[Insert Academy logo/badge]

[NAME OF CATHOLIC ACADEMY]

CES MODEL

CODE OF CONDUCT FOR GOVERNORS OF A LOCAL GOVERNING BODY FOR AN ACADEMY TRUST COMPANY

This Code of Conduct has been approved and adopted by the Board of Directors for use for governors of a local governing body:

on [ENTER DATE]

and will be reviewed on [ENTER DATE]

Signed by the Chair of the Board of Directors:

_____

- **This document should be available to view on your Academy's website.**
- **Governors are required to sign an undertaking which can be found overleaf:**

As a governor of the Local Governing Body of the Academy I undertake that I:

- Will preserve and develop the Catholic character of the Academy.
- Will not act in any way that is detrimental and/or prejudicial to the interests of Catholic education in the Diocese and the Academy.
- Have read, understood and will adhere to this Code of Conduct and to the declaration in Appendix I: Foundation Governor of a Local Governing Body Company Declaration Form
- Will also adhere to Appendix II: The Nolan principles
- Have read and understood any diocesan and legal criteria for appointment and continued eligibility as a governor
- can confirm to the best of my knowledge I am eligible as a governor
- Declare that I am not disqualified by law from appointment or eligibility as a governor.
- Agree to DBS checks and any other relevant checks being conducted that may be required by law or good practice.
- Understand that any refusal to do so may result in the termination of any appointment.

Signed by the Governor: _____

Dated: _____

Printed Name: _____

Type of Governor: _____

- ❖ E signatures are acceptable
- ❖ Acceptance to the Code is required by signature annually from every governor (at the beginning of each academic year)
- ❖ Signed copies of this Code from each governor should be retained by the Clerk

THE ROLE OF THE LOCAL GOVERNING BODY

The term **'governing board'** in this document means the board of directors of a Catholic academy trust company. There is a separate code of conduct for the directors of a governing board

The term **'local governing body'** means the local governing body (or any other committee operating at a local level)

The term '**governors**' in this document means governors of the local governing body (or any other committee operating at a local level).

As a local governing body, our overarching responsibility lies in ensuring that we comply with our legal and canonical duty to ensure that the Catholic character of the Academy is preserved and developed and that this duty permeates everything that we do. However ***all*** governors of the local governing body have a duty to preserve and develop the Catholic character of the Academy in order to fulfil the objects set out in its governing documents.

OUR THREE CORE STRATEGIC FUNCTIONS:

Further, in accordance with our legal obligations, we endeavour to operate at a strategic level, leaving the Academy's senior leadership responsible and accountable for the operational day-to-day running of the Academy. It is by achieving these aims that we can be sure that our academy has effective governance. Our core strategic functions as a local governing body, to the extent that any of these functions have been delegated to the local governing body, are in:

1. Ensuring clarity of Catholic vision, ethos and strategic direction;
2. Holding the appropriate senior leadership within the Academy to account for the educational performance and Catholic character of the Academy and its pupils; and for the internal organisation, management and control of the Academy, including performance management of staff; and
3. Overseeing the financial performance of the Academy and making sure its money is well spent.

We understand that the Catholic Church expects Catholic schools to promote and uphold high standards, including academic standards as an integral part of its educational vision for the holistic formation of children and young people.

We understand that Canon 806§2 requires that Catholic schools are "...at least as academically distinguished as that in the other schools of the area" and that governors should be mindful of this requirement in all that they do.

We adhere to the Church's social teaching which is a rich treasury of wisdom about building a just society and living lives of holiness amidst the challenges of modern society. Several of the key themes that are at the heart of Catholic social tradition and which should permeate through our Academy, are 1) life and dignity of the human person 2) call to family, community and participation 3) rights and responsibilities 4) option for the poor and vulnerable 5) the dignity of work and the rights of workers 6) solidarity and 7) care for God's creation[1].

[1] *http://www.usccb.org/beliefs-and-teachings/what-we-believe/catholic-social-teaching/seven-themes-of-catholic-social-teaching.cfm*

AS GOVERNORS WE AGREE TO OUR COLLECTIVE RESPONSIBILITIES AS FOLLOWS:

Role & Responsibilities

- We will preserve and develop the Catholic character of the Academy and this responsibility will permeate throughout all of our actions within, and through all aspects of, the Academy and the local community.
- We will ensure that the Academy is conducted in accordance with its governing documents which includes the provisions of:
  - **Canon law[2];**
  - **The Curriculum Directory and Bishops' statements on religious education; and**
  - **Any Diocesan directives relating to schools**
  - **[Any religious order schools documents relating to the conduct of schools].**
- We will conduct the Academy in accordance with the [diocesan] trust deed
- We will conduct the Academy in accordance with its Articles of Association and any Scheme of Delegation adopted by the Academy Trust Company;
- We will support and implement the policies and procedures of the Diocesan [and religious order], including the Diocesan Bishop's policies on education, including religious education, any Admissions Guidance issued by the Diocese, and the expectations of the Diocesan Bishops collectively, specifically the Bishops' Memorandum on the Appointment of Teachers in Catholic Schools;
- We will respond to the needs of the Catholic community as a whole as represented by the Diocesan Bishop, complying in all respects with diocesan requirements;
- We will protect, promote and serve the Diocese in the ministry of our role as governors faithfully and in particular in compliance with Diocesan Protocols for a committed working relationship between the Diocese and the Catholic Multi Academy Trust Company
- We will consider not only the interests of the Academy, but the interests of other Catholic schools, academies, colleges and of Catholic education throughout the Diocese;
- We will undertake to discharge our duties as governors with due care and diligence.
- We will consider carefully how our decisions may affect the community and other schools and academies.
- We will attend relevant training including diocesan training; governor induction and continuing professional development training, as required by the Diocese
- We understand the purpose of the governing board and our role as governors on the local governing body and the role of senior leadership.
- We accept that we have no legal authority to act individually, except when the governing body has given us delegated authority to do so, and therefore we will only speak on behalf of the governing body when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the governing body or its delegated agents. This means that we will not speak against majority decisions outside the governing body meetings.

[2] *This means the Canon law of the Catholic Church from time to time in force, which includes the 1983 Code of Canon Law, and any Particular Law such as legislation of the Bishops' Conference, directives of the diocesan bishop and legislation of the school's religious order (if any).*

- 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 transparency and will act appropriately.
- In making or responding to criticism or complaints affecting the Academy we will follow the procedures established by the responsible body.
- We will actively support and challenge the senior leadership.
- We will adhere to the Nolan principles set out in Appendix II.

Commitment

- We acknowledge that accepting office as a governor involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the governing body, 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 our Academy well and positively respond to opportunities to involve ourselves in Academy activities.
- We will visit our Academy, with all visits arranged in advance with the staff and undertaken within the framework established by the governing body
- We will evaluate our effectiveness as a governing body by way of completing a skills audit and a self evaluation form on an annual basis
- We will consider seriously our individual and collective needs for continuous training and development as required by the diocesan education service, and will undertake that relevant training and any mandatory training as may be required by law.
- We accept that in the interests of transparency, our full names, date of appointment, terms of office, roles on the governing body, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on our Academy's website and anything else as required by law.

Relationships

In all our relationships we shall exercise stewardship and draw on the teachings and example of Jesus Christ in that:

- All relationships will be built on the core values of the Gospel based on the Beatitudes summarised as: faithfulness and integrity; dignity and compassion; humility and gentleness; truth and justice; forgiveness and mercy; purity and holiness; tolerance and peace and service and sacrifice[3]
- We will comply with Diocesan Protocols for a committed working relationship between the Diocese and the Catholic Multi Academy Trust Company
- We will ensure that we continually communicate with and, where appropriate, seek support and guidance from our diocesan education service
- 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 governors.

[3] *Christ at the Centre: a summary of why the Church provides Catholic schools Rev Marcus Stock, 2005*

- We will support the chair in ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other 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 Diocese, parish, the senior leadership, staff and parents, pupils, the local authority, other relevant agencies, and the local community.

Confidentiality

- We will observe confidentiality in all circumstances in particular in relation to matters concerning specific members of staff or pupils, both inside and outside the Academy, unless there is a lawful requirement for disclosure.
- We will exercise the greatest prudence at all times when discussions regarding the business of the Academy arise outside a governing body meeting.
- We will exercise care and skill when communicating through social media.
- We will not reveal the details of any governing body vote.

Conflicts of interest

- We will always act in the best interests of the charitable objects set out in the governing documents of the Academy
- We understand that a conflict of interest or conflict of loyalty shall not be deemed to occur solely from the fact that any member or director is also a trustee, charity trustee, governor or director of any Catholic school, Diocese, or religious order, or of any other charity which permits its land to be occupied by a Catholic school or schools or other education institutions[4]
- 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 governing body'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 Academy's website.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.

[4] *98A of Multi Academy Trust model Articles of Association for Catholic Schools (February 2015)*

BREACH OF THIS CODE

- If we believe this code has been breached, we will promptly raise this issue with the chair, consult with the Diocese, determine the investigatory process (if any); the governing body will only use suspension/removal (which is at the absolute discretion of the Ordinary or religious superior as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the chair that we believe has breached this code, another governor, such as the vice chair will investigate.

We are also reminded of the declaration signed upon appointment by Foundation Governors of a Local Governing Body (the basic principles of which are agreed by all of the governors of the local governing body) which you can find in this Code of Conduct at Appendix I for Foundation Governors of a Local Governing Body

Appendix I

Copy of

Foundation Governor of a Local Governing Body

Declaration †:

*I am a committed and practising Catholic in good standing with the Church

*I am a Catholic priest/deacon in the Diocese of [Diocese] [or religious order]

*(*delete as applicable)*

I wish to offer to serve the Diocese of [Diocese] [or religious order] in the ministry of foundation governor and in compliance with the Protocol with my Diocese.

I have read and understood the criteria for appointment and, to the best of my knowledge am eligible for appointment.

In offering to serve as a foundation governor in the Diocese of [Diocese], [or religious order], I undertake that I will serve the Bishop of [Diocese] [or religious superior] faithfully in this ministry. If appointed, I declare that I will be able and willing to give priority to my duties as a governor and will undertake to discharge those duties with due care and diligence.

I undertake to the [Diocesan Bishop] [Religious Superior]:

- To preserve and develop the Catholic character of the academy to which I am appointed;
- To ensure that the academy is conducted in accordance with its governing documents which includes the provisions of:
  - **Canon law[5];**
  - **The Curriculum Directory and Bishops' statements on religious education**
  - **Any Diocesan directives relating to schools**
  - **[Any religious order documents relating to the conduct of schools].**

- To conduct the academy in accordance with the [diocesan] trust deed;
- To uphold the Objects of the Academy Trust Company upon appointment and before and during the exercise of any duties as a governor of the local governing body[6]
- To conduct the academy in accordance with its Articles of Association and any Scheme of Delegation adopted by the Academy Trust Company;
- To become familiar with, to support and implement the policies and procedures of the Diocese [and the religious order], including the Diocesan Bishop's policies on education, including religious education, any Admissions Guidance issued by the Diocese, and the expectations of the Diocesan Bishops collectively, specifically the Bishops' Memorandum on the Appointment of Teachers in Catholic Schools;

[5] *This means the Canon law of the Catholic Church from time to time in force, which includes the 1983 Code of Canon Law, and any Particular Law such as legislation of the Bishops' Conference, directives of the diocesan bishop and legislation of the school's religious order (if any).*

[6] *103 of Multi Academy Trust model Articles of Association for Catholic Schools (February 2015)*

- To consider not only the interests of the academy but also the interests of other Catholic schools, academies, and colleges and of Catholic education throughout the Diocese;
- To respond to the needs of the Catholic community as a whole as represented by the Diocesan Bishop;
- To attend relevant training including diocesan training; governor induction and continuing professional development training, as required by the Diocese
- In all actions, serving as a witness to the Catholic faith.

I declare that I am not disqualified by law from appointment as a governor of a local governing body. I confirm that I agree to a barred list check being made on me or any subsequent checks that may be required by law or good practice. I understand that any refusal to do so may result in the termination of any appointment.

I consent to the information given on this form and other information collected with it being held and processed by the Diocese, [or religious order] including the sharing of data with third parties where required, in accordance with diocesan [or religious order] policy.

I undertake that I shall tender my resignation as a governor if my circumstances change so as to contravene the diocesan [or religious order] expectations at any time during the tenure of office or if, in the opinion of the Ordinary [or religious superior], my resignation would be in the best interests of Catholic education.

I understand and accept that the appointment and removal of foundation governors is at the absolute discretion of the Ordinary [or religious superior] and that, because of the nature of the decision-making process, the Ordinary [or religious superior] will not normally be able to engage in any discussion or correspondence with me and/or any third party where my nomination does not result in my appointment.

†**This is a copy of the standard declaration that is required from you on appointment as is set out in the Nomination Form**

Appendix II

The Nolan Principles

(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 material 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