

# Governance Code of Conduct 2021-22

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Signed by:





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## 1.0 Core Values and how they link with this policy

# think differently

The Governance Code of Conduct has been written to help foster an environment that embraces and celebrates difference and ensures that all pupils are safe and embody practice that supports our Vision, Mission and Core Values. Members, trustees and stakeholder representatives at James Brindley Academy are expected to **THINK DIFFERENTLY** to inspire young people to overcome all barriers and achieve their dreams.

James Brindley Academy is committed to the principles of **ethical leadership** in implementing this policy, and this includes all trustees respecting the rights of our young people as set out in the **UNICEF Charter**. Our actions will be consistent with all the JBA values and ethos.

JBA Core Values	How this code addresses these values
<b>THRIVE</b> – We create a positive environment where we thrive and succeed	The code of conduct sets out how we work as a board and with JBA staff in a positive way that enables us to fulfil the governance functions.
<b>HIGH ASPIRATIONS</b> – We have high aspirations for ourselves and others	The code sets out our commitment to our own training and development as well as to the JBA ethos. Trustees will support and constructively challenge leaders to set high aspirations.
<b>INCLUSION</b> – We are inclusive in all we do and celebrate our differences	The code explains that we are committed to respecting the rights of young people through the UNICEF charter and that we create positive, inclusive working relationships.
<b>NURTURE</b> – We educate our young people and staff to nurture their emotional health and wellbeing	The code states that trustees will ask questions using the ethical leadership framework as a basis. The code supports trustee wellbeing.
<b>KEEP SAFE</b> – We ensure that keeping safe and the safety of others is paramount	The code explicitly sets out the procedures for collecting safeguarding and personal information.





## 2.0 Introduction

The Trustee Board has the following core strategic functions:-

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the academy
- Agreeing the academy development plan with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the Principal
- Monitoring the educational performance of the academy and progress towards agreed targets
- Performance managing the Principal and holding the Principal to account for the effective and efficient performance management of staff
- Engaging with stakeholders
- Contributing to academy self-evaluation

Overseeing financial performance, by:

- Setting the budget
- Monitoring spending against the budget
- Ensuring money is well spent and value for money is obtained
- Ensuring risks to the organisation are managed

Ensuring that other key players with a stake in the organisation get their voices heard, by:

- Gathering the views of the young people, parents, carers and staff and reporting on the results
- Reaching out to the academy's wider community and inviting them to play their part
- Using the views of stakeholders to shape the academy's culture and the underpinning strategy, policies and procedures

## 3.0 Purpose

This code of conduct sets out how all those involved with governance will conduct themselves in carrying out these core functions.

## 4.0 Scope of policy

The policy covers the conduct of members, trustees and stakeholder representatives at JBA.

## 5.0 Responsibilities

The trustees approve the code and monitor its application across governance activities throughout the year.

## 6.0 Links to statutory documents and legislation

This Code should be read in conjunction with the Governance Handbook, Academy Trust Handbook, Articles of Association and the Scheme of Delegation.



## 7.0 Links to other policies

The Code of Conduct is also linked to the Trustee Visit Policy and Remote Meetings Protocol.

## 8.0 Specifics of the Code of Conduct

### Roles and Responsibilities

- We understand the purpose of the board (core functions) and the role of the Principal and the Leadership Team (leadership and management of the academy).
- We will always put the needs of the young people foremost in our decision-making and in doing so support the UNICEF Rights of the Child.
- We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the board meeting.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open governance through the transparency of the board's work and use of the Ethical Leadership Framework and will act appropriately if we have concerns.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of the trust. Our actions within the trust and the local community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the board.
- We will actively support and constructively challenge the Principal and Leadership Team.
- We will accept and respect the difference in roles between the board and staff, ensuring that we work collectively for the benefit of the organisation.
- We will respect the role of the Leadership Team and their responsibility for the day-to-day management of the organisation and avoid any actions that might undermine such arrangements.
- We agree to adhere to the academy's rules and policies and the procedures of the board as set out by the relevant governing documents and law.
- When formally speaking or writing in our governing role we will ensure our comments reflect current organisational policy even if they might be different to our personal views.
- When communicating in our private capacity (including on social media) we will be mindful of and strive to uphold the reputation of the organisation.
- 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 board.

### Commitment

- We acknowledge that accepting office as a member, trustee or stakeholder representative involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the board, and accept our fair share of responsibilities, including service on committees or working groups.



- We will make full efforts to attend all meetings, whether in person or remotely, and where we cannot attend explain in advance why we are unable to attend.
- When meeting remotely we will adhere to the remote meeting protocol.
- We will read all relevant paperwork in advance of a meeting and attend each meeting prepared to make an informed and positive contribution.
- We will get to know the sector/s well and respond to opportunities to involve ourselves in the organisation's activities.
- We will visit the trust sites, with all visits arranged in advance with the Principal, Leadership Team or Centre Leaders via the Company Secretary and undertaken within the framework established by the board.
- We will undertake Link Trustee roles to develop our understanding of the organisation.
- When visiting the academy in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a member or trustee.
- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the board, attendance records, relevant business and pecuniary interests, category of trustee and the body responsible for appointing us will be published on the organisation's website.
- In the interests of transparency we accept that information relating to members and trustees will be collected and logged on the DfE's national governance database (Get Information About Schools) and Companies House.
- We will inform the Company Secretary of any changes to our personal information.

## Relationships

- We will strive to work as a team in which positive working relationships are actively promoted and differences are celebrated.
- We will consider what is the best type and amount of communication outside of meetings and use the Company Secretary and Chair of the Board as a conduit for communication where this can be more efficient.
- We will express views openly, courteously and respectfully in all our communications with other members, trustees, the Company Secretary and staff both in and outside of meetings.
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other board members in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the Principal, Leadership Team, staff and parents, the local authority and other relevant agencies and the community.
- We will confront malpractice by speaking up against and bringing to the attention of the relevant authorities' any decisions or actions that conflict with the seven principles of public life or which may place our young people at risk.
- We will use the ethical leadership virtues as a basis for our questions.
- We will make every effort to support each other to balance the role of trustee with family and work commitments.



### **Confidentiality**

- We will observe complete confidentiality at all times when matters are deemed confidential or where they concern specific members of staff, children or young people.
- We will exercise the greatest prudence at all times when discussions regarding the organisation's business arise outside a governing board meeting.
- We will not reveal the details of any board vote or add information to that which is already in the public domain.
- Once a decision has been democratically made, all trustees must support that decision – inability to do so compromises the team effectiveness of the board.
- We will ensure all confidential papers are held and disposed of appropriately.
- We will ensure that the board complies with the Data Protection Act 2018 and UK General Data Protection Regulation.

### **Conflicts of interest**

- 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 board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting, we will offer to leave the meeting for the appropriate length of time.
- We accept that the Register of Business Interests will be published on the organisation's website.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the organisation as a whole and not as a representative of any group, even if elected to the board.
- We will seek to avoid related party transactions and understand that any work undertaken for the organisation is on a pro bono basis.

### **Ceasing to be a member, trustee or stakeholder representative**

- We understand that the requirements relating to confidentiality will continue to apply after a member, trustee or stakeholder representative leaves office.

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

- If we believe this code has been breached, we will raise this issue with the chair and the chair will investigate; the board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the chair that we believe has breached this code, the chair of the members board should be notified and will investigate the allegation.

### **How we work**

Trustees and members hold public office and so must adhere to the seven principles of public life. Not only is the work of the board important, it is important how it is done. The Ethical Leadership Framework gives seven personal characteristics or virtues that should be displayed by all members, trustees and stakeholder representatives. The virtues help people to fulfil the principles of public life.





## The seven principles of public life

**Selflessness** – School leaders should act solely in the interest of children and young people.

**Integrity** – School 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 decision, they must declare and resolve openly any perceived conflict of interest and relationships.

**Objectivity** – School 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 leaders are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

**Openness** – School 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 leaders should be truthful

**Leadership** – School 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 those who volunteer to govern them.

## The seven virtues of ethical school leadership

**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 use experience, knowledge, insight, understanding and good sense to make sound judgements. We demonstrate restraint and self-awareness, act calmly and rationally, exercise moderation and propriety as we serve our schools wisely.

**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 to the good of all children* – we work fairly for the good of children from all backgrounds. 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 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.





## 9.0 Monitoring and Review

This policy will be reviewed by trustees on an annual basis.