



TRUST BOARD Code of Conduct

SERVE CHALLENGE EMPOWER

Document Control

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TCAT Lead	MA

This policy is a Trust-wide policy and applies without exception to all Members and Trustees of the Trust.

Executive Summary

This document outlines the policy for the conduct and behaviour of the members and trustees of the Trust, who are expected to uphold the highest standards of integrity, honesty, and accountability. The policy is based on the 7 principles of public life, which are selflessness, integrity, objectivity, accountability, openness, honesty, and leadership. The policy also provides guidance on how to avoid conflicts of interest, declare gifts and hospitality, and report any breaches of the policy. The purpose of the policy is to ensure that the Trust operates in a transparent, ethical, and lawful manner, and maintains the trust and confidence of its stakeholders and the public.

The document has been updated as follows:

- Change the formatting to adopt the latest Trust policy proforma
- Update the reference to the Academies trust governance guide
- Update the method of adoption by Trustees and Members
- Confirm the three year review period

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1. Aims, scope and principles

- 1.1 This policy aims to set and maintain standards of conduct that we expect all trustees and members to follow. The term 'trustee' is used to refer to both Trustees and Members of the trust.
- 1.2 By creating this policy, we aim to ensure that trustees carry out their role with honesty and integrity, and help us to ensure we create an environment where everyone is safe, happy and treated with respect.
- 1.3 The code is based on the [Academy trust governance guide - Guidance - GOV.UK \(www.gov.uk\)](https://www.gov.uk/guidance/academy-trust-governance-guide). It should be read alongside our constitutional documents - our articles of association, funding agreement and scheme of delegation.
- 1.4 Failure to follow the code of conduct may result in disciplinary action being taken, as set out in the appendix.
- 1.5 Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, trustees will use their judgement and act in the best interests of the multi-academy trust and its pupils.

2. The 7 principles of public life

- 2.1 As trustees, 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 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. To make sure of this, we will be scrutinised where necessary
 - 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 actively promote and support the above principles and will challenge poor behaviour wherever it happens

3. Trustees' responsibilities

- 3.1 The core functions of our Trust Board are to:

3.2 Ensure clarity of vision, ethos and strategic direction

- Set a clear and explicit vision.
- Ensure strong and clear values and ethos are defined and modelled by the board.
- Set a strategic framework for the Trust and all its academies, defining medium to long-term goals and processes to monitor and review progress.
 - Ensure mechanisms are in place for the board to listen, understand and respond to the voices of parents, pupils, staff and the local community.

3.3 **Hold the CEO and senior Trust leadership to account for the educational performance of the organisation and its pupils, and the management of staff**

This will take place through:

- A rigorous analysis of pupil progress and attainment.
- Clear processes for overseeing and monitoring academy improvement.
- A transparent system for the performance management of the Trust senior leaders.
- Effective oversight of the performance of all other employees.
- A regular cycle of meetings.

3.4 **Ensure the sound, proper and effective use of the resources of the Multi-Academy Trust**

The Trust Board is responsible for making sure the Trust's money is well spent with effective controls for managing within available resources. They should do this by ensuring they have at least one Trustee with specific skills and experience of financial matters, but everyone on the board should have a basic understanding of the financial cycle and legal requirements.

3.5 The Trust Board should play a strategic role and leave the running of the academies within the Trust to the Chief Executive Officer and Principals/ Headteachers they have appointed. The Trust Board must not interfere in the day-to-day running of the academies.

In order to do this effectively, as individuals we will:

- Understand and respect the distinction between the [role and responsibilities of the board](#) and those of the Trust senior leaders
- Set and maintain an ethos of high expectations for everyone in the trust community, including in the conduct and the professionalism of the board itself
- Preserve and develop the character and religious character of the trust
- Not undermine 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 and the local authority)
- Follow the trust's policies and procedures, and the procedures of the board as set out in relevant legislation, statutory guidance, and the trust's constitutional documents
- Take responsibility for our [self-evaluation](#), regularly reviewing our board's performance, constitution and skillset

- Take part in any [training or development](#) required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the board as a whole 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 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 gifts (except those of low intrinsic value) and record them on the gifts and hospitality register. We will not accept bribes.
- We will work to actively identify and manage risks to the trust

4. Working with others

4.1 We will:

- Support and strengthen academy leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the Trust senior leaders and avoid [routine involvement in operational matters](#)
- Respect each other's views
- Work together as a board to develop effective relationships with stakeholders
- [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

5. Commitment to governance

5.1 We:

- Will attend all meetings where possible. Where we cannot attend, we will explain our valid reason and give suitable
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members and that all trustees are expected to take an active role
- Will [prepare ahead of meetings](#) to ensure we make informed contributions
- Will participate in regular pre-arranged academy visits in accordance with academy policies
- When visiting an academy in a personal capacity (i.e. as a parent or carer), we will continue to honour the commitments made in this code.
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

6. Openness and Transparency

6.1 Conflicts of interest

To make sure our board takes impartial decisions without bias, we will:

- Publish an up-to-date register of business and pecuniary interests of all trustees/trustees including associate members
- 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

6.2 Publishing information

To ensure our board is transparent and open to the community we serve, we will make certain information publicly available.

We accept that the following is published on the trust's website to ensure transparency:

- The structure and remit of the members, board of trustees, committees and local governing bodies and the full name of the chair of each one (where applicable)
- For each member, trustee and local trustee who has served at any point over the past 12 months:
 - Their full name
 - Their date of appointment
 - Their term of office (trustees only)
 - The date they stepped down (where applicable)
 - The body that appointed them (trustees only)
 - Their relevant business and pecuniary interests
 - Their attendance record over the last academic year (only for trustees at board and committee meetings and local trustees at local governing body meetings)

We accept that the information about members, trustees and local trustees will be published on [Get information about schools](#)

We accept that the information about trustees will be published on [Companies House](#)

We accept that the approved board and committee minutes and any agenda and papers considered at a meeting will be [made available to any interested person](#)

7. Confidentiality

7.1 In the course of our role, we are sometimes privy to sensitive information. 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 trustees' contributions in meetings or how they may have voted

7.2 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

7.3 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.

7.4 Breaches of confidentiality

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

Trustees' understand that if they breach confidentiality, they may be suspended.

8. Data Protection

8.1 We will follow the trust's information security processes and measures and data protection policy when [using, storing, sharing and disposing of personal data](#).

8.2 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.

8.3 Personal data breaches

We will inform the trust's data protection officer immediately if we believe that there has been a [personal data breach](#).

9. Social Media

9.1 We will:

- Uphold the reputation of the trust and all its academies at all times
- Maintain a professional presence online and carefully consider how we interact with academies' communities
- Review privacy settings regularly to make sure we are happy with the information about us that is publicly available
- Report any incidents of harassment we experience, or see towards trustees to the chair of trustees and Principal/ Headteacher

9.2 We will not:

- Accept friend requests from pupils and not join any private parent groups associated with any academy
- Disclose any information which is confidential or would breach data protection principles
- Make comments online about any members of the Trust Board or academy communities
- Post [any inappropriate/offensive language, images or comments on social media](#) that may bring us or any academies into disrepute

10. Adoption, review and monitoring arrangements

10.1 This code of conduct will be reviewed and agreed every 3 years, upon significant changes to the law, or as needed. It will be ratified by the full Trust Board.

10.2 Trustees will sign the Code at the beginning of each academic year via GovernorHub.

11. Links with other policies

This policy links with our policies on:

Safeguarding
Finance Regulations
E-safety
Data protection

Appendix 1: breaches of the code of conduct

If we suspect a trustee has breached the code of conduct, we will follow this procedure:

The chair will investigate

The chair will hold a meeting with the trustee to discuss the issue. The trustee can bring a friend to the meeting. Another trustee will attend to corroborate any decisions

If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:

- Further meetings with the chair to reset expectations, based on this code of conduct
- Support, mentoring or training for the trustee
- Making sure the trustee withdraws from votes connected to any disputes they have been involved in

If there is no improvement in the trustees' behaviour, the board will vote on a motion to suspend them for up to 6 months. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Trustees may be suspended if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought, or is likely to bring the academy trust or the office of the trustee into disrepute

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the trust or an academy within the trust
- Being disrespectful to members of the trust or academy community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media

We may remove a trustee from office where:

- There have been repeated grounds for suspension
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- They display repeated and serious incompetence
- They have engaged in conduct aimed at undermining fundamental British values
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of any academy