



Community Inclusive Trust

Trust Board

Role Description and Code of Conduct for Trustees

This document sets out the expectations on and commitment required from Trustees in order for the Trust Board to properly carry out its work.

This Code should be read in conjunction with the relevant law and for academies, their Articles of Association and agreed Scheme of Delegation.

The Trust Board has the following strategic functions:

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, mission and values for the school(s)/Trust.
- Agreeing the strategic priorities for the Trust with associated KPIs.
- Meeting statutory duties – including policy development/sign-off.
- Ensuring risks to the organisation are managed.

Ensuring accountability, by:

- Appointing the CEO.
- Performance managing the CEO.
- Monitoring the performance of the Trust against its agreed strategic priorities and associated KPIs.
- Engaging with stakeholders.
- Contributing to Trust self-evaluation.

Overseeing financial performance, by:

- Having a clear financial strategy linked to growth and ensuring financial resilience.
- Setting the budget.
- Monitoring spending against the budget.
- Ensuring money is well spent and value for money is obtained.
- Having a clear financial strategy linked to growth.

Ensure that other key players with a stake in the organisation get their voices heard by:

- Gathering the views of pupils, parents and staff and reporting on the results.
- Reaching out to the Trust's wider community and inviting them to play their part.
- Using the views of stakeholders to shape the Trust's culture and the underpinning strategy, policies and procedures.

Key Trustee Activities

(See Annex 3)

Code of Conduct

As individuals on the Board we agree to the following:

Ethical working

- We work with the seven principles of public life (Annex 1) and the framework for ethical leadership in education (Annex 2).

Role & Responsibilities

- We understand the purpose of the Board and its strategic role.
- We recognise that as Trustees we are the 'guardians of purpose' and that agility is key to survival and achievement of the Trust's mission.
- We recognise that as Trustees we are required to have an understanding of the changing context in which the Board operates.
- We recognise that we hold the responsibility of setting the culture and values of the organisation.
- We understand how the role of the Board differs from and works with others including the CEO and where appropriate other executive leaders and Local School Boards.
- 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 Governing Board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the Board or its delegated agents. This means that we will not speak against majority decisions outside the Governing Board meeting.
- We have a duty to act fairly and without prejudice, and in relation to our responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open and ethical governance and will act appropriately.
- We will consider carefully how our decisions may affect the community and schools beyond the jurisdiction of our Trust.

- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our Trust and its schools.
- In making or responding to criticism or complaints we will follow the procedures established by the Trust Board.
- We will actively support and challenge the executive leaders.
- **We will provide constructive challenge in the following ways**
 - **Ask penetrating questions that seek clarification and expose gaps**
 - **Persistently pursue an issue until it has been satisfactorily addressed**
 - **Strengthen thinking behind proposals**
 - **Test assumptions**
 - **Undertake robust analysis**
- We will accept and respect the difference in roles between the 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's rules and policies and the procedures of the Trust Board as set out by the relevant governing documents and law.
- When formally speaking or writing in our Trustee 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.
- 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 Trust Board.
- We understand that we are expected to raise any concerns we have about the governance of the Trust with the Chair of the Board and that if the concern is about the Chair of the Board, then we raise this with the Chair of the Members group.

Commitment

- We acknowledge that accepting office as a Trustee involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the Trust Board and accept our fair share of responsibilities, including service on committees, panels and 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 our allocated groups of the schools well and respond to opportunities to involve ourselves in school activities.

- 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 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's website.
- In the interests of transparency, we accept that information relating to Trustees will be collected and logged on the DfE's national database of governors (Get information about schools).
- We have read and understand the 'Seven principles of public life' (see Annex 1) and will ensure that these principles underpin our conduct as a Trustee.
- We have read 'The Framework for Ethical Leadership' (see Annex 2) and will endeavour to use this to support ethical decision making as a Trustee.

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, 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 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 Annex 1) or which may place pupils at risk.
- We are prepared to answer queries from other Board 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 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 Trust.
- We will exercise the greatest prudence at all times when discussions regarding Trust 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.

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 Trust Board's 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's 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 Governing Board.

Ceasing to be a Trustee

We understand that the requirements relating to confidentiality will continue to apply after a Trustee leaves office.

Breach of this Code of Conduct

- If we believe this Code has been breached, we will raise this issue with the Chair and the Chair will investigate; the Chair will refer the concerns to the Members of the Trust who are empowered to remove Trustees from the Board. The 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 that we believe has breached this Code, another Governing Board member such as the Vice Chair will investigate.

Adopted by the Trust Board of the Community Inclusive Trust on 1 July 2020.

Annex 1

The seven 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 - Holders of public office should act solely in terms of the public interest.

We will make our decisions in 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.

We will not act or take decisions in order to gain financial or other material benefits for ourselves, our families, or our friends.

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

Our decisions will be taken 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.

We are comfortable submitting ourselves to external scrutiny.

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.

We will take our decisions in an open and transparent manner.

Honesty – Holders of public office should be truthful.

We will be truthful in our actions, decisions and reporting.

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.

We will demonstrate the highest standards of public life in our individual and corporate behaviour.

Annex 2

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 dispassionate, 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:

- a. **Trust:** *leaders are trustworthy and reliable*
We hold trust on behalf of children and should be beyond reproach. We are honest about our motivations.
- b. **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.
- c. **Kindness:** *leaders demonstrate respect, generosity of spirit, understanding and good temper*
We give difficult messages humanely where conflict is unavoidable.
- d. **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.
- e. **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.
- f. **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.
- g. **Optimism:** *leaders are positive and encouraging*
Despite difficulties and pressures, we are developing excellent education to change the world for the better.

Annex 3

Activities

As part of the Trust Board team, a Trustee is expected to:

1. Contribute to the strategic discussions at Trust Board meetings which determine:
 - the vision and ethos of the school.
 - clear and ambitious strategic priorities and KPIs for the Trust.
 - the Trust's budget.
 - the Trust's staffing structure and key staffing policies.
 - the principles to be used by school leaders to set other Trust policies.

2. Hold the CEO to account by monitoring the Trust's performance; this includes:
 - agreeing the outcomes from the Trust's self-evaluation and ensuring they are used to inform the priorities in the Trust development plan.
 - considering all relevant data and feedback provided on request by school leaders and external sources on all aspects of school performance.
 - asking challenging questions of CEO, ensuring that the CEO has arranged for the required audits to be carried out and receiving the results of those audits.
 - ensuring senior leaders have developed the required policies and procedures and the trust is operating effectively according to those policies.
 - acting as a 'special interest' Trustee on one or more specific issue areas/aspects, making relevant enquiries of the relevant staff, and reporting to the Trust Board on the progress on the relevant Trust priority.
 - acting as a special interest trustee for an allocated number of Trust schools, ensuring that detailed information/performance data pertaining to those schools is known.
 - listening to and reporting to the Trust's stakeholders: pupils, parents, staff, and the wider community, including local employers.

3. Ensure the Trust and school staff have the resources and support they require to do their jobs well, including the necessary expertise on business management, external advice where necessary, effective appraisal and CPD (continuing professional development), and suitable premises, and that the way in which those resources are used has impact.

4. When required, serve on panels of Governors to:
 - appoint the CEO and other senior executive leaders.
 - appraise the CEO.
 - set the CEO's pay and agree the pay recommendations for senior executive leaders.
 - hear the second stage of staff grievances and disciplinary matters.
 - hear appeals about pupil exclusions.

I confirm I have read and understood this Role Description & Code of Conduct:

Signature Date

Print Name

*Please return one copy to Central HR at Poplar Farm, Helmsley Road, Grantham, Lincolnshire,
NG31 8XF*