



Olive Academies

Code of Conduct for MAT trustees and Academy Advisory Board members

This code is modelled on the National Governors Association (NGA) template (2019) and sets out the expectations on and commitment required from OA members, trustees and Academy Advisory Board (AAB) members so that OA can properly carry out its work within the academies and the community. This should be read in conjunction with OA's Scheme of Delegation which establishes the levels of delegation across the trust. This is available here: [//oliveacademies.org.uk/governance-2/](https://oliveacademies.org.uk/governance-2/)

The MAT board and AABs within each academy have the following core strategic functions:

Establishing the strategic direction, by:

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

Ensuring accountability, by:

- Appointing the CEO, senior leaders, headteacher (where delegated)
- Monitoring the educational performance of the academy(ies) and progress towards agreed targets
- Performance managing the CEO, senior leaders, headteachers (where delegated)
- Engaging with stakeholders
- Contributing to academy self-evaluation

Ensuring financial probity (MAT board), 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 MAT board and AABs we agree to the following:

Role & responsibilities

- We understand the strategic purpose of the board/AAB and the role of the executive leaders.
- We understand how the role of the board differs from and works with others including the headteacher and where appropriate, executive leaders, trust boards and AABs.
- 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/AAB when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board/AAB or its delegated agents. This means that we will not speak against majority decisions outside the board/AAB 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 academy/group of academies. Our actions within the academy and the local community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the board/AAB.
- We will actively support and challenge the executive leaders.
- 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 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.
- We will avoid, as far as possible, becoming involved in any communication which may lead to a conflict of interest with our role on the governing body.

Commitment

- We acknowledge that accepting office as a trustee or AAB member involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the board/AAB, 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 academy/ies well and respond to opportunities to involve ourselves in academy activities.
- We will visit the academy/ies, with all visits arranged in advance with the lead executive/headteacher and undertaken within the framework established by the board/AAB.
- If visiting an academy in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a trustee/AAB member.
- 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 government, 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 academy/trust website.
- In the interests of transparency we accept that information relating to trustees/AAB 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/AAB members and the clerk to the board/AAB 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) or which may place students 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 academy/trust.
- We will exercise the greatest prudence at all times when discussions regarding academy/trust business arise outside a board/AAB meeting.
- We will not reveal the details of any board/AAB vote.
- We will ensure that 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'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 academy/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 academy as a whole and not as a representative of any group, even if elected to the board/AAB.

Ceasing to be a trustee/AAB member

- We understand that the requirements relating to confidentiality will continue to apply after a trustee/AAB 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 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 board/AAB member, such as the vice chair will investigate.
- Updated version pending agreement and adoption by the Olive Academies Multi-Academy Trust Board on 15th October 2019.

Annex – guiding principles

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. They should not do so in order to gain financial or other material benefits for themselves, their family or their friends.

Integrity - Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

Objectivity - In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability - Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness - Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty – Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership - Holders of public office should promote and support these principles by leadership and example.

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.