The Good Shepherd Trust code of conduct for governance

Appendix H

This code sets out the expectations and commitment required from all involved in governance and outlines the guiding principles that underpin governance in the Trust. The Board appoints Trustee Directors to committees. The Local Committee members are appointed by the Trust Board via PARC in accordance with the Articles of Association and are committees of the Trust Board.

All those involved hold a public office and are expected to follow all statutory requirements. In the interests of open governance, full names, terms of office, roles on committees, the body responsible for appointing, attendance at meetings and relevant business and other interests will be published on the relevant school or Trust websites, the DfE website, Get Information About Schools (GIAS) and Companies House (as applicable).

All Trustee Directors and Local Committee members have equal responsibilities and an equal voice.

As individuals we agree to the following:

Roles and responsibilities

1. We understand that the purpose of our role is to provide an objective view and not become involved in operational tasks.
2. We accept that we have no legal authority to act individually and therefore we will only speak on behalf of the committee or Trust Board when we have been specifically authorised to do so by the Trust Board.
3. We accept collective responsibility for all decisions made by the committee or Trust Board. We will not speak against majority decisions outside the meeting.
4. We have a duty to act fairly and without prejudice.
5. We will consider carefully how our decisions may affect the trust, community and schools.
6. We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our school(s) and trust. Our actions within school and the local community will reflect this.
7. In making or responding to criticism or complaints, we will follow the procedures established by the trust.
8. We will accept and respect the difference in roles between the Trustee Directors, Trust Officers, Local Committee members and staff, ensuring that we always work collectively for the benefit of The Good Shepherd Trust and all children in Trust schools.
9. As Local Committee members and Trustee Directors, we will respect the role of the Senior Leadership Team(s) and their responsibility for the day-to-day management of the organisation and avoid any actions that might undermine such arrangements.

10. We agree to adhere to the Trust's rules and polices and the procedures, as set out in the scheme of delegation, articles of association, funding agreements and the law.
11. When formally speaking or writing in our role we will ensure our comments reflect current organisational policy, even if they might be different from our personal views.
12. We will only communicate using a GST or school email address. Private email addresses will not be used for any Trust business.
13. When communicating in our private capacity, including on social media, we will be mindful of and strive to uphold, the reputation of the school(s) and the trust at all times.
14. We will avoid, as far as possible, becoming involved in any communication which may lead to a conflict of interest with the role of the Local Committee or Trust Director.

Safeguarding

1. At the start of each academic year, or on induction, we will read the latest version of Keeping Children Safe in Education and will record a declaration on GovernorHub. Compliance with this action will be monitored by the Local Governance Professionals, DSLs and Safeguarding Trustee Director link.
2. We will participate in regular safeguarding training, as appropriate.
3. We will follow all policies and procedures in relation to the safeguarding of children.
4. We will report all (including low-level) concerns to the Designated Safeguarding Lead with immediately and in accordance with policy.
5. We will help identify any weakness in the school or trust's safeguarding systems.
6. We will read and accept the Managing Allegations and Low Level Concerns policy. This includes the reporting and management of low-level concerns.
7. We will self-declare annually on safeguarding and record via a confirmation on GovernorHub.

Commitment

1. We acknowledge that accepting office involves the commitment of time and energy, beyond meeting attendance.
2. We will each involve ourselves actively in the work of the committee or board and accept our fair share of responsibilities, including service on panels if required.
3. We will make full effort to attend all meetings and where we cannot attend, explain in advance why we are unable to do so.
4. We will get to know our school(s) well and respond to opportunities to involve ourselves in school activities, where appropriate and applicable.
5. We will visit the school(s) with all visits arranged in advance with the Headteacher and undertaken within the framework established by the trust.
6. If visiting a school in a personal capacity i.e. as a parent or carer, we will maintain our underlying responsibility as a Local Committee member or Trustee Director.
7. We will consider seriously our individual and collective needs for induction, training and development and will undertake all relevant training within the appropriate timescales.
8. We will complete a declaration of interests annually and will update this within fourteen days if there are any changes that have been made.
9. We will read the Academy trust handbook annually, taking particular note of the changes.

Relationships

1. We will strive to work as a team in which constructive working relationships are actively promoted.

2. We will express views openly, courteously and respectfully in all our communications with others, both in and outside of meetings.
3. We will support the Chair in their role of ensuring appropriate conduct both at meetings and at all times.
4. We will confront malpractice by speaking up against and bringing to the attention of the Trust and, if necessary, other relevant authorities, any decisions and actions that conflict with the seven principles of public life (see below) or which may place children at risk.
5. We are prepared to answer queries from Trustee Directors, the Trust executive team or others and consider any concerns expressed. We will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
6. We will seek to develop effective working relationships with others in the Trust, staff and parents, the Diocese (as applicable) and other relevant agencies and the community.

Confidentiality

1. We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or children, both inside or outside school both during and after our term of office.
2. We will exercise the greatest prudence at all times when discussions regarding school/Trust business arise outside a Local Committee or Trust Board meetings.
3. We will not reveal the details of any vote.
4. We will ensure all confidential papers (hard copy or electronic) are held securely and where applicable, disposed of appropriately.
5. Emails containing confidential material or having attachments containing confidential material should be treated appropriately if they were physical documents and devices holding such emails must be secure. Once the emails and attachments are no longer required, they should be removed from personal devices. Where a record of the communications is required then they should be archived to the GST server prior to deletion.

Conflicts of interest

1. 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 Trust's business in the Register of Interests and if any such conflicted matter arises in a meeting, we will leave the meeting for the appropriate length of time.
2. We understand that the register of interests will be published on the school/Trust website(s) as applicable.
3. We will declare any conflict of interest at the start of any meeting.
4. We will obtain the written permission of the Chair of the Trust Board before engaging in any transactions related to third parties and prior to speaking to any media in person or online.
5. We will act in the best interests of the Trust as a whole and not as a representative of any group.

Ceasing to be a member of the Local Committee/Board

1. We understand that the requirements relating to confidentiality will continue to apply after a Local Committee member or Trustee Director leaves office.

Breach of this code of conduct

1. If we believe this code has been breached, we will raise this issue with the Chair of the Board/Head of Governance or Local Committee chair and the Local Governance Professional. In the case of a Trustee Director any breach must be reported to the Head of Governance and if substantiated will reported to Members.
2. The Local Committee Chair and the Local Governance Professional will investigate and if the issue cannot be resolved, they escalate to the Head of Governance.
3. The Head of Governance will make every attempt to seek to resolve any difficulties or disputes in a constructive manner, explaining that the Trust will only use suspension/removal as a last resort.
4. Should it be the Chair of a Local Committee that we believe has breached this code, the matter must be reported to the Chair of the Trust Board immediately. If we believe that the Chair of the Trust Board has breached this code, the matter must be reported to the CEO immediately.
5. In the absence of any resolution, the individual will be asked to step down or be suspended or removed from office by the body that appointed them.

Removal from office

The Trust Board or Members in the case of Trustee Directors, will, in determining whether to remove a Local Committee member or Trustee Director, consider if:

1. There have been repeated grounds for suspension.
2. Serious misconduct has occurred which either threatens to bring a school, the Trust, or brings governance into disrepute.
3. There has been serious or repeated failure to contribute meaningfully to the effectiveness of governance in the Trust, such as non- attendance at meetings (see appendix G), not engaging in training in a timely manner, not adhering to the requirements of this code of conduct or not preparing for and participating in meetings.
4. They have engaged in conduct aimed at undermining the values of the school/Trust and/or British values.
5. The actions of the Local Committee member or Trustee Director are sufficiently detrimental and compromise the operational efficiency, principles, values or ethos of the school and/or Trust.

Based on **the seven principles of public life,** originally published by the Committee on Standards in Public Life, which was established in October 1994, under the Chairmanship of Lord Nolan, to consider and recommend standards of conduct in various areas of public life.

Selflessness - School and college leaders should act solely in the interest of children and young people.

Integrity - School and college leaders must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. Before acting and taking decisions, they must declare and resolve openly any perceived conflict of interest and relationships.

Objectivity - School and college leaders must act and take decisions impartially and fairly, using the best evidence and without discrimination or bias. Leaders should be dispassionate, exercising judgement and analysis for the good of children and young people.

Accountability - School and college leaders are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

Openness - School and college leaders should expect to act and take decisions in an open and transparent manner. Information should not be withheld from scrutiny unless there are clear and lawful reasons for so doing.

Honesty - School and college leaders should be truthful.

Leadership - School and college leaders should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs. Leaders include both those who are paid to lead schools and colleges and those who volunteer to govern them.

The Ethical Leadership Commission has developed the following Framework for Ethical Leadership to help school leaders take difficult decisions. The principles are meant to support a culture in which ethical decision making can flourish.

Schools and colleges serve children and young people and help them grow into fulfilled and valued citizens. As role models for the young, how we behave as leaders is as important as what we do. Leaders should show leadership through the following personal characteristics or virtues:

Trust: leaders are trustworthy and reliable
We hold trust on behalf of children and should be beyond reproach. We are honest about our motivations.

Wisdom: leaders use experience, knowledge and insight
We demonstrate moderation and self-awareness. We act calmly and rationally. We serve our schools and colleges with propriety and good sense.

Kindness: leaders demonstrate respect, generosity of spirit, understanding and good temper
We give difficult messages humanely where conflict is unavoidable.

Justice: leaders are fair and work for the good of all children
We seek to enable all young people to lead useful, happy and fulfilling lives.

Service: leaders are conscientious and dutiful
We demonstrate humility and self-control, supporting the structures, conventions and rules which safeguard quality. Our actions protect high-quality education.

Courage: leaders work courageously in the best interests of children and young people
We protect their safety and their right to a broad, effective and creative education. We hold one another to account courageously.

Optimism: leaders are positive and encouraging
Despite difficulties and pressures, we are developing excellent education to change the world for the better.