



PETERBOROUGH DIOCESE EDUCATION TRUST (PDET)

Code of Conduct for Directors

There are three other documents in this suite of Board documents namely:

- Directors' Role and Responsibilities (incorporating a Director's Job Description and Person Specification);
- Board Remit and Scheme of Delegation
- Terms of Reference for the Board of Directors – *this sets out the mechanics of how the Board operates e.g. meetings; how many and quorum etc.*

Peterborough Diocese Education Trust (PDET)

Code of Conduct for Directors

This code sets out PDET's (the Trust) expectations of and commitment required from Directors in order for the Trust to properly carry out its work.

This Code should be read in conjunction with the relevant law and the following documents (the 'Board suite of Documents'):

- **The Trust's Articles of Association;**
- **Board Remit and Scheme of Delegation;**
- **Directors' Role and Responsibilities (incorporating a Director's Job Description and Person Specification);**
- **Terms of Reference for the Board of Directors;**
- **The Academies Financial Handbook**

As Directors, we will focus on our strategic functions:

- ❖ Ensuring there is clarity of vision, ethos and strategic direction.
- ❖ Holding executive leaders to account for the educational performance of the Trust and its pupils and the performance management of staff.
- ❖ Overseeing the financial performance of the Trust and making sure its money is well spent.
- ❖ Ensuring the voices of stakeholders are heard.

As individuals on the Board of Directors (the Board), we agree to:

Fulfil our role & responsibilities

- ❖ We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
- ❖ We have read the Board suite of Documents and understand the purpose of the Trust and our role.
- ❖ We understand the ethos of the Trust and will always be mindful of our responsibility to maintain and develop the ethos and reputation of PDET as a Church of England multi academy trust. Our actions within the Trust and the local community will reflect this.

- ❖ We will develop, share and live the ethos and values of our Trust
- ❖ We agree to adhere to Trust policies and procedures as set out by the relevant governing documents, the Board suite of Documents, and law.
- ❖ We will work collectively for the benefit of the Trust and its academies.
- ❖ We will be candid but constructive and respectful when holding senior leaders to account.
- ❖ We will consider how our decisions may affect the Trust, the local communities and the academies within the Trust.
- ❖ We will stand by the decisions that we make as a collective. (This means that we will not speak against majority decisions outside Board meetings).
- ❖ Where decisions and actions conflict with the Seven Principles of Public Life (*see below*) or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
- ❖ We accept that we have no authority to act individually, except when the Board of Directors (the Board) has given us delegated authority to do so, and therefore we will only speak or act on behalf of the Board when we have been specifically authorised to do so.
- ❖ We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
- ❖ When making or responding to complaints we will follow the established procedures.
- ❖ When formally speaking or writing in our Director role we will ensure our comments reflect current Trust policy even if they might be different to our personal views.
- ❖ We will strive to uphold the Trust's reputation in our private communications (including on social media).

Demonstrate our commitment to the role

- ❖ 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.
- ❖ We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
- ❖ We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
- ❖ We will get to know the Trust and its academies well and respond to opportunities to involve ourselves in Trust / academy activities.
- ❖ We will visit the academies and when doing so will make arrangements with relevant staff in advance and observe academy and Trust protocol.
- ❖ 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.
- ❖ 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

- ❖ We will develop effective working relationships with the Executive, school leaders, staff, parents / carers and other relevant stakeholders from our local communities.
- ❖ We will express views openly, courteously and respectfully in all our communications with Board members, the clerk to the Board and staff both inside and outside of meetings.
- ❖ We will support the chair in their role of leading the Board and ensuring appropriate conduct.

Respect confidentiality

- ❖ We will observe complete confidentiality both inside and outside the Trust when matters are deemed confidential or where they concern individual staff, pupils or families.
- ❖ We will exercise the greatest prudence at all times when discussions regarding Trust business arise outside a Board or Committee meeting.
- ❖ We will not reveal the details of any Board vote.
- ❖ We will ensure all confidential papers are held and disposed of appropriately and in accordance with the Trust's Data Protection Policy.
- ❖ We will maintain confidentiality even after we leave office.

Declare conflicts of interest and be transparent

- ❖ 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.
- ❖ We will also declare any conflict of loyalty at the start of any meeting should the need arise.
- ❖ 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.
- ❖ We accept that the Register of Business Interests will be published on the Trust's website.
- ❖ We will act in the best interests of the Trust as a whole and not as a representative of any group.
- ❖ We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the Board, attendance records, relevant business and pecuniary interests, category of Director and the body responsible for appointing us will be published on the Trust's website.
- ❖ We accept that information relating to Directors will appear in the annual report and accounts and will be collected and recorded at Companies House and on the DfE's national database of governors (GIAS), some of which will be publicly available.

