

GOVERNOR CODE OF CONDUCT

1. Terms of Reference

1.1 For all governors and trustees of Cotswold Beacon Academy Trust (CBAT)

1.2 Definitions:

“Headteacher” also refers to any other title used to identify the Headteacher, where appropriate, or other senior manager delegated to deal with the matter by the Headteacher.

“Governor” refers to governors and trustees of Cotswold Beacon Academy Trust (CBAT).

“Governing Body” refers to the School Development Board (SDB) of the academy school who are responsible for implementing the policy within their setting. The School Development Board is the CBAT title for a Local Governing Body.

“Academy school” refers to any academy or school within Cotswold Beacon Academy Trust (CBAT).

2. Aims, scope and principles

All governors are expected to abide by CBAT’s Code of Conduct for All Adults. However, this policy is an additional policy, specific to the role of governor, that outlines the standards of conduct that we expect all governors to follow. By creating this policy, we aim to ensure that governors 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 Governance Handbook. It should be read alongside our Articles of Association, Scheme of Delegation and Terms of Reference.

Failure to follow the code of conduct may result in disciplinary action being taken, as set out in Appendix 1. Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, governors will use their judgement and act in the best interests of the school and its pupils.

3. The 7 Nolan principles of public life

Governors should always follow these principles, set out by the government. 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.

4. Governors’ responsibilities

The responsibilities of governors, trustees and members are described in CBATs Scheme of Delegation and Terms of Reference.

To carry out their roles effectively, governors, trustees and members must:

- Understand and respect the distinction between the role and responsibilities of governors and those of the school and executive leaders.
- Set and maintain an ethos of high expectations for everyone in the school community, including in the conduct and the professionalism of their respective boards.
- Preserve and develop the character and ethos of the school and 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).
- Follow the school's and Trust's policies and procedures.
- Take responsibility for self-evaluation, regularly reviewing the board's performance, constitution and skillset.
- Take part in any training or development required to fill any gaps in the skills needed for effective governance.
- 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 including from the DfE, ESFA, Charity Commission etc.
- Act with integrity and transparency when making financial decisions and, at all times, comply with the Trust's Finance Policy.
- Declare all gifts of a value in excess of £25 either in kind or in money, refusing to accept bribes.
- Work to actively identify and manage risks to the school and Trust.

5. Working with others

In working with others, CBAT requires its governors to:

- Support and strengthen school and executive leadership by providing constructive challenge to leaders, and holding them to account.
- Respect the role of school and executive leaders and avoid routine involvement in operational matters.
- Respect the views of others.
- Work together on the board to develop effective relationships with stakeholders.
- Engage meaningfully with CBAT's communities.
- Follow the Equality Act 2010, and apply the principles of fairness and equality.

6. Commitment to governance

CBAT governors' must:

- Use official school or Trust email addresses and/or information sharing platforms e.g. GovernorHub to enable effective and confidential communications.
- Check communications regularly and respond to requests in a timely manner or within specified timescales where possible.
- Attend all meetings where possible or provide a valid reason and give suitable notice.
- Understand and accept the time and workload commitments of the role.
- Understand that work should be shared among governors, and all are expected to take an active role.
- Prepare ahead of meetings and be ready to make informed contributions.
- Participate in regular pre-arranged school visits in accordance with the CBAT Governor Visits Policy.
- Attend any training or development activity needed to ensure the board has a wide range of skills and expertise.

7. Openness and transparency

To ensure openness and transparency, CBAT governors will:

- Maintain and publish an up-to-date register of business and pecuniary interests of all governors, 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.
- Accept that information about governors will be published on Get Information about Schools (GIAS).
- Accept that information about trustees will be published on Companies House.
- 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. Confidentiality

Governors will observe confidentiality when discussing sensitive information and will not publicly disclose:

- Information about sensitive matters.
- Information about named individuals (such as staff, pupils, and their parents).
- Details of individual governors' contributions in meetings or how they may have voted.

Confidential information must 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.

Governors must continue to observe confidentiality after they have left office.

A governor's commitment to confidentiality does not overrule the duty to report child protection concerns to the appropriate channel where it is believed that a child is at risk of harm.

In the event of a breach of confidentiality, the chair will investigate the matter, see Appendix 1.

9. Data protection

Governors must follow the Trust's Responsible use of IT and GDPR policies when using, storing, sharing and disposing of personal data.

A governor's commitment to data protection does not overrule the duty to report child protection concerns to the appropriate channel where it is believed that a child is at risk of harm.

Governors must inform the Trust's data protection officer immediately if they believe that there has been a personal data breach.

10. Social media

Governors' must:

- Abide by any requirements set out in the CBAT Code of Conduct for All Adults.
- Always uphold the reputation of the school.
- Maintain a professional presence online and carefully consider how they interact with the school community.
- Review privacy settings regularly to control the information that is publicly available.
- Report any incidents of harassment they experience or see towards governors/ to the chair of the board and the Headteacher or Chief Executive Officer.

Governors must **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 governing board or school community.
- Post any inappropriate/offensive language, images or comments on social media that may bring the governors, the school or Trust into disrepute.

11. Monitoring arrangements

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

Appendix 1: Breaches of the code of conduct

Trustees

If a trustee is suspected of breaching the code of conduct, the following procedure will be followed:

- A member of the Trust will investigate
- The member will hold a meeting with the trustee to discuss the issue. The trustee may bring a friend to the meeting. Another trustee will attend to corroborate any decisions.
- Action may include:
 - A warning regarding further misconduct.
 - Further meetings with the member 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 trustee's behaviour, the board will vote on a motion to ask the members to remove the trustee 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. Trustees may be removed if they (this list is not exhaustive):
 - 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).
 - Have brought, or are likely to bring the academy Trust or the office of the trustee 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 school.

Governors of the School Development Board

If a governor is suspected of breaching the code of conduct, the following procedure will be followed:

- A trustee will investigate
- The trustee will hold a meeting with the governor to discuss the issue. The governor can bring a friend to the meeting. Another governor will attend to corroborate any decisions.
- Action may include:
 - A warning regarding further misconduct.
 - Further meetings with the trustee to reset expectations, based on this code of conduct.
 - Support, mentoring or training for the governor.
 - Making sure the governor withdraws from votes connected to any disputes they have been involved in.
 - Suspension.
- If there is no improvement in the governor's behaviour, the Trust board will vote on a motion to remove the governor in accordance with the terms of reference for the School Development Board. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Governors of the School Development Board may be suspended for up to 6 months if they:

- Have acted in a way that is inconsistent with the professional ethos of the role (including failing to undertake training appropriate to the role, whether or not directed to do so by the board), and
- Have brought, or are likely to bring the school and/or Trust into disrepute.

Governors of the School Development Board may be removed 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.
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of the school.

'Bringing the school and/or academy Trust into disrepute may include, but is not limited to:

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