

Governor Core Competencies and Code of Conduct



Introduction

Frays Academy Trust (the “Trust”) is governed by a **Board of Trustees**. The Trustees have overall responsibility and accountability. The Board is the ultimate decision making authority for the Trust. The Board fulfils a strategic function and its main purpose is to:

- determine the vision and values of the Trust;
- support leadership in determining and fulfilling the strategic direction of the Trust;
- hold leadership to account and ensure staff well-being; and
- oversee the financial performance of the Trust ensuring there are systems in place to manage risk and ensure money is well spent.

The Trustees have established Local Governing Bodies for each School to assist them in fulfilling these governance responsibilities and to provide additional support to leadership. The **Governors** serving on these Local Governing Bodies are answerable to the Trustees. The main functions of the **Local Governing Body** are to:

- ensure the Academy meets the needs of its community;
- protect the School’s character and distinctiveness;
- support teaching and learning to ensure high quality provision;
- safeguard pupil and staff well-being; and
- ensure the Academy works within its budget.

Further detail can be found in the Trust’s [Scheme of Delegation](#).

Duties of the Governors

Whilst Governors are not trustees or directors of the Trust and therefore are not subject to the normal legal responsibilities of charity trustees, Governors are expected to act in good faith in the best interests of the Trust and the Academies¹ for whom the Trust has responsibility. This means Governors have a responsibility to do the following when dealing with matters for the Academy:

- To ensure compliance with any legal obligations;
- To act in a way which is compliant with the charitable object of the Trust, its Articles of Association and the Scheme of Delegation;
- To act with integrity and to avoid any personal conflicts of interest and not to misuse any Trust or Academy funds or assets;
- To act prudently in the financial management of the Academy, avoiding putting any assets, funds or reputation of the Academy or the Trust more widely at undue risk;
- To exercise reasonable care and skill, using personal knowledge and experience to ensure the Academy is well run and efficient;
- To act responsibly, getting advice from others, including professional advisors, where appropriate.

¹ The use of the word “Academies” in this document serves as a reminder that the Academies are operating within a Multi Academy Trust structure. However, the Academies will also be known as Schools for day to day purposes.



There is specific emphasis on the obligation on Governors to avoid conflicts of interest and to act prudently in the [Academies Financial Handbook](#) and Governors must be especially careful where they may have a personal interest in a matter which involves either the Trust or the Academy. Governors must comply with the Trust's Conflict of Interest policy, which is referenced in the Scheme of Delegation.

Governors must act independently and in the best interest of the Trust even if those interests conflict with those of the body or organisation that might have appointed or nominated them to serve on the Local Governing Body.

The role of a Governor is unpaid (except for the reimbursement of reasonable expenses). No specific qualifications are required and Governors must be aged 18 or over.

Governors are appointed for a term of 4 years and can be reappointed on the expiry of such term

Specific Duties of the Governors

The specific tasks and responsibilities of the Governors (and the Local Governing Body) are as follows.

- decide the Academy's strategic vision and uphold the Academy's distinctiveness and unique character, in harmony with the Trust's strategic vision and ethos;
- Uphold the academy's distinctiveness and unique character in harmony with the Trust's strategic vision and ethos;
- approve the Academy development/action plan;
- approve the Academy budget and support the head teacher in submitting the budget to the Trust Board for formal approval;
- approve any significant capital expenditure;
- oversee expenditure ensuring the Academy works within its budget and implements the Trust's risk and financial management policies ensuring probity, prudence and efficiency;
- play an active part in the recruitment of the headteacher;
- support the senior leadership team in the development and review of an appropriate staffing structure;
- support the headteacher in the recruitment and performance management of personnel;
- responsible for staff welfare and well-being, supporting the senior leadership team in monitoring absence and sickness;
- promote collaboration with other schools in the Trust;
- develop and review delegated school policies (e.g. admissions, pupil behaviour, safeguarding);
- provide advice and feedback to the Trustees, ensuring the Academy is meeting the needs of its community;
- undertake all and any appropriate community consultation;
- provide a point of contact for parents, carers and other members of the local community, maintaining an effective link to the wider community;
- evaluate its performance ensuring appropriate training and development so that knowledge, skills and behaviour are appropriate for a dynamic education environment.

Individual Governors may be given primary responsibility for particular functions such as standards/school improvement, budgets, safeguarding, community liaison and communication with a view to matching skills and experience to functions. This will not affect collective and overall individual responsibility and accountability but Governors are expected to use their skills and experience in the fulfilment of their duties.

Core Competencies and Skills

The following are the core competencies and skills expected of all Governors:

- To work as a team;
- To attend meetings and be prepared to contribute to discussions and commit to agreed actions;
- To be respectful of the views of others and to be open to new ideas and thoughts;

- To treat all confidential information confidentially;
- To act with integrity, avoiding any personal conflicts of interest and complying with the Trust's Conflict of Interest policy;
- To develop a deep understanding of the vision and ethos of the Trust and its Academies and the roles played by all individuals in fulfilment of the Trust's mission;
- To understand the policies and procedures of the Trust and how these flow down to the Academies;
- To support the Trust in public and act as an ambassador of the Trust and the Academies;
- To commit to training and skills development;
- To be ready to ask questions;
- To be focussed on problem solving and be ready to learn from past experiences;
- To adhere to the Nolan [Seven Principles of Public Life](#).

Personal Qualities and Values

The role of a Governor is challenging but should be rewarding. Governors are expected to be held in high regard and to provide an example to others. As such, Governors will have the following qualities and values:

- A desire to create positive change and life experiences for young people;
- A deep seated commitment to the aims of and objectives of the Trust;
- A willingness to devote time and energy;
- An ability to build productive and supportive professional relationships;
- A commitment to equal opportunities and anti-discriminatory practices;
- An understanding of the importance of keeping children safe;
- An ability to think and act strategically;
- An ability to use financial and workforce data to inform decision-making;
- Appropriate levels of literacy in English;
- A person who is reliable, acts with integrity and is capable of good independent judgement;
- Is able to satisfy any requirements set by any foundation or trustee body or any specific conditions imposed by the Members of the Trust.

Specific skills may be needed if a Governor is to take responsibility for and lead on a specific area or to meet a skills shortage that has been identified. The Trust has additional expectations of the Chair and Vice Chair of the Local Governing Body and these are appended to this Code of Conduct.

A regular skills audit will be undertaken and Governors should expect to be able to articulate their contribution to the success of the Trust and the Academies.

Legal Requirements

Before appointment a DBS check will be made and enquiries made to establish that Governors satisfy on an ongoing basis the legal requirements for charity trustees. A list of disqualifying reasons is provided by the Charity Commission, click [here](#) for details. Individuals who are disqualified from being a charity trustee are deemed to have resigned with immediate effect.

Removal of a Governor

Any concerns regarding a Governor's behaviour and actions which may impact adversely on the Trust, the Academy or fellow Governors will be addressed either by the Chair of the Local Governing Body or the Trust Chair. Except where changes to the Local Governing Body are made for operational reasons, for example, to address skills shortages or to satisfy the requirements of any foundation or trustee body or the Members of the Trust, steps to remove a Governor for personal reasons are expected to be taken only in exceptional circumstances for example involving the following:

- There has been serious misconduct (which will be considered on a case by case basis but as a guide any breach of this Code of Conduct will give rise to a legitimate complaint);
- A Governor displays repeated and serious incompetence (e.g. consistently fails to attend meetings and/or engage with training or address any skills gaps such that their ability to make a meaningful

- contribution is compromised);
- The Governor has engaged in conduct or behaviour which is aimed at undermining fundamental British values of democracy, the rule of law, individual liberty, mutual respect and tolerance of those with different faiths and beliefs;
 - The actions of the Governor are significantly detrimental to the effective operation of the Local Governing Body, the Academy or the Trust more widely, distracting the Local Governing Body from its core strategic functions and/or the actions of the Governor interfere with the operational efficiency of the Academy or the Trust thereby wasting a significant amount of executive, headteacher and/or senior leadership time;

The decision to remove a Governor will be made by the Trust Board, who will consult both the Academy headteacher and the Chair of the Local Governing Body. Any decision to remove a Governor for personal reasons will be communicated to the Local Governing Body and the Governor concerned will be given an opportunity to make representations (in writing or verbally) at a meeting at which his or her removal is being considered. The power to remove a Governor is vested in the Trustees and it is not expected (or required by law) that the written details of the case against the Governor will be provided.

Review

This Governor Code of Conduct has been adopted by the Trust Board on the date set out below. It is subject to regular review.

[16 July 2019]

The Schemes of Delegation have been drafted by Winckworth Sherwood and approved by LDBS Frays Academy Trust Board. These are not to be used by other organisations without the express permission of both organisation.

Please note that this is an extract from the Scheme of Delegation. The full version is available on the [Trust website](#).