



PYRAMID
SCHOOLS TRUST

Working in partnership, so future generations achieve, belong and contribute

Governor and Trustees Code of Conduct

Edition 2: 18/07/2023

Document Control		
Edition	Issued	Changes from previous
1	01/09/2022	New policy. Approved by the Board of Trustees.
2	18/07/2023	Updated. Update to Appendix A Approved by the Board of Trustees
3	25/09/2024	No changes Approved by the Board of Trustees

Review Cycle: Bi-Annually

Review Date: July 2026

This code sets out the expectations of and commitment required from Governors and Trustees in order for the Local Governing Body and Trust to properly carry out its work within the school, the Trust and the local community.

We will focus on our strategic functions:

- ensuring there is clarity of vision, ethos and strategic direction
- holding executive leaders to account for the educational performance of the organisation and its students and the performance management of staff
- overseeing the financial performance of the organisation and making sure its money is well spent
- ensuring the voices of stakeholders are heard.

As individuals we agree to:

Fulfil our role & responsibilities:

- We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
- We will develop, share and live the ethos and values of our school/s.
- We agree to adhere to school / Trust policies and procedures as set out by the relevant governing documents and law.
- We will work collectively for the benefit of the school/s.
- We will be candid but constructive and respectful when holding senior leaders to account.
- We will consider how our decisions may affect the school/s and local community.
- We will stand by the decisions that we make as a collective.
- Where decisions and actions conflict with the Seven Principles of Public Life or may place students at risk, we will speak up and bring this to the attention of the relevant authorities.
- We will only speak or act on behalf of the board if we have the authority to do so.
- We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
- When making or responding to complaints we will follow the established procedures.
- We will strive to uphold the school's reputation in our private communications (including on social media).
- When using ICT and E-communication (including social media), we will adhere to the principles of security and confidentiality
- We will adhere to all school policies including those but not limited to Child Protection and Safeguarding, Privacy Notice – Governing Body, Equal Opportunities and E-Safety.

Demonstrate our commitment to the role:

- We will involve ourselves actively in the work of the board, and accept our fair share of responsibilities, serving on committees or working groups where required.

- We will make every effort to attend all meetings and where we cannot attend explain in advance 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 the school/s well and respond to opportunities to involve ourselves in school activities.
- We will visit the school/s and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
- When visiting the school/s in a personal capacity (i.e. as a parent or carer), we will continue to honour the commitments made in this code.
- 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 develop effective working relationships with school leaders, staff, parents and other relevant stakeholders from our local community / communities.
- We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
- We will support the chair in their role of leading the board and ensuring appropriate conduct.

Respect confidentiality:

- We will observe complete confidentiality both inside and outside of the Trust when matters are deemed confidential or where they concern individual staff, students or families.
- We will not reveal the details of any governing board vote.
- We will keep confidential the outcome of any OFSTED inspection, prior to publication of the result.
- We will ensure all confidential papers are held and disposed of appropriately.
- We will maintain confidentiality even after we leave office.

Declare conflicts of interest and be transparent:

- We will declare any business, personal or other interest that we have in connection with the board'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 will act in the best interests of the school / Trust as a whole and not as a representative of any group.
- We will declare all gifts from parents/suppliers/contractors/stakeholders of the Trust.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school's website.
- We accept that the Register of Business Interests will be published on the school / Trust website.

- We accept that information relating to board members will be collected and recorded on the DfE's national database of governors (Get information about schools), some of which will be publicly available.
- We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions.
- The Board of Trustees have adopted this code of practice. Governors will sign the Code at the first Governing Body meeting of each school year.

Undertaking:

As a member of the **Board of Trustees / Local Governing Committee** (delete as appropriate)

- I will always have the well-being of the students and the reputation of the school / Trust at heart;
- I will do all I can to be an ambassador for the school / Trust, publicly supporting its aims, values and ethos;
- I will never say or do anything publicly that would embarrass the Trust, the board, the Headteacher/s or staff.
- I agree to abide by the code of conduct above and will inform the Clerk to the relevant Board of any changes to my circumstances which are relevant to my role as a Governor (including but not limited to those outlined in Appendix A)

Signature	Print Name
Date	

Appendix A

Extract from the Articles of Association of Pyramid Schools Trust

DISQUALIFICATION OF TRUSTEE *(also relevant to Local Governors)*

68. No person shall be qualified to be a Trustee unless he is aged 18 or over at the date of his election or appointment. No current pupil or current student of any of the Academies shall be a Trustee.

69. A Trustee shall cease to hold office if he becomes incapable by reason of illness or injury of managing or administering his own affairs.
70. A Trustee shall cease to hold office if he is absent without the permission of the Trustees from all their meetings held within a period of six months and the Trustees resolve that his office be vacated.
71. A person shall be disqualified from holding or continuing to hold office as a Trustee if –
- a) he has been declared bankrupt and/or his estate has been seized from his possession for the benefit of his creditors and the declaration or seizure has
 - b) not been discharged, annulled or reduced; or he is the subject of a bankruptcy restrictions order or an interim order.
72. A person shall be disqualified from holding or continuing to hold office as a Trustee at any time when he is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
73. A Trustee shall cease to hold office if he ceases to be a Trustee by virtue of any provision in the Companies Act 2006, is disqualified from acting as a Trustee by virtue of section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
74. A person shall be disqualified from holding or continuing to hold office as a Trustee if he has been removed from the office of charity Trustee or Trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated.
75. Not used.
76. Not used.
77. A person shall be disqualified from holding or continuing to hold office as a Trustee where he has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.
78. After the first Academy has opened, a person shall be disqualified from holding or continuing to hold office as a Trustee if he has not provided to the chairman of the Trustees a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chairman or the Chief Executive Officer confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.
79. Where, by virtue of these Articles a person becomes disqualified from holding, or continuing to hold office as a Trustee; and he is, or is proposed, to become such a Trustee, he shall upon becoming so disqualified give written notice of that fact to the Clerk.
80. Articles 68 to 74, Articles 77 to 79 and Articles 97 to 98 also apply to any member of any committee or delegate of the Trustees, including a Local Governing Body, who is not a Trustee.

Appendix B

Disqualification Reasons: You are automatically disqualified from acting as a Trustee / Governor if:

1. You have an unspent conviction for any of the following:
 - an offence involving deception or dishonesty
 - a terrorism offence to which Part 4 of the Counter-Terrorism Act 2008 applies under sections 13 or 19 of the Terrorism Act 2000

- a money laundering offence within the meaning of section 415 of the Proceeds of Crime Act 2002
 - a bribery offence under sections 1, 2, 6 or 7 of the Bribery Act 2010
 - an offence of contravening a Commission Order or Direction under section 77 of the Charities Act 2011
 - an offence of misconduct in public office, perjury or perverting the course of justice
 - in relation to the above offences, an offence of: attempt, conspiracy, or incitement to commit the offence; aiding, or abetting, counselling, or procuring the commission of the offence; or, under Part 2 of the Serious Crime Act 2007(encouraging or assisting) in relation to the offence
2. You are on the sex offenders register (ie. subject to notification requirements of Part 2 of the Sexual Offences Act 2003)
 3. You have an unspent sanction for contempt of court for making, or causing to be made, a false statement or for making, or causing to be made, a false statement in a document verified by a statement of truth
 4. You have been found guilty of disobedience to an order or direction of the Commission under section 336 (1) of the Charities Act 2011
 5. You are a designated person for the purposes of Part 1 of the Terrorist Asset-Freezing etc. Act 2010, or the Al Qaida (Asset Freezing) Regulations 2011.
 6. You have previously been removed as an officer, agent, or employee of a charity by the Charity Commission, the Scottish charity regulator, or the High Court due to misconduct or mismanagement
 7. You have previously been removed as a trustee of a charity by the Charity Commission, the Scottish charity regulator, or the High Court due to misconduct or mismanagement
 8. You have been removed from management or control of anybody under section s34(5)(e) of the Charities and Trustee Investment (Scotland) Act 2005 (or earlier legislation)
 9. You are disqualified from being a company director, or have given a disqualification undertaking and leave has not been granted (as described in section 180 of the Charities Act) for you to act as director of the charity
 10. You are currently declared bankrupt (or subject to bankruptcy restrictions or an interim order)
 11. You have an individual voluntary arrangement (IVA) to pay off debts with creditors
 12. You are subject to a moratorium period under a debt relief order, or a debt relief restrictions order, or an interim order
 13. You are subject to an order made under s.429(2) of the Insolvency Act 1986. (Failure to pay under a County Court Administration Order.