



omega
MULTI-ACADEMY TRUST

Trustee and Governor Code of Conduct

Version Number	1.1
Date policy last reviewed	August 2024
Policy Type	Mandatory
Owner	Chief Executive Officer
Approved By	Trust Board
Approval Date	8 th October 2024
Next Review Date	August 2025

Review Date and Summary of Changes

Date of review	Summary of changes
August 2024	Amended to reflect the core functions of governance in the Trust Governance Code

Signed by:

Chief Executive Officer

Date: 8th October 2024

Chair of Trustees

Date: 8th October 2024

Contents

Aim of this Code of Conduct.....	4
1. Core functions of Governance (Trustees).....	5
2. Statutory Duties (Trustees).....	5
3. Core functions of Governance (Local Governors).....	6
4. Standards for conduct, behaviour and practice	6
5. Breaching the code.....	9
6. Monitoring and review.....	10

Aim of this Code of Conduct

At Omega Multi-Academy Trust (the Trust), we recognise and value the effort taken by members of the Board of Trustees and Local Governing Bodies to contribute towards our Trust and each of our schools. We encourage your assistance and acknowledge that many trust/school activities and processes would be at risk if it were not for your help. As a result, we want to make sure that your time spent as a crucial part of the governance of the Trust and each of its constituent schools, is productive and enjoyable.

This Code of Conduct outlines what is expected from Trustees and Local Governors, and sets out the code of conduct with which all Trustees and Governors are required to comply.

1. Core functions of Governance (Trustees)

Members of the Board of Trustees, referred to as 'Trustees' will focus on the following strategic functions of governance as set out in the Scheme of Delegation:

1.1 Contributing to the development of the strategic direction of the trust by:

- Defining the trusts vision for high quality and inclusive education in line with its charitable objects.
- Establishing and fostering the trust's culture and setting and championing the trust strategy including determining what, if any, governance functions are delegated to the local tier

1.2 Ensuring accountability and assurance by:

- Having robust effective oversight of the operations and performance of the academy trust, including the provision of education, pupil welfare,
- Ensuring arrangements for safeguarding are effective across the trust.
- Overseeing and ensuring appropriate use of funding and effective financial performance and keeping their estate safe and well-maintained

1.3 Ensuring strategic engagement with stakeholders by:

- Having strategic oversight of relationships with stakeholders.
- Involving parents, schools and communities so that decision-making is supported by meaningful engagement

2. Statutory Duties (Trustees)

2.1 Trustees must comply with the trust's charitable objects, with company and charity law, and with their contractual obligations under the funding agreement.

2.2 Trustees must apply the highest standards of conduct and ensure robust governance, as these are critical for effective financial management. Trusts should consider the features of high quality governance as described in the Trust Quality Descriptions.

- High-Quality and Inclusive Education
- School Improvement
- Workforce
- Finance and Operations
- Governance and Leadership

2.3 The Trust has a range of responsibilities under current legislation and statutory guidance. Trusts' responsibilities include such matters as safeguarding, health and safety and estates management. Ensuring strong governance in these areas will be a key priority for the board.

3. Core functions of Governance (Local Governors)

3.1 Members of Local Governing Bodies (LGBs), referred to as 'Governors', will focus on the following core strategic functions, as set out in the Trust's Scheme of Delegation and fully defined in the LGB Terms of Reference.

- Strategy and Leadership
- Education and Curriculum
- Safeguarding and Wellbeing
- People
- Finance and Estates

3.2 The Local Governing Body will ensure it understands and meets the features of high quality governance.

- High-Quality and Inclusive Education
- School Improvement
- Workforce
- Finance and Operations
- Governance and Leadership

3.3 All Trustees and Governors are required to fulfil their duties in line with the law, the 'Academy Trust Governance Guide', and 'The 7 principles of public life'.

3.4 In addition, all Trustees and Governors will be expected to be:

- Committed
- Confident
- Curious
- Challenging
- Collaborative
- Critical
- Creative

4. Standards for conduct, behaviour and practice

4.1 Undertake the roles and responsibilities of a Trustee/Governor:

All Trustees and Governors will:

- Accept that their role is strategic and, therefore, focus on the core functions of the Board of Trustees/Local Governing Body rather than the day-to-day management of the Trust/School.
- Respect the role of the Chief Executive Officer, Headteacher and Executive/Senior leaders and their responsibility for the day-to-day management of the Trust/School, never acting in a way that could undermine such arrangements.
- Accept that they have no legal authority to act individually, except when they have been given delegated authority in writing to do so.
- Act fairly and without prejudice.

- Apply the Equality Act 2010 in all governance matters
- Ensure the board has a diverse composition which, as far as possible, reflects the composition of the local community.
- Encourage open governance.
- Accept collective responsibility for decisions made by the Board of Trustees/Local Governing Body, in keeping with the Scheme of Delegation.
- Stand by decisions that the Board of Trustees/Local Governing Body make as a collective, in keeping with the Scheme of Delegation.
- Be mindful of their responsibility to maintain and develop the ethos and reputation of the Trust and/or School.
- Consider how decisions may affect the community.
- Where decisions and actions conflict with 'The 7 principles of public life' or may place pupils at risk, bring this to the attention of the relevant authorities.
- Actively support and challenge the leadership of the Trust/School.
- Follow the procedures established by the Trust/Local Governing Body in keeping with the Scheme of Delegation.
- Only speak on behalf of the Board of Trustees/Local Governing Body when they have been specifically authorised in writing to do so.
- When formally speaking or writing in a governing role, ensure their comments reflect current Trust/School policy even if that may differ from their personal views.
- Fulfil their duties as an employer, acting in a manner that is expected of a good proprietor.
- Adhere to the Trust/School's rules and policies, and the procedures of the Board of Trustees/Local Governing Body in accordance with the relevant governing documents and law.
- Provide strategic challenge to test and assure themselves that the safeguarding policies and procedures in place across the Trust/within their respective school are effective and support the delivery of a robust Trust-wide/whole-school approach to safeguarding.

4.2 Demonstrate commitment to the role

All Trustees and Governors will:

- Undertake mandatory training and access the additional training and support available to fully understand their role, including safeguarding and child protection (including online, and filtering and monitoring systems) training at induction.
- Undertake further training appropriate to their area of monitoring or responsibility – this can be online.
- Be committed to the amount of time and energy the role involves.
- Be actively involved in the role and accept their fair share of responsibilities within the Board of Trustees/Local Governing Body.
- Give full effort to the attendance of meetings. Where a Trustee/Governor cannot attend a meeting, they will contact the Governance Professional/Clerk in advance to give their apologies and the reason for their non-attendance.
- Come to meetings prepared, including having accessed and read the paperwork prior to the meeting.
- Visit the Trust/school to undertake agreed monitoring or participate in school events, with visits being arranged beforehand with the Headteacher and undertaken within the framework established by the Trust/Local Governing Body.

- Be prepared to support and to challenge when needed.

4.3 Behave appropriately

All Trustees/Governors will:

- Pay due regard to their position of public office and adhere to 'The 7 principles of public life':
 - Selflessness
 - Integrity
 - Objectivity
 - Accountability
 - Openness
 - Honesty
 - Leadership
- Acknowledge the time, effort and skills demonstrated in the execution of delegated functions by other members of the Trust Board/Local Governing Bodies.
- Take into account any concerns expressed about their delegated function and be prepared to answer queries from other Trustees/Governors regarding their role.
- Act in the best interests of the Trust, its schools and its pupils; Trustees/Governors will not act in a manner that will bring the Trust or any of its schools into disrepute.

4.4 Build relationships

All Trustees/Governors will:

- Seek to develop open, honest and effective working relationships with Trust/School leaders, staff and parents.
- Continuously strive to work as a team.
- Express their views openly, in a courteous and respectful manner.

4.5 Maintain confidentiality

All Trustees/Governors will:

- Maintain complete confidentiality both inside and outside the Trust/school when matters discussed between Trustees/Governors are deemed confidential, or where they concern specific members of staff or pupils.
- Not reveal details of a Board of Trustees/Local Governing Body vote.
- Operate in line with the Data Protection Act 2018 and UK GDPR.
- Maintain confidentiality even after they leave the Board of Trustees/Local Governing Board.

4.6 Be transparent

All Trustees/Governors will:

- Accept and consent that in the interests of open and transparent governance, their names, dates of appointment, terms of office, roles, attendance records and any conflicts of interest will be published on the trust and each constituent school's website.
- Accept and consent to information relating to them, as members of the Board of

Trustees/Local Governing Body, being logged on Get Information about Schools (GIAS). This information will be given by Trustees/Governors on a voluntary basis, but in doing so Trustees/Governors should understand that any information provided to must be shared with the Secretary of State via GIAS.

4.7 Declare conflicts of interest

All Trustees/Governors will:

- Act in the best interests of the Trust/School at all times, and not act in the interest of, or as a representative of, any group or individual.
- Declare any business, personal or other interests they have in connection to the Board of Trustees/Local Governing Body's interests and record these in the Declared Conflicts of Interest Register.
- Declare any interest they may have in an item of business on the agenda and immediately remove themselves from the meeting while it is under discussion. Any conflict of interest will be declared at the start of any meeting, should the situation arise.

5. Breaching the code

5.1 Trustee breaches of the code of conduct

If a Trustee breaches this code of conduct, the issue will be raised with the Chair of Trustees, who will investigate the concern. In the event that it is believed the Chair of Trustees has breached this code of conduct, the issue will be raised with Members and a Member will be appointed to undertake the investigation.

The Board of Trustees will attempt to resolve any difficulties or disputes in a constructive manner before suspension or removal is considered. The Board of Trustees will only suspend or remove a Trustee from their post as a last resort.

A Trustee may be removed by the person or persons who appointed or elected them, or otherwise by ordinary resolution of the Members in accordance with the Companies Act 2006. If the need arises to suspend or remove a Trustee, the Board of Trustees will ensure a fair and objective process by implementing the following procedure:

- A resolution to remove a Trustee from office will be included on an agenda and circulated to all Members. (if a Member appointed Trustee)
- A meeting will be held and the resolution to remove the Trustee from office will be fully explained.
- Members will give due and careful consideration to the reasons given to remove the Trustee from office. (if a Member appointed Trustee)
- The Trustee whom it has been proposed to remove from the Board of Trustees will be given the opportunity to make a statement in response to the resolution to remove them from office.
- The Trust members will consider the proposal to remove the trustee and make a decision without unnecessary delay. (if a Member appointed Trustee)
- The Trustee will be informed of the decision in writing within five working days.

5.2 Governor breaches of the code of conduct

If a Governor breaches this code of conduct, the issue will be raised with the Chair of the Local Governing Body, who will investigate the concern. In the event that it is believed the Chair of the Local Governing Body has breached this code of conduct, the issue will be raised with Governance Professional who will arrange for a Trustee to be appointed to undertake the investigation.

The Board of Trustees will attempt to resolve any difficulties or disputes in a constructive manner before suspension or removal is considered. The Board of Trustees will only suspend or remove a Governor from their post as a last resort. If the need arises to suspend a Governor, the Board of Trustees will ensure a fair and objective process by implementing the following procedure:

- A resolution to remove a Governor from office will be included on an agenda and circulated to all Trustees.
- A meeting will be held and the resolution to remove the Governor from office will be fully explained.
- Trustees will give due and careful consideration to the reasons given to remove the Governor from office.
- The Governor whom it has been proposed to remove from the Local Governing Body will be given the opportunity to make a statement in response to the resolution to remove them from office.
- The Board of Trustees will consider the proposal to remove the Governor and make a decision without unnecessary delay.
- The Governors will be informed of the Trust Board's decision in writing within five working days.

5.3 Elected staff or parent governors

Any elected staff or parent governor who has been disqualified from their role and removed from office will be disqualified from serving as a governor and holding office for a period of five years. This period is taken from the date immediately after the day they were disqualified from their elected role. Given the consequence of the five-year disqualification period, the Board of Trustees' power to remove an elected parent or staff governor will only be used in exceptional and serious circumstances which may include the following:

- Serious misconduct
- Repeated serious incompetence
- Engagement in conduct which aims to undermine fundamental British values
- Actions that are significantly detrimental to the effective operation of the governing board
- Actions that are significantly detrimental to the effective operation of the school

6. Monitoring and review

This code of conduct will be reviewed annually, by the Board of Trustees and any changes made will be communicated to all Trustees/Governors.

All Trustees/Governors are required to familiarise themselves with this code of conduct as part of

their induction programme.

The next scheduled review date for this code of conduct is August 2025

