



Trust Board Code of Conduct

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1. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all trustees, members and directors to follow.

When referring to “trust board” or “all” or “individuals” in this policy, it covers the following roles:

- Trustees of Wyvern College Academy Trust
- Members of Wyvern College Academy Trust
- Directors of Wyvern Community Enterprise
- Governance Professionals

By creating this policy, we aim to ensure that all carry out their role with honesty and integrity, and help us to ensure our school is an environment where everyone is safe, happy and treated with respect.

The code is based on the [academy trust governance guide](#) and the [Academy Trust Handbook](#). It should be read alongside our constitutional documents (e.g. our articles of association, standing orders and any scheme of delegation). Failure to follow the code of conduct may result in disciplinary action being taken, as set out in the Appendix A.

Please note, this code of conduct is not exhaustive. If situations arise that are not covered by this code, individuals will use their judgement and act in the best interests of the trust and its pupils.

In addition to this code – all individuals will be expected to comply with the [Wyvern College Academy Trust Staff Code of Conduct](#).

2. The 7 Nolan Principles of Public Life

As individuals, we will follow these [principles](#) set out by the government, at all times. They apply to anyone who holds 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. Collective responsibilities

In trusts, the purpose of governance is to provide:

- strategic leadership
- accountability and assurance
- strategic engagement

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 executive leadership
- Set and maintain an ethos of high expectations for everyone in the community of the college, including in the conduct and the professionalism of the board itself
- Promote equity and diversity throughout our organisation, including the board's operation
- 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 all the children in our setting, informed by the views and needs of our key stakeholders (children, parents/carers, staff, local communities and *the local authority*¹ and other authorities)
- 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 performance, constitution and skillset
- Complete statutory training and reading in accordance with the schedule laid out In Appendix B.
- 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 agreement, which 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.
- Only claim for allowances in line with our Trustee Board Allowances Policy.
- Declare all gifts 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

We will:

- Support and strengthen trust leadership by providing constructive challenge to leaders, and holding them to account

¹ Whilst we are an Academy there are areas where we will follow the guidance and requirements of the Local Authority.

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- Respect the role of the executive and school leadership teams, 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 equity in everything we do

5. Commitment to governance

All trustees should

- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members and that all individuals are expected to take an active role
- Prepare ahead of meetings to ensure we make informed contributions
- Participate in regular pre-arranged school visits in accordance with our trust policies
- Attend/undertake any training or development activity needed to ensure the board has a wide range of skills and expertise.

6. Attendance at Meetings

- We will attend all meetings where possible.
- Where we cannot attend, we will explain our valid reason and give suitable notice.
- If unable to make a meeting, we will read through the papers and raise any questions of observations with the chair and clerk to be put to the meeting.
- We understand that the trustees can refuse to accept apologies but must state their grounds for the minutes.
- We understand that where a trustee might continually fail to attend meetings for unstated or unaccepted reasons, the FTB may feel there are grounds for bringing their term to an end in line with the conditions stated in the Articles of Association.

Sabbatical Requests

- Should a trustee feel that they need to take a sabbatical from meetings, they should contact the chair of trustees who will bring the request to the next FTB meeting.
- Sabbatical requests must be timebound, that is a return date stated in the request.
- The trustee should consider whether they can remain a trustee, should the sabbatical request not be granted.
- Should the trustee require a further extension to a sabbatical period, they must make the request to the FTB via the chair.

7. Openness and transparency

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 individuals in the trust board.
- 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.

Publishing information

To ensure our board is 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's website to ensure transparency:
 - The structure and remit of the members, board of trustees, committees and local governing bodies (where applicable), and the full name of the chair of each one (where applicable)
- For each trustee and member who has served at any point over the past 12 months:
 - Their full name
 - Their date of appointment
 - The date when they stepped down, if applicable
 - Their relevant business and pecuniary interests (including governance roles in other educational institutions)
- For each trustee and member (where applicable) who has served at any point over the past 12 months:
 - Their full name
 - Their date of appointment
 - Their term of office.
 - The date they stepped down (where applicable)
 - The body that appointed them.
 - Their relevant business and pecuniary interests
 - Their attendance record over the last academic year (only for trustees and members)
- We accept that the information about members, trustees and local governors will be published on [Get Information About Schools](#).
- We accept that the board may collect diversity data to publish on the school website, which could include information on any of the 9 protected characteristics listed in the [Equality Act 2010](#)
 - We understand that providing this information is voluntary and that, if we have already provided this information, we are able to request it be removed from any reporting
- We accept that the information about the trust board will be published by [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.

8. 7. Confidentiality

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/carers)
- Details of individual 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 safeguarding 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.

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.

9. 8. Data protection

We will follow the trust's information security processes and data protection measures when using, storing, sharing and disposing of personal data.

Our commitment to data protection does not overrule our duty to report safeguarding concerns to the appropriate channel where we believe a child is at risk of harm.

Personal data breaches

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

10. 9. Social media

We will:

- Always uphold the reputation of the trust
- Maintain a professional presence online and carefully consider how we interact with our 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 individuals on the trust board, to the chair of trustees and the executive leadership
- Carefully consider how appropriate it would be to accept any friend requests from parents/carers or to join any parent/carer groups associated with the trust or any of our schools

We will **not**:

- Accept friend requests from pupils
- Disclose any information which is confidential or would breach data protection principles
- Make comments online about any members of the board or communities
- Post any inappropriate/offensive language, images or comments on social media that may bring us or the trust or school into disrepute

11. 10. Monitoring arrangements

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the full board of trustees/local governors.

This review frequency is recommended, but your board can determine and agree the review frequency as you prefer, as long as it's in accordance with your constitutional documents.

12. 11. Links with other policies

This policy links with our policies on:

- Staff Code of Conduct
- Safeguarding

- Trust Board Allowances

Appendix 1: Breaches of the Code of Conduct

If we suspect an individual has breached the code of conduct, we will follow this procedure:

- An untainted member of the trust board will investigate
- A member of the trust board will hold a meeting with the individual to discuss the issue. The individual can bring a friend to the meeting. Another member of the trust board will attend to corroborate any decisions. The Governance Professional can be asked to record notes.
- 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 individual to reset expectations, based on this code of conduct
 - Support, mentoring or training for the individual
 - Making sure the individual withdraws from votes connected to any disputes they have been involved in

If there is no improvement in behaviour, the board will vote on a motion to ask the members to remove them in accordance with sections 168 and 169 of the [Companies Act 2006](#) and the trust's articles of association. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances.

An individual may be removed if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees/local governors (including failing to undertake training appropriate to the role, whether or not directed to do so by the board)
- Have brought, or are likely to bring, the academy trust or their office into disrepute
- Have acted to undermine fundamental British values or the board's commitment or ability to deliver on its Prevent duty
- Have been involved in 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
- Have displayed repeated and serious incompetence
- Have acted in a way that is significantly detrimental to the effective operation of the board, or their actions have interfered with the operational efficiency of the academy trust.

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

- Speaking out publicly against the trust.
- Being disrespectful to members of the trust.
- Behaving inappropriately in a public forum, such as a public meeting or on social media
- Persistently failing to undertake the statutory training and reading or development they need to contribute effectively to the board's operation

Appendix B: Statutory Actions for All Trustees/Members/Directors

Training/Reading Required	Trustees	Members	CE Directors
Keeping Children Safe in Education All parts on induction. Trustee should read the document in its entirety. Members and Directors AT LEAST Parts 1 & 2 - Annually - on revision – when informed by the Governance Professional.	YES Entire document	YES At least Part One and Part Two	YES At least Part One and Part Two
Staff Safeguarding Training At the beginning of each academic year – or when requested	YES	YES	YES
Governance Safeguarding Training At the beginning of each academic year – or when requested	YES	YES	Optional
Prevent Training To be completed on induction and then refreshed every two years.	YES	YES	YES
Reading the Trust Safeguarding Policy Annually - on revision – when informed by the Governance Professional.	YES	YES	YES
Reading the Staff Code of Conduct On induction and at the start of each academic year (<i>currently included in the Safeguarding Policy</i>)	YES	YES	YES
Reading the Trust Board of Conduct On induction and at the start of each academic year	YES	YES	YES
Declare any pecuniary interests On induction and at the start of each academic year	YES	YES	YES