



**South East Cornwall Multi Academy Regional Trust**

# **SMART Trustee Code of Conduct Policy**

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16/10/18	Adopted by the Trust Board
17/09/19	Final policy updated using NGC's 2019 model policy and circulated to LGCs
15/06/20	Circulated to the JCNC group, governors and Trustees for comments
21/07/20	Submitted to Trust Board for approval
25/09/20	Approved by Members
12/09/23	Policy update
Oct 2023	Policy circulated to governors and Trustees for comments
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## Introduction

Adapted from the 2019 version provided by the National Governance Association.

Once approved by the Trust Board and the Members, the Code will apply to all Trustees.

This Code should be read in conjunction with the relevant law and with the articles of association and agreed scheme of delegation.

## The SMART Board has the following strategic functions

### ***Establishing the strategic direction, by:***

- Setting and ensuring clarity of vision, values, and objectives for the Trust
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties.

### ***Ensuring accountability, by:***

- Appointing the CEO
- Monitoring the educational performance of the schools and progress towards agreed targets
- Performance managing the CEO
- Engaging with stakeholders
- Contributing to school and 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.

### ***Engaging with our stakeholders and communities by:***

- Gathering the views our constituents and reporting on the results
- Reaching out to the Trust's wider community and inviting them to play their part
- Ensuring the views of stakeholders are considered when shaping the Trust's culture and the underpinning strategy, policies and procedures
- Consider, celebrate and further the full diversity of our community of stakeholders and society at large and reflecting this in our culture, values, policies and procedures.

## As Trustees on the SMART Board we agree the following:

### **Fulfil our role and responsibilities**

- We understand the purpose of the SMART Board and its strategic role so will focus on our core functions rather than involve ourselves in day-to-day management
- We accept that we have no legal authority to act individually, except when the Board has given us delegated authority to do so, and therefore we will only speak on behalf of the SMART Board when we have been specifically authorised to do so

- We accept collective responsibility for all decisions made by the SMART Board. This means that we will not speak against majority decisions outside the Board 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
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our group of schools. Our actions within the schools and the local community will reflect this
- When making or responding to complaints or criticism we will follow the established SMART procedures.
- We will actively support and challenge the executive leaders
- We will accept and respect the difference in roles between the SMART Board 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 rules and policies and the procedures of the SMART Board 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 from our personal views
- We will strive to uphold the school's / trust's reputation in our private communications (including on social media) and adhere to the SMART Acceptable Use Policy (which can be found on the SMART website)
- We will avoid, as far as possible, becoming involved in any communication which may lead to a conflict of interest with the role of the SMART Board.
- We will not discriminate against anyone and will work to advance equality of opportunity for all.

## **Demonstrate our commitment to the role**

- We acknowledge that accepting office as a Trustee involves the commitment of significant amounts of time and energy. This includes regularly checking and replying to emails
- We will each involve ourselves actively in the work of the SMART Board, 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 to the clerk why we are unable to
- We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol
- We will get to know our allocated school well and respond to opportunities to involve ourselves in school activities
- We will visit our allocated school, with all visits arranged in advance with the headteacher and undertaken within the framework established by the SMART Board
- When visiting the school in a personal capacity (e.g. as a parent or carer), we will honour the commitments made in this code of conduct
- We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis

## **Build and maintain relationships**

- We will strive to work as a team in which constructive working relationships are actively promoted
- We will be candid but constructive and respectful when holding senior leaders to account
- We will respect individual differences and challenge discrimination or unfairness whenever it occurs in accordance with the Trust's Grievance Policy (which can be found on the SMART website)
- We will express views openly, courteously and respectfully in all our communications with other Trustees, the clerk to the governing board and Trust staff both in and outside of meetings
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times
- We will work to create an inclusive environment where each board member's contributions are valued equally
- We will confront malpractice by speaking up against and bringing to the attention of the relevant authorities any decisions and actions that conflict with the Seven Principles of Public Life (see below) or which may place pupils at risk in accordance with the Trust's Whistleblowing policy (which can be found on the SMART website)
- We are prepared to answer queries from other local governors and Trustees 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 leaders, staff and parents, the Trust, the local authority and other relevant agencies and the community.

## **Respect confidentiality**

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils or families, both inside and outside school
- We will exercise the greatest prudence at all times when discussions regarding school and SMART business arise outside a Trust Board meeting
- We will not reveal the details of any Trust Board vote
- We will ensure all confidential papers are held and disposed of appropriately in accordance with the Data Protection Act 2018.

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

- We will declare any business, personal or other interest that we have in connection with the Trust's business, and these will be recorded in the register of business interests
- We will also declare any conflict of loyalty at the start of any meeting should the need arise. 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
- We accept that the Register of Business Interests will be published on the Trust's website
- We will act in the best interests of the Trust as a whole and not as a representative of any group, even if appointed to the SMART Board

- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the Trust Board, attendance records, relevant business and pecuniary interests, category of Trustee and the body responsible for appointing us will be published on the Trust website.
- In the interests of transparency, we accept that information relating to local governors will be collected and logged on the DfE's national database of governors (Get Information for Schools).

## **Ceasing to be a Trustee**

- At the end of our term of office, or when we resign if prior to that, we will return all school governance related documentation to the Chair of the Trust Board and delete any electronic files
- We agree to send a formal resignation to the Chair of the Trust Board and the Clerk
- We understand that the requirements relating to the confidentiality will continue to apply after a Trustee leaves office
- We agree to return all identification badges to the Trust.

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

- We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions
- If we believe this code has been breached, we will raise this issue with the Chair of the Trust Board and the Chair will investigate and refer to Members if necessary
- Members will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways
- Should it be the Chair of the Trust Board that we believe has breached this code, another Trust Board member, such as the Vice Chair of the Trust Board will investigate and report to Members.

## **Trustee Removal**

In exceptional cases, it may be necessary to remove a Trustee from their post. The same process will be used as for governor removal and notification of termination will be in writing from the Chair of the Trust Board on behalf of the Trust Board.

In addition to this, the Articles of Association give the power to the Trust Members to remove any Trustee however they were appointed and will do so by passing an Ordinary Resolution whilst adhering to the rules in sections 168 and 169 of the Companies Act 2006.

## **We agree to abide by the seven Nolan principles of public life**

(Originally published by the Nolan Committee: The Committee on Standards in Public Life was established by the then Prime Minister in October 1994, under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations).

**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.

## The Framework for Ethical Leadership in Education

The Ethical Leadership Commission has developed the following Framework for Ethical Leadership to help school leaders take difficult decisions. As important as the language is, these aren't just fine words, they are meant to support a culture in which ethical decision making can flourish.

1. Selflessness: School and college leaders should act solely in the interest of children and young people
2. Integrity: School and college leaders must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. Before acting and taking decisions, they must declare and resolve openly any perceived conflict of interest and relationships
3. Objectivity: School and college leaders must act and take decisions impartially and fairly, using the best evidence and without discrimination or bias. Leaders should be calm, exercising judgement and analysis for the good of children and young people
4. Accountability: School and college leaders are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this
5. Openness: School and college leaders should expect to act and take decisions in an open and transparent manner. Information should not be withheld from scrutiny unless there are clear and lawful reasons for so doing
6. Honesty: School and college leaders should be truthful
7. Leadership: School and college leaders 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. Leaders include both those who are paid to lead schools and colleges and those who volunteer to govern them.

Schools and colleges serve children and young people and help them grow into fulfilled and valued citizens. As role models for the young, how we behave as leaders is as important as what we do. Leaders should show leadership through the following personal characteristics or virtues:

- **Trust:** leaders are trustworthy and reliable  
We hold trust on behalf of children and should be beyond reproach. We are honest about our motivations and intentions
- **Wisdom:** leaders use experience, knowledge and insight  
We demonstrate moderation and self-awareness. We act calmly and rationally. We serve our schools and colleges with propriety and good sense
- **Kindness:** leaders demonstrate respect, generosity of spirit, understanding and good temper  
We give difficult messages humanely where conflict is unavoidable
- **Justice:** leaders are fair and work for the good of all children  
We seek to enable all young people to lead useful, happy and fulfilling lives
- **Service:** leaders are conscientious and dutiful  
We demonstrate humility and self-control, supporting the structures, conventions and rules which safeguard quality. Our actions protect high-quality education
- **Courage:** leaders work courageously in the best interests of children and young people  
We protect their safety and their right to a broad, effective and creative education. We hold one another to account courageously.
- **Optimism:** leaders are positive and encouraging  
Despite difficulties and pressures, we are developing excellent education to change the world for the better.