



**LIGHTHOUSE**  
SCHOOLS PARTNERSHIP

# Committee

# Terms of Reference

Approved by the Board of Trustees

Signed

Date: 13<sup>th</sup> July 2022

Adele Haysom  
Chair of Board of Trustees

Authorised for Issue

Signed

Date: 13<sup>th</sup> July 2022

Gary Lewis  
Chief Executive

## Document History

Version	Updated By	Date
1.1	Adele Haysom - Redrafted from the original Browne Jacobson document following comments from the Chairs of Governors and Headteachers	29 <sup>th</sup> July 2016
1.2	Adele Haysom - align with agreed scheme of delegation	14 <sup>th</sup> August 2016
1.3	Adele Haysom - Chairs Committee comments	17 <sup>th</sup> August 2016
1.4	David Tossell amendment to 2.1 7.3 add in 7.4	10 <sup>th</sup> September 2016
1.5	Adele Haysom - amendments following Chairs' meeting <ul style="list-style-type: none"> <li>• 4.1.2 added</li> <li>• 3.3, 3.6 amended to align with SoD</li> <li>• Removed key activities page</li> <li>• Change to last paragraph of remit and responsibilities of LGB</li> <li>• Amend 7.5, quorum is now one third of members, not 3 members.</li> <li>• Removed 5.4.2 and changed 5.4.1 to appoint a vice chair</li> <li>• Amend appendix 3 Audit and Risk to add in H&amp;S and re order items.</li> <li>• Amend appendix 3 Staffing &amp; Pay to align with SoD and Trust policies on HR</li> </ul>	14 <sup>th</sup> September 2016
1.6	Adele Haysom - amendments to spelling and formatting identified by Chairs.	9 <sup>th</sup> October 2016
1.7	Shirley Boden - Board of Trustees changed to Board of Trustees throughout document.	8 <sup>th</sup> November 2016
1.8	Shirley Boden - Draft Watermark Removed following agreement of LSP Board of Trustees	7 <sup>th</sup> December 2016
1.9	Clare Sanders/Shirley Boden - Changes to Health & Safety (Appendix 3) P12 (23-26) in accordance with LSP Mins of 7 December - Item 4.	1 <sup>st</sup> February 2017
2.1	Adele Haysom - Change to reflect Chairs development group. Update for Governance handbook Jan 2017. Deleted listed names of Chairs of Committees.	6 <sup>th</sup> May 2018
2.2	Adele Haysom - Changes to reflect Chairs Development Group feedback Spring 2019	11 <sup>th</sup> May 2019
3.1	Adele Haysom - complete overhaul to change presentation and accessibility. Content and message unchanged.	25 <sup>th</sup> February 2020
3.2	Adele Haysom - minor changes to improve accessibility and language	21 <sup>st</sup> May 2021
3.3	F Forrest - Inclusion of risk, Clerking arrangements, updates to school membership, LGB quorum and membership (staff attendees)	26 <sup>th</sup> May 2022

## Introduction

As a charity and company limited by guarantee, the Trust is governed by a Board of Trustees who have overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of the schools in the Trust.

To support the effective operation of the Trust and its schools, the Board of Trustees has established committees to which it has delegated certain of its powers and functions. These terms of reference set out the constitution, membership, and proceedings of these committees.

The Board of Trustees has established three different types of committees:

- Main Board of Trustees committees which are established to deal with Trust-wide matters such as audit, finance, staffing, pay and performance management;
- Local Governing Bodies (LGBs), which are established by the Board of Trustees to support the effective operation of the schools;
- and Chairs Development Groups with representation from all schools in a hub (Appendix 1), working as a steering committee, forum for sharing best practice and communication channel between the Board of Trustees and the LGBs.

The Board of Trustees will review these Terms of References together with the membership of the committees at least once every twelve months.

These Terms of Reference may only be amended by the Board of Trustees.

When reading this document reference should also be made to the Trust Scheme of Delegation and the Memorandum of Understanding between Lighthouse Schools Partnership & the Diocese of Bath and Wells.

## Agreed Committees

- 1.1 Board of Trustees working committees:
  - 1.1.1 Audit and Risk Committee (Audit Committee)
  - 1.1.2 Finance Committee
  - 1.1.3 Staffing and Pay Committee (Staffing Committee)
- 1.2 Local Governing Bodies (LGBs) for each school or group of schools, each as a separate committee of the Board of Trustees. The current list of LGBs and the schools they operate is set out in [Appendix 1](#).
- 1.3 Chairs Development Groups (CDG) in each local hub.

## Membership - Board of Trustees working committees

- 1.1 Each Board of Trustees working committee shall have a minimum of three members and maximum of seven members. No less than 50% of Board of Trustees committee members must be Trustees of the Trust.
- 1.2 The Board of Trustees will appoint and remove all committee members.
- 1.3 The Board of Trustees will ensure that their committee members have the necessary skills, background, and experience to properly fulfil the relevant committee functions.
- 1.4 The Board of Trustees recognises the overriding principles of the Academy Trust Handbook (ATH) published by the ESFA, and that the Audit Committee should be established in such a way as to achieve internal scrutiny which delivers objective and independent assurance for the Board of Trustees. In establishing the Audit committee, the Board of Trustees will adhere to the principles of the ATH and:
  - 1.4.1 staff employed by the Trust will not be members of the working committees, but at the invitation of the LGB, may attend meetings to provide information and insight; and
  - 1.4.2 the Trust's Accounting Officer and other relevant senior staff will routinely attend committee meetings in the capacity set out above.

## Membership - Local Governing Bodies (LGBs)

- 1.1 Each LGB operating in respect of one school shall have a minimum of five members and a maximum of fourteen members.
- 1.2 Each LGB operating in respect of two or more schools shall have a minimum of seven members and a maximum of sixteen members.
- 1.3 The membership of each LGB (each LGB Governor) shall be as follows:
  - at least two parent elected Governors;
  - at least one staff elected Governor;
  - the Headteacher of the school;
  - in a church school (formerly VC) 25% of the membership will be foundation Governors;
  - in a church school (formerly VA) a majority of the membership will be foundation Governors;

- the remaining other persons will be appointed by the Trustees (referred to as co-opted or community Governors)
- 1.4 Staff employed by the school may attend meetings, at the invitation to provide information and participate in discussions.
- 1.5 The Board of Trustees shall:
  - 1.5.1 In consultation with the LGB, ensure the Clerk to the LGB can make all necessary arrangements for an election of parent LGB Governors, including any question of whether a person is a parent of a registered pupil at a school. Any election of a parent Governor which is contested shall be held by secret ballot; the process of election may, at the discretion of the Trust board, be delegated to the school.
  - 1.5.2 In consultation with the LGB, ensure the Clerk to the LGB can make all necessary arrangements for the election of staff LGB Governors. The process of election may, at the discretion of the Trust board, be delegated to the school.
  - 1.5.3 In consultation with the LGB, ensure the Clerk to the LGB can work with the Diocesan Board of Education (DBE) and Parochial Church Council (for the Parish in which the school is situated) in the appointment of Foundation LGB Governors in Church schools as set out in the Memorandum of Understanding between the Lighthouse Schools Partnership and the Diocese of Bath and Wells. Foundation Governors will take a leading role in maintaining and developing the Christian ethos of the Church school. The process of appointment may, at the discretion of the Trust board, be delegated to the school.
- 1.6 The LGB Governors will recommend to the Board of Trustees the appointment of non-elected Governors to the LGB.
- 1.7 In Church schools LGB Governors may choose to nominate one of the Foundation Governor places to be reserved as an ex-officio place for the Incumbent (or his/her representative) in the Parish in which the school is situated.
- 1.8 The term of office for any LGB Governor shall be four years, save that this time limit shall not apply to the Headteachers. In Church schools the Incumbent as defined in 1.7, will be appointed in the same way as other Foundation Governors. Subject to remaining eligible, any member may put themselves forward for re-appointment, or re-election as the case may be.

## Membership - Chairs Development Group

Each LGB will annually appoint to the Chairs Development Group a representative, normally the Chair of the LGB unless the LGB agree an alternative identified member of their LGB.

## Chairs of Committees

- 1.1 The term Chair refers to the person appointed under this paragraph as Chair of the relevant Board of Trustees committee or LGB (as appropriate).
- 1.2 Each Committee shall, no later than by the first meeting of each academic year elect a member to act as chair of the committee. The committee will also elect a Vice Chair as a temporary replacement at any meeting where the Chair is absent.
- 1.3 No person may act as Chair of a Board of Trustees Committee unless they are also a Trustee.
- 1.4 No person may act as Chair if they are an employee of the Trust.

## Authority, remit & responsibilities of the Committees

- 1.1 Each committee shall be responsible for the matters as set out in [Appendix 2](#).
- 1.2 Each committee is authorised by the Board of Trustees to:
  - 1.2.1 carry on any activity authorised by these Terms of Reference or the Trust Scheme of Delegation; and
  - 1.2.2 seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.

## Proceedings of Committee meetings

- 1.1 All committees will meet as often as is necessary to fulfil their responsibilities but at least three times a year.
- 1.2 Any two committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.
- 1.3 The quorum for the transaction of the business of a Board of Trustees committee (not LGB) shall be a majority of the committee members and no vote on any matter shall be taken at a meeting of the committee unless no less than 50% of members of the committee present are Trustees.
- 1.4 In the event of a tied vote the Chair has the casting vote.
- 1.5 The quorum for the transaction of the business of LGB where the total number of Governors holding office at the date of the meeting is ten or higher, the quorum shall consist of no less than one third of Governors (rounded to the nearest whole number). Where the total number of Governors holding office at the date of the meeting is nine or lower, the quorum shall be three Governors holding office at the date of the meeting.
- 1.6 The Trustees shall work with the CEO to ensure that a Clerk is appointed to take minutes at meetings of the Board of Trustees Committees.
- 1.7 The LGB shall work with the relevant Headteacher to ensure that a Clerk is appointed to take minutes at meetings of the LGBs.
- 1.8 Each committee member present in person shall be entitled to one vote.
- 1.9 A register of attendance shall be kept by the Clerk for each meeting.
- 1.10 Committees may invite attendance at meetings from persons who are not committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote. Any Trustee may, through prior arrangement with the Chair attend any meeting of the Board of Trustees without voting rights.

## Conduct of Committee members

- 1.1 All Committee members shall observe at all times, the provisions of the Trust's Code of Governance [Appendix 3](#).
- 1.2 Committee members are required to declare any business or other interests in any item being discussed at a meeting.

- 1.3 Each committee member, if present at a committee meeting, shall disclose their interest and withdraw from the meeting and not vote on a matter if:
- 1.3.1 there may be a conflict between their interests and the interests of any of the schools or the Trust;
  - 1.3.2 there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
  - 1.3.3 they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

## Disqualification & Removal of Committee Members

- 1.1 A person shall be ineligible for appointment to a committee and, if already appointed, shall immediately cease to be a member if the relevant individual:
- 1.1.1 is or becomes disqualified from holding office under the Trust's Articles of Association;
  - 1.1.2 is or becomes disqualified from holding office as a Governor of a school;
  - 1.1.3 is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
  - 1.1.4 is barred from any regulated activity relating to children;
  - 1.1.5 is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
  - 1.1.6 is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
  - 1.1.7 has been fined for causing a nuisance or disturbance on a school premises during the 5 years prior to or since appointment or election as a Committee member;
  - 1.1.8 refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
  - 1.1.9 commits a serious breach of the Trust's Code of Governance or any standing order or protocol implemented by the Board of Trustees;
  - 1.1.10 in the case of a LGB Member, is absent without the permission of the LGB Members from all their meetings held within a period of six months and the LGB Members resolve that his/her office be vacated;
  - 1.1.11 resigns his/her office by notice in writing to the relevant Chair;
  - 1.1.12 in the case of a Headteacher, they cease to be the Headteacher;
  - 1.1.13 in the case of a LGB Member, their term of office expires and they are not re-appointed.

- 1.1.14 In the case of a Foundation LGB Governor, where it is deemed by the DBE, acting reasonably, that s/he no longer meet the requirements of a LGB Foundation Governor the DBE will either remove that Governor or re-designate that Governor as a non-Foundation Governor.
- 1.2 The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LGB Member by written notice to the relevant Chair.

## Reporting Procedures

- 1.1 Within 14 days of each meeting each Committee will:
  - 1.1.1 produce and agree with the Chair and Headteacher minutes of its meetings;
  - 1.1.2 submit these minutes including a RAG rated summary as per LSP guidelines to the Clerk of the Trust board.
- 1.2 The Committee minutes can be agreed by committee members by email.
- 1.3 The Committee minutes will be sent to the Board of Trustees within 21 days of each committee meeting.
- 1.4 Committees shall arrange for the production and delivery of such other reports or updates as requested by the Board of Trustees from time to time.
- 1.5 Each Committee shall conduct an annual review of its work and the powers and functions delegated to it under these Terms of Reference. This self-review will be shared with the Board of Trustees.

## Clerking Arrangements

The LGB shall appoint a Clerk who must not be a Local Governor. In the absence of the Clerk, the LGB shall elect a replacement for the meeting (who may be a Local Governor).

The Clerk to the Board and its Committees will be the Governance Officer.



## Appendix 1

### Local Governing Bodies

#### **Backwell Hub**

Backwell CE Junior School & West Leigh Infant School

Backwell School

Flax Bourton CE Primary School

Northleaze CE Primary School

St Andrew's CE Primary School

Whiteoak Academies (Hannah More Infant School & Grove Junior School)

Wraxall Primary School

Yatton Schools (Yatton Infant School and Yatton CE Junior School)

#### **Chew Valley Hub**

Bishop Sutton and Stanton Drew Primary Schools

Blagdon Primary School

Chew Valley School

East Harptree CE and Ubley Primary Schools

Whitchurch Primary School

Winford CE Primary School

#### **Portishead Hub**

Gordano School

High Down Schools (High Down Infant School and High Down Junior School)

Portishead Primary School

St Mary's CE School

St Peter's CE School

## Appendix 2

### Powers & Functions Delegated

#### Remit and Responsibilities of the Audit and Risk Committee

The powers and functions delegated by the Board of Trustees to the Audit and Risk Committee are as set out below.

##### ***External Audit***

- 1 To consider the appointment of the external auditor and assess independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.
- 2 To recommend the audit fees to the Board of Trustees and pre-approve any fees in excess of £10,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.
- 3 To oversee the process for selecting the external auditor and make appropriate recommendations through the Board of Trustees to the Members of the Trust to consider at any general meeting where the accounts are laid before members.
- 4 To discuss with the external auditor, the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.
- 5 To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
- 6 To review the performance of the external auditor on an annual basis.
- 7 To recommend to the Board of Trustees the appointment/re-appointment of the external auditor.
- 8 To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

##### ***Internal Audit***

- 9 To set and review the internal audit programme and ensure that the internal audit function is adequately resourced and has appropriate standing within the Trust.
- 10 To review the reports and recommendations of the internal audit, together with the appropriateness of management's response.
- 11 To monitor the implementation of action agreed by management in response to reports from the external auditor internal audits.

##### ***Financial Control***

- 12 To review the Trust's policy and procedures for handling allegations from whistleblowers.
- 13 To review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.

- 14 To receive reports on the outcome of investigations of suspected or alleged impropriety.
- 15 To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements, including policies related to data protection.
- 16 To keep under review, the Trust's financial reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the annual accounts and financial statements, prior to submission to the Board of Trustees, paying particular attention to:
  - significant adjustments resulting from the audit
  - the going concern assumption
  - compliance with accounting standards
  - the extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed
  - the clarity and transparency of disclosures
  - compliance with DfE and legal requirements.
- 17 To monitor the achievement of planned outcomes from grant funded activity and compliance with grant requirements.

### **Risk**

- 18 To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
- 19 To review the adequacy and robustness of risk registers.
- 20 To keep under review the adequacy and effectiveness of the Trust's governance, risk management, insurance, data protection, business continuity and other internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, internal audit, the external auditor and any other relevant independent assurances or reports (e.g., from the National Audit Office).
- 21 To review all risk and control related disclosure statements, together with any associated reports and opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.
- 22 To approve and monitor the Trust's policies, procedures and progress toward the target of net zero emissions.

### **Health & Safety**

- 23 Advise on the appropriateness and adequacy of the Lighthouse Schools Partnership's health and safety organisation, arrangements, and safe systems of work
- 24 Review the trust's performance in relation to health and safety at work
- 25 Monitor the implementation of the LSP health and safety policies and procedures
- 26 Receive reports from the CFOO, including an overview of audit reports carried out by the external health and safety agencies.
- 27 Approve and monitor the Trust's policies and procedures to maximise the condition and suitability of the schools' estates incorporating the Trust Capital Programme.

***General***

- 28 To review or investigate any other matters referred to the Audit Committee by the Board of Trustees.
- 29 To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.

## Remit and Responsibilities of the Finance Committee

The powers and functions delegated by the Board of Trustees to the Finance Committee are as set out below.

### ***Financial Management***

- 1 To keep under review, the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports, prior to submission to the Board of Trustees, paying particular attention to:
  - 
  - decisions requiring a major element of judgement
  - compliance with DfE and legal requirements.
- 2 To review any recommendations made by the Secretary of State for Education for improving the financial management of the schools.
- 3 To ensure that any significant losses are investigated and reported to the DfE/EFA where required.
- 4 Oversee potential financial impact of change in government policy
- 5 Overseeing financial impact of change management and approve change management proposals produced by schools
- 6 To establish and monitor performance against budgets and other key performance indicators for financial wellbeing.
- 7 To monitor submissions to other agencies, such as the ESFA, and in particular those which affect the funding allocation to the Trust.
- 8 To review resource management and benchmarking data for schools and the Trust.
- 9 To keep under review the financial strategy for the Trust and consider policies and plans required to realise the strategy.
- 10 To review financial monitoring reports from individual schools and the Central Services Budgets and agree individual school and the Central Services budget proposals.
- 11 Recommend to the Board of Trustees for final approval the annual budget.
- 12 To review, monitor and make recommendations on the sections of the risk register delegated to the Committee and to report on these to the Audit Committee and Board.

### ***Financial Control***

- 13 To review the Trust's policy and procedures for financial control including the Finance, Principal Accounting, Charging and Remissions, Debt Recovery and other related policies.

### ***General***

- 14 To review or investigate any other matters referred to the Finance Committee by the Board of Trustees.

15 To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.

## Remit and Responsibilities of the Trustees Staffing & Pay Committee

The powers and functions delegated by the Board of Trustees to the Staffing and Pay Committee are as set out below.

### **Pay**

- 1 To approve on behalf of the Board of Trustees:
  - an appraisal Policy; and
  - a pay policy for the schools
  - other employee and pay related policies
- 2 To operate in accordance with the statutory appraisal regulations and the relevant school's adopted policy as follows:
  - To moderate pay decisions across the schools
  - A panel selected from the committee to hear any appeal by a teacher employed at any school against the outcome of their threshold assessment application.
  - To determine annually, in accordance with the School Teachers' Pay and Conditions Document the Appraisal and Pay Policies adopted by the Trust
  - To deal with any other matters relating to pay, appraisal and employment as may be referred by the Board of Trustees.
- 3 To monitor the application of the Trust's HR policies.
- 4 To review benchmarking and performance management data for schools and the Trust.
- 5 Ensure effective measures are in place to promote wellbeing, equality and diversity in employment.
- 6 Establish a group of three Trustees to carry out the performance management of the CEO and agree propose pay progression where appropriate.
- 7 To review, monitor and make recommendations on the sections of the risk register delegated to the Committee and to report on these to the Audit Committee and Board.

### **Staffing**

- 7 To receive reports and make recommendations to the Board of Trustees on all aspects of matters relating to staff at the schools and within the Central Team such as gender pay, executive pay and apprenticeships.
- 8 To monitor the communication and consultation of policies and processes to staff and review feedback.
- 9 To advise and make revisions to those policies which affect staff, including but not limited to those which relate to recruitment, retention, record-keeping, induction, training, allegations against staff, equalities, discipline and grievance, professional conduct, professional development, training, performance management, management of stress, trade unions.

### **General**

- 10 To oversee constructive relationships with Trade Unions.

- 11 To review or investigate any other matters referred to the Staffing and Pay Committee by the Board of Trustees.
- 12 To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.



## Remit and Responsibilities of the LGBs

The powers and functions delegated by the Board of Trustees to the LGBs are set out in detail in the Trust's Scheme of Delegation as approved by the Board of Trustees and in summary include the following:

1. To oversee the running of the schools within the powers delegated to them by the Board of Trustees in the Scheme of Delegation.
2. Fulfilling the core values of effective Governance as identified in the most recent DfE Governance handbook
  - a. Ensuring clarity of vision, ethos and strategic direction for the school in alignment with the Trust vision and strategic objectives.
  - b. Holding the executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff; and
  - c. Overseeing the financial performance of the organisation and making sure its money is well spent.
3. To represent the views of the community.
4. To promptly implement and comply with any policies or procedures communicated to the LGB by the Board of Trustees from time to time.
5. To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.
6. To review, monitor and make recommendations on the sections of the risk register delegated to the Committee and to report on these to the Audit Committee and Board.

The LGB will fulfil the responsibilities set out in the Trust Code of Governance as set out in [Appendix 3](#).

## Appendix 3



**LIGHTHOUSE**  
SCHOOLS PARTNERSHIP

### Trust Code of Governance

This code sets out the expectations on and commitment required from school Governors and trustees in order for the Board of Trustees to properly carry out its work within the school and the community.

#### The Trustees and Local Governing Body has the following core strategic functions:

##### Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the school
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

##### Ensuring accountability, by:

- Appointing the Headteacher/CEO
- Monitoring the educational performance of the school/s and progress towards agreed targets
- Performance managing the Headteacher
- Engaging with stakeholders
- Contributing to school self-evaluation

##### Ensuring financial probity, by:

- Setting the budget
- Monitoring spending against the budget
- Ensuring money is well spent and value for money is obtained
- Ensuring risks to the organisation are managed

#### As individuals on the Board of Trustees or LGB we agree to the following:

##### Role & Responsibilities

- We understand the purpose of the board and the role of the Headteachers.
- 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 Board of Trustees/LGB when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the Board of Trustees/LGB or its delegated agents. This means that we will not speak against majority decisions outside the Board of Trustees/LGB meeting.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open government and will act appropriately.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our school. Our actions within the school and the local community will reflect this.
- In making or responding to criticism or complaints affecting the school we will follow the procedures established by the Board of Trustees/LGB.
- We will actively support and challenge the CEO/Headteacher.

- 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 school's rules and policies and the procedures of the governing board as set out by the relevant governing documents and law
- When formally speaking or writing in our governing 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

### **Commitment**

- We acknowledge that accepting office as a Trustee/Governor involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the Board of Trustees/LGB, and accept our fair share of responsibilities, including service on committees or 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 the school well and respond to opportunities to involve ourselves in school activities.
- We will visit the school, with all visits to school arranged in advance with the staff and undertaken within the framework established by the Board of Trustees/LGB and agreed with the Headteacher.
- We will consider seriously our individual and collective needs for training and development and will undertake relevant training.
- In the interests of transparency we accept that information relating to Governors/trustees/academy committee members will be collected and logged on the DfE's national database of Governors (Get information about schools).

### **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/Governors committee members, the Clerk to the governing board and school 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 are prepared to answer queries from other Trustees/Governors 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 Headteacher, staff and parents, 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 school.
- We will exercise the greatest prudence at all times when discussions regarding school business arise outside a Board of Trustees/LGB meeting.
- We will not reveal the details of any Board of Trustees/LGB 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 Board of Trustees/LGB 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 and school'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 school as a whole and not as a representative of any group, even if elected to the governing board.

## Ceasing to be a Governor/trustee/academy committee member

- We understand that the requirements relating to confidentiality will continue to apply after a Governor/trustee/academy committee member 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 Board of Trustees/LGB 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 Trustee or Governor, such as the Vice Chair will investigate.

## 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).

The Trust Board and its Committees corporately commits to:

Selflessness	All our decisions are taken in the public interest
Integrity	We will not act or take decisions in order to gain financial or other material benefits for ourselves, our family, or our friends
Objectivity	Our decisions are taken impartially, fairly and on merit, using the best evidence and without discrimination or bias
Accountability	We are comfortable submitting ourselves to external scrutiny
Openness	We take decisions in an open and transparent manner
Honesty	We are truthful in our actions, decisions and reporting
Leadership	We demonstrate the highest standards of public life in our individual and corporate behaviour