



THE CRANMER EDUCATION TRUST
CODE OF CONDUCT
FOR
DIRECTORS/TRUSTEES
2022

Code of Conduct for Directors/Trustees

1. Rationale

This code sets out the expectations on and commitment required from Trustees in order for the Cranmer Education Trust Board of Trustees to properly carry out its work with the schools and the community.

The Cranmer Education Trust Board is the Multi-Academy Trust's accountable body. It has strategic responsibility for the conduct of the Cranmer Education Trust and for promoting high standards.

2. Duties of Directors (Trustees)

The Board of Directors is a corporate body. This means:

- No Director can act on his/her own without proper authority from the Board of Directors
- Although appointed through different routes, Directors are not appointed as 'representatives' or 'delegates' of any outside body and may not lawfully be bound by mandates given by others. The overriding concern of all Directors must be the welfare of all the Academies and all the young people who attend them. Directors must only act in the best interests of the Trust.
- All Trustees owe a fiduciary duty to Cranmer Education Trust. This is upheld in the Articles, The Scheme of Delegation and also the Members' Memorandum of Understanding. Article 45A states:

"All Directors shall upon their appointment or election give a written undertaking to the Foundation Members to uphold the Object of the Academy Trust".

3. Purpose

This Code is intended as a guide for Trustees to indicate the standards of conduct and behaviour which are expected (individually and collectively) when acting on behalf of or representing Cranmer Education Trust.

The Code also assists with understanding appropriate and constructive relationships between individuals, the whole board and the leadership team of the Trust to support effective team working and encourage a significant and positive contribution to the Trust's performance. The Code is aimed at promoting effective and well-informed MAT governance.

This Code is modelled on the National Governors' Association (NGA) template (2021).

4. Interpretation

In this Code, Trust and/or MAT means Cranmer Education Trust. References to 'Trustees' or 'Directors' mean the charity trustees.

5. Core Strategic Functions of the Trust Board

The Trustees have the following core strategic functions:

a) Ensuring clarity of vision, ethos and strategic direction by:

- Setting and championing the vision (including the level of ambition for future growth) and ensuring there is a strategy in place for achieving the vision and a robust framework for setting priorities.

- Setting and championing the culture, values and ethos across the Trust ensuring it is reflected consistently in both its policies and its practices.
- Agreeing the MAT Improvement Strategy with priorities and targets and setting the staffing structure.
- Meeting Statutory and contractual duties and ensuring compliance with company, charity, educational and public law in particular.

b) Ensuring accountability that drives up educational standards by:

- Appointing the Chief Executive Officer and holding the CEO to account for the performance of the MAT
- We will be candid but constructive and respectful when holding leaders to account
- Challenging, supporting, monitoring, reviewing and evaluating progress towards targets and the implementation and effectiveness of the MAT Improvement Strategy.
- Engaging with Stakeholders and being answerable to the communities the Trust serves, ensuring parents and pupils are involved, consulted and informed as appropriate and consider how our decisions may affect schools and local communities.
- Ensuring the Trust Board remains accountable as the key decision maker for all decisions made and executive leaders operate within the autonomy, powers and functions delegated to them by the Board.
- Ensuring that structures reinforce clearly defined roles and responsibilities
- Ensuring a keen understanding of the skills, experience, qualities and capacity required of people to deliver effective governance.
- Contributing to self-evaluation of the Trust to monitor and improve the quality and impact of governance.

c) Ensuring Financial Probity and accountability that drives up financial performance by:

- Setting the budget and staffing structures for the Trust and challenging, supporting, monitoring, reviewing and evaluating these.
- Ensuring Value for Money is obtained
- Ensuring risks to the organisation are managed and considering the risks associated with the Trust's Risk Management Policy, strategic priorities and improvement plans.

6 General Undertakings

- We understand the purpose of the Trust Board and the role of the CEO as set out in this Code of Conduct.
- We accept that we have no legal authority to act individually, except when the Trust Board has given us delegated authority to do so, and therefore we will only speak on behalf of the Trust Board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the Trust Board or its delegated agents. This means that we will not speak against majority decisions outside the Trust 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, including adhering to rigorous safeguarding principles.
- 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 schools, upholding the Christian and Anglican ethos of the Trust. Our actions within the schools and local community will reflect this.
- We are committed to promoting inclusion actively, making every effort to welcome and value all children/young people entitled to attend their school, irrespective of their needs.
- We are committed to anti-discriminatory practices that ensure learning and teaching are effective and enjoyable for all – regardless of ability, race, religion, gender etc.
- We will not discriminate against anyone and will work to advance equality of opportunity for all.
- We will oversee the implementation of effective policies and practices for securing the presence, participation and achievement of all children/young people in each school in the Multi-Academy Trust.
- In making or responding to criticisms or complaints affecting the schools we will follow the procedures established by the Trust Board.
- We will strive to uphold the school's / trust's reputation in our private communications (including on social media).
- We will actively support and challenge the CEO.
- We are aware of and accept the Nolan seven principles of public life.
- We will give notice to the Clerk if, by virtue of Articles 68-75 and 77-79, we become disqualified to continue to hold office by reasons including illness, absence, bankruptcy, court order, misconduct matters or conviction of any criminal offence.

7 Commitment Undertakings

- We acknowledge that accepting office as a Director/Trustee involves the commitment of significant amounts of time and energy; Directors will give careful regard to this when agreeing to serve on the Trust Board.
- We will each involve ourselves actively in the work of the Trust Board, and accept our fair share of responsibilities, including serving on committees or strategic working groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance in full why we are unable to attend. Regular attendance is essential.
- We will read in advance the papers and reports and where possible prepare questions and challenge in advance of the meeting
- We will make full efforts to embrace a paperless system, making the most of GovernorHub and downloading documents prior to meetings
- Our visits to the Academies will be arranged in advance with the Headteacher and undertaken within the Code of Conduct for School Visits.
- We will consider seriously our individual and collective needs for training and development and will undertake relevant training including safeguarding.
- We accept that in the interests of open government, our full names, dates of appointment, terms of office, roles on the Trustee Board, attendance records, relevant business and pecuniary interests, category of Trustee/Director and the body responsible for appointing us will be published on the Trust's website.
- In the interests of transparency, we accept that information relating to Trustees will be collected and logged on the DfE's national database of Trustees and governors (Edubase).

8 Undertakings regarding relationships

- We will strive to work as a team in which constructive working relationships are actively promoted.

- We will work to create an inclusive environment where each board member's contributions are valued equally.
- We will express views openly, courteously and respectfully in all our communications with other Trustees, Governors, School Committee Members.
- We will support the Chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer questions from other Trustees and School local committee 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 CEO, Heads of Academies, staff and parents, the community, Diocesan Board of Education, The Henshaw Trust, The Deanery and all stakeholders and relevant agencies, acting as civic leaders with other civic partners to advance education in our locality for the public good.

9 Confidentiality undertakings

- We will observe complete confidentiality in accordance with the board confidential information policy and in any matters deemed confidential or when they concern specific members of staff or pupils both inside and outside school. The CEO's report and all Trust Board Minutes should be treated as confidential until they have been approved.
- We will exercise the greatest prudence at all times when discussions regarding Trust business arise outside a Trust board meeting.
- We will not reveal the details of any Trust Board or Local Governing Body vote. Trustees are not entitled to identify the views expressed by individual named Trustees or Local Governors.

10 Undertakings regarding collective responsibility and conflicts of Interest

- We understand that a decision of the Trustees, even when it is not unanimous, is a decision taken by the Trust Board collectively. Each Trustee has a duty to stand by it, whether or not he or she was present at the meeting at which the decision was taken. Individual Trustees must not speak out against decisions, in public or private, outside the Trust Board.
- 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 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. We accept that the Register of Business Interests will be published on the Trust's website.
- We will also declare any conflict of loyalty at the start of the meeting should the situation arise.
- We will act in the best interests of the Trust as a whole and not as any representative of any group, even if elected to the Trust Board.
- We agree to adhere to trust policies and procedures.

11 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 Trustees will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.



(Company No: 07687709)

- Should it be the Chair that we believe has breached this code, another Trustee member, such as the Vice Chair, will investigate.

The Trust Board of Cranmer Education Trust adopted this code of conduct in July 2022.

Trustees will sign the Code at the first Trust board meeting of each school year. The Code will be reviewed annually.

Undertaking:

As a Trustee of Cranmer Education Trust I will always have the well-being of the children and the reputation of the schools at heart; I will do all I can do be an ambassador for Cranmer Education Trust, publicly support its aims, values and ethos; I will never say, or do anything publicly that would embarrass the MAT, the Trust Board, the CEO and Executive Team, Heads of school or staff.

I undertake to fulfil the charitable object of the Cranmer Education Trust, including the commitment to provide a Church of England education as contemplated by the Articles and the Members' Memorandum of Understanding contained in the Scheme of Delegation.

Signed.....

Printed name..... Date.....

Appendix: 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 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.