



Interaction & Communication

— Academy Trust —

Code of Conduct for Directors

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Code of Conduct for Directors

This code sets out the expectations on and commitment required from Directors in order for the Trust Board to properly carry out its work within the Trust and the community.

This code is modelled on the NGA Code of Conduct 2023 and has been adapted to reflect the ethos, values and governance structure of ICAT.

This Code should be read in conjunction with the relevant law, the articles of association and agreed scheme of delegation.

As Directors, we will focus on our strategic functions:

1. ensuring there is clarity of vision, ethos and strategic direction
2. holding executive leaders to account for the overall performance of the Trust, the educational performance of its pupils and the performance management of its staff
3. overseeing the financial performance of the Trust and making sure its money is well spent
4. ensuring the voices of stakeholders are heard

As individuals on the board we agree to:

Fulfil our role & responsibilities

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
2. We will develop, share and live the ethos and values of the Trust and its school/s.
3. We agree to adhere to Trust/school policies and procedures as set out by the relevant governing documents and law.
4. We will work collectively for the benefit of the Trust and its school/s.
5. We will be candid but constructive and respectful when holding senior leaders to account.
6. We will consider how our decisions may affect the Trust, its school/s and local communities.
7. We will stand by the decisions that we make as a collective.
8. Where decisions and actions conflict with the Seven Principles of Public Life or may place the Trust, its school/s or its pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
9. We will only speak or act on behalf of the Board if we have the authority to do so.

10. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
11. When making or responding to complaints we will follow the established procedures.
12. We will strive to uphold the reputation of the Trust and its school/s in our private communications (including on social media).

Demonstrate our commitment to the role

1. 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 and acting as link directors with cross-Trust responsibilities where appropriate
2. We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
3. We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
4. We will get to know the Trust and its school/s well and respond to opportunities to involve ourselves in Trust and school activities.
5. We will visit the school/s and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
6. When visiting a school in a personal capacity (i.e. as a parent or carer), we will continue to honour the commitments made in this code.
7. 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

1. We will develop effective working relationships with Trust and school leaders, staff, parents and other relevant stakeholders from our local communities.
2. We will express views openly, courteously and respectfully in all our communications with Board members and staff both inside and outside of meetings.
3. We will support the Chair in their role of leading the Board and ensuring appropriate conduct.

Respect confidentiality

1. We will observe complete confidentiality both inside and outside of the Trust and its school/s when matters are deemed confidential or where they concern individual staff, pupils or families.
2. We will not reveal the details of any Board vote.
3. We will ensure all confidential papers are held and disposed of appropriately.
4. We will maintain confidentiality even after we leave office.

Declare conflicts of interest and be transparent

1. 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.
2. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
3. 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.
4. We accept that the Register of Business Interests will be published on the Trust's website.
5. We will act in the best interests of the Trust as a whole and not as a representative of any group.
6. 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 Trust's website.
7. We accept that information relating to Board members will be collected and recorded on the DfE's national governance database (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.

Director Expenses Allowances

In accordance with the new Academies Financial Handbook the Trust Board agreed that the following allowances could be paid to members of the Trust Board who attend either a meeting of the full Board or a meeting of one of the Committees.

Travel Expenses

Travel expenses to be paid at the rate specified by H M Revenue & Customs which are as follows in January 2018 and updated on an annual basis:

Public Transport

The rate of travel by public transport shall not exceed the amount of the ordinary fare or any available cheap fare, and where more than one class of fare is available the rate shall be the second-class fare.

Motor Vehicles

A statutory system of Approved Mileage Allowance Payments (AMAPs) applies for employees using their own vehicles for business journeys, as follows:

Cars and vans: on the first 10,000 miles in the tax year @ 45p per mile

On each additional mile above this @ 25p per mile

Motorcycles @ 24p per mile

Care Arrangements for Children and Elderly or Dependent Relatives

An allowance of £10 per hour (to include travel time to and from meetings) will be paid for care arrangements up to a maximum of £30 for anyone meeting of the full Board or meeting of one of the Committees.

All expenses should be claimed on the official Expenses Claim Form and authorised by the CEO/Chair.

Payment will be by the Trust.

1. The Seven Principles of Public Life

The Seven Principles of Public Life (also known as the Nolan Principles) apply to anyone who works as a public officeholder. This includes all those who are elected or appointed to public office, nationally and locally, and all people appointed to work in the Civil Service, local government, the police, courts and probation services, non-departmental public bodies (NDPBs), and in the health, education, social and care services. All public officeholders are both servants of the public and stewards of public resources. The principles also apply to all those in other sectors delivering public services.

1.1 Selflessness

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

1.2 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.

1.3 Objectivity

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

1.4 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.

1.5 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.

1.6 Honesty

Holders of public office should be truthful.

1.7 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.

