



Board of Trustees Code of Conduct

Signed by:

A handwritten signature in black ink, appearing to read "A. B. O.", is written over a light blue horizontal line.

Chair of trustees

Date: 7th December 2021

Contents

1. Statement of Intent
2. Legal Frameworks
3. Core functions of governance
4. Standards for conduct behaviour and practice
5. Breaching the code
6. Monitoring and review

1. Statement of intent

At Omega Multi Academy Trust, we recognise and value the effort taken by trustees who contribute towards the governance of the trust and its academies. We encourage your assistance and acknowledge that many of the trust's 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 part of the board of trustees is productive and enjoyable.

This code of conduct outlines what is expected from members of the board of trustees and sets out the code of conduct which all trustees are required to comply with.

Trustees must ensure that they contribute to the following core strategic functions, as set out in the trust's scheme of delegation:

- Contributing to the development of the strategic direction of the academy by:
 - Setting and ensuring a clear vision, values, and objectives for the trust and its academies.
 - Monitoring the trust's and individual academy's improvement strategies, determining priorities and setting targets.
 - Complying with all statutory duties.
- Ensuring accountability by:
 - Monitoring the performance of individual academy's educational outcomes and progress towards set targets.
 - Communicating with stakeholders.
 - Contributing to the self-evaluation of the trust and its academy.
- Managing financial performance by:
 - Monitoring the trust's and individual academy's spending against agreed budgets.
 - Ensuring money is well spent and represents value for money.
 - Identifying and managing risks to the trust and its academy.

This document outlines what is expected from members of the board of trustees and sets out the code of conduct that all trustees are required to comply with.

2. Legal framework

This policy has due regard to all relevant legislation including, but not limited to, the following:

- Children Act 1989
- Children Act 2004
- Education Act 2011
- The Childcare (Disqualification) and Childcare (Early Years Provision Free of Charge) (Extended Entitlement) (Amendment) Regulations 2018
- Childcare Act 2006
- Protection of Freedoms Act 2012
- Data Protection Act 2018
- The General Data Protection Regulation (GDPR)

This policy also has due regard to guidance including, but not limited to, the following:

- DfE (2019) 'Governance handbook'
- DfE (2019) 'Keeping children safe in education'
- DfE (2019) 'Academies financial handbook'
- DfE (2018) 'Disqualification under the Childcare Act 2006'

This policy operates in conjunction with the following trust and academy policies:

- Child Protection and Safeguarding Policy
- Equal Opportunities and Dignity at Work Policy
- Health and Safety Policy
- Behaviour for Learning Policy
- Whistleblowing Policy
- Assessment Policy
- Data Protection Policy
- Disciplinary Policy and Procedures
- Complaints Policy
- Grievances Policy
- Trustee/Governor Visit Policy
- Trustee/Governor Allowances Policy
- Business and Pecuniary Interests Policy

3. Core functions of governance

The board of trustees will focus on the three core functions of governance:

- Ensuring clarity of vision, ethos and strategic direction
- Holding executive leaders to account for the educational performance of the academy and its pupils, and the effective and efficient performance management of staff
- Overseeing the financial performance of the academy and making sure its money is well spent

The board of trustees will ensure it understands and meets the following key features of effective governance:

1. Strategic leadership that sets and champions vision, ethos and strategy
2. Accountability that drives up educational standards and financial performance
3. People with the right skills, experience, qualities and capacity
4. Structures that reinforce clearly defined roles and responsibilities
5. Compliance with statutory and contractual requirements
6. Evaluation to monitor and improve the quality and impact of governance

All trustees are required to fulfil their duties in line with the law, the 'Governance handbook' and 'The 7 principles of public life'. In addition, all trustees will be expected to be:

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

4. Standards for conduct, behaviour and practice

All trustees will agree to meeting the standards outlined in this section.

1. Undertake the roles and responsibilities of a trustee

All trustees will:

- Be responsible for the development of policies across the trust and seek to engage with the relevant committees when developing and reviewing trust-wide policies.
- Formulate and review the trust's vision, values and long-term strategy.
- Exercise overall control over the trust's financial affairs.
- Act fairly and in accordance with equal opportunities principles while making decisions affecting the appointment, recruitment, professional development, performance management, payment and discipline of staff.
- Make decisions collectively and take joint responsibility for actions taken and decisions made by the board of trustees.
- 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.

- Not speak against majority decisions outside board meetings.
- Not speak about discussions or decisions outside of board meetings.
- Act in a fair and open-minded manner during discussions.
- Consider professional advice on anything which they do not have expertise in themselves.
- Ensure that a properly constituted, balanced and competent board is maintained.
- Hold themselves accountable for the performance of the board of trustees and the trust.
- Not use their status as a trustee to gain advantage or gain financially within the trust.
- Accept that they have no legal authority to act individually or on behalf of the trust, except when they have been given delegated authority to do so.
- Only speak on behalf of the board of trustees or trust when they have been specifically authorised to do so.
- Respect executive and senior leaders and their responsibility for the day-to-day management of the organisation, never acting in a way that could undermine such arrangements.
- Adhere to the trust's rules and policies, and the procedures of the trust and its committees, in accordance with the relevant governing documents and law.
- Act fairly and without prejudice.
- Encourage open governance.
- Be mindful of their responsibility to maintain and develop the ethos and reputation of the trust.
- Consider how decisions may affect the community, including the wider trust community.
- Adhere to the trust's rules and policies, and the procedures of the trust, in accordance with the relevant governing documents and law.
- When formally speaking or writing in a governing role, ensure their comments reflect current trust policy, even if this might be different to personal views.
- Where they hold another role within the trust, such as a volunteer, strive to keep these roles separate.
- Recognise the difference between their role and that of staff, trust members, volunteers and other committee members.

2. Demonstrate commitment to the role

All trustees will:

- Fully understand their role and commit 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.
- Give full effort to the attendance of meetings and come to all meetings prepared. Where a trustee cannot attend a meeting, they will contact the clerk in advance to give their apologies and reason for non-attendance.
- Participate in induction, training and development activities.
- Continually seek ways to improve governance practice.

- Visit academies within the trust as and when necessary to maintain oversight of the performance and engage with stakeholders.

3. Behave appropriately

All trustees 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 board of trustees.
- Act in the best interests of the trust, its academies and its pupils – trustees will not act in a manner that will bring disrepute to the trust.
- Declare and change in their eligibility to hold the position of trustee as per the disqualification criteria set out in the trust's Articles of Association.
- Not break the law, go against charity regulations or act in disregard of the trust's policies in any aspect of their role on the board.
- Use the trust's resources responsibly and not for personal gain, ensuring that any expenses or reimbursement are documented.
- Not accept gifts or hospitality without the prior consent of the board of trustees and will always act in line with the trust's Gifts, Hospitality and Anti-bribery Policy.

4. Build relationships

All trustees will:

- Seek to develop open, honest and effective working relationships with committees, the trust's central team, executive and senior leaders, and staff members and parents at the trust's academies, as well as any other relevant bodies, such as the LA.
- Continuously strive to work as a team.
- Express their views openly, in a courteous and respectful manner.
- Honour the authority of the chair of trustees as appointed leader of the board and support them in their role.
- Acknowledge the time, effort and skills demonstrated in the execution of delegated functions by other members of the board.
- Consider any concerns expressed about the delegated functions of the committees and answer queries from trustees within committees regarding their role.

5. Maintain confidentiality

All trustees will:

- Maintain complete confidentiality both inside and outside the trust when matters discussed between trustees are deemed confidential, or where they concern specific members of staff or pupils.
- Exercise the greatest care and caution when partaking in discussions regarding trust business outside of board meetings.
- Not reveal details of a board vote.
- Operate in line with the Data Protection Act 2018 and UK GDPR.
- Continue to apply the requirements for confidentiality after they leave office.

6. Be transparent

All trustees will:

- Accept and consent that, in the interests of open and transparent governance, their full name, dates of appointment, details of who appointed them, term of office, roles in other educational organisations, attendance at board meeting records, and any conflicts of interest will be published on the trust's website.
- Provide, with consent, information relating to them, as trustees, to be logged on 'Get Information about Schools' (GIAS), the DfE's national database. The trust will provide GIAS with the information provided by trustees.

7. Declare conflicts of interest

All trustees will:

- Act in the best interests of the trust at all times and will not act in the interest of, or as a representative of, any group or individual.
- Declare and record, in GovernorHub, any business, personal or other interests that they might have in connection to the business of the board of trustees. The interests of those related or closely connected to a trustee will be declared in GovernorHub.
- Declare any interest they may have in an item of business on the agenda and will 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

If a trustee breaches this code of conduct, the issue will be raised with the chair of the board of trustees, who will make arrangements for the concern to be investigated. In the event that it is believed the chair of the board of trustees has breached this code of conduct, trust members will arrange for a trust member or someone independent to the board of trustees and trust to undertake the investigation.

The board of trustees will only suspend or remove a trustee from their post as a last resort. The board of trustees will attempt to resolve any difficulties or disputes in a constructive manner before suspension or removal is considered. If the need arises to suspend 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 of a meeting of the board of trustees and circulated to all trust members.
- A meeting of the trust's members will be held and the resolution to remove the trustee from office will be fully explained.
- The trust members will give due and careful consideration to the reasons given to remove the trustee from office.
- 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.
- The trustee will be informed of the trust members' decision in writing within five working days.

6. Monitoring and review

This policy will be reviewed on an annual basis by the trust members and any changes made will be communicated to all trustees and relevant members of staff.

All trustees are required to familiarise themselves with this document as part of their induction programme.

The next scheduled review date for this document is December 2022

