

Fylde Coast Academy Trust



FCAT Code of Conduct for Directors and Governors

Policy Version & Issue Date	Version 2 – July 2021
Policy Version / Issue Date and amendments	
Electronic copies of this plan are available from	FCAT Governors' Services
Hard copies of this plan are available from:	FCAT Governors' Services
Review frequency:	Annually / as required
Date of next review:	July 2022
Person responsible for Policy / review:	Ciara Gregson
Approval by FCAT Board:	13 th July 2021

CONTENTS

CONTENTS	1
1 Aims, scope and principles	2
2 The 7 Nolan principles of public life	2
3 Governor’s responsibilities	3
4 Working with others	4
5 Commitment to governance	5
6 Openness and transparency	5
7 Confidentiality	7
8 Data Protection	8
9 Social Media	8
10 Monitoring arrangements	9
11 Appendix 1: breaches of the code of conduct	9

1 Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all members, directors and 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 the academies within FCAT maintain 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 constitutional documents (articles of association and scheme of delegation).

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

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 academy and its pupils.

This policy is to be adopted by the FCAT Board of Directors.

2 The 7 Nolan principles of public life

As governors, we 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 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

3 Governor's responsibilities

The three core functions of the **FCAT Board of Directors** are to:

- Ensure clarity of vision, ethos and strategic direction for the Trust
- Hold executive leaders to account for the educational and financial performance of FCAT, and performance management of executive staff
- Oversee the financial performance of the FCAT and make sure money is well spent

The three core functions of **FCAT Academy Councils** are to:

- Ensure clarity of vision, ethos and strategic direction for the Academy in alignment with the Trust
- Hold the Academy Headteacher to account for educational and financial performance, reporting key points from each meeting to the FCAT Board of Directors. Performance management of the Headteacher
- Oversee the financial performance of the Academy and ensure money is well spent.

In order to do this effectively, as individuals we will:

- Understand and respect the distinction between the role and responsibilities of the Board of Directors and Academy Councils and those of the executive leaders / Headteachers

- Set and maintain an ethos of high expectations for everyone in the academy community, including in the conduct and the professionalism of the Board of Directors / Academy Council itself
- 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 and the local authority)
- Follow the policies and procedures established by FCAT and the Academy, and the procedures of the board as set out in relevant legislation, statutory guidance, and constitutional documents
- Take responsibility for our self-evaluation, regularly reviewing our board's performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the board as a whole remains accountable and that important decisions relating to core functions will be made by the full board
- Comply with relevant guidance, legislation and our funding agreement that sets out how we must manage our 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 gifts and record them on the gifts and hospitality register, in line with the FCAT Gifts and Hospitality Policy. We will not accept bribes
- We will work to actively identify and manage risks to the Trust / Academy

4 Working with others

We will:

- Support and strengthen academy leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the executive leaders / Headteachers and avoid routine involvement in operational matters
- Express views openly, courteously and respectfully in all our communications
- Work together as a board to develop effective relationships with the executive leaders / Headteacher, staff, parents and all other stakeholders
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders

Follow the Equality Act 2010, and apply the principles of fairness and equality in everything we do

5 Commitment to governance

We:

- Will attend all meetings where possible. Where we cannot attend, we will explain our valid reason and give suitable advance notice. We understand that absences will be reviewed by the board of directors on a regular basis
- Will seek consent from the board of directors for any expected long term absence from meetings
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members and that all directors / governors are expected to take an active role
- Will prepare ahead of meetings to ensure we make informed contributions
- Will participate in regular pre-arranged academy visits in accordance with academy policy

- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

6 Openness and transparency

Conflicts of interest

To make sure our board takes impartial decisions without bias, we will:

- Publish an up-to-date register of business and pecuniary interests of all governors/trustees including associate members
- Declare any potential conflicts of interest or loyalty at the beginning of each meeting, and withdraw from the meeting for the relevant item of business and not vote on the matter
- To act in the best interests of FCAT / the Academy as a whole and not as a representative of any group

Publishing information

To ensure our board is transparent and open to the community we serve, we will make certain information publicly available.

- We accept that the following information will be published on the Trust's / Academy's website to ensure transparency:
 - The structure and remit of the members, board of directors, committees and academy councils, and the full name of the chair of each one
 - For each member, director and governor who has served at any point over the past 12 months:
 - Their full name
 - Their date of appointment
 - Their term of office (trustees and local governors only)
 - The date they stepped down (where applicable)

- The body that appointed them (trustees and local governors only)
 - Their relevant business and pecuniary interests
 - Their attendance record over the last academic year (only for trustees at board and committee meetings and local governors at local governing body meetings)
-
- We accept that the information about members, directors and governors will be published on Get Information About Schools (GIAS)
 - We accept that the information about directors will be published on Companies House
 - We 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

7 Confidentiality

In the course of our role, we are sometimes privy to sensitive information. 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 directors' / governors' 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.

We will continue to observe confidentiality after we have left office.

Breaches of confidentiality

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

Director' / governors' understand that if they breach confidentiality, they may be suspended.

8 Data Protection

We will follow FCAT's information security processes and measures and data protection policy 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.

Personal data breaches

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

9 Social Media

We will:

- Uphold the reputation of the academy at all times
- Maintain a professional presence online and carefully consider how we interact with the community
- Review privacy settings regularly to make sure we are happy with the information about us that is publicly available
- Report any incidents of harassment we experience, or see towards directors / governors to the Governance Lead

We will **not**:

- Accept friend requests from pupils and not join any private parent groups associated with the academy
- Disclose any information which is confidential or would breach data protection principles

- Make comments online about any members of the governing board or academy community
- Post any inappropriate/offensive language, images or comments on social media that may bring us or the academy into disrepute

10 Monitoring arrangements

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the full governing board.

11 Appendix 1: breaches of the code of conduct

If we suspect a director / governor has breached the code of conduct, we will follow this procedure:

- The chair of directors will investigate suspected breaches by governors
- The members will investigate suspected breaches by directors
- A meeting will be held with the director / governor to discuss the issue. The director / governor can bring a supporter to the meeting. Another director / member will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
 - Further meetings to reset expectations, based on this code of conduct
 - Support, mentoring or training for the director / governor
 - Making sure the director / governor withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the director's / governor's behaviour, the board will vote on a motion to suspend them for up to 6 months. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Governors may be suspended if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of directors / academy council (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought, or is likely to bring the academy / trust or the office of the director / governor into disrepute

‘Bringing the board into disrepute’ may include, but is not limited to:

- Speaking out publicly against the academy / trust
- Being disrespectful to members of the FCAT community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media

We may remove a governor / director from office 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
- They have engaged in conduct aimed at undermining fundamental British values
- Their actions are significantly detrimental to the effective operation of the board / academy council, or their actions interfere with the operational efficiency of the academy / trust
- There has been a failure to attend meetings without advance notice and provision of an acceptable reason or prior consent for longer term absence from the board of directors