

Directors & Governors Code of Conduct

This code sets out the expectations of, and commitment from Trust Members, Board Directors and Governors in Lydiate Learning Trust, to ensure effective governance of the Trust.

In undertaking our governance role, we agree to abide by the Seven Nolan Principles of Public Life:

Selflessness

We will act solely in terms of the public interest.

Integrity

We will avoid placing ourselves under any obligation to people or organisations that might try inappropriately to influence us in our work. We will not act or take decisions to gain financial or other material benefits for ourselves, our family, or our friends. We will declare and resolve any interests and relationships.

Objectivity

We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability

We are accountable to the public for our decisions and actions and will submit ourselves to the scrutiny necessary to ensure this.

Openness

We will act and take decisions in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty

We will be truthful.

Leadership

We will exhibit these principles in our own behaviour.

We will actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

We will apply the highest standards and will:

- act within our powers
- promote the success of the trust
- exercise independent judgement
- exercise reasonable care, skill and diligence
- avoid conflicts of interest
- not accept benefits from third parties
- declare interest in proposed transactions or arrangements

We will ensure that we focus on our core governance functions:

- ensuring there is clarity of vision, ethos and strategic direction
- holding executive leaders to account for the educational performance of the organisation and pupils and the performance management of staff
- overseeing the financial performance of the organisation and making sure its money is well spent
- ensuring the voices of stakeholders are heard

As individual Directors & Governors, we agree to:

Fulfil our role & responsibilities

- We understand and respect the distinction between the role and responsibilities of Directors and Governors and those of the senior Trust Leadership team.
- 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 will fulfil our role and responsibilities as set out in our Scheme of Delegation (available on Governor Hub and Trust websites)
- We will develop, share and live the ethos and values of our Trust and Academies.
- We will have due regard to relevant guidance and comply with legislation, and our Funding Agreement which sets out how we must manage Trust money and procure goods and services.
- We agree to adhere to Trust/Academy policies and procedures as set out by the relevant governing documents and law.
- We will help promote equality & diversity throughout the Trust including in how the Board and AGCs operate.
- We will work collectively for the benefit of our Trust and Academies .
- We will not undermine fundamental British values – including democracy, the rule of law, individual liberty & mutual respect, and tolerance of those with different faiths and beliefs.
- We will be candid but constructive and respectful when holding senior leaders to account.
- We will consider how our decisions may affect the Trust, Academies and local community.
- We will stand by the decisions that we make as a collective.
- Where decisions and actions conflict with the Seven Principles of Public Life or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
- We will only speak or act on behalf of the board if we have the authority to do so.
- **Directors:** 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.
- We will strive to uphold the Trust's reputation in our private communications (including on social media).
- We will have regard to our responsibilities under [The Equality Act](#) and will work to advance equality of opportunity for all.
- **Governors:** We will act as the local ambassadors for our Trust.

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, to the Senior Governance Professional (SGP).
- 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/Academies well and respond to opportunities to involve ourselves in activities.
- We will visit our academies and when doing so, will make arrangements with relevant staff in advance and observe school and board protocols.
- When visiting in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code.
- We will participate in Induction training, skills audits and self-evaluations – taking responsibility for developing our individual and collective skills and knowledge on an ongoing basis, including by undertaking further training.

Build and maintain relationships

- We will develop effective working relationships with governance colleagues, leaders, staff, parents and other relevant stakeholders from our local community/communities.
- **Governors:** We will champion the voices of our school community and stakeholders.
- **Governors:** We will establish effective working relationships with Directors (Trustees).
- **Directors:** We will engage with and be accountable to those governing at the local level.
- We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
- We will work to create an inclusive environment where each board member's contributions are valued equally.
- We will support the Chair and Senior Governance Professional /Governance Professional (AGCs/SCCITT) in their roles of leading the board and ensuring appropriate conduct.

Respect confidentiality

- We will observe complete confidentiality both inside and outside of school when matters are deemed confidential or where they concern individual staff, pupils or families.
- We will not reveal the details of any governing body vote.
- We will ensure all confidential papers are held and disposed of appropriately.
- We will maintain confidentiality even after we leave office.
- In the event of any breach of confidentiality, we will inform the Chair and Senior Governance Professional immediately, for the matter to be investigated further.
- We understand that breaches of confidentiality may lead to suspension and/or removal for Directors & Governors.

Declare conflicts of interest and be transparent

- We will declare any business, personal or other interest that we have in connection with Trust/Governance Board business, using Governor Hub. This will form a register which will be publicly shared.
- 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 websites.
- We will act as a Director/Governor; not as a representative of any group.
- We accept that diversity data relating to the Board and all other governance bodies, may be published on Trust websites and understand that providing this information is voluntary and can be removed at our request.
- We (Directors) accept that our details are registered on the Companies House website.
- We all accept that in the interests of open governance, our full names, date of appointment, terms of office, roles, attendance records, relevant business and pecuniary interests, category of governor/trustee (Director) and the body responsible for appointing us will be published on the school/trust website.
- We accept that information will be collected and recorded on the DfE's national database (Get information about schools), some of which will be publicly available.
- We understand that Agendas will be published on Trust and Academy websites and that approved (& redacted where necessary) minutes may be made available to interested parties, on request.

Data Protection

- We will follow the trust Data Protection Policy, available on the Trust website, when using, storing, sharing & disposing of personal data.
- Our commitment to data protection does not overrule our duty to report safeguarding concerns to the appropriate channel where we believe a child is at risk of harm.
- We will inform the Trusts Data Protection Officer, immediately, if we believe there has been a personal data breach.

Social Media

- We will abide by the requirements set out in the Trust Social Media Policy (available on the Trust website).
- We will always uphold the reputation of the Trust.
- We will review our privacy settings regularly to ensure we are content with our personal information that is publicly available.
- We will maintain a professional presence on-line and carefully consider how we interact with our schools/school communities.
- We will carefully consider how appropriate it is to accept friend requests from parents or carers or to join any parent groups associated with Trust schools.
- We will report any incidents of harassment to the Chair and Senior Governance Professional who will arrange for further investigations to be carried out.



LYDIATE
LEARNING
TRUST

ENGAGE, ENABLE,
EMPOWER

We will NOT;

- Accept friend requests from Trust pupils.
- Make comments online about any members of Staff, Directors or Governors .
- Post any image or comment that may bring the Trust into disrepute.

We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions including removal from role.

Re-Adopted by: LLT Board on 16th September 2025

Signed:

***The Trust Board agrees that this Code of Conduct will be reviewed annually, upon significant changes to the law and policy, or as needed and it will be endorsed by each governance body in the Trust.