



TRUSTEE AND GOVERNOR CODE OF CONDUCT

Version 1.1

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Director of Governance and
Compliance

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Version History

Version	Date Approved	Amendments (Briefly Detail Changes and section/page number)	Substantive or Operational Amendment	Approved By: Substantive – Trust Board Operational – Head of Function/CEO
<i>Example 1.0</i>	<i>06.01.2026</i>	<i>Page 4 – update to the relevant legislation Page 6 – update to the role holder in the Trust</i>	<i>Operational</i>	<i>CEO</i>
1.0	12 11 25	Revised using the NGA 2025-26 model policy	Substantive	Trust Board
1.1	04 08 26	Reviewed – no changes just moved onto the new policy document. No changes to NGA model policy	Operational	Director of Governance and Compliance

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Trustee and Governor Code of Conduct

1.0 Introduction

The Code of Conduct (the code) has been drafted following guidance for the National Governance Association (NGA).

The code sets out the expectations and commitment required from school governors, trustees and members in order for those in a governance role to properly carry out their work within the Esteem Multi-Academy Trust (EMAT).

The code should be read in conjunction with the latest Academy Trust Governance Guide, Academy Trust Handbook, the EMAT articles of association and the EMAT Scheme of Delegation.

2.0 How to Use the Code of Conduct

The Code is used by trustees and governors across EMAT – all will be expected to sign up to the code.

A copy of the latest version of the code will be circulated annually (in the autumn term) for reconfirmation by trustees and governors.

Once the code is adopted all trustees and governors agree to faithfully abide by it.

3.0 Monitoring

The Central Governance Team will monitor the annual confirmations, supported by the Local Governing Committees (LGC) Governance Professional.

4.0 The Nolan Principles

The code is anchored in the **Seven Nolan Principles of Public Life** and demonstrates EMAT's commitment to ethical governance. Trustees and governors agree to:

1. Selflessness

We will act solely in terms of the public interest

2. 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 decision in order to gain financial or other material benefits for ourselves, our family or our friends. We will declare and resolve any interests and relationships.

3. Objectivity

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

4. Accountability

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

5. 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.

6. Honesty

We will be truthful.

7. 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.

5.0 Fulfilling the Role and Responsibilities

Trustees and governors agree:

1. We accept that our role is strategic and so will focus on our core purpose rather than involve ourselves in day-to-day management.
2. We will fulfil our role and responsibilities as set out in the [EMAT Scheme of Delegation](#).
3. We will develop, share and live the ethos and values of our trust.
4. We agree to adhere to trust policies and procedures.
5. We will fully cooperate with requests that are necessary to ensure organisational compliance, including disclosure and barring or right to work checks.
6. We will work collectively for the benefit of the trust.
7. We will be candid but constructive and respectful when holding senior leaders to account.
8. We will consider how our decisions may affect the trust and local community.
9. We will stand by the decisions that we make as a collective.
10. 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.
11. We will only speak or act on behalf of the trust board if we have the authority to do so.
12. **Trustees** - We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
13. When making or responding to complaints, we will follow the established procedures.
14. We will strive to uphold the trust's reputation in our private communications (including on social media).
15. We will have regard to our responsibilities under [The Equality Act](#) and will work to advance equality of opportunity for all.
16. **Governors** - We will act as local ambassadors for our trust

6.0 Demonstrating Our Commitment to the Role

1. 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.
2. We will make every effort to attend all meetings and, where we cannot attend, explain in advance why we are unable to.
3. We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
4. We will get to know the school/s well and welcome opportunities to be involved in school activities.
5. We will visit the school/s and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
6. When visiting a school in a personal capacity (for example as a parent or carer), we will continue to honour the commitments made in this role.
7. We will participate in induction training, prioritise training in required areas (such as safeguarding) and commit to developing our individual and collective skills and knowledge on an ongoing basis.

Trustees agree to follow the [Charity Governance Code](#).

Governors recognise and support the principles set out in the [Charity Governance Code](#).

7.0 Build and Maintain Relationships

1. We will develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
2. Governors: We will champion the voices of our school community and stakeholders.
3. Governors: We will establish effective working relationships with trustees.
4. Trustees: We will engage with and be accountable to those governing at local level.
5. Trustees: We will respect the remit of, and engage constructively with, relevant authorities, sector bodies and other trusts.
6. We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
7. We will work to create an inclusive environment where each board member's contributions are valued equally.
8. We will support the chair in their role of leading the board and ensuring appropriate conduct.

8.0 Respect Confidentiality

1. We will observe complete confidentiality both inside and outside of the trust when matters are deemed confidential or where they concern individual staff, pupils or families.
2. We will not reveal the details of any governing board vote.
3. We will ensure all confidential papers are held and disposed of appropriately.
4. We will maintain confidentiality even after we leave office.
5. We will practice good ICT security, keep personal data safe and support GDPR compliance.

9.0 Declare Conflicts of Interest and Be Transparent

1. We will declare any business, personal, financial or other interest that we have in connection with the board's business and these will be recorded in the Register of Business Interests.
2. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
3. 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.
4. We accept that the Register of Business Interests will be published on the trust's website.
5. We will act as a trustee/local governor, not as a representative of any group.
6. We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the trust board, attendance records, relevant business and pecuniary interests, category of governor/trustee and the body responsible for appointing us will be published on the trust website.
7. We accept that information relating to board members 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 potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions including suspension or removal from the board as a last resort.