



Code of Conduct – The Generations Trust Board

Adopted: July 2017

- As Trustees of The Generations Trust ('the Trust') (or as members of a Board committee) we agree to the following:

Role and responsibilities

- We understand the purpose of the Board and the role of the Executive Principal (EP)
- 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 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 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 consider carefully how our decisions may affect the community in the locality of our schools and other stakeholders
- We will always be mindful of our responsibility to maintain and develop the vision and reputation of the Trust. Our actions within the schools and the local communities will reflect this
- In making or responding to criticism or complaints we will follow the procedures established by the Board
- We will actively support and constructively challenge the EP

Commitment

- We acknowledge that accepting office as a Trustee/Board committee member involves the commitment of significant amounts of time and energy
- We will each involve ourselves actively in the work of the Board, and accept our fair share of responsibilities, including service on committees or acting as link Trustee for a school
- We will make full efforts to prepare properly for, and attend, all meetings and where we cannot attend explain in advance why we are unable to
- We will get to know the schools as well as possible and respond to opportunities to involve ourselves in school activities, particularly when we act as link Trustee for a school. All visits will be arranged in advance with the EP/Principals (as appropriate) and undertaken within the framework established by the Board
- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training



- We accept that our full names, date of appointment, terms of office, roles on the Board, attendance records, relevant business and pecuniary interests, category of Trustee 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/Board committee members will be collected and logged on the DfE's national database (Get Information about Schools)

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 Trustees/Board committee members and the company secretary
- We will support the Chair in his/her role of ensuring appropriate conduct both at meetings and at all times
- We are prepared to answer queries from other Board 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 EP and senior leadership of the Trust, as well as other key stakeholders, as appropriate

Confidentiality

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or students, both inside and outside of the Trust
- We will exercise the greatest prudence at all times when discussions regarding Trust business arise outside of meetings
- We will not reveal the details of any Board vote

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'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 web site
- 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

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



The Seven Principles of Public Life (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).

The Nolan principles are reflected in the more detailed provisions of this Code of Conduct, but in any circumstances where the Code does not cover a particular situation or there is ambiguity in, or conflict between, provisions of the Code, Trustees should act in accordance with the spirit of the Nolan principles:

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.

The Companies Act 2006

The Trust is constituted as a company limited by guarantee and Trustees should be familiar with the Trust's Articles of Association. The Trust and the Trustees are bound by relevant provisions of COMPANIES' legislation. Most significant is s172 of the Companies Act 2006 which provides that:

A Trustee must act in the way s/he considers, in good faith, would be most likely to promote the success of the company and in doing so have regard to a number of factors including the likely consequences of any decision in the longer term, the interests of the company's employees, and the impact of the company's operations on the community and the environment.

For these purposes, in the case of the Trust, promoting the success of the company means achieving the objects of the company set out in the Articles which, in summary, are to advance for the public benefit education in the UK.