

Code of Conduct for the Trust's Governance Community

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This policy will be subject to ongoing review and may be amended prior to the scheduled date of the next review in order to reflect changes in legislation, statutory guidance, or best practice (where appropriate).

Contents

1.	Executive summary	4
2.	Aims, scope and principles	4
3.	The 7 Nolan principles of public life	5
4.	Standards	6
5.	Our responsibilities	6
6.	Working with others	8
7.	Commitment to the role	8
8.	Openness and transparency	9
8.1.	Conflicts of interest	9
8.2.	Publishing information	9
9.	Confidentiality	10
9.1.	Breaches of confidentiality	11
10.	Data protection	11
10.1.	Personal data breaches	11
11.	Social media	11
12.	Maintaining the reputation of the Trust	12
13.	Monitoring arrangements	12
14.	Links with other policies	12
15.	Failure to comply with the code of conduct	12
15.1.	Stage 1	12
15.2.	Stage 2	13
15.3.	Designated Chairs	13
16.	Declaration	13

1. Executive summary

This section sets out a summary of the key expectations and commitments for those in our governance community.

All Members, Trustees and LAB/Committee members will be required to:

- Carry out their role(s) with honesty and integrity, and help to ensure that;
 - The Trust and its various schools are an environment where everyone is safe, happy, and treated with respect.
 - Achievement and well-being of our pupils is at the heart of what we do.
 - Governance expectations are met, and
 - The Reputation of the Trust/school is maintained.
- Follow the 7 Nolan principles of public life.
- Review and commit to the Code of Conduct on an annual basis in the autumn term (or on appointment for new appointees).
- Understand and respect the distinction between the role and responsibilities of the governance community and those of the senior executive and School Leaders.
- Operate and make decisions in the best interests of pupils.
- Fully co-operate with requests to ensure organisational compliance, including completion of:
 - DBS declarations.
 - Annual and interim changes to declarations of interests.
 - Mandatory training, e.g. safeguarding.
- Make every effort to attend all meetings. In general terms, a minimum attendance of 66% is expected before continued membership is reviewed.
- Arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution.
- Promote the success of the Trust.
- Exercise independent judgement.
- Strive to uphold the Trust's reputation in our private communications (including on social media).

Failure to follow the code of conduct may result in action being taken, as set out in section 15.

2. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all those involved in the governance arrangements of the Eden Academy Trust (the Trust) to follow.

By creating this code of conduct, we aim to ensure that our governance community (Members, Trustees, Committee and Local Advisory Board (LAB) members) carry out their roles with honesty and integrity, and help us to ensure that the:

- Trust and its various schools are an environment where everyone is safe, happy, and treated with respect
- Achievement and well-being of our pupils is at the heart of what we do
- Governance expectations are met, and
- reputation of the Trust and its schools are maintained.

The code is based on the DfE's new [Academy Trust Governance Guide](#) and the NGA's model code of conduct. It should be read alongside our constitutional documents, the Articles of Association and Governance Charter, including the scheme of delegation.

All Members, Trustees and LAB/Committee members will be required to review and commit to the Code of Conduct on an annual basis in the autumn term (or on appointment for new appointees).

Failure to follow the code of conduct may result in action being taken, as set out in section 15.

Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, Members, Trustees, Committee and LAB members will use their judgement and act in the best interests of the Trust/school and its pupils.

3. The 7 Nolan principles of public life

As Members, Trustees, Committee and LAB members, 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 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 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 and will submit ourselves to the scrutiny necessary to ensure this.
- **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 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.

4. Standards

We will apply the highest standards and will:

- Act within our powers
- Promote the success of the Trust
- Exercise independent judgement
- Exercise reasonable care, skill and diligence
- Avoid conflicts of interest
- Not accept benefits from third parties
- Declare any interests in proposed transactions or arrangements

5. Our responsibilities

The roles and responsibilities of members of the Trust's governance community are set out in the Governance Charter.

To do these roles effectively, as individuals we will:

- Understand and respect the distinction between the role and responsibilities of the Members, Trustees, Committees of the Trust Board, Local Advisory Boards and those of the senior executive and School Leaders.
- Fulfil our role and responsibilities as set out in the Governance Charter and Scheme of Delegation.
- Set and maintain an ethos of high expectations for everyone in the school community, including in the conduct and professionalism of the Board of Trustees (the Board) and its committees, including Local Advisory Boards (LABs).
- Preserve and develop the character, ethos and values of the Trust and of its individual schools.
- Uphold 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, the local community, the local authorities and ESFA).
- Adhere to Trust and school policies and procedures, and the procedures of the Board as set out in relevant legislation, statutory guidance, and the Trust's constitutional documents.

- Fully co-operate with individual requests that are necessary to ensure organisational compliance, such as disclosure and barring (including initial and updated DBS/Section 128 checks), right to work checks or the declaration of interests. Please note that failure to comply with such compliance requirements will mean that you will be deemed to be in breach of this code of conduct and steps may be taken to remove you from your position(s) within our governance arrangements.
- Only speak or act on behalf of the Trust Board if we have the authority to do so.
- (Trustees) Fulfil our responsibilities as a good employer, acting fairly and without prejudice.
- (LAB members) Act as local ambassadors for the school and the Trust.
- When making or responding to complaints, we will follow the established procedures.
- Strive to uphold the Trust's reputation in our private communications (including on social media).
- Have regard to our responsibilities under The Equality Act and will work to advance equality of opportunity for all.
- Take responsibility for our self-evaluation, regularly reviewing our Board, Committees' and LABs' performance, constitution, and skillset.
- Take part in any training or development in required areas (e.g. safeguarding) or to fill any gaps in the skills we need for effective governance. Please note that failure to comply with any mandatory training such as safeguarding, will mean that you will be deemed to be in breach of this code of conduct and steps may be taken to remove you from your position(s) within our governance arrangements
- Understand that where responsibility has been delegated, the Board 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 all offers of gifts or hospitality worth more than £50 and record them on the gifts and hospitality register under the terms of the Trust's relevant policy, whether they are accepted or declined. We will not accept bribes.
- We will work to actively identify and manage risks to the Trust and its schools.

6. Working with others

We will:

- Develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
- Champion the voices of our school community and stakeholders (LAB members)
- Establish effective working relationships between the governance tiers
- (Trustees) Respect the remit of, and engage constructively with, relevant authorities, sector bodies and other trusts.
- Express views openly, courteously and respectfully in all our communications with each other and staff both inside and outside of meetings, and respecting each other's views.
- Work to create an inclusive environment where each member's contributions are valued equally.
- Support the Chair in their role of leading the Board, committee or LAB and ensuring appropriate conduct.
- (Trustees) Support and strengthen Trust leadership by providing constructive challenge to leaders and holding them to account.
- Respect the role of the senior executive and school leaders and avoid routine involvement in operational matters.
- 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.

8

7. Commitment to the role

We:

- Will make every effort to attend all meetings and where we cannot attend, we will explain our valid reason and give suitable notice. In general terms, a minimum attendance of 66% is expected before continued membership is reviewed.
- Will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution, observe protocol and make informed contributions based on facts, evidence or experience.
- Understand and accept the time and workload commitments of the role.
- Understand that work should be shared and that all Members, Trustees, Committee and LAB members are expected to take an active role and accept our fair share of responsibilities, serving on committees or working groups and panels where required.

- Will, as LAB members, get to know the school well and welcome opportunities to be involved in school activities. 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.
- Will attend any training or development activity (including safeguarding) needed to ensure the Board, committee or LAB has a wide range of skills and expertise.

8. Openness and transparency

8.1. Conflicts of interest

To ensure our Board and delegated committees takes impartial decisions and our committees/ LABs offer advice without bias, we will:

- Declare any business, personal or other interest that we have in connection with the Board or school's business, and these will be recorded in the Register of Interests. We will complete the annual declaration and update changes to this during the year as necessary.
- 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.
- We will act as a Trustee, committee or LAB member; not as a representative of any group.

8.2. Publishing information

To ensure our governance arrangements are 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 Trust website](#) to ensure transparency in accordance with the requirements of the Academy Trust Handbook.

The Trust must also publish on its website, up-to-date details of its governance arrangements in a readily accessible format, including:

- The structure and remit of the Members, Board of Trustees, and its committees (the Trust's scheme of delegation for governance functions), and the full names of the chair of each
- For each Member serving at any point over the past 12 months their;
 - full names
 - date of appointment
 - date they stepped down (where applicable), and
 - relevant business and pecuniary interests including governance roles in other educational institutions
- For each Trustee serving at any point over the past 12 months, their;

- full names
 - date of appointment
 - term of office
 - date they stepped down (where applicable)
 - the appointing body
 - email address
 - relevant business and pecuniary interests including governance roles in other educational institutions, and
 - attendance records at Board and Committee meetings over the last academic year.
- For LAB members, their names and relevant business and pecuniary interests will be published on the school website.
 - Information about Members, Trustees and Committee members will be published on [Get information about schools](#) and/or Trust/school website(s) as necessary/appropriate.
 - Information about Trustees will be published on [Companies House](#).
 - Approved Board minutes and any agenda and papers considered at a meeting will be made available to any interested person, with minutes published on the Trust's website. Agreed LAB minutes will also be published on the individual schools' website. Confidential minutes and papers will not be made publicly available.

9. Confidentiality

We are sometimes privy to sensitive information in the course of our role. 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 Members, Trustees, committee or LAB members' 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.

9.1. Breaches of confidentiality

In the event of a breach of confidentiality, we will inform the relevant Chair as soon as possible who will investigate the matter further.

Trustees, committee and LAB members understand that if they breach confidentiality, they may be suspended or removed from their position.

10. Data protection

We will follow the Trust's [IT and online safety](#), [ICT Usage](#) and [data protection](#) policies 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.

10.1. Personal data breaches

We will inform the Trust's data protection officer immediately if we believe that there has been a personal data breach.

11. Social media

We will abide by any requirements set out in the Trust's social media policy including:

- Upholding the reputation of the Trust and schools.
- Maintaining a professional presence online and carefully consider how we interact with the school community.
- Reviewing privacy settings regularly to make sure we are happy with the information about us that is publicly available.
- Reporting any incidents of harassment- we experience or see towards Members, Trustees, committee or LAB members to the Chair of the Board (and to the Chair of the LAB and Headteacher for LAB members).

We will not:

- Accept friend requests from pupils. Any parent with a child at an Eden school who is involved in the governance arrangements (Member, Trustee, LAB or committee member) will exercise due caution if receiving friend requests or invitations to join any private parent groups associated with the Trust or one of its schools. No other Member, Trustee, LAB or committee member will accept such invitations or join such groups.
- Disclose any information which is confidential or would breach data protection principles.
- Make comments online about any Member, Trustee, committee or LAB member, any staff member, pupil or their parents, or member of any other school community.

- [Post any inappropriate/offensive language, images or comments on social media](#) that may bring The Trust or one of its schools into disrepute.

12. Maintaining the reputation of the Trust

We ask all those looking to join us as an Academy Member or Trustee, for explicit confirmation that there is nothing in their professional or personal life that would damage the reputation of the Trust and to consent to a basic open-source check, which means looking at Google and any common social media (e.g. Facebook, Instagram, Twitter and LinkedIn).

Those joining as Local Advisory Board members or independent committee members will also be asked as part of the appointment process, to confirm that there is nothing in their professional or personal life that would damage the reputation of the Trust or the school.

Following appointment, all those who serve in any of our governance groups/tiers are asked to notify the Chair of the Board of Trustees, Chair of the Members, committee/LAB Chair or Head as appropriate in the event of any issue occurring which they may feel may fall into this category during their tenure. Advice can be sought from the Trust's governance professional.

13. Monitoring arrangements

This code of conduct will be reviewed and agreed annually by the Chair of the Board of Trustees, and a representative of the Members, upon significant changes to the law, or as deemed appropriate.

12

14. Links with other policies

This policy links with our other policies including:

- [Safeguarding](#)
- [Conflicts of interest](#)
- [Gifts and hospitality](#)
- [IT and online safety](#)
- [ICT Usage](#)
- [Data protection](#)
- [Scheme of delegation](#)

15. Failure to comply with the code of conduct

Where it is suspected that a Member, Trustee, committee or LAB member has breached the code of conduct, or there is cause for concern about an individual's conduct, the following procedures will apply.

15.1. Stage 1

The designated Chair (see table at 13.3 below) will investigate and, if appropriate, hold a meeting with the Member, Trustee or LAB/committee member to discuss

the issue. The individual will be informed that stage 1 is being implemented and will be given a copy of the code. The outcome of any such meeting may include reminding the individual of expectations based on this code of conduct and support, mentoring or training.

Where the matter is deemed to be sufficiently serious by the designated Chair, it can be escalated directly to stage 2.

15.2. Stage 2

If the breach is considered sufficiently serious or there is no improvement in the individual's behaviour, then the matter will be escalated to the Chair of Trustees or Chair of Members as appropriate. The outcome of any such escalation may include:

- A further resetting of expectations;
- Additional support, mentoring or training;
- A further review under stage 1 or stage 2 as appropriate after an agreed timeframe;
- A mutual decision to stand down from their position; or
- Removal of the individual from their position.

The Chair of Trustees will decide on any removal of a LAB or committee member, in conjunction with the relevant LAB or committee Chair, CEO and Headteacher/Head of School (for LAB members). Details for the removal of Member or Trustees are set out in the Articles of Association. The process for removal of a Trustee is further detailed in the Members' procedure document.

15.3. Designated Chairs

Individual	Designated Chair	Escalation or where issue relates to the designated Chair
Member	Designated Member	Chair of Trustees ¹
Trustee	Chair of Trustees	Designated Member
Committee member	Committee Chair	Chair of Trustees
LAB member	LAB Chair	Chair of Trustees

16. Declaration

I have reviewed and agree to abide by the Eden Academy Trust's Governance Code of Conduct. I declare I will carry out my role(s) with honesty and integrity, and help to ensure that:

- The Trust and its various schools are an environment where everyone is safe, happy, and treated with respect;

¹ Only where the issue relates to the Designated Member

- Achievement and well-being of our pupils is at the heart of what we do;
- Governance expectations are met; and
- The Reputation of the Trust/school is maintained.

Signed:

Name:

Date:

Note: This declaration will be made online via the Trust's Governance Compliance Portal