

# Code of Conduct for APAT Trustees and Governors

This Code of Conduct is reproduced from the Model developed by the National Governors Association.

Once this code has been adopted, all Members, Trustees and Governors of Local Governing Bodies (LGBs) agree faithfully to abide by it. The Audit & Risk Committee (A&R), the Joint Standards Committee (JSC) and the LGBs are all sub-committees of the Trust Board and their members are appointed by the Trust Board.

**Trustees only** - We agree to follow the Charity Governance Code\*

**Local Governors** - We recognise and support the principles set out in the Charity Governance Code\*

\* The Charity Governance Code (CGC) for larger charities can be found on the Charities Commission website. APAT is registered at Companies House as a company limited by guarantee (it does not have shareholders) and is also an 'exempt' charity which means it has charitable status but is not formally registered as a charity. Like the APAT Code, the CGC is also based on the Seven Nolan Principles of Public Life and is referenced in this APAT Code for completeness.

## We will 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 apply the highest standards and we will**

- i act within our powers
- ii promote the success of the trust
- iii exercise independent judgement
- iv exercise reasonable care, skill and diligence
- v avoid conflicts of interest
- vi not accept benefits from third parties
- vii declare interest in proposed transactions or arrangements

### **We will focus on our core purpose**

- i Strategic leadership - defining a vision, fostering a culture and championing the strategy
- ii Accountability and assurance - providing robust and effective oversight of operations and performance
- iii Engagement - strategic oversight of relationships with stakeholders

### **As individuals, we agree to**

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

- i We accept that our role is strategic and so will focus on our core purpose rather than involve ourselves in day-to-day management.
- ii We will fulfil our role and responsibilities as set out in the Scheme of Delegation
- iii We will develop, share and live the ethos and values of our trust.
- iv We agree to adhere to Trust policies and procedures.
- v We shall fully cooperate with individual requests that are necessary to ensure organisational compliance, such as disclosure and barring or right to work checks.
- vi We will work collectively for the benefit of the Trust.
- vii We will be candid but constructive and respectful when holding senior leaders to account.
- viii We will consider how our decisions may affect the Trust and local community.
- ix We will stand by the decisions that we make as a collective.
- x Where decisions and actions conflict with the Seven Principles of Public Life or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
- xi We will only speak or act on behalf of the Trust board if we have the authority to do so.
- xii **Trustees only** - We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
- xiii When making or responding to complaints, we will follow the established procedures.

- xiv We will strive to uphold the Trust's reputation in our private communications (including on social media).
- xv We will have regard to our responsibilities under the Equality Act and will work to advance equality of opportunity for all.
- xvi **Local Governors** - We will act as local ambassadors for our Trust.

### Demonstrate our commitment to the role

- i We will involve ourselves actively in the work of the Trust Board or LGB and accept our fair share of responsibilities, serving on committees or working groups where required.
- ii We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
- iii We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
- iv We will get to know our school(s) well and welcome opportunities to be involved in school activities.
- v We will visit the school(s) and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
- vi When visiting a school in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code.
- vii We will participate in induction training, prioritise training in required areas (such as safeguarding) and commit to developing our individual and collective skills and knowledge on an ongoing basis.

### Build and maintain relationships

- i We will develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
- ii **Local Governors** - We will champion the voices of our school community and stakeholders.
- iii **Local Governors** - We will establish effective working relationships with trustees.
- iv **Trustees only** - We will engage with and be accountable to those governing at local level.
- v **Trustees only** - We will respect the remit of, and engage constructively with, relevant authorities, sector bodies and other trusts.
- vi We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
- vii We will work to create an inclusive environment where the contributions of every Trustee, Committee member and Local Governor are valued equally.
- viii We will support the Chairs of the Trust Board, A&R, JSC and the LGBs in their leadership roles and to ensure appropriate conduct.

## **Respect confidentiality**

- i We will observe complete confidentiality both inside and outside the Trust when matters are deemed confidential or where they concern individual staff, pupils or families.
- ii We will not reveal the details of any vote of the Trust Board, A&R, JSC and the LGBs.
- iii We will ensure all confidential papers are held and disposed of appropriately.
- iv We will maintain confidentiality even after we cease to hold office.

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

- i We will declare any business, personal or other interest that we have in connection with the business of the Trust Board, A&R, JSC and the LGBs, and accept that any interests will be recorded in the Register of Business Interests.
- ii We will also declare any conflict of loyalty at the start of any meeting should the need arise.
- iii 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.
- iv We accept that the Register of Business Interests will be published on the trust's website.
- v We will act as a member of the Trust Board, A&R, JSC and the LGBs as appropriate and not as a representative of any group.
- vi We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the Trust Board, A&R, JSC and the LGBs, attendance records, relevant business and pecuniary interests, category of Trustee or Local Governor and the name of the body responsible for appointing us will be published on the Trust website.
- vii We accept that information relating to members of the Trust Board, A&R, JSC and the LGBs will be collected and recorded on the DfE's national database ('Get Information About Schools'), some of which will be publicly available.
- viii We understand that potential or perceived breaches of this Code will be taken seriously and that a breach could lead to formal sanctions

**Adopted by** (Trust Board or Local Governing Body of the particular School)

**Date**

**Signed by** (Chair of the Trust Board or Local Governing Body)

**Name**