

Cleves' Board's Code of Conduct 2025-26

This code sets out the expectations of commitment required, and standards of conduct agreed by all members of the trust board at Cleves School. We will hold ourselves and each other accountable for adherence to this code of conduct and will consider sanctioning those who do not meet the expectations explicit or implicit within it. We will review and re-sign this Code annually.

Principles of Public Life

As holders of public office, trustees will always conduct themselves in accordance with the seven principles of public life (the Nolan Principles):

- ***Selflessness*** – we will always act in the public interest and not for any personal gain
- ***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

We will always uphold these principles, both individually as trustees and collectively, as a Trust Board.

The 2024 Academy Trust Governance Guide states that *In Academy Trusts the purpose of governance is to provide:*

- *strategic leadership*
- *accountability and assurance*
- *strategic engagement*

As Trustees we will always endeavour to do this.

As individual trustees we undertake to fulfil these elements of our role through adherence to the following principles and commitments:

Role & Responsibilities

- We will ensure we understand the respective roles and responsibilities of the trust board and the Headteacher, as outlined in the Department for Education (DfE) Academy Trust Governance Guide (March 2024)
- We accept our responsibility to familiarise ourselves with the guidance contained within the Academy Trust Governance Guide, the Academy Trust Handbook and other relevant guidance.

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- We will always aim to conduct ourselves, individually and collectively in accordance with the defined role of Trustees.

Personal Commitment

- We acknowledge that being a trustee involves the commitment of time and involvement in school life, and to our own individual professional development associated with the role of being a school governor (i.e. Trustee).
- We will actively involve ourselves in the work of the board, including serving on/chairing committees/working groups and completing agreed actions.
- We will prioritise attending all meetings and if this is not possible, we will submit our apologies and explanation at least 24 hours in advance to the clerk to the trust board.
- We will prepare for all meetings by reading meeting papers and actively participate in discussion/debate through asking questions to demonstrate holding the school to account and supporting it.
- We will only speak on behalf of the Board or the school where we have properly delegated authority to do so.
- We will develop our knowledge of the school through regular visits and appropriate involvement in school activities.
- We will seek to develop effective working relationships with the Headteacher and other members of the school community
- We will arrange visits to school in advance with the staff, and in accordance with the framework established by the Board of Trustees and agreed with the Headteacher;
- We will reflect on our individual knowledge, skills and experiences, relevant to governance, and how these impact on individual and collective training and development needs.
- We will access appropriate governance training and development activities in order to contribute to the effective governance of the school/trust.
- We will ensure that our safeguarding knowledge is regularly updated through accessing appropriate training and being familiar with Keeping Children Safe in Education annually.
- We will always be mindful of our responsibility to maintain and develop the ethos and positive reputation of our trust. Our actions within the school and the local community outside of our role as trustees, and including on social media, will reflect this.

Collective Responsibility

- We will make our views known in an appropriate and timely manner, and then accept collective responsibility for all decisions made by the trust board. We will not speak against decisions outside trust board meetings, irrespective of personal views.
- We will always act in the best interests of the trust and not as a representative of individual or group interests.
- We will work as a team, where professional relationships are maintained and respected.
- We will express views appropriately, openly and courteously in all our communications with one another and with members of the school community.
- We will support the chair in ensuring appropriate and effective governance and conduct at all times.

Confidentiality

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- We will observe confidentiality at all times, particularly regarding individual members of staff or pupils at the school. We will not discuss the content of meetings until the governing/trust board approves the public minutes at its next meeting; and will not disclose any information not contained in these approved minutes.
- We will always exercise discretion when discussions regarding school business arise outside trust board meetings.
- We will not reveal the details of any trust board vote, including our voting intentions or history.
- In the event of a breach of confidentiality, we will inform the chair as soon as possible, and they will investigate the matter further.
- Trustees understand that if they breach confidentiality, they may be suspended or removed.
- We accept that the confidentiality obligations above also apply when we have left office.
- We are aware we may disclose confidential information regarding school business where:
 - the disclosure constitutes 'whistleblowing' to a governmental, supervisory or regulatory authority;
 - the disclosure is required by court, by a governmental, supervisory or regulatory authority or otherwise by law or regulation.

Disagreements

- Trustees will, being mindful of the collective responsibility of the trust board, avoid escalating disagreements beyond everyday discourse involved in governance business.
- Disagreements should be resolved by a Board vote if necessary and all trustees will be bound by the outcome.
- Whilst the trust maintains a complaints policy, this is not ordinarily expected to be utilised by trustees against fellow trustees.

Individual Conduct

As Trustees we will always respect the public office we hold and in addition to adherence to the Nolan Principles, we will at all times ensure that our individual conduct does not bring the Academy Trust into disrepute.

We will avoid implying that we have any power as individual trustees and will not assert that we are acting on behalf of the trust board unless we have express delegated authority to do so.

We will be mindful at all times that our words, actions and conduct are open to interpretation as being, by association, linked to our role as trustees and that this could impact negatively on the reputation of the trust.

Conflicts of interest

- We will declare and record relevant business, pecuniary, personal and other relevant interests in the Register of Interests and ensure that individual entries are regularly reviewed and updated. This will include interests arising from relationships between trustees or between trustees and school staff, including spouses, partners and close relatives.
- We will declare any potential conflict – or any interest which could be perceived as a conflict of interest or of loyalty affecting our ability to think only of the best interests of Cleves School at the start of each meeting and offer to leave the meeting for discussion of that item. We will also agree to leave a meeting for discussion of any item if a majority of the Board consider there to be an actual conflict or a possible perception of any conflict of interest.

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Breach of this code of conduct

- If we believe a trustee's actions, behaviour or conduct in a meeting breach this code, we will challenge this openly and politely during that meeting.
- If any trustee believes a breach of this code of conduct has occurred outside of a meeting, this should be raised with the chair of the board, who will investigate and report the outcome of their investigation at the next board meeting, with a decision made by the board as to any sanction.
- In the event that it is the chair's actions, behaviour or conduct that are being questioned, the vice-chair will investigate, and make a recommendation which will then be subject to board approval.
- Complaints against trustees by non-trustees will usually be handled following the process set out in the school's Complaints Policy and Procedures.
- The trust board, when considering breaches of this code, has the power to suspend and/or remove trustees and will exercise these options appropriately, proportionately and fairly.

Suspension of trustees

- If a trustee's actions or behaviour are considered of such significance that they constitute a breach of confidentiality or threaten to bring the school or trust board or the office of trustee into disrepute, the board can consider suspension for a period up to six months and in some instances removal from office.

Removal from office

- The trust board in determining whether to remove, rather than suspend, a governor/trustee will refer to the School Governance (Constitution) Regulations 2012 in addition to the Trust's Articles of Association, and consider whether:
 - there have been repeated grounds for suspension;
 - serious misconduct has occurred which either threatens to bring the school, trust, or trust board into disrepute;
 - there has been serious or repeated failure to contribute meaningfully to the effectiveness of governance at the trust, such as non-attendance at meetings, not engaging in training or not participating in meetings;
 - the trustee has engaged in conduct which runs counter to British values;
 - the actions of the trustee are sufficiently detrimental and compromise the operational or governance efficiency of the trust.

In signing this code of conduct I accept the expectations within it and agree to be accountable for my own conduct. I will always have the best interests of the school and the well-being of the pupils as my driving principle, acting as an ambassador for the school, publicly supporting its aims, values and ethos.

Name:

Signature.....

Date: