

Code of Conduct for Members, Trustees and Local Governors

EPAT

Believe Succeed Together

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1.0 Introduction

This code sets out the expectations on and commitment required from Members, Trustees and Local Governors within the EPAT to ensure the board may properly carry out its work. It reflects the ethos of the Trust and its constituent academies and the over-riding principles of good governance and public life.

2.0 The Academy Trust

The Trust is responsible for The Eastwood Academy and Bournemouth Park Academy and any further academies that may join in the future.

The Trust has entered into a Master Funding Agreement and separate Supplemental Funding Agreements for each academy under section 1 of the Academies Act 2010.

The Funding Agreement places a number of requirements on the Trust, including the requirement to comply with the Department for Education's (DfE) Academies Financial Handbook.

3.0 Terms of Reference - Governance

Level of Governance	Area	Responsibilities
Members	Constitution	Appoint and remove Trustees. Amend and approve changes to the Articles of Association.
	AGM	Attend and contribute to the AGM.
Trustees (Board)	Strategy	Set the vision, ethos and strategy for the Trust. Approve the ADP and SEF of each academy within the Trust.
	Leadership	Appoint executive positions in the Trust e.g. CEO, and in each academy appoint the Principal, Vice/Assistant Principals and Finance Officer. Determine and approve the leadership structures in each academy.
	Performance	Ensure that all academies in the Trust are effectively challenged and supported to maximise outcomes. Scrutinise academies' pupil performance data, termly reports and SEF, and measure impact against ADP key development priorities and the vision of the Trust. Hold the CEO to account. Undertake a 360° review of its own performance on annual basis.
	Finance	Refer to the terms of reference of the Finance and Audit Committee.
	Operations	Approve Trust policies (those applicable to all employees in the Trust). Approve and review the terms of reference of committees. Ensure effective consultation and communication with all constituent parts of the Trust.

	Safeguarding	Review the LSB Audit for Safeguarding for each academy in the Trust.
	Admissions	Determine the admissions arrangements for all academies in the Trust.
Finance and Audit Committee	Finance	<p>Review individual academy budgets and the annual budget for the Trust.</p> <p>Review the long term budget plan.</p> <p>Regularly monitor the actual income and expenditure against budget at academy and Trust level.</p> <p>Consider the achievement of value for money.</p> <p>Consider responses to any external management letters.</p> <p>Ensure the annual accounts are produced in accordance with Company and Charity law and DfE guidance.</p> <p>Authorise the award of contracts over monetary values as defined in the Trust's Financial Regulations.</p> <p>Review the reports of the Responsible Officer on the effectiveness of the financial procedures and controls.</p> <p>Review and approve virements and transactions in accordance with the Trust's Financial Regulations.</p> <p>Oversee tendering and award of contracts in accordance with the Trust's Financial Regulations.</p> <p>Annually review and update the Trust's Financial Regulations and finance-related policies.</p> <p>Review information/returns to the DfE and/or EFA that affects funding.</p> <p>Undertake independent checking of financial controls, systems, transactions and risks.</p> <p>Discuss with the external auditor the nature/scope of each forthcoming audit and ensure that the auditor has the fullest co-operation of staff.</p>
LGB	General	<p>Discuss issues relating to: pupil performance; quality of teaching; learning and assessment; and personal development, behaviour and welfare.</p> <p>Make recommendations to the Board.</p> <p>Act as a critical friend to the Principal.</p>
	Visits	Undertake visits in line with the key development priorities in the ADP.
	Complaints	Review stakeholder complaints in line with the Trust's Complaints Policy.
	Exclusions	Review fixed term and permanent exclusions in line with DfE guidance.

4.0 Conduct of Members, Trustees and Local Governors

Role & Responsibilities - Members, Trustees and Local Governors:

- a) 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 governing board when we have been specifically authorised to do so.
- b) Share collective responsibility for all decisions made by the board or its delegated agents. Members, Trustees and Local Governors will not speak against majority decisions outside the governing board meeting.
- c) Have a duty to act fairly and without prejudice, and in so far as they have responsibility for staff, they will fulfil all that is expected of a good employer.
- d) Will encourage open governance and will act appropriately.
- e) Will consider carefully how decisions may affect the community and other schools.
- f) Will always be mindful of the responsibility to maintain and develop the ethos and reputation of the Trust.
- g) In making or responding to criticism or complaints they will follow the procedures established by Trustees.
- h) Will actively support and challenge the CEO & Principals.
- i) Will undertake annual safeguarding training.

Commitment – Members, Trustees & Local Governors:

- a) Acknowledge that accepting office within the Trust involves the commitment of significant amounts of time and energy.
- b) Will make full efforts to attend all meetings and where we cannot attend explain in advance why they are unable to.
- c) Will get to know all Academies within the Trust well and respond to opportunities to become involved in school activities.
- d) Will visit the Academies, with all visits arranged in advance with the relevant member of staff and undertaken within the framework established by the Trustees.
- e) Will consider seriously the individual and collective needs for induction, training and development, and will undertake relevant training.
- f) Accept that in the interests of open governance, full names, date of appointment, terms of office, roles within the Trust, attendance records, relevant business and pecuniary interests, category of governor and appointing body will be published on the Academy and Trust website.
- g) Information relating to governors/trustees/academy committee members will be collected and logged on the DfE's national database of governors (Edubase).

Relationships – Members, Trustees and Local Governors will:

- a) Work as a team in which constructive working relationships are actively promoted.
- b) Express views openly, courteously and respectfully in all communications with one another and the Company Secretary.
- c) Support the chair in their role of ensuring appropriate conduct both at meetings and at all times.

- d) Answer queries from other board members in relation to delegated functions and take into account any concerns expressed.
- e) Develop effective working relationships with the CEO, Principals, staff, parents and other relevant agencies.

Confidentiality – Members, Trustees and Local Governors will:

- a) Observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside of the Trust.
- b) Exercise the greatest prudence at all times when discussions regarding academy or trust business arise outside a trust meeting.
- c) Not reveal the details of any governing board vote.

Conflicts of interest – Members, Trustees and Local Governors will:

- a) Record any pecuniary or other business interest (including those related to people we are connected with) that they have in connection with the Trust's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting will offer to leave the meeting for the appropriate length of time. The Register of Business Interests will be published on the Trust's website.
- b) Declare any conflict of loyalty at the start of any meeting should the situation arise.
- c) Act in the best interests of the Trust and its Constituent Academies as a whole and not as a representative of any group, even if elected by them to office.

7.0 Breaches of This Code

- a) Any suspected breaches of this code, will be raise this issue with the Company Secretary who will work with the relevant chair to investigate; the trust will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- b) Should it be the chair that is suspected of breaching this code, another governing board member, such as the vice chair will investigate.

8.0 Date of Next Review

1st September 2020.