



# GOVERNANCE CODE OF CONDUCT

The Trust Board will review this Policy on a bi annual cycle

Colleagues affected by this Policy:	All Governance Personnel
Approved and adopted:	Full Trust Board 26/03/2025
Next review:	September 2026
Person responsible for the Policy:	CEO

# NGA Code of Conduct for Governing Boards

## Introduction

Governing Boards use a code of conduct, alongside committee terms of reference and role descriptions, to ensure all members understand what is expected of them.

The National Governance Association (NGA) model code of conduct, on which this policy is based, is anchored in the Seven Nolan Principles of Public Life. The code is also aligned with the NGA's framework for Ethical Leadership in Education; this outlines the principles that support ethical decision-making and challenge unethical behaviour in schools and Trusts.

## The model code

The NGA model code of conduct is suitable for all Boards in the Sea View Trust and it has been adapted to reflect:

- The specific governing Boards and organisation
- Delegated responsibilities
- Specific policies that must be followed
- Constitutional documents (such as the articles of association)

## Reviewing and publishing the code of conduct

The Sea View Trust Board of Trustees reviews and approves the code of conduct annually, ideally at the first meeting of the autumn term. When reviewing this code, the Board reflects on the events of the previous year and considers if any changes are required as a result. The Board also reviews the code of conduct upon any significant changes to the law or Trust policy.

This code of conduct is published on the Trust website.

## Supporting induction and development

The Board refers new volunteers to this code of conduct (and role description) during the recruitment process. This helps to ensure that new members have a good understanding of expectations before being appointed. New members are asked to agree to the Board's code of conduct on appointment, as part of their induction programme.

The Chairs of The Sea View Trust Governing Bodies (Members, Trustees and local Governance) may also use this code of conduct to support discussions. In doing so, the code of conduct becomes a tool to support our Boards, and individuals, in developing their governance practice.

## Supporting effective teamwork

Effective governance requires effective teamwork: working collaboratively as colleagues with a solid understanding and respect for each other's roles.

The NGA suggests that most effective way of dealing with conflict or tension is to use a measured and conciliatory approach. To support with this, the code of conduct clarifies the expectations of those governing in our Trust.

# The Sea View Trust Code of Conduct

Once this code has been adopted by the Trust Board, all members agree to faithfully abide by it.

## **We agree to abide by the Seven Nolan Principles of Public Life:**

### **Selflessness**

We will act solely in terms of 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 in order to gain financial or other material benefits for ourselves, our family, or our friends. We will declare and resolve any interests and relationships.

### **Objectivity**

We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

### **Accountability**

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 in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

### **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.

## **We will focus on our core governance functions:**

1. Ensuring there is clarity of vision, ethos and strategic direction
  2. Holding executive leaders to account for the educational performance of the organisation and its learners and the performance management of staff
  3. Overseeing the financial performance of the organisation and making sure its money is well spent
- Note: The NGA recognises the following as the fourth core function of governance:*
4. Ensuring the voices of stakeholders are heard

## **As individual Board members, we agree to:**

### **Fulfil our role & responsibilities:**

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day-to-day management.
2. We will fulfil our role and responsibilities as set out in our Schemes of Delegation.
3. We will develop, share and live the ethos and values of our Trust, Academies and College.
4. We agree to adhere to Trust, Academies and College policies and procedures, as set out by the relevant governing documents and law.
5. We will work collectively for the benefit of the Trust, Academies and College.
6. We will be candid but constructive and respectful when holding senior leaders to account.
7. We will consider how our decisions may affect the Trust, Academies, College and local community.
8. We will stand by the decisions that we make as a collective.
9. Where decisions and actions conflict with the Seven Principles of Public Life or may place learners at risk, we will speak up and bring this to the attention of the relevant authorities.
10. We will only speak or act on behalf of the Board if we have the authority to do so.
11. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
12. When making or responding to complaints we will follow the established procedures.
13. We will strive to uphold the Trust, Academies and College's reputation in our private communications (including on social media).
14. We will not discriminate against anyone and will work to advance equality of opportunity for all.

### **Demonstrate our commitment to the role:**

1. We will involve ourselves actively in the work of the Board, and accept our fair share of responsibilities, serving on committees or working groups where required.
2. We will be prepared to answer queries from other meeting 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.
3. We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
4. We will arrive at meetings prepared, having read all papers in advance, and ready to make a positive contribution and observe protocol.
5. We will get to know the Trust, Academies and College well and respond to opportunities to involve ourselves in their activities.
6. Where appropriate, we will visit the Academies and College and, when doing so, will make arrangements with relevant staff in advance and observe Academy, College and Board protocols.
7. When visiting in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code.
8. We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

### **Build and maintain relationships:**

1. We will develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local community/communities.
2. We will express views openly, courteously and respectfully in all our communications with Board members and staff both inside and outside of meetings.

3. We will work to create an inclusive environment where each Board member's contributions are valued equally.
4. We will support the Chair in their role of leading the Board and ensuring appropriate conduct.

### **Respect confidentiality**

1. We will observe complete confidentiality both inside and outside of the Board meetings, when matters are deemed confidential or where they concern individual staff, learners or families.
2. We will not reveal the details of any governing Board vote.
3. We will ensure all confidential papers are held and disposed of appropriately.
4. We will maintain confidentiality even after we leave office.
5. We will exercise integrity at all times when discussions regarding the Trust/Academies/College business arise outside a meeting.

### **Declare conflicts of interest and be transparent**

1. We will declare any business, personal or other interest that we have in connection with the Board's business, and these will be recorded in the Trust's Register of Business Interests
2. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
3. If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
4. We accept that the Register of Business Interests will be published on the Trust/Academies/College websites as appropriate.
5. We will act in the best interests of the Trust, Academies and College as a whole and not as a representative of any group.
6. We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the governing Board, attendance records, relevant business and pecuniary interests, category of governor/trustee and the body responsible for appointing us will be published on the Trust/Academies/College websites as appropriate.
7. We accept that information relating to Board members will be collected and recorded on the DfE's national database (Get Information About Schools - GIAS), some of which will be publicly available.

### **Remote Meetings**

We will ensure that, when meetings take place remotely (e.g. Teams, Zoom) we will:

- Demonstrate respect to colleagues present by avoiding distractions and engaging fully in the meeting at all times.
- Participate from a private, quiet space that:
  - ✓ Is devoid of interruptions, enabling full participation
  - ✓ Affords the appropriate level of privacy
  - ✓ Permits sensitive matters to be discussed without risk of breaching confidentiality

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

- Potential or perceived breaches of the code will be taken seriously.
- If it is believed the code has been breached, the concern will be raised with the Chair, who will investigate.

- Any of the governing bodies will only use suspension/removal as a last resort, after seeking to resolve any difficulties or disputes in ways that are more constructive.
- Should it be believed that the Chair has breached this code, another governing Board member, such as the Vice Chair will investigate.

#### **Ceasing to be a Member/ Trustee/ Local Governor or Trust Employee**

Any requirements relating to confidentiality will continue to apply after a Member, Trustee, Local Governor, any other committee member or Trust employee leaves office.