

*The*  
**Sir John Brunner**  
Foundation

# TRUSTEE AND GOVERNOR CODE OF CONDUCT

APRIL 2025

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<b>Document Control Sheet</b>	
Document Type	Policy
Document name	Trustee and Governor Code of Conduct
Originator	Head of Governance
Approved by	Foundation Board
Date approved	02 April 2025
Review interval	Biennial
Date of last approval	March 2023
Date of next review	March 2027
Equality Act 2010 issues fully considered	Yes
Associated Policies & Procedures	Trustee and Governor Attendance Policy, Appointment and Succession Planning for Trustees, Committee Chairs and Governors

**The Sir John Brunner Foundation**  
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# Code of Conduct for Trustees and Governors

## 1 Introduction

- 1.1. This code is based on the model Code of Conduct produced by the National Governance Association and aims to set and maintain standards of conduct that the Sir John Brunner Foundation expects all Trustees and Governors to follow. The code applies to all levels of governance.
- 1.2. This Code should be read in conjunction with the Articles of Association and the agreed Scheme of Delegation.

**As individuals we agree to faithfully abide by the Trustee and Governor Code of Conduct including the Seven Nolan Principles of Public Life (Appendix 1 to this document).**

**We agree to:**

## 2 Fulfil our role & responsibilities

- 2.1 We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
- 2.2 We will develop, share and live the ethos and values of our Foundation/Academy.
- 2.3 We agree to adhere to Foundation/Academy policies and procedures as set out by the relevant governing documents and law.
- 2.4 We will work collectively for the benefit of the Foundation/Academy
- 2.5 We will be candid but constructive and respectful when holding senior leaders to account.
- 2.6 We will consider how our decisions may affect the Foundation/Academy and local community.
- 2.7 We will stand by the decisions that we make as a collective.
- 2.8 Where we feel that decisions and actions may conflict with the Seven Principles of Public Life (Appendix 1) or may place pupils at risk, we will raise our concerns.
- 2.9 We will only speak or act on behalf of the board if we have the authority to do so.
- 2.10 We will fulfil the responsibilities of a good employer, acting fairly and without prejudice.
- 2.11 When making or responding to complaints we will follow the established procedures.
- 2.12 We will strive to uphold the Foundation's/Academy's reputation in our private communications (including on social media).

## 3 Demonstrate our commitment to the role

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

- 3.2 We will make every effort to attend all meetings and, where we cannot attend, explain in advance why we are unable to.
- 3.3 We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
- 3.4 We will get to know the Foundation/Academy well and respond to opportunities to involve ourselves in academy activities.
- 3.5 When visiting an academy, we will make arrangements with relevant staff in advance and observe academy and board protocol.
- 3.6 When visiting an academy in a personal capacity (i.e. as a parent or carer), we will continue to honour the commitments made in this code.
- 3.7 We will participate in induction training, prioritise training in Safeguarding, and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

## **4 Build and maintain relationships**

- 4.1 We will develop effective working relationships with academy leaders, staff, parents and other relevant stakeholders from our local communities.
- 4.2 We will establish effective working relationships with Trustees and Governors.
- 4.3 We will express views openly, courteously and respectfully in all our communications with Board members and staff both inside and outside of meetings.
- 4.4 We will support the Chair in their role of leading the Board and ensuring appropriate conduct.

## **5 Respect confidentiality**

- 5.1 We will observe complete confidentiality both inside and outside of the Academy when matters are deemed confidential or where they concern individual staff, pupils or families.
- 5.2 We will not reveal the details of any governing board vote.
- 5.3 We will ensure all confidential papers are held and disposed of appropriately.
- 5.4 We will maintain confidentiality even after we leave office.

## **6 Declare conflicts of interest and be transparent**

- 6.1 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.
- 6.2 We will also declare any conflict of loyalty at the start of any meeting should the need arise.

- 6.3 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.
- 6.4 We accept that the Register of Business Interests will be published on the Foundation's/Academy's website.
- 6.5 We will act in the best interests of the Foundation/Academy as a whole and not as a representative of any group.
- 6.6 We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the Foundation Board or Governing Body, attendance records, relevant business and pecuniary interests, category of trustee/ governor and the body responsible for appointing us will be published on the Foundation/Academy's website.
- 6.7 We accept that information relating to Trustees and Governors 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 may result in the suspension or removal of a Trustee or Governor.

As a Trustee/Governor I agree to observe this Code of Conduct to the best of my abilities.

Signed: .....

Name: .....

Date: .....

## 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 office-holder.

1. **Selflessness** - Holders of public office should act solely in terms of the public interest.
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.
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.
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.
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.
6. **Honesty** – Holders of public office should be truthful
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.