



Tudhoe Learning Trust

Code of Conduct for Governance

Approved by:	Chief Executive Officer	Date: September 2025
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Last reviewed on:	September 2025
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Next review due by:	September 2026
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Introduction

This code sets out the expectations on and commitment required from school governors, directors and academy committee members in order for the governing board to properly carry out its work within the Trust school(s) and the community. Unless otherwise stated, 'school' includes academies, and it applies to all levels of school governance.

The Code meets the recommendations of the Nolan Committee's Standards in Public Life (See Annex 1) and the Framework for Ethical Leadership in Education (See Annex 2). The Code should be read in conjunction with relevant law and regulations for academies, their articles of association and agreed scheme of delegation.

1. Tudhoe Learning Trust Board - Core Strategic Functions

Tudhoe Learning Trust Board of Directors has the following core strategic functions:

2.1 Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the schools and Trust
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

2.2 Ensuring accountability, by:

- Appointing the Chief Executive Officer
- Monitoring the educational performance of the schools and progress towards agreed targets
- Performance managing the Chief Executive Officer
- Engaging with stakeholders
- Contributing to school self-evaluation

2.3 Overseeing financial performance, 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

2. Tudhoe Learning Trust - Local Governing Body Core Strategic Functions

Tudhoe Learning Trust Local Governing Bodies have the following core strategic functions:

3.1 Supporting the Trusts strategic vision, by:

- Ensuring that clarity of vision, values and objectives set by the Directors is embedded
- Supporting the Head Teacher and SLT in the implementation of the school improvement strategy with priorities and targets

3.2 Ensuring accountability, by:

- Contributing to recruitment and selection processes
- Monitoring the educational performance of the schools and progress towards agreed targets
- Engaging with stakeholders
- Contributing to school self-evaluation
- Conducting regular and meaningful governor monitoring in line with the school improvement plan and keep an appropriate record

3.3 Overseeing financial performance, by:

- Monitoring spending against the budget
- Monitoring spend, value for money and efficiency
- Ensuring risks to the organisation are managed competently and effectively

3. Responsibilities

All individuals on the Trust board/governing body have a responsibility to ensure that they comply with this code along with any other approved policy or procedure in use within the Trust.

As individuals on the board / governing body we agree to the following:

4.1 Role & Responsibilities

- We understand the purpose of the board and the role of the executive leaders.
- 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 governing board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the governing board 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 governance 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 Trust. Our actions within the school and the local community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the Board of Directors
- We will work within the Scheme of Delegation
- We will actively support and challenge the executive leaders
- We will accept and respect the difference in roles between the Directors 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 Board of Directors 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 Trust
- We will avoid, as far as possible, becoming involved in any communication which may lead to a conflict of interest with the role of the governing board.

4.2 Commitment

- We acknowledge that accepting office as a Director or Governor involves the commitment of significant amounts of time and energy
- We will keep up to date with all communications through Governor Hub
- We will each involve ourselves actively in the work of the Board of Directors, 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 Trust schools well and respond to opportunities to involve ourselves in school activities.
- We will visit the Trust schools, with all visits arranged in advance with the Chief Executive Officer and undertaken within the framework established by the Board of Directors.
- When visiting the school in a personal capacity (i.e. as a parent or carer), we will maintain our underlying governance responsibility.
- 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 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/school's website.
- In the interests of transparency, we accept that information relating to Directors/Governors/academy committee members will be collected and logged on the DfE's national database of governors.

3.3 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 Directors and Governors, 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 Directors or 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 executive leaders, staff and parents, the trust, the local authority and other relevant agencies and the community.

3.4 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/trust business arise outside a governing board meeting.
- We will not reveal the details of any governing board vote.
- We will ensure all confidential papers are held and disposed of appropriately.
- We understand that the requirements relating to confidentiality will continue to apply after a governor/trustee/academy committee member leaves office

3.5 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 governing board'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. You are required to let the Trust know of any interests at the start of each termly meeting.
- We accept that the Register of Business Interests will be published on the school/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 Trust as a whole and not as a representative of any group, even if elected to the governing board.

3.6 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 Trust governing board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- We will participate in investigations carried out by the Trust.

Should it be the chair that we believe has breached this code, another governing board member, such as the vice chair will investigate

Annex 1

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.

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.

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

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.

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.

Honesty – Holders of public office should be truthful

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.

Annex 2

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.

Tudhoe Learning Trust Code of Conduct Acknowledgement Form

Name of Governor:	
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I hereby acknowledge the terms detailed within the Governors Code of Conduct and agree to abide by this code whilst I am an acting member of the governance team. I understand that the role is of a voluntary nature and, therefore, I will not receive payment for my duties.

Signature: _____

Date: _____