communications with other Directors/Governors
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times
- We are prepared to answer queries from other Directors/Governors in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved

- We will seek to develop effective working relationships with our headteacher(s), staff and parents, the local authority, and other relevant agencies and the community

Confidentiality

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside and outside the school
- We will exercise the greatest prudence at all times when discussions regarding school business arise outside a governing board meeting.
- We will not reveal the details of any Board of Director/Local Governing Body vote

Data Protection

Under the Data Protection Act 2018, accountability is a data protection principle, which makes the Board of Directors/Local Governing Bodies responsible for complying with the GDPR and states that governors must be able to demonstrate compliance.

- We will strive to ensure each school's overall compliance with the data protection regulations
- We will ensure that appropriate technical and organisational measures are in place across the school to protect any data that it holds
- We will engage in data protection training at least annually
- We will monitor compliance with the GDPR in the following ways:
 - Implementing internal data protection policies
 - Conducting staff training
 - Regularly reviewing internal HR policies
 - Maintaining relevant documentation on processing activities
 - Appointing a Data Protection Officer (DPO)
 - Implementing measures that meet the principles of data protection by default, including data minimisation and transparency
 - Using data protection impact assessments (DPIAs) where appropriate (e.g. if you are using new technologies and the processing is likely to result in a high risk to the rights and freedoms of individuals)
 - Taking a 'data protection by design and default' approach
- We will be familiar with, and act in accordance with, the school's Data Protection Policy, conducting reviews with the assistance of the headteacher and the DPO as appropriate.

Conflicts of Interest

- 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 Directors' Local Governing Bodies 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 school'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 school(s) as a whole and not as a representative of any group, even if elected to the governing board

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 Directors may suspend Directors and Governors but suspension 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 governor, such as the vice chair will investigate
- Any elected or appointed Director/Governor removed from the office by ordinary resolution of the members in accordance with the [Companies Act 2006](#) is disqualified from holding or continuing to hold office as a Director/Governor of that school

Directors/Governors will sign the Code of Conduct at the first Directors/Local Governing Body meeting of each school year.

The Board of Directors adopted this Code of Conduct on 6th February 2019.

Undertaking:

As a member of the Board of Directors/Local Governing Body I will always have the achievement and well-being of the children and the reputation of the school at heart; I will do all I can to be an ambassador for the school, publicly supporting its aims, values and ethos; I will never say or do anything publicly that would embarrass the school, the Board of Directors, the Local Governing Body, the headteacher or staff.

Signed:

Printed Name:

Date:

Appendix 1

The Seven Principles of Public Life

(Originally published by the Nolan Committee)

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

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.

Appendix 2

Legal framework

The Code of Conduct has due regard to all relevant legislation including, but not limited to, the following:

- The Children Act 1998
- The Children Act 2004
- The Education Act 2011
- The Childcare (Disqualification) and Childcare (Early Years Provision Free of Charge) (Extended Entitlement) (Amendment) Regulations 2018
- The Childcare Act 2006
- Protection of Freedoms Act 2012
- The Data Protection Act 2018
- The General Data Protection Regulation (GDPR)
- The School Governance (Constitution) (England) Regulations 2012
- The Charities (Protection and Social Investment) Act 2016

The Code of Conduct also has due regard to guidance including, but not limited to, the following:

- DfE Governance Handbook (2017)
- Keeping Children Safe in Education (2018)
- The constitution of governing bodies of maintained schools (2017)
- Charity Commission CC3 – The essential trustee: what you need to know, what you need to do