Trustee and Governor Code of Conduct

Our Vision

Achieving More Together

Our Mission

Working together passionately to achieve the best outcomes for children and young people in our specialist SEND and AP settings

Reviewed by:	Governance Lead / Chair of Trust/ HR Business Partner
Ratified by:	Board of Trustees
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Related Policies:	Safeguarding Online Safety Data Protection Anti-Fraud & Corruption Whistleblowing Gifts and Hospitality Trustee & Governor Expenses Policy

Contents

1. Purpose and Scope 2
2. Standards of Conduct 2
3. Function & Responsibilities 3
4. Working with others 4
5. Commitment to governance 4
6. Openness and transparency 4
   6.1 Conflicts of Interest 4
   6.2 Publishing information 5
7. Confidentiality and Data Protection 5
8. Social Media 6
9. Breaches of the Code of Conduct 6
   9.1 Process 6
   9.2 Trustees/Governors may be suspended if: 7
   9.3 Meeting Attendance 8
   9.4 Complaints 8
   9.5 Mediation 8
10. Ceasing to be a Trustee/Governor 8

Version Control

Version No.	Date	Amendments
1.1	June 2025	Minor updates to reflect NGA model policy
1.2	June 2026	Minor updates to reflect NGA model policy

1. Purpose and Scope

1.1 The purpose of this code of conduct is to provide trustees/governors with clear guidelines as to the responsibilities, good practice, standards and behaviours that Enable Trust expects from the board and governing bodies (individually and collectively) when acting on behalf of, or representing, Enable Trust.
By creating this code, we aim to ensure that trustees/governors carry out their role with honesty and integrity and help us to ensure our schools are environments where everyone is treated with respect.

1.2 The code is based on Academy trust governance guide - Guidance - GOV.UK (www.gov.uk). It should be read alongside our constitutional documents including the articles of association and scheme of delegation.

1.3 Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, trustees will use their judgement and act in the best interests of the trust and its pupils.

1.3 Failure to follow the code of conduct may result in disciplinary action being taken, as set out in Section 10.

2. Standards of Conduct

2.1 Trustees/Governors are required to adhere to the highest standards of conduct in the performance of their duties. This code of conduct respects and endorses the 7 Nolan principles of Public Life which all holders of a public office, including Trustees/Governors are expected to follow:

Holders of public office:

- **Selflessness** – must act solely in terms of the public interest.
- **Integrity** – 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.
- **Objectivity** – must act and take decisions impartially, fairly, and on merit using the best evidence and without discrimination or bias.
- **Accountability** – are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.
- **Openness** – must act and take decisions openly and transparently. Information will not be withheld from the public unless there are clear and lawful reasons for doing so
- **Honesty** – must be truthful
- **Leadership** – must 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.

3. Function & Responsibilities

3.1 The function of the Trust Board is to provide the Trust with:

- Strategic Leadership: defining a vision, fostering a culture and ethos, and championing the strategy
- Accountability and Assurance: providing robust and effective oversight of operations and performance
- Strategic Engagement: strategic oversight of relationships with stakeholders

3.2 The function of the local layer of Governance is to support the Board in the achievement of its strategic aims through monitoring and engagement at school level

3.3 The function of the Members is to assure that governance of the trust is effective.

3.4 In order to do this effectively, Trustees, Governors and Members will need, as individuals and collectively within their roles to:

- Understand and respect the distinction between the *role and responsibilities of the Board* and those of the executive leadership
- Set and maintain high expectations for everyone in the community of every school, including in the conduct and the professionalism of the Board itself
- Preserve and develop the character of the trust
- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs
- Operate and make decisions in the best interests of pupils, informed by the views and needs of our key stakeholders, including pupils, parents, staff, local communities and the local authority.
- Follow the trust's policies and procedures, and the procedures of the board as set out in relevant legislation, statutory guidance, and the trust's constitutional documents
- Take responsibility for *self-evaluation*, regularly reviewing the Board's performance, constitution and skillset
- Take part in any *training or development* required to fill any gaps in the skills needed for effective governance
- Understand that where responsibility has been delegated, the Board as a whole remains accountable and that important decisions relating to core functions will be made by the full Board
- Comply with relevant guidance and legislation and the funding agreement that sets out how the Trust/ school must manage it's money, and procure goods and services

- Act with integrity and transparency when making financial decisions, and understand that our financial management and decision-making will be scrutinised and audited
- Declare any gifts offered/received and record them on the gifts and hospitality register and not accept bribes
- Work to actively identify and manage risks to the Trust/school.

4. Working with others

Trustees/Governors will be expected to:

- Support and strengthen Trust leadership by providing constructive challenge to leaders, and holding them to account (Trust Board)
- Respect the role of the executive and school leadership teams and avoid routine involvement in operational matters
- Respect each other's views
- Work together as the Trust's Governance function to develop effective relationships with stakeholders and engage meaningfully with the school communities.
- Follow the Equality Act 2010 and apply the principles of fairness and equality in everything.

5. Commitment to governance

Trustees/Governors will be expected to:

- Attend all meetings where possible and provide a valid reason and give suitable notice when attendance is not possible.
- Understand and accept the time and workload commitments of the role.
- Understand that work should be shared among members and that all Trustees/Governors are expected to take an active role.
- Prepare ahead of meetings to ensure informed contributions can be made.
- Participate in any pre-arranged school visits in accordance with Trust/school policies.
- Attend any training or development activity needed to ensure the Board has a wide range of skills and expertise, including Induction and regular compliance training.

6. Openness and transparency

6.1 Conflicts of Interest

To make sure the Board/Local Governing Body/ Members takes impartial decisions without bias, Trustees/Governors / Members will:

- Complete a full declaration of any actual and potential conflicts of interest for themselves and any close family members on first appointment and annually thereafter.
- Publish an up-to-date register of business and pecuniary interests of all Governors, Trustees and Members.
- Declare any potential conflicts of interest at the beginning of each meeting and withdraw from the meeting for the relevant item of business and not vote on the matter.

6.2 Publishing information

6.2.1 To comply with the Academy Trust Handbook and DfE statutory publishing requirements the Trust is required to publish on the Trust/school website the following information with regard to Trust/ school governance:

- The structure and remit of the Members, Board of Trustees, committees and Local Governing Bodies, and the full name of the chair of each one.
- For each Member, Trustee and Local Governor who has served at any point over the past 12 months:
  - Their full name
  - Their date of appointment
  - Their term of office (Trustees and Local Governors only)
  - The date they stepped down (where applicable)
  - The body that appointed them (Trustees and Local Governors only)
  - Their relevant business and pecuniary interests
  - Their attendance record over the last academic year (only for Trustees at board and committee meetings and Local Governors at Local Governing Body meetings).

6.1.2 In addition, Trustees/Governors should be aware that:

- Information about Trustees and Local Governors will be published on the DfE website "Get information about schools" (GIAS).
- Information about Trustees and Members will be filed and published with Companies House.
- Approved Board and committee minutes and any agenda and papers considered at a meeting will be made available to any interested person.

7. Confidentiality and Data Protection

7.1 All Trustees/Governors/ Members are required to respect the confidentiality of the information they are exposed to because of their membership of the Board of Trustees/Local Governing Body /Members, and this should continue after they have left office. All Trustees/Governors/Members, when dealing with sensitive, difficult and

confidential issues, are required to act with discretion and care in the performance of their role.

7.2 Trustees/Governors/ Members will:

- follow the trust's data protection policy and information security processes and measures when using, storing, sharing and disposing of personal data.
- be required to use only their Trust/school email address and must not use their personal email address for communicating Trust/school matters.
- adopt any required email authentication measures introduced by the Trust.

7.3 The commitment to confidentiality does not overrule the duty to report safeguarding concerns in accordance with the Trust's Safeguarding Policy where it is believed a child might be at risk of harm.

7.4 In the event of a breach of confidentiality, the Chair of Trustees/Governors must be notified as soon as possible and will investigate the matter further. Trustees/Governors' may be suspended as a result of a proven / suspected breech.

7.5 In the event of a personal data breach, the Trust's Executive team should be informed immediately in order that they can contact the Trusts' Data Protection Officer (DPO) to confirm if the breach is reportable.

8. Social Media

When using social media, Trustees/Governors/ Members should ensure they:

- Uphold the reputation of the Trust/school at all times
- Maintain a professional presence online and carefully consider "posts" or comments and interactions with the schools' communities to ensure they could not be misinterpreted or bring the Trust or its schools into disrepute.
- Review privacy settings regularly to make sure they are set in accordance with information that is made publicly available
- Report any incidents of harassment experienced or seen, directed or aimed towards Trustees/Governors or anyone in the school communities.
- Do not accept "friend requests" from pupils or not join any private parent groups associated with the Trust or schools
- Do not disclose any information which is confidential or would breach data protection principles.

9. Breaches of the Code of Conduct

9.1 Process

If it is alleged or suspected a Trustee/Governor has breached the code of conduct, the following procedure will be followed:

1. The Chair or Vice-Chair (of the Board of Trustees or Local Governing Body as appropriate) will investigate (should it be the Chair who has breached this code, another Trustee/Governor, such as the Vice-Chair should investigate).
2. The Chair or Vice-Chair will inform the Trustee/Governor in writing of the nature of the alleged breach, detailing the specific action or behaviour considered to be detrimental to the Trust/School, and inviting and considering their response within a defined timescale.
3. If the matter cannot be resolved satisfactorily through correspondence, the Chair/Vice-Chair will invite the Trustee/Governor to a meeting; the Trustee/Governor can bring a friend to the meeting. Another Trustee may attend to corroborate any decisions if required, however the Clerk should attend to formally minute the meeting.
4. Following the meeting a decision will be made, taken by simple majority of those present and voting, whether to uphold the charge of the breach.
5. If the situation doesn't improve, or there is another suspected breach, action will be taken to improve the issue. This may involve:
   - Further meetings with the Chair/Vice-Chair to reset expectations, based on this code of conduct
   - Mediation
   - Support, mentoring or training for the Trustee/Governor
   - Making sure the Trustee withdraws from votes connected to any disputes they have been involved in.
6. If there continues to be no improvement in the Trustee/Governor's behaviour, the Chair/Vice-Chair with agreement of the Board, may impose such sanctions as shall be deemed appropriate. Sanctions will range from the issuing of a written warning as to the Trustee/Governor's future conduct and consequences, to the removal of the individual from office. The Trust board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.

9.2 Trustees/Governors may be suspended if:

a) There has been serious misconduct. The Board of Trustees will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious.

b) They have acted in a way that is inconsistent with the professional ethos of the Board of Trustees/Local Governing Body including but not limited to:

- There have been repeated grounds for suspension
- Breach of confidentiality
- Failing to undertake training appropriate to the role, whether or not directed to do so by the Board
- They display repeated and serious incompetence
- They have engaged in conduct aimed at undermining fundamental British values

- They have engaged in aggressive or other unacceptable behaviour and conduct aimed at undermining the Trust's Executive Leadership team or other Trustees/ Governors.
- Their actions are significantly detrimental to the effective operation of the Board, or their actions interfere with the operational efficiency of the school.

c) Have brought, or is likely to bring the Trust or the office of the Trustee into disrepute:

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the trust, or any of the schools in the trust
- Being disrespectful to members of our school communities
- Behaving inappropriately in a public forum, such as a school event or on social media.

9.3 Meeting Attendance

Non-attendance of four consecutive Board of Trustees/Committee/Local Governing Body meetings without good reason established to the satisfaction of the Board, will result in the Trustee/Governor being deemed to have resigned their position and therefore result in the individual being removed from office. An appeals process is available for those Trustees/Governors wishing to present a case against their removal.

9.4 Complaints

In addition to this code of conduct, the Trust Complaints Policy covers allegations made against Trustees/Governors that appear to breach the spirit of the code or specific conditions of service.

9.5 Mediation

External mediation may be used by the Board, Local Governing Body and individual Trustees/Governors, when there has been a breakdown of communication or trust between the Board and the Trust's senior leaders.

10. Ceasing to be a Trustee/Governor/ Member

10.1 Trustees/Governors must continue to comply with the qualifications required to hold a Trustee/Governor position throughout their period of tenure, as defined in the willingness to serve declaration. Any changes that would render the individual ineligible to serve must be forwarded to the Clerk.

10.2 As mentioned in section 9.3, failure to attend four consecutive meetings will result in the Trustee/Governor being deemed to have resigned their position unless the grounds for absence are deemed to be satisfactory by the Board.

10.3 Trustees/Governors may resign their office ahead of their four-year tenure by writing to the Chair of Trustees/Governors and/or Clerk.