



## **SAFFRON ACADEMY TRUST**

### **CODE OF CONDUCT FOR TRUSTEES & MEMBERS OF LOCAL GOVERNING BODIES**

#### **THE SAFFRON ACADEMY TRUST**

Saffron Academy Trust is a multi-academy trust. It is a charitable company responsible for the strategic direction of its constituent academies. The Academy Trust has two layers of Governance:

- The Members of the Trust
- The Board of Directors/Trustees

#### **MEMBERS**

The members are akin to shareholders and have ultimate control over the direction of the Academy Trust. They ensure the charitable company achieves its objectives, sign off the financial accounts, annual report and appoint some of the Directors.

#### **DIRECTORS**

The Directors are responsible for the three core strategic functions:

- Strategic Direction
- Holding the Chief Executive and Headteacher to account for educational performance
- Overseeing the financial performance of the academies

Directors are company directors and charity trustees. Saffron Academy Trust uses the title “Director” to distinguish the role from members of constituent Local Governing Bodies who are referred to as “Governors”. Directors also ensure compliance with charity and company law and the Academy Trust’s Funding Agreement.

#### **LOCAL GOVERNING BODIES**

The Saffron Academy Trust (SAT) appoints Local Governing Bodies (LGBs) for each of its constituent academies. Each of these LGBs has a scheme of delegation that defines the responsibilities delegated to the LGB and the responsibilities retained by SAT. These schemes of delegation will vary depending on the needs of individual academies and will be revised from time to time as a result of discussion between the Directors of SAT and the Governors belonging to individual LGBs.

#### **PURPOSE OF LOCAL GOVERNING BODIES**

The Local Governing Body of a SAT Academy is accountable to SAT for the performance of the functions that have been delegated to the LGB.

The aims of the LGB include:

- Ensuring students are attending a successful academy
- The academy is providing them with a good education, whilst supporting their wellbeing
- Being accountable for students’ health and wellbeing in the academy community

For governing boards to carry out their roles effectively, 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 MEMBER OF A LOCAL GOVERNING BODY (A “GOVERNOR”)**

In law, SAT is a corporate body. As the body that appoints constituent LGBs, SAT has resolved that Governors should operate according to the same principles as the Directors of SAT, which means:

- No Governor can act on his/her own without proper authority from the full Local Governing Body
- All Governors carry equal responsibility for decisions made
- Although appointed by virtue of representing different interests, the overriding concern of all Governors has to be the welfare of the academy as a whole

## **GENERAL**

**Once this code has been adopted by the governing board, all members agree to faithfully abide by it.**

We agree to abide by the Seven Nolan Principles of Public Life:

### ***Selflessness***

We will act solely in terms of 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 in order to gain financial or other material benefits for ourselves, our family, or our friends. We will declare and resolve any interests and relationships.

### ***Objectivity***

We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

### ***Accountability***

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 in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

### ***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.

We will focus on our core governance functions:

1. ensuring there is clarity of vision, ethos and strategic direction
2. holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff

3. overseeing the financial performance of the organisation and making sure its money is well spent
4. ensuring the voices of stakeholders are heard

As individual board members, we agree to:

*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 school/s.
4. We agree to adhere to school/trust policies and procedures as set out by the relevant governing documents and law.
5. We will work collectively for the benefit of the school/s.
6. We will be candid but constructive and respectful when holding senior leaders to account.
7. We will consider how our decisions may affect the school/s and local community.
8. We will stand by the decisions that we make as a collective.
9. 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.
10. We will only speak or act on behalf of the board if we have the authority to do so.
11. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
12. When making or responding to complaints we will follow the established procedures.
13. We will strive to uphold the school's / trust's reputation in our private communications (including on social media).
14. We will not discriminate against anyone and will work to advance equality of opportunity for all.

*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 school/s well and respond to opportunities to involve ourselves in 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 the 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 and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

*Build and maintain relationships*

1. We will develop effective working relationships with school leaders, staff, parents and other relevant stakeholders from our local community/communities.
2. We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
3. We will work to create an inclusive environment where each board member's contributions are valued equally.
4. 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 school when matters are deemed confidential or where they concern individual staff, pupils or families.

2. We will exercise the greatest prudence at all times when discussions regarding Academy business arise outside a LGB meeting.
3. We will not reveal the details of any governing board vote.
4. We will ensure all confidential papers are held and disposed of appropriately.
5. We will maintain confidentiality even after we leave office.
6. We will ensure that we are familiar with, and adhere to, the data protection principals set out in the Data Protection Act 2018 (see Appendix 2)

#### *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/trust's website.
5. We will act in the best interests of the school/trust as a whole 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/trustee and the body responsible for appointing us will be published on the school/trust 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.

*\*New statement added in 2021*

#### *Breach of this code of conduct*

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

Governor agree the following:

1. If they believe this Code has been breached, raise this issue with the Chair and the Chair will investigate. The LGB should only use suspension as a last resort after seeking to resolve any difficulties or disputes in more constructive ways
2. Should it be the chair that we believe has breached this Code, another governor, such as the vice chair will investigate
3. Understand that any allegation of a material breach of this Code of Conduct by any Governor shall be raised at a meeting of the LGB and if agreed to be substantiated by a majority of Governors, shall be minuted and can lead to consideration of suspension by the LGB or SAT
4. Be aware of the provision of Regulations 15 (1) of the School Governance (Procedures) (England) Regulations 2003 as amended, which pertain to the grounds for suspension as a school governor and of Schedule 6 to the School Governance (Constitution) (England) Regulations 2007 relating to the disqualification from the role of School Governor
5. **Academies:** Any elected or appointed governor/trustee 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 governor/trustee of that school

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Adopted by: [Name of governing board] on [date]

Signed: [Chair of Governors]

The Saffron Academy Trust Board of Trustees agree that this code of conduct will be reviewed annually, upon significant changes to the law and policy or as needed and it will be endorsed by the full governing board.

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#### **ADAPTED FROM THE NGA MODEL CODE OF PRACTICE FOR GOVERNORS 2021**

Governors will declare that they have read the Code of Conduct and agree to abide by it at the first LGB meeting of each Academy year. Governors will be asked to make their declaration either by signing a copy of the Code of Conduct (see Appendix 1) or by completing an electronic declaration. New Governors joining the Governing Body during the year will sign or complete an electronic declaration at the first meeting of the full LGB following their formal admission as a member of the LGB.

**Trustees/Directors make the same annual declaration to abide by the Code of Conduct.**

## Appendix 1:

### UNDERTAKING

As a member of the Local Governing Body at *insert name of school* I will always have the achievement and wellbeing of the students and the reputation of the Academy at heart; I will do all I can to be an ambassador for the Academy, publicly supporting its aims, values and ethos

NAME	SIGNATURE	DATE

## Appendix 2

### **Data Protection and Information Security – Personal Data**

The governing board has a collective and individual responsibility regarding confidentiality in respect of school business. In exercising their functions, governors will on occasion, have access to sensitive personal information about staff and pupils. This may, for example, relate to safeguarding, exclusion, health or conduct issues.

In addition, the nature of a governor's role means that they will often receive, access and process information outside of the school premises – at home or at work. Under the Data Protection Act 2018 it is particularly important that personal and sensitive information is held and handled securely.

We will ensure that we are familiar with, and adhere to, the data protection principals set out in the Data Protection Act (DPA) 2018 and comply with the General Data Protection Regulation (GDPR) which came into effect on 25<sup>th</sup> May 2018.

We will ensure that personal data:

- is processed fairly and lawfully
- is obtained only for lawful purposes, and is not further used in any manner incompatible with those original purposes
- is accurate and, where necessary, kept up to date
- is adequate, relevant and not excessive in relation to the purposes for which it is processed
- is not kept for longer than is necessary for those purposes;
- is processed in accordance with the rights of data subjects under the DPA;
- is protected by appropriate technical and organisational measures against unauthorised or unlawful processing and against accidental loss, destruction or damage and
- is not transferred to a country or territory outside the European Economic Area unless that country or territory ensures an adequate level of protection of the personal information

### **Contact details**

We will:

- ensure that our correct contact details (home address, phone number and email address) are held by the school to avoid misdirected communications
- ensure that our email addresses are professional and where possible, personal (ie not shared with family members)
- take appropriate steps to prevent others, including family members, from accessing confidential information

### **Electronic personal data**

We will:

- use encryption software/strong passwords on all electronic devices which may contain personal data. This includes mobile phones, laptops, tablets and USB devices
- password protect files containing personal data
- take all reasonable steps to keep such devices secure (e.g. not leaving them in cars)
- ensure that family members/work colleague who share devices, cannot access personal data

### **Paper-based personal data**

We will:

- keep all paper based files securely
- dispose of paper records in a secure manner