



# Trustees' and Governors' Code of Conduct

For all schools in the Bosco Catholic Education Trust

This Policy has been approved and adopted by the  
Bosco Catholic Education Trust.

<b>Approved:</b>	<b>For review:</b>
July 2023	July 2024

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## 1. Bosco Catholic Education Trust Mission Statement

The Bosco Catholic Education Trust is a Christ-centred family of Catholic academies, within the Diocese of Arundel and Brighton, working together as one body to provide an outstanding education for all. As Catholic schools, we endeavour to develop confident, compassionate and faithful young people. Through partnership, collaboration and mutual support, we seek to enable all those entrusted to our care to become the person God called them to be.

*“Serve the Lord joyfully”*

## 2. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all trustees/local governors to follow.

By creating this policy, we aim to ensure that trustees/local governors carry out their role with honesty and integrity, and help us to ensure our schools are an environment where everyone is safe, happy and treated with respect. We will preserve and develop the Catholic character of the trust and the individual schools.

The code is based on the [Governance Handbook](#) and the [Academy Trust Handbook](#). It should be read alongside our constitutional documents (e.g. our articles of association, standing orders and any scheme of delegation). Failure to follow the code of conduct may result in disciplinary action being taken, as set out in the appendix.

Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, trustees/local governors will use their judgement and act in the best interests of the trust and its pupils.

## 3. The 7 Nolan principles of public life

As trustees/local governors, we will follow these [principles](#) set out by the government at all times. They apply to anyone who holds a public office:

- **Selflessness** – we will act in the public interest
- **Integrity** – we will not act or take decisions to gain financial or other material benefits for ourselves, our family, or our friends. We will declare any conflict of interests
- **Objectivity** – we will act and take decisions impartially, fairly, and on merit. We will use the best evidence and avoid discrimination or bias
- **Accountability** – we understand that we are accountable to the public for our decisions and actions. To make sure of this, we will be scrutinised where necessary
- **Openness** – we will act and take decisions openly and transparently. We will not withhold information from the public unless there are clear and lawful reasons for doing so
- **Honesty** – we will be truthful
- **Leadership** – we will actively promote and support the above principles and will challenge poor behaviour wherever it happens

## 4. Trustee Responsibilities

The 3 functions of our board are to:

- Ensure clarity of Catholic vision, ethos and strategic direction of the trust
- Hold executive leaders to account for the educational and financial performance of the trust, and the performance management of staff
- Oversee the financial performance of the trust and make sure money is well spent

In order to do this effectively, as individuals we will:

- Understand and respect the distinction between the role and responsibilities of the board and those of the executive leadership
- Set and maintain an ethos of high expectations for everyone in the community of every school, including in the conduct and the professionalism of the board itself
- Promote equality and diversity throughout our organisation, including the board's operation
- Preserve and develop the character and religious character of the trust
- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs
- Operate and make decisions in the best interests of pupils, informed by the views and needs of our key stakeholders (pupils, parents, staff and local communities)
- Follow the trust's policies and procedures, and the procedures of the board as set out in relevant legislation, statutory guidance, and the trust's constitutional documents
- Take responsibility for our self-evaluation, regularly reviewing our board's performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the board as a whole remains accountable and that important decisions relating to core functions will be made by the full board
- Comply with relevant guidance and legislation and our funding agreement that sets out how we must manage our trust's money, and procure goods and services
- Act with integrity and transparency when making financial decisions, and understand that our financial management and decision-making will be scrutinised and audited
- Declare all gifts worth more than £25.00 and notify the relevant Business Manager accordingly. We will not accept bribes
- We will work to actively identify and manage risks to the trust

## 5. Local Governing Committee Responsibilities

The functions of the local governing committees are:

- The Governors have responsibility for buildings and premises, the recruitment of staff, and all health and safety matters.
- Help the school provide the best possible education for its pupils.
- Responsibility for the broad policies, plans and procedures within which the school operates. Governors are accountable to the Trust and the Diocese and also to parents and the wider local community.

In order to do this effectively, as individuals we will:

- Establish the strategic direction by setting and ensuring clarity of vision, values, and objectives for the school.
- Agree the school improvement strategy with priorities and targets
- Support the Board in the appointing of the lead executive/headteacher
- Monitor the educational performance of the school/s and progress towards agreed targets
- Support the CEO in the performance management of the lead executive/headteacher
- Contribute to school self-evaluation
- Oversee financial performance and set the budget

## 6. Working with others

**The trust will:**

- Support and strengthen trust leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the executive and school leadership teams and avoid routine involvement in operational matters

- Respect each other's views
- Work together as a board to develop effective relationships with stakeholders
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders
- Follow the Equality Act 2010, and apply the principles of fairness and equality in everything we do

**The local governing committee will:**

- Ensure that other key players with a stake in the organisation get their voices heard.
- Reaching out to the school's wider community and inviting them to play their part.
- Using the views of stakeholders to shape the school's culture and the underpinning strategy, policies and procedures.
- Be critical friends to the school inside its walls and loyally committed to it outside. A critical friend offers support, constructive advice, a second opinion on proposals and help when needed. They also challenge, ask questions, seek information, improve proposals and so seek to arrive at the best solution.

## 7. Commitment to governance

**All trustees/governors will:**

- Will attend all meetings where possible. Where we cannot attend, we will explain our valid reason and give suitable notice
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among Members and that all trustees/local governors are expected to take an active role
- Will prepare ahead of meetings to ensure we make informed contributions
- Will participate in regular pre-arranged school visits in accordance with our trust policies
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

## 8. Openness and transparency

### Conflicts of interest

**To make sure our board/governing committees takes impartial decisions without bias, we will:**

- Publish an up-to-date register of business and pecuniary interests of all trustees/local governors
- Declare any potential conflicts of interest at the beginning of each meeting, and withdraw from the meeting for the relevant item of business and not vote on the matter

### Publishing information

To ensure our board/governing committees are transparent and open to the communities we serve, we will make certain information publicly available.

- We accept that the following [information will be published on the trust website and where appropriate the individual school's website](#) to ensure transparency:
  - The structure and remit of the Members, board of trustees, committees and local governing committees (where applicable), and the full name of the chair of each one (where applicable)
- For each **Member** who has served at any point over the past 12 months:
  - Their full name
  - Their date of appointment
  - The date when they stepped down, if applicable
  - Their relevant business and pecuniary interests (including governance roles in other educational institutions)
- For each **trustee and local governor** (where applicable) who has served at any point over the past 12 months:

- Their full name
  - Their date of appointment
  - Their term of office (trustees/local governors and local governors only)
  - The date they stepped down (where applicable)
  - The body that appointed them (trustees/local governors and local governors only)
  - Their relevant business and pecuniary interests
  - Their attendance record over the last academic year (only for trustees/local governors at board and committee meetings and local governors at local governing committee meetings)
- We accept that the information about Members, trustees and local governors will be published on [Get information about schools](#)
  - We accept that the information about trustees will be published on [Companies House](#)
  - We accept that the approved board and committee minutes and any agenda and papers considered at a meeting will be [made available to any interested person](#)

## 9. Confidentiality

During the trust/governing committee role, we are sometimes privy to sensitive information. We will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters
- Information about named individuals (such as staff, pupils and their parents)
- Details of individual trustees/local governors' contributions in meetings or how they may have voted

Confidential information will never be:

- Disclosed to anyone without the relevant authority
- Used to humiliate, embarrass or blackmail others
- Used for a purpose other than what it was collected and intended for

Our commitment to confidentiality does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

We will continue to observe confidentiality after we have left office.

### Breaches of confidentiality

In the event of a breach of confidentiality, we will inform the chair as soon as possible who will investigate the matter further.

Trustees/local governors understand that if they breach confidentiality, they may be suspended or removed.

## 10. Data protection

We will follow the trust's information security processes and measures and data protection policy when using, storing, sharing and disposing of personal data.

Our commitment to data protection does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

### Personal data breaches

We will inform the trust's data protection officer immediately if we believe that there has been a personal data breach.

## 11. Social media

We will:

- Abide by any requirements set out in our trust's "Acceptable Use of Social Media" policy

We will **not**:

- Accept friend requests from pupils and not join any private parent groups associated with the trust or any of our schools
- Disclose any information which is confidential or would breach data protection principles
- Make comments online about any Members of the board of trustees/local governors or school communities
- Post any inappropriate/offensive language, images or comments on social media that may bring us or the trust into disrepute

## **12. Monitoring arrangements**

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the full board of trustees/local governors.

## **13. Links with other policies**

This policy links with our policies on:

- Child Protection and Safeguarding
- Acceptance of gifts, hospitality, awards, prizes or benefits
- Acceptable Use and e-safety
- Data protection (GDPR)

## **14. Trustee / Governor Declaration**

CONFIRMATION OF HAVING READ AND AGREED TO THIS DOCUMENT

Name of Trustee / Governor: .....

Signed: ..... Date: .....

## Appendix 1: breaches of the code of conduct - Trustees

If we suspect a trustee has breached the code of conduct, we will follow this procedure:

- A Member of the trust will investigate
- A Member of the trust will hold a meeting with the trustee to discuss the issue. The trustee can bring a friend to the meeting. Another trustee/local governor will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
  - Further meetings with the Member to reset expectations, based on this code of conduct
  - Support, mentoring or training for the trustee
  - Making sure the trustee withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the trustee's behaviour, the board will vote on a motion to ask the Members to remove them in accordance with sections 168 and 169 of the [Companies Act 2006](#) and the trust's articles of association. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

**Trustees may be removed** if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees/local governors (including failing to undertake training appropriate to the role, whether or not directed to do so by the board)
- Have brought, or is likely to bring the schools, academy trust or the office of the trustee into disrepute
- Have acted to undermine fundamental British values or the board's commitment or ability to deliver on its Prevent Duty
- Have been involved in serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- Have displayed repeated and serious incompetence
- Have acted in a way that is significantly detrimental to the effective operation of the board, or their actions have interfered with the operational efficiency of the school

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the schools, the academy trust or the office of the trustee
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media
- Persistently failing to undertake the training or development they need to contribute effectively to the board's operation



## Appendix 2: breaches of the code of conduct - Governors

If we suspect a local governor has breached the code of conduct, we will follow this procedure:

- A trustee will investigate
- A trustee will hold a meeting with the local governor to discuss the issue. The local governor can bring a friend to the meeting. Another local governor will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
  - Further meetings with the trustee to reset expectations, based on this code of conduct
  - Support, mentoring or training for the local governor
  - Making sure the local governor withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the local governor's behaviour, the board will vote on a motion to ask the Members to remove them in accordance with the trust's articles of association. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

**Local governors** may be **suspended** if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees/local governors (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought, or is likely to bring the school, academy trust or the office of the trustee into disrepute, or
- Acted to undermine fundamental British values or the committee's commitment or ability to deliver on its Prevent Duty

**Local governors** may be **removed** where:

- There have been repeated grounds for suspension
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- They display repeated and serious incompetence
- Their actions are significantly detrimental to the effective operation of the committee, or their actions interfere with the operational efficiency of the school

'Bringing the school, academy trust or office of the trustees into disrepute' may include, but is not limited to:

- Speaking out publicly against the school, the academy trust or the office of the trustee
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media
- Persistently failing to undertake the training or development they need to contribute effectively to the board's operation