



**PROSPER**  
LEARNING TRUST

## **Trustees and Local Governors Code of Conduct**

### **DOCUMENT HISTORY**

<b>Policy reviewed and adopted by Trustees</b>	<b>14<sup>th</sup> February 2019</b>
<b>Review frequency</b>	<b>Annually</b>
<b>Date of next review</b>	<b>Summer 2020</b>
<b>Responsible Officer</b>	<b>Chair of Trustees</b>

## Introduction

This code sets out the expectations on and commitment required from Trustees and Local Governors in order for the Board of Trustees/Local Governing Bodies to properly carry out its work within Prosper Learning Trust and the community.

This Code should be read in conjunction with Prosper Learning Trust's Articles of Association and Scheme of Delegation.

## Policy Statement

Prosper Learning Trust endorses the Seven Principles of Public Life proposed by the Committee on Standards in Public Life chaired by Lord Nolan. These are:

**Selflessness** - Holders of public office should act solely in terms of the public interest.

**Integrity** - Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

**Objectivity** - Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

**Accountability** - Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

**Openness** - Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

**Honesty** – Holders of public office should be truthful

**Leadership** – Holders of public office 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.

## **The Board of Trustees has the following core strategic functions:**

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the Trust
- Agreeing the Trust Improvement Strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the CEO and Heads of School/Headteachers
- Monitoring the educational performance of academies within the Trust and progress towards agreed targets
- Performance managing the CEO
- Engaging with stakeholders
- Contributing to the Trust 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

## **Each Local Governing Body has the following core strategic functions:**

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the relevant academy
- Agreeing the Academy Improvement Strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing staff in the relevant academy
- Monitoring the educational performance of the relevant academy and progress towards agreed targets
- Supporting the CEO in the performance management the Heads of School/Headteachers
- Engaging with stakeholders
- Contributing to the relevant academy's self-evaluation

Overseeing financial performance, by:

- Monitoring spending against the budget
- Ensuring money is well spent and value for money is obtained

## As Trustees or Local Governors we agree to the following:

### Role & Responsibilities:

- We understand the purpose of the Board of Trustees/Local Governing Body and the role of the executive leaders
- We accept that we have no legal authority to act individually, except when the Board of Trustees/Local Governing Body has given us delegated authority to do so, and therefore we will only speak on behalf of the Board of Trustees/Local Governing Body when we have been specifically authorised to do so
- We accept collective responsibility for all decisions made by the Board of Trustees/Local Governing Body or its delegated agents and therefore we will not speak against majority decisions outside the Board of Trustees/Local Governing Body 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 and will act appropriately
- We will consider carefully how our decisions may affect the community and other schools/trusts
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our Trust and its constituent academies; our actions within the Trust and the local community will reflect this
- In making or responding to criticism or complaints we will follow the Prosper Learning Trust Complaints Policy
- We will actively support and challenge the executive leaders
- We will accept and respect the difference in roles between the Board of Trustees/Local Governing Body and staff, ensuring that we work collectively for the benefit of the organisation
- We will respect the role of the executive leaders 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 Trust's rules and policies and procedures 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

### **Commitment:**

- We acknowledge that accepting office as a Trustee/Local Governor involves the commitment of significant amounts of time and energy
- We will each involve ourselves actively in the work of the Board of Trustees/Local Governing Body, and accept our fair share of responsibilities, including service on committees or working groups
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to
- We will get to know the Trust/relevant academy well and respond to opportunities to involve ourselves in Trust and Academy activities
- We will visit the academies within the Trust, with all visits arranged in advance with the Head of School/Headteacher and undertaken within the framework established by the Board of Trustees/Local Governing Body
- When visiting the schools in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a Trustee/Local Governor
- 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 of Trustees/Local Governing Body, attendance records, relevant business and pecuniary interests and the body responsible for appointing us will be published on the Trust/Academy website
- In accordance with Regulation 2 of the School Governance (Constitution and Federations) (Amendment) Regulations 2016, we will each complete an application for an enhanced criminal record certificate from the Disclosure and Barring Service (DBS), the details of which will be held in the Trust's central record
- In the interests of transparency we accept that information relating to Trustees/Local Governors will be collected and logged on the DfE's national database (GIAS)

**Relationships:**

- We will strive to work as a team in which constructive working relationships are actively promoted
- We will express views openly, courteously and respectfully in all our communications with other Trustees/Local Governors, the Clerk to the Board of Trustees/Local Governing Body and Trust staff both in and outside of meetings
- We will support the Chairs in their role of ensuring appropriate conduct both at meetings and at all times
- We are prepared to answer queries from other Board of Trustees/Local Governing Body 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 executive and academy leaders, staff and parents, the Trust, the local authority and other relevant agencies and the community

**Confidentiality:**

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside the academies within the Trust
- We will exercise the greatest prudence at all times when discussions regarding Trust business arise outside a Board of Trustees/Local Governing Body meeting
- We will not reveal the details of any governing Board of Trustees/Local Governing Body vote
- We will ensure all confidential papers are held and disposed of appropriately

**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 of Trustees/Local Governing Body 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 Trust/Academy 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 Trust as a whole and not as a representative of any group, even if elected to the Board of Trustees/Local Governing Body

#### **Ceasing to be a Trustee/Governor:**

- We understand that the requirements relating to confidentiality will continue to apply after a Trustee/Local Governor leaves office

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

- If Prosper Learning Trust believe this code has been breached by a Local Governor, the issue will be investigated by the Chair of the relevant Local Governing Body
- If Prosper Learning Trust believe this code has been breached by a Chair of a Local Governing Body, the issue will be investigated by the CEO
- If Prosper Learning Trust believe this code has been breached by a Trustee, the issue will be investigated by a Trustee appointed by the Board of Trustees
- If Prosper Learning Trust believe this code has been breached by the Chair of Trustees the issue will be investigated by a committee appointed by the Board of Trustees
- The Board of Trustees/Local Governing Body will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways

