

Governance Code of Conduct

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1. Elliot Foundation Academies Trust Values

Put children first

- a. We trust and value your professionalism
- b. We share the responsibility for the learning and welfare of all of our children
- c. Our purpose is to improve the lives of children

Be safe

- a. Don't assume that someone else will do it
- b. Look after yourself, your colleagues and all children
- c. We are all responsible for each other's safety and well being
- d. Discuss any concerns with an appropriate member of staff

Be kind & respect all

- a. People are allowed to be different as are you
- b. Kindness creates the positive environment we all need to flourish
- c. This kindness should extend to ourselves as well as to others

Be open

- a. If you can see a better way, suggest it
- b. If someone else suggests a better way to you, consider it
- c. We exist to nurture innovators and support those who take informed risks in the interests of children

Forgive

- a. We all make mistakes
- b. Admit them, learn from them and move on

Make a difference

- a. Making the world a better place starts with you
- b. Model the behaviour that you would like to see from others

2. Executive summary

This section sets out a summary of the key expectations and commitments for all those in our governance community. All those involved in governance will be required to carry out their role(s) with honesty and integrity, and help to ensure that:

- The Trust and its various schools are an environment where everyone is safe, happy, and treated with respect.
- Achievement and well-being of our pupils is at the heart of what we do.
- The reputation of the Trust/school is maintained.
- The 7 Nolan principles of public life are upheld.
- We review and (re) commit to the code of conduct on an annual basis in the autumn term (or on appointment for new appointees).
- We understand and respect the distinction between the role and responsibilities of the governance community and those of the senior executive and school leaders.
- We operate and make decisions in the best interests of pupils.
- We cooperate with requests to ensure organisational compliance, including completion of:
 - DBS declarations.
 - Annual and interim changes to declarations of interests.
 - Mandatory training, e.g. safeguarding.
- We make every effort to attend meetings.
- We prepare for meetings, having read papers in advance, ready to make a positive contribution.
- We promote the success of the Trust.
- We exercise independent judgement.
- We strive to uphold the Trust's reputation in our private communications (including on social media).

Failure to follow the code of conduct may result in action being taken, as set out in section 18.

3. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all those involved in the governance arrangements of the Elliot Foundation Academy Trust (the Trust) to follow.

By creating this code of conduct, we aim to ensure that our governance community carry out their roles with honesty and integrity, and help us to ensure that:

- the Trust and its various schools are an environment where everyone is safe, happy, and treated with respect
- the achievement and well-being of our pupils is at the heart of what we do
- governance expectations are met
- the reputation of the Trust and its schools are maintained.

The organisation reserves the right to review past conduct that comes to light; if a historical incident renders an individual unfit for leadership or creates a significant reputational risk, it may be treated as a violation of this Code.

The code is based on the DfE's [Academy Trust Governance Guide](#). It should be read alongside our constitutional documents, the Articles of Association and the scheme of delegation.

All those involved in governance will be required to review and commit to the Code of Conduct on an annual basis in the autumn term (or on appointment for new appointees).

Failure to follow the code of conduct may result in action being taken, as set out in section 18.

This code of conduct is not exhaustive. If situations arise that are not covered by this code, members are expected to use their judgement and act in the best interests of the Trust/school and its pupils.

4. The 7 Nolan principles of public life

Those involved in governance 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 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 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 and will submit ourselves to the scrutiny necessary to ensure this.

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 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.

5. Standards

We will apply the highest standards and will:

- Act within our powers
- Promote the success of the Trust
- Exercise independent judgement
- Exercise reasonable care, skill and diligence
- Avoid conflicts of interest
- Not accept benefits from third parties
- Declare any interests in proposed transactions or arrangements

6. Our responsibilities

The roles and responsibilities of members of the Trust's governance community are set out in our scheme of delegation, and accompanying handbook.

To do these roles effectively, as individuals we will:

- Understand and respect the distinction between the role and responsibilities of the Members, Trustees, Committees of the Trust Board, Community Councils and those of the senior executive and school leaders.
- Fulfil our role and responsibilities as set out in the Scheme of Delegation.
- Set and maintain an ethos of high expectations for everyone in the school community, including in the conduct and professionalism of the Board of Trustees (the Board) and its committees, including Community Councils.
- Demonstrate support for the principles of collective decision making.
- Preserve and develop the character, ethos and values of the Trust and of its schools.
- Uphold 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).
- Adhere to Trust and school policies and procedures, and the procedures of the Board as set out in relevant legislation, statutory guidance, and the Trust's constitutional documents.
- Fully cooperate with individual requests that are necessary to ensure organisational compliance, such as disclosure and barring (including DBS/Section 128 checks) or right to work checks.
- Only speak or act on behalf of the Trust Board if we have the authority to do so.
- (Trustees) Fulfill our responsibilities as a good employer, acting fairly and without prejudice.
- (Community Council members) Act as local ambassadors for the school and the Trust.
- Follow established procedures when making or responding to complaints.
- Strive to uphold the Trust's reputation in our private communications (including on social media).
- Have regard to our responsibilities under The Equality Act and will work to advance equality of opportunity for all.
- Take responsibility for our self-evaluation, regularly reviewing our performance, and skillset.
- Take part in any training or development in required areas (e.g. safeguarding) or to fill any gaps in the skills we need 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 and our funding agreement 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 offers of gifts or hospitality worth more than £50 and record them on the gifts and hospitality register under the terms of the Trust's relevant policy, whether they are accepted or declined.
- Work to actively identify and manage risks to the Trust and its schools.

7. Working with others

We will:

- Develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
- Champion the voices of our school community and stakeholders
- Engage with others to ensure effective working relationships between the governance tiers.
- Express views openly, courteously and respectfully in all our communications with each other and staff both inside and outside of meetings, and respecting each other's views.
- Work to create an inclusive environment where each member's contributions are valued equally.
- Support the Chair in their role of leading the Board, committee or Community Council and ensuring appropriate conduct.
- Respect the role of the senior executive and school leaders and avoid routine involvement in operational matters.
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders.
- (Trustees) Respect the remit of, and engage constructively with, relevant authorities, sector bodies and other trusts.
- (Trustees) Support and strengthen Trust leadership by providing constructive challenge to leaders and holding them to account.

Follow the [Equality Act 2010](#) and apply the principles of fairness and equality in everything we do.

8. Commitment to the role

We:

- Will make every effort to attend all meetings and where we cannot attend, we will explain our valid reason and give suitable notice.
- Will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution, observe protocol and make informed contributions based on facts, evidence or experience.
- Understand and accept the time and workload commitments of the role.
- Understand that work should be shared and that all Members, Trustees, Committee and Community Council members are expected to take an active role and accept our fair share of responsibilities, serving on committees or working groups and panels where required.
- We will, as Community Council members, get to know the school well and welcome opportunities to be involved in school activities. When visiting a school in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code.

Will attend any training or development activity (including safeguarding) needed to ensure the Board, committee or Community Council has a wide range of skills and expertise.

9. Openness and transparency

Individuals can view our privacy notices [here](#).

It is important that confidence in the good governance and probity of the Trust is maintained. In order to achieve this, we must ensure all decisions we make on behalf of the Trust are free from any undue influence. We shall act with integrity, honesty, selflessness and objectivity when making decisions on behalf of the Trust (or when advising the Trust), and act in a way that promotes the best interests of the Trust. In order to maintain high standards of conduct, probity and ethics, it is also important that we are accountable and open about the decisions or action taken, including in relation to the management of conflicts of interest.

Conflicts of interest

To ensure our Board and delegated committees takes impartial decisions and our committees/Community Councils offer advice without bias, we will:

- Declare any business, personal or other interest that we have. We will complete the annual declaration and update changes to this during the year as necessary.
- 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.
- We will act as a Trustee, committee or Community Council member; not as a representative of any group.

Where conflicts are unavoidable, they must be effectively managed in the best interests of the Trust. This means it is your responsibility to identify and manage conflicts of interest by:

- Disclosing outside interests that could give rise to potential conflicts, so that relevant people are aware of these in advance.
- Determining whether you have an actual or perceived conflict before being involved in any decision on behalf of the Trust.
- Managing any conflicts, as they arise, in a manner that protects the integrity of the Trust's decision making, while allowing you to give the right level of input to enable the best decisions. Whilst the Board will ultimately decide how to manage a conflict, you also need to make your own personal judgement about it.

Publishing information

To ensure our governance arrangements are 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 academy website](#) to ensure transparency in accordance with the requirements of the Academy Trust Handbook.

The Trust must also publish on its website, up-to-date details of its governance arrangements in a readily accessible format, including:

- The structure and remit of the Members, Board of Trustees, and its committees (the Trust's scheme of delegation for governance functions), and the full names of the chair of each
- For each Member serving at any point over the past 12 months their;
 - full names
 - date of appointment
 - date they stepped down (where applicable), and
 - relevant business and pecuniary interests including governance roles in other educational institutions
- For each Trustee serving at any point over the past 12 months, their;
 - full names
 - date of appointment
 - term of office
 - date they stepped down (where applicable)
 - the appointing body
 - email address
 - relevant business and pecuniary interests including governance roles in other educational institutions, and
 - attendance records at Board and Committee meetings over the last academic year.

For Community Council members, their names and relevant business and pecuniary interests will be published on the school website.

Information about Members, Trustees and Committee members will be published on [Get information about schools](#) and/or Trust/school website(s) as necessary/appropriate.

Information about Trustees will be published on [Companies House](#).

Approved Board minutes and any agenda and papers considered at a meeting will be made available to any interested person. Confidential minutes and papers will not be made publicly available.

10. Confidentiality

We are sometimes privy to sensitive information in the course of our role. 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 Members, or Trustees 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 child protection concerns to the appropriate channel where we believe a child is at risk of harm.

11. Breaches of confidentiality

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

If Trustees, committee and Community Council members breach confidentiality, they may be suspended or removed from their position.

12. Data protection

We will follow the Trust's [IT and online safety policies](#) when using, storing, sharing and disposing of personal data.

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.

13. Personal data breaches

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

14. Social media

We will be mindful in our use of social media policy to:

- uphold the reputation of the Trust and schools.
- maintain a presence online that role models the values we strive to instill in pupils.
- review our privacy settings regularly to make sure we are happy with what information about us that is publicly available.
- report any incidents of harassment we experience or see towards those involved in governance.

We will not:

- accept friend requests from pupils. Anyone with a child on roll at an Elliot Foundation school who is involved in the governance arrangements should exercise due caution if receiving friend requests or invitations to join any private parent groups associated with the Trust or one of its schools.
- disclose any information which is confidential or would breach data protection principles.
- comment online about any Member, Trustee, committee or Community Council member, any staff member, pupil or their parents, or member of any other school community.
- post any inappropriate/offensive language, images or comments on social media that may bring The Trust or one of its schools into disrepute.

15. Maintaining the reputation of the Trust

We ask all those looking to join us in a governance capacity for explicit confirmation that there is nothing in their professional or personal life that could damage the reputation of the Trust and to

consent to a basic open-source check, which means looking at Google and any common social media (e.g. Facebook, Instagram, Twitter and LinkedIn).

Following appointment, all those who serve in any of our governance groups are asked to notify the relevant Chair or employee in the event of any issue occurring which they may feel may fall into this category during their tenure. Advice can be sought from the Trust's governance professional via the '[Contact Us](#)' section of the Trust website, if needed.

16. Monitoring arrangements

This code of conduct will be reviewed and agreed annually by the Chair of the Board of Trustees, and a representative of the Members, upon significant changes to the law, or as deemed appropriate.

17. Links with other policies

This policy links with our other policies including:

- [Safeguarding](#)
- [Conflicts of interest](#)
- [Gifts and hospitality](#)
- [ICT Usage](#)
- [Data protection](#)
- [Scheme of delegation](#)

18. Failure to comply with the code of conduct

All those involved in governance are under a duty to report any breach of this code or any grounds for believing that a breach of the code has occurred to the Chair (and if the allegation is about the Chair, to the Vice-chair). Failing to report a breach of the code is itself a breach of this code.

Any breach will be treated extremely seriously by both the Board, and the Trust, and may ultimately result in removal.

In the event of an alleged and/or suspected breach of this code, any individual signing this code of conduct agrees to participate fully in any investigation procedure and to abide by any sanction that may be imposed on them for such breach.

Where it is suspected that a Member, Trustee, committee or Community Council member has breached the code of conduct, or there is cause for concern about an individual's conduct, the following procedures will apply.

Stage 1

The designated Chair (see table below) will investigate and, if appropriate, hold a meeting with the Member, Trustee or Community Council member concerned to discuss the issue. The individual will be informed that stage 1 is being implemented and will be given a copy of the code. The outcome of any such meeting may include reminding the individual of expectations based on this code of conduct and support, mentoring or training. It may also include escalation to stage 2.

Where the matter is deemed to be sufficiently serious by the designated Chair, it can also be escalated directly to stage 2.

Stage 2

If the breach is considered sufficiently serious, or there is no improvement in the individual's behaviour, or the conduct is repeated within 12 months, then the matter will be escalated to the Chair of Trustees or one of the Members as appropriate. The outcome of any such escalation may include:

- A further resetting of expectations;
- Additional support, mentoring or training;
- A mutual decision to stand down from their position; or
- A resolution being put to the Board for the individuals removal

The Chair of Trustees will decide on any removal of a Community Council or committee member, in conjunction with the relevant Chair, CEO and Headteacher.

Details for the removal of an individual for a serious breach of this code of conduct are set out in the Articles of Association and would be effected in line with Article 66A. At any meeting convened to consider the removal of a Trustee from office pursuant to Article 66A, the Trustee concerned will be entitled to make representations (not exceeding a reasonable time) on the resolution at the meeting before the resolution is put to a vote.

Members may be removed by the Sponsor pursuant to the Articles of Association.

Designated Chairs

Individual	Designated Chair	Escalation (or where issue relates to the designated Chair)
Community Council member	Community Council Chair	Designated Trustee
Board Committee member	Board Committee Chair	Chair of Trustees
Member	Designated Member	Head of Legal and Governance ¹
Trustee	Chair of Trustees	Designated Member

19. Declaration

I have reviewed and agree to abide by the Elliot Foundation Academies Trust Governance Code of Conduct.

Signed: _____ Name: _____ Date: _____