



Code of Conduct for Governance

Document date: September 2023



Together, pursuing life in all its fullness

Version	Date	Author	Changes
V1	June 2021	Louise Beale	New Issue in line with new governance structures
V2	September 2023	Louise Beale	Updated cod of conduct

Review Date September 2023

Review frequency	2 years
Review date	September 2025
Ratified by	Trust Leadership Team Diocese Board of Education
Date of ratification	11 th September 2023
Lead/owner	Head of Operation and Compliance
Target audience	Members, Directors and AGC members
Document reference	POL-GV01

The electronic version is the definitive version of this document.

1.0 PURPOSE

The purpose of this code is to ensure that Academy Trust Directors and Academy Governance Committee Members understand what is expected of them and to ensure that the historic foundation of the academy is upheld as set out in the academy articles of association.

The work and mission of all CofE majority MATS is underpinned and framed by the gospel imperative set out in the words of Jesus 'love one another as I have loved you.' and 'I came that they may have life and life in all its fullness' and the pertinent quote from the book of Esther, 'For such a time as this.' This is embodied in the Church of England's vision of education which can be found at <https://www.churchofengland.org/media/2532839/2016-church-of-england-vision-for-education-web-final.pdf>

Governance across the Trust is enacted by the non-executive team of:

- The Members
- Directors
- Board Committee members (including Academy Governance Committees)

In accordance with the Scheme of Delegation, they hold the responsibility to:

- Develop and uphold the Christian distinctiveness of the trust/academy and promote high standards ensuring that students' holistic well-being is supported and they are attending a successful school that provides a good education.
- Challenge and support the trust/academy by monitoring, reviewing and evaluating progress against targets and ensuring good financial management of trust/academy funds.
- Hold executive leaders to account for the educational performance of pupils and the performance management of staff
- Oversee financial performance ensuring money is well spent.
- Ensure the voices of stakeholders are heard.

2.0 PRINCIPLES AND PROCEDURES

All individuals involved in all levels of governance accept the following principles and procedures.

2.1 General

- We understand the charitable object of the Trust as defined by clause 4 of the Articles of Association of the Trust.

The Company's object ("the Object") is specifically restricted to the following: to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing by establishing, maintaining, carrying on, managing and developing Academies which shall offer a broad and balanced curriculum and which:

- *(i) shall include Church of England Academies ("Church Academies" and each a "Church Academy") designated as such which shall be conducted in accordance with the principles, practices and tenets of the Church of England both generally and in particular in relation to arranging for religious education and daily acts of worship, and*
- *(ii) may include other Academies whether with or without a designated religious character;*

but in relation to each of the Academies to recognise and support their individual ethos, whether or not designated Church of England.

Where an Academy is designated as or recognised as a Church Academy, in relation to the ethos and religious education provided at the academy the Directors shall have regard to any advice and follow any directives issued by the Diocesan Corporate Member.

- We understand the purpose of the Members, the Board, its committees including Academy Governance Committees and the Trust Leadership Team and Headteacher as set out in the Articles of Association, the Governance Structures and Schemes of Delegation for the Trust.
- We are aware of and accept the Nolan seven principles of public life (see appendix).
- We will work to ensure that Christian distinctiveness is embedded throughout the Trust and its academies by working within the SIAMS framework to ensure every CofE school is a Good Church School.
- We accept that we have no legal authority to act individually and therefore we will only speak on behalf of the Committee when we have been specifically authorised to do so.
- We understand that all decisions must be taken in line with the Trust's guidance and Schemes of Delegation.
- We understand that we have a duty to act fairly and without prejudice and, in so far as we have responsibility for staff (in accordance with the Scheme of Delegation), we will fulfil all that is expected of a good employer.
- We will encourage open governance and will act appropriately.
- We accept collective responsibility for all decisions made by our committee. This means that we will not speak against majority decisions outside of the meeting.
- We will consider carefully how our decisions may affect the community and the Diocese and the local parish as well as the Trust and its academies.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of the Trust and its academies. Our actions within the academy and the local community will reflect this.
- In making or responding to criticism or complaints affecting the Trust or its academies we will follow the procedures established by the Trust.
- We will actively support and challenge the academy Senior Leadership and Trust Leadership Teams.
- We will accept and respect the difference in roles between governance roles and staff, ensuring that we work collectively for the benefit of the Trust and its academies.
- We will respect the role of the academy Senior Leadership and Trust Leadership Teams 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 rules, policies and procedures of the Trust as set out by the relevant governing documents and law.
- When formally speaking or writing in our governance 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 uphold the reputation of the academies and Trust.

2.2 Commitment

- We acknowledge that accepting office involves the commitment of significant amounts of time and energy, which are set out in the Terms of Reference for the committee.
- We will each involve ourselves actively in the work of the Trust and committee, and accept our fair share of responsibilities, including service on working groups.

- We will not go beyond our duties or act outside of the powers of authority conveyed on us, and acknowledge that were we to do so we could be held liable to the Trust and/or third parties.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance in full why we are unable to.
- We will get to know the academy(s) well and respond to opportunities to involve ourselves in activities at the academy(s) with an expectation that all AGC members will attend events and/or visit school (ideally at least once each term).
- Our visits to the academy(s) will be arranged in advance with the staff and undertaken within the framework established by the Trust and agreed with the Headteacher.
- When visiting an academy in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility for governance.
- We will consider seriously our individual and collective needs for training and development, and will undertake relevant training.
- We are committed to actively supporting and challenging the Headteacher, the academy Senior Leaders, Trust Leadership Team and/or the Trust Board.
- We are committed to working with the Trust to support the academies.
- We are committed to upholding the Christian Ethos of the academies and the Trust.
- We accept that in the interests of open governance our full names, dates of appointment, terms of office, governance roles, attendance records, relevant business and pecuniary interest, category of appointment and the body responsible for appointing us will be published on the Trust and/or academies websites and also logged on the Department for Education national database (Get Information About Schools).

2.3 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 all our communications with other members of governance and academy and Trust staff, both in and outside of meetings.
- 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 committee members 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 recognise that the roles of Member, Director, AGC member, staff member and volunteers in academies are different. If also a staff member and/or volunteer in the academy we will maintain the separation of our roles.
- We will seek to develop effective working relationships with the Headteacher, staff, parents, local Parish, the Trust central team, Diocesan Board of Education, Local Authority and other relevant agencies and the community.

2.4 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 its academies.
- We will exercise the greatest prudence at all times when discussions regarding academy/ Trust business arise outside a meeting.
- We will not reveal the details of any vote.
- We understand the overall requirements of data protection and the various policies and procedures that have been implemented to ensure compliance.
- We will use the Trust issued email address and will ensure that all confidential papers and documents are held within Trust systems such as Sharepoint and disposed of appropriately if printed.
- We understand that the requirements relating to confidentiality will continue to apply after leaving office.

2.5 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 business in the Register of Business Interests. We accept that the Register of Business Interests will be published on the Trust and/or academies website(s).
- We will declare any pecuniary interest - or a personal interest which could be perceived as a conflict of interest - in a matter under discussion at a meeting and will offer to leave the meeting for the appropriate length of time.
- 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 and its academies and not as a representative of any group or committee.

2.6 Breach of this code of practice

- If we believe this code has been breached, we will raise the issue with the Chair of the committee. The issue raised will be investigated in accordance with stage 1 of the table below, seeking to resolve any difficulties or disputes constructively; suspension/removal will only be used as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Where the difficulties or disputes have not been resolved at stage 1, a panel will be convened to review the concerns raised in accordance with stage 2 of the table.

Breach by	Stage 1	Stage 2
AGC member	AGC Chair	Panel of Directors
AGC Chair	Director	Panel of Directors
Director	Chair of the Board	Panel of Members

- The aim of a panel hearing, which needs to be held in private, will always be to resolve the complaint and achieve reconciliation. However, where the breach of this code of practice is deemed to be of a serious nature or injurious to the reputation of the Trust or

its academies, discussions may lead to consideration of suspension of the individual concerned, or in some circumstances a recommendation for their removal from the Board or committee.

2.7 Undertaking:

As a part of the governance structure of the Diocese of Coventry Multi Academy Trust, I will always have the well-being of the children and the reputation of the Trust and its academies at heart. I will do all I can to be an ambassador for the Trust and its academies, and I will uphold the charitable object of the Trust, publicly supporting its aims, values, Christian ethos and the commitments set out in this Code.

Signed:

Date:

Printed Name:

Appendix: The Seven Principles of Public Life

(originally published by the Nolan Committee: The Committee on Standards in Public Life, to consider standards of conduct in various areas of public life)

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.