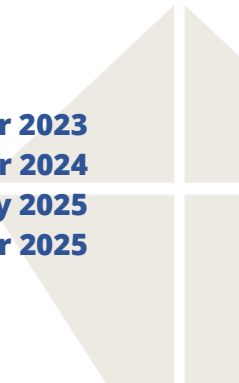


Birmingham Diocesan Multi-Academy Trust Governance Plan 2024-2025

**First Issued October 2023
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1.0 INTRODUCTION

The Birmingham Diocesan Board of Education (DBE) established the Birmingham Diocesan Multi-Academy Trust (BDMAT) in 2017 to provide an option for the family of Church Schools and academies in the Birmingham Diocese who were looking to join a multi-academy Trust, meeting the requirements for governance for Church of England schools. Both the DBE and BDMAT are committed to the provision of high-quality Christian education. BDMAT was established as a 'mixed-MAT', allowing non-Church of England schools to be members as long as they support the MAT's aims. BDMAT is operated by a Trust Board and is accountable to the Department for Education ('the DfE'). The Directors on the Trust Board are appointed by the Members of the Trust. BDMAT has been given 'sponsor' status by the DfE, allowing them to admit schools who have been classed as 'failing' by the DfE / Ofsted.

A current list of schools within BDMAT can be found at <https://bdmatschools.com/our-academies/>

Each school has its own Local Academy Board (LAB), or on very rare occasions an Executive Governing Body (EGB) (where there are significant concerns regarding the leadership of a school) which are committees of the main BDMAT Board. The governors who serve on the Local Academy Board or Executive Governing Body are appointed by the Trust Board (with the exception of parent and staff representatives and historical foundations in some schools such as the Lady Katherine Leveson Foundation and the Nethersole Foundation).

2.0 OVERVIEW OF BDMAT GOVERNANCE

At the centre of the approach to governance at the Trust is a recognition and understanding that we must never lose sight of the fact that governance is about ensuring the best educational outcomes for students. This principle will be applied to all aspects of governance.

3.0 THE WAY IT WORKS IN BDMAT

The Trust Board has overall legal responsibility for the operation of BDMAT and the schools within it; however, the Trust Board works in partnership with the leadership teams and LABs at its family of schools.

The Scheme of Delegation provides for certain functions to be carried out by one or more of the following:

- the Trust Board and/or

- the Chief Executive Officer ('the CEO') or other members of the executive and/or
- the Local Academy Board of the school and / or
- the Headteacher of the school

Where an EGB is in place a unique scheme of delegation will be established for that board by the CEO for approval by the main Board of Directors.

All academies are required to operate in accordance with the Trust's policies and procedures, as well as demonstrating principles of good financial management. Academies are subject to annual external and internal audit, as well as other assurance work as required by the Trust. In the event that an academy is designated as "priority" (due to poor financial management or accumulated deficits etc.), then the academy's financial roles will be temporarily taken over by the Central Team until reassurances are gained that the senior leadership team is in a position to manage its finances. Academies know to escalate issues by consulting the scheme of delegation to determine when and where the LAB / EGB chair needs to raise an issue at Board level.

The Trust understands and will act appropriately in relation to statutory duties and all trustees (as company directors) will comply with their duties as set out in the Companies Act 2006. These comprise the duties to:

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

These duties are especially relevant when entering into transactions with connected parties. There is in place an effective Conflict of Interests Policy (see appendix 1) which will apply to all members, directors and local governors.

The Scheme of Delegation provides more details of the financial responsibilities of the Board of Trustees.

BDMAT maintains independent challenge by implementing the following:

- **Finance:** We appoint external and internal auditors
- **Governance:** We undertake external review of governance on a regular basis

- **Assessment:** We use commercial assessment systems to benchmark the progress and achievement of our pupils
- **Moderation:** Our schools engage in moderation of pupils' work with local schools, consortia and LAs
- **Ongoing:** While we are content with the skills and experience of the current members and directors, any future appointments will be based on where our analysis suggest we should add more capacity

Both Trust and Local Academy Boards / Executive Governing Boards will undertake annual National Governors Association (NGA) skills audits that will inform the training for the following year.

4.0 THE TRUST BOARD

Many of The Trust Board responsibilities fall within the remit of the Terms of Reference for either:

- Finance and Resources Committee
- Governance, Risk and Audit Committee
- School Effectiveness Committee
- Pay Committee

Where functions are to be carried out by a committee this is identified in the Scheme of Delegation. If no Committee is mentioned, the full Trust Board will deal with the matter.

5.0 THE CEO

A significant number of responsibilities under the Scheme of Delegation lie with the CEO. It is recognised that the CEO may choose to delegate some of their duties to other members of the executive team and other staff with the BDMAT Central Team.

6.0 SCHOOL SUPPORT

When a school converts and joins the MAT it will be allocated to the appropriate support based on:

- its latest Ofsted Inspection Report; and BDMAT'S assessment of its historical performance and future prospects, undertaken through 'due diligence' before the school transfers into BDMAT

Where there are significant concerns regarding a school it will be deemed to be a 'priority school'. This categorisation is very important because it may dictate the following:

- the 'make-up' of the Local Academy Board
- Potential formation of an Executive Governing Body to either replace the Local Academy Board or run alongside the LAB with amended delegated functions
- the extent to which responsibilities are delegated to the school and
- the level of support the school receives.

7.0 REVIEWING THE SUPPORT

The on-going support to schools from the BDMAT Central Team will be linked to the performance of the school in relation to:

- the quality of teaching and learning
- leadership
- outcomes
- safeguarding
- finance
- buildings

The support will be reviewed at least once a year and if required the school will be determined to be a 'priority school'.

The CEO reserves the right to determine a school requires 'priority status' at any time if the CEO believes this to be appropriate in the interests of both the school concerned and the wider MAT family. The decision regarding the School Status rests with the CEO in liaison for other members of the Executive Team. Any changes to the school designation will be reported to the Board of Trustees and Local Academy Board chair.

8.0 LOCAL ACADEMY BOARDS (LAB)

The make-up of Local Academy Boards will be guided by the designation of the school when it joined BDMAT.

For schools who were classed as Voluntary Aided prior to academisation:

The LAB should operate with a composition of governors which is equivalent to that of a voluntary aided school. Therefore, **greater than 50%** of the governors must be committed to upholding the Christian distinctiveness of the school **and** the number of foundation governors must outnumber other governors by at least two governors. **The total number of governors is 16** (9 foundation governors and 7 non-foundation governors)

The LAB will comprise of:

1 Headteacher (*ex-officio*) – if the headteacher selects not to be a governor then this governor role will remain vacant (although the headteacher should still ‘report’ to the LAB and attend all of their meetings)

1 Incumbent (*ex-officio* - foundation governor) – if the incumbent selects not to be a governor or there is an interregnum then this position can be filled by one of the church wardens / member of the Parochial Church Council (PCC)

2 parents– if these posts are not filled, they should remain ‘vacant’. Staff should not take on the role of parent governors even if they are also a parent

2 members of staff– neither staff should be a member of the senior leadership team

8 foundation governors – appointments of foundation governors are made by Birmingham Diocesan Board of Education.

2 additional community governors – appointments of community governors are recommended by the LAB and confirmed by the CEO on behalf of the board of BDMAT

For schools who were classed as Voluntary Controlled prior to academisation:

The LAB should operate with a composition of governors which is equivalent to that of a voluntary controlled school. Therefore, no more **than 25%** of the governors must be committed to upholding the Christian distinctiveness of the school. **The total number of governors is 10** (2 foundation governors and 8 non-foundation governors)

The LAB will comprise of:

1 Headteacher (*ex-officio*) – if the headteacher selects not to be a governor then this governor role will remain vacant (although the headteacher should still ‘report’ to the LAB and attend all of their meetings).

1 Incumbent (*ex-officio* - foundation governor) – if the incumbent selects not to be a governor or there is an interregnum then this position can be filled by one of the church wardens / member of the Parochial Church Council (PCC).

2 parents– if these posts are not filled, they should remain ‘vacant’. Staff should not take on the role of parent governors even if they are also a parent

2 members of staff– neither staff should be a member of the senior leadership team

1 foundation governor – appointments of foundation governors are made by Birmingham Diocesan Board of Education.

2 community governors – appointments of community governors are recommended by the LAB and confirmed by the CEO on behalf of the board of BDMAT

1 co-opted governor - governor that brings a specific skill set to the LAB that is currently missing. Appointments of co-opted governors are recommended by the LAB and confirmed by the CEO on behalf of the board of BDMAT

Those appointed by a charitable foundation: for those schools with an historical charitable foundation, where the Trust has a lease with an organisation other than the church e.g. The Nethersole Trust and the Lady Katherine Leveson Foundation. This will normally be one governor to represent the charitable foundation. These governors are appointed by the charitable foundation and are approved by the CEO.

**Where a charitable foundation has had a historical right to appoint foundation governors, more than one foundation will be represented. In these schools, a bespoke composition for the LAB will be approved by the CEO in consultation with the Diocesan Board of Education.*

For schools which are not a Church of England school the LAB will comprise of:

1 Headteacher (ex-officio) – if the headteacher selects not to be a governor then this governor role will remain vacant (although the headteacher should still ‘report’ to the LAB and attend all of their meetings)

2 parents– if these posts are not filled, they should remain ‘vacant’. Staff should not take on the role of parent governors even if they are also a parent

2 members of staff– neither staff should be a member of the senior leadership team

2 community governors – appointments of community governors are recommended by the LAB and confirmed by the CEO on behalf of the board of BDMAT

3 co-opted governors - governors that bring specific skill sets to the LAB that is currently missing. Appointments of co-opted governors are recommended by the LAB and confirmed by the CEO on behalf of the board of BDMAT

Unlike with a governing body for a stand-alone academy or a maintained school there is no requirement to have a ‘constitution’ or ‘articles’ for the LAB, as these documents refer to the main board of BDMAT only. Each clerk should keep a record of all governors’ terms of office and the body that they represent on Governor Hub. Clerks should liaise with the Head of School Support regarding the appointment or re-appointment of Foundation Governors.

9.0 LAB ROLES AND RESPONSIBILITIES

The LAB is responsible for:

Vision and values

- For our church schools, ensuring that they preserve, develop, and promote the Christian distinctiveness of the school, working closely with Church of England representatives.
- Monitoring the implementation of BDMAT's vision of 'life in its fullness for all', 'success for all' and 'positive well-being for all' and the Church of England's vision of education that allows for the development of wisdom, knowledge and skills; promotes dignity and respect; values community and living well together; and pupils having hope and aspiration.
- Monitoring the implementation of the school's own vision and aims, ensuring they are in sympathy with those of the BDMAT and in our Church of England schools the Church of England.
- Undertaking learning walks on a regular basis to ensure that the school's Christian ethos is being promoted (where appropriate).

Safeguarding and Health and Safety

- At least one governor should be trained in safer recruitment.
- Ensuring all Governors receive appropriate safeguarding and child protection (including online) training at induction. This training should equip them with the knowledge to provide challenge to test and assure themselves that the safeguarding policies and procedures in place in schools are effective and support the delivery of a robust whole school approach to safeguarding. Their training should be regularly updated.
- Appoint a named safeguarding governor, ensuring that the named safeguarding governor receives more detailed training on a regular basis from the local safeguarding board's approved provider.
- The LAB will receive half termly reports from the Headteacher (one written, one verbal per term) on planned educational visits. This will be recorded in the LAB minutes. LAB governors will ensure that any educational visits that are deemed to be of a high risk (including adventurous/additional risk activities, residential or overseas visits) have been assessed by the Educational Visits Adviser appointed by the Trust, and any additional guidance has been put in place by the Educational Visits Co-ordinator and Headteacher.
- Appoint a named governor for health and safety in compliance with the BDMAT Health and Safety Policy and undertake all responsibilities as outlined in this policy.
- Receive termly reports and review accidents and incidents at the school.

Risk management

- Assess and monitor the school's specific risks and evaluate progress against identified actions detailed in the school's risk register at each main LAB meeting.
- Ensure the school has an effective approach to risk management, including the assessment of higher risk activities, such as practical lessons or school trips and residential.

Financial probity

- Ensuring that governors and school leaders comply with the latest version of the Academies Trust Handbook issued by the Education and Skills Funding Agency.
- Receiving termly finance reports from the Headteacher and use this information to guide discussions regarding the management and allocation of school resources,
- Be consulted on the school budget and medium-term financial plan annually
- Monitoring the spending of Pupil Premium, Sports Premium and other ring-fenced grants to ensure that both restricted funds are having an impact, ensuring the school's website accurately reflects the position regarding these funds.

Staff appointments and staff management

- Appointing all staff (with the exception of the headteacher and deputy, which is in partnership with the CEO), and ensure their performance is measured by school leaders and that staff are rewarded accordingly. Governors should follow the correct BDMAT procedures for these.
- Monitoring the school's staff sickness and absence policy – meeting with staff as required by the local policy.

School improvement

- Monitor the implementation of the school improvement plan, once approved by the Central Team, report any concerns that you have to the Central Team if you feel that the plan is not being effectively implemented
- Ensuring that statutory requirements are being made regarding the support offered to SEND pupils, that they are having impact and that the school's SEN statement on its website is accurate.
- Receiving regular reports from the headteacher regarding the quality of teaching, monitoring improvements and report any concerns that you have to the Central Team if you feel that the quality of teaching is not improving.
- Set targets for pupil attendance for the whole school and vulnerable groups (SEND, pupil premium and other specific school vulnerable groups e.g. EAL) and monitor progress toward these targets; monitor authorised and unauthorised pupil leave in term time.

Pupil admissions

- Acting as the admission body, on behalf of the trust board, meeting all statutory requirements set in the Admissions Code 2021.

Dispute management and resolution

- Dealing with complaints, disciplinary and grievance issues at the school in line with policies.
- Where necessary, issuing banning notices to parents or warning letters where their conduct on the premises is not acceptable.

Pupil behaviour

- Administering exclusion panels to hear all permanent exclusions and where required, suspensions (in line with regulations).
- Undertaking learning walks on a regular basis to ensure that the conduct of pupils is good and that the school provides a suitable learning environment.

Relationship with the BDMAT Central Team

- Reporting any significant school concerns to the BDMAT Central Team.
- Challenging the BDMAT Central Team if the services / support being provided by the BDMAT Central Team are not meeting the school's expectations.

Headteacher support and challenge

- Providing effective pastoral support for the headteacher – seeking additional assistance when it is felt that the headteacher requires this.
- Supporting the CEO or their representative in monitoring and assessing the performance of the headteacher (this will involve the chair of governors).

Governor training

- Ensuring that an effective training programme is in place for governors and that an annual skills audit of all governors is undertaken to identify future training and gaps in the LAB's skills set.

Stakeholder and community engagement

- Regularly consulting with pupils, parents, and staff regarding the school.
- Act as a link between the school, BDMAT and the local community – ensuring that the school is playing an active role with its local community, including other schools.
- Ensure that there is an effective and mutually productive relationship between the school, the church and, where appropriate, other local faith organisations.

Policies

- Review and monitor school specific policies that are not covered by generic BDMAT policies including child protection, all school specific policies that fall under the safeguarding umbrella, and subject specific policies.

Scheme of delegation / remits

LABs / EGBs are required to follow the latest scheme of delegation which is available on the BDMAT website. This scheme of delegation acts as the 'remit' for the LAB.

Each Local Academy Board / EGB will decide on its own sub-committee structure as part of the autonomy that is given to the Local Academy Board / EGB through the Scheme of Delegation.

If LABs / EGBs establish any additional sub-committees, they will need to develop a set of terms of reference for that committee and record these in the appropriate LAB minutes. The exception to this rule is the sub-committee for Admissions where the remit has been developed by the BDMAT Head of School Support.

The rights and obligations of the Local Academy Board / EGB are set out in the scheme of delegation. The aim is that whilst the school is operating in accordance with the performance criteria set by the Trust Board, there will be considerable autonomy to run the school on a day-to-day basis. If certain performance triggers are hit, the Trust Board and executive will take a more 'hands on' role until the issues have been rectified and the Local Academy Board may be reconstituted (for example into an Executive Governing Body led by a member of the executive) or retrained to ensure there is no repeat of the issues.

Most LABs have decided to undertake half-termly meetings of the full board instead of having full board meetings and committee meetings. Governors should be mindful of the number of meetings that they hold outside of normal work hours and the additional pressure that this places on school leaders. Where meetings have to be held outside of normal work hours:

- Arrangements should be put in place by governors to ensure that the headteacher is not left alone at the end of the meeting to lock-up etc
- The meetings should be no longer than 2 hours in duration
- Meetings should never go beyond 8pm

10.0 EXECUTIVE GOVERNING BOARDS (EGB)

The make-up of Executive Governing Boards will be determined on an individual basis by the main Board of Directors and will depend on whether a LAB, with restricted responsibilities, continues to operate.

Working together as a family

In addition to the school improvement programme all schools within the MAT family may be asked as part of the 'generous heart' to contribute to one or more of the following:

- development and maintenance of school policies
- sharing of best practice
- provision of emergency cover
- mentoring and coaching of staff
- recruitment, training and appraisal of Governors for the Local Academy Board with Headteachers and Local Academy Boards.

Expanding the MAT

Plans will be based on maintaining an appropriate span of control within an appropriate geographical spread. The number of schools within the MAT will also correlate with demand and take into account local pupil place planning and include close consultation with the Diocesan Board of Education, the DfE via the Regional Schools Director and the relevant Local Authority.

11.0 BDMAT's VISION

The aims, vision, values, strategic aims and key performance indicators can all be located in BDMAT's latest Strategic Plan which can be located at:

<https://bdmatschools.com/about/strategic-plan/>

12.0 SEVEN PRINCIPLES OF PUBLIC LIFE

In 1995 the DfE published guidance on the 7 principles of public life (referred to as the 'Nolan Principles') which are the basis of the ethical standards expected of public office holders.

The Trust subscribes to these standards and values and expects all Members, Directors, Governors and school leaders to abide by them at all times.

The 7 principles of public life are:

1. Selflessness

Holders of public office should act solely in terms of the public interest.

2. Integrity

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their

work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

3. Objectivity

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

4. Accountability

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

5. Openness

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

6. Honesty

Holders of public office should be truthful.

7. Leadership

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

In meeting these principles, the Trust will be continually mindful of, and operate within the scope of the Articles, the DfE Funding Agreement, the Academies Handbook, Charities Commission stipulations and company law. Each school's Special Educational Needs and Disabilities Co-ordinator (SENDCO), and Designated Safeguarding Leaders (DSLs) will ensure that statutory and best practice requirements are met in these areas. DSLs will be supported in their role by BDMAT's Head of School Support.

13.0 DEFINITION OF TERMS IN THIS BDMAT GOVERNANCE PLAN

The members of an academy trust have a different status from the directors or Governors. The members are the subscribers to the Trust's memorandum of association, and any other individuals permitted to become members under its articles of association. Members have an overview of the governance arrangements of the Trust and have the power to appoint and remove directors. Members can amend the articles and may do so to support stronger governance arrangements. Members appoint the Trust's auditors and at least annually receive the auditors' accounts and management letters.

The DfE advocates that Academy trusts should be established with three members, although

DfE encourages trusts to have at least five members in total, as this:

- ensures enough members can take decisions via special resolution (which requires 75% of members to agree) without requiring unanimity; and
- facilitates majority decisions being taken by ordinary resolution (which requires a majority of members to agree)

Structures in which members are also employees are not considered by DfE to be an effective model of governance for an academy trust.

The role of **Director** (sometimes referred to in the sector as trustee) involves providing strategic direction for the Trust, providing advice and sensitive challenge to ensure a

progressive improvement in standards across the Trust. This role contributes to the work of the board in raising standards of achievement for all students.

The role of **Governor** in a Local Academy Board or Executive Governing Body is concerned with collective oversight, support and challenge, holding the school leaders to account on specific matters (outlined in the scheme of delegation) where the BDMAT Executive does not have this role. This 'holding to account' is undertaken in the manner of a critical friend, providing support, expertise and challenge to the headteachers, throughout the annual cycle of calendar activities from September to August.

Governors do not need to have qualifications but need to be aged 18 years and above and pass certain checks. Governors have a responsibility to work collaboratively with other members of their board, the staff and students of the school, the school's wider communities and where they are representatives, to their particular constituency (parents, staff, teachers, church, historical foundation etc.). Although some governors may represent particular constituencies, they are not delegates of that group and should reflect the best interests of the school as a whole in all decisions.

Maintaining a distinction between the Board of Directors and the Local Academy Boards ensures that members and directors maintain a more strategic focus, and provide, independent oversight and challenge to Governors. This is especially important in multi-academy trusts in which trustees are responsible for a number of academies.

The role of a **Local Academy Boards** includes the following:

Each LAB should have the following on its board, and these should be recorded on Governor Hub:

- Chair (this position is appointed by the BDMAT board of directors)
- Vice Chair (selected annually by the LAB)
- The following “Named governors”.
 - Special Educational Needs and Looked After Children Governor
 - Safeguarding and PREVENT Governor
 - Pupil Premium Governor
 - Health and Safety Governor

LABs have a number of key roles in a strategic manner; some of these may be undertaken by the main LAB board, others delegated to either a sub-committee, or an individual governor, all of which will report back to the full board.

A full explanation of these roles can be found in the code of practice for governors. This document can be found in the appendix and on Governor Hub and each governor is required to read and sign this document on appointment and at the beginning of every academy year they are in office.

Note – Members, Directors and Governors are expected to undertake an enhanced DBS check, an ID verification check and a section 128 check. Details of how to complete the checks are held by the BDMAT Head of School Support. Directors and members are also expected to prove their right to work in the UK (this is not a requirement for local academy board governors). The Trust has also adopted the National Governor's Association Framework for Governance.

MAT Board of Trustees Roles and Responsibilities

Strategy

- a. Agree a long-term strategy, vision and mission for the Trust, and communicate this to stakeholders.
- b. Establish and monitor a strategic risk register and disaster recovery plan.
- c. Agree an asset management plan.
- d. Develop a marketing and communication plan to promote the MAT and the individual schools as the destination of choice for local parents, and to increase income.

Governance

- a. Establish and maintain a register of business interests for the board.
- b. Confirm the appointment of contractors/let tenders.
- c. To review annually and consider the establishment, terms of reference and membership of committees and effectiveness.

- d. Approve the co-option, appointment and removal of persons and Chairs to the Local Academy Boards.
- e. Elect (or remove) the Chair and Vice-Chair of the Board annually.
- f. Approve the Scheme of Delegation of powers and responsibilities.
- g. Decide any changes in the times of school sessions and dates of terms and holidays.
- h. Ensure that the admission arrangements in all schools are compliant.

Finance

- a. Approve the annual budget, allocating finance to individual academies, using the funding formula allocations as a guide, but being sensitive to individual academy circumstances.
- b. Approve the annual audit report, returns and accounts.
- c. Ensure all insurances are in place.
- d. Informing the appropriate government agency if it suspects any irregularity affecting resources, and approvals of any write-offs and other requirements of the ESFA/DFE.
- e. Notify the ESFA when the post of chair of Board of Directors, and Accounting Officer become vacant.

People and Leadership

- a. Approve the Terms and Conditions of Employment.
- b. Approve staff discipline, conduct, and grievance policy.
- c. Review effectiveness of management structures.
- d. Workforce remodelling/ seeking and ensuring cross-school collaborations for efficiency and effectiveness.
- e. Establish and implement a performance review process for Board and Chair.
- f. Ensure LABs / EGBs conduct self-assessments and performance reviews.

Standards

- a. Ensure that the achievement of standards is planned, resourced, tracked and continuously improved.

Policies

- a. Establish, monitor and review policies and procedures as per the Scheme of Delegation.

Schedule of Annual and Termly Activities for the Board of Directors

The Board will establish an annual calendar of meetings for itself, all sub-committees. It will also develop an annual business cycle planner, allocating key activities to specific meetings in the academic year. Matters that should be considered by directors at least once a year are:

- the Trust goals and ambitions and how they are being met
- review of the management structure to ensure it is operating effectively
- review the performance of external providers/services provided under SLAs
- review and approval of the annual accounts and report of the trustees
- review and approval of the financial budget for the following year
- review and approval of the levels of insurance cover for the trust's assets
- findings made by the auditors and the auditor's management letter, and any other financial reviews, and consideration of what actions should be taken arising from their recommendations
- review regularly the strategic and operational risks to which the Trust is exposed and ensure systems are in place to mitigate those risks
- Safeguarding procedures across the Trust

Committees of the Board of Directors

The Trust committee structure includes a Finance & Resources Committee; Audit Committee; Pay Committee; and a School Effectiveness Committee. The following requirements will apply for each of these committees:

- A Chair shall be elected from among the members of the committee at the first full board meeting in the Autumn Term.
- To be quorate, at least 3 directors including the committee Chair must be present (for the finance committee there must be three non-executive directors to be quorate).
- Meetings of the Committee will take place at least once per term. The Chair of the Committee will approve an agenda, which will be distributed at least 7 days before the meeting.
- Minutes of each meeting will be taken by the Clerk or the assistant clerk. The minutes will be distributed to all members of the board. The Clerk / assistant clerk will also collate all papers and discussion documents from the meeting with the minutes for filing and for distribution to absent members of the Committee. The Chair of the Committee will also report any significant items to the Full Board of Directors at

the meeting held each term.

- The memberships will be reviewed annually by the Trust Board.

Board Performance

The Chair of the Trust will ensure that an annual review of each Director's contribution to the Board's performance is carried out and ensure each Director is investing in their own development.

14.0 Outline of Key Roles

15.0 CHAIR OF BDMAT TRUST BOARD

The Chair will be expected to undertake their role in accordance with best practice. In particular, they will deliver the following.

- Lead effective governance
- The Chair must ensure the directors understand the part they play in driving educational improvement and ensuring the Trust meets its aims
- The Chair's overall purpose is to act as a critical friend to the Trust as a whole
- Building the team of directors (trustees)
- Ensuring that the CEO receives an annual appraisal

The Chair is responsible for building a cohesive team of directors (trustees), delegating tasks to ensure all members contribute and share responsibility. They must ensure that individuals' skills, knowledge and experience are well used, and that gaps are filled with training and recruitment.

Improving the Trust

The Chair must have a thorough knowledge and understanding of all aspects of the Trust. They should ensure that good quality and relevant information is available to the directors (trustees), such as the financial information, the Trust development plan and relevant information about the schools focusing on the strategic elements.

Leading the business

The Chair must work with the clerk to the board to ensure the Trust board and the Local Academy Boards / Executive Governing Boards fulfil their respective statutory obligations and its responsibilities.

The Chair is responsible for chairing main board meetings. Each meeting should have a formal agenda. Meetings should be scheduled to reflect statutory tasks throughout the year.

16.0 VICE CHAIR OF THE BOARD OF DIRECTORS

The Vice Chair of the Trust Board is a vital role and the person holding this position will need to be ready and able to step into the role of Chair at any time. The Vice Chair should also be available to the Chair as a 'sounding board' when the Chair requires a further opinion and should also be the Chair's critical friend.

The Vice Chair will:

- take on specific responsibility as required – for example, committee chair or development of directors (trustees)
- chair particular agenda items or some full board meetings as required
- may act as a mentor for new directors (trustees)
- ensure directors' (trustees) participation in and between meetings
- deputise for the Chair in their absence
- listen and be a critical friend to the Chair

The Vice Chair must work closely with the Chair to ensure that they are fully informed at all times.

17.0 DIRECTOR (TRUSTEE)

Each Director has been and will be selected based on their skills, experience and knowledge. They will be given training to fulfil their duties.

Trust Directors will:

- ensure clarity of vision, ethos and strategic direction
- hold the BDMAT Executive to account for the performance of the schools and their students, and the performance management of the school staff
- oversee the financial performance of the Trust and make sure its money is well spent
- hear certain appeals and grievances in accordance with the Trust's policies
- agree the Trust improvement strategy and development plan

18.0 CLERK TO THE TRUST DIRECTORS

The main purpose of role is to:

- Provide advice to the Trust Board on governance, constitutional and procedural matters. Regulations require the Trust Board to have regard to advice from the clerk in regard to exercising the Trust board's functions
- Provide effective administrative support to the Trust board and its committees
- Ensure the Trust Board is properly constituted
- Manage information effectively in accordance with legal requirements

Main responsibilities and tasks:

PROVIDE ADVICE TO THE TRUST BOARD

- Advise the Trust board on governance legislation and procedural matters, where necessary before, during and after meetings.
- Act as the first point of contact for Trust board Directors with queries on procedural matters.
- Have access to appropriate legal advice, support and guidance, and where necessary seek advice and guidance from third parties on behalf of the Trust board.
- Inform the Trust board of any changes to its responsibilities as a result of a change in school status or changes in the relevant legislation.
- Offer advice on best practice in governance, including on committee structures and self-evaluation.
- Ensure that statutory policies are in place, and are revised when necessary, with the assistance of staff.
- Advises on the annual calendar of Trust board meetings and tasks.
- Send new directors induction materials and ensure they have access to appropriate documents, including any agreed Code of Practice.
- Contribute to the induction of directors taking on new roles, in particular Chair or Chair of a committee.

EFFECTIVE ADMINISTRATION OF MEETINGS

- With the Chair prepare a focused agenda for the Trust board meeting and committee meetings.
- Liaise with those preparing papers to make sure they are available on time and distribute the agenda and papers as required by legislation or other regulations.
- Ensure meetings are quorate.
- Record the attendance of directors at meetings (and any apologies – whether they have been accepted or not), and take appropriate action in relation to absences,

including advising absent directors of the date of the next meeting.

- Draft minutes of Trust board meetings, indicating who is responsible for any agreed action with timescales, and send drafts to the Chair and the CEO.
- Circulate the reviewed draft minutes to all directors / members of the committee and other relevant bodies as agreed by the Trust board and within the timescale agreed with the Trust board.
- Follow-up any agreed action points with those responsible and inform the Chair of progress.

MEMBERSHIP

- Advise directors and members in advance of the expiry of a director's term of office, so elections or appointments can be organised in a timely manner.
- Chair that part of the meeting at which the Chair is elected, giving procedural advice concerning conduct of this and other elections.
- Maintain a register of Trust board pecuniary interests and ensure the record of directors' business interests is reviewed regularly and lodged within the Trust.
- Ensure Disclosure and Barring (DBS) and Section 128 checks have been carried out on any director when it is require.
- Maintain a record of training undertaken by members of the Trust board.
- Maintain Trust board meeting attendance records and advise the Chair of potential disqualification through lack of attendance.
- Advise the Trust board on succession planning (of all roles, not just the Chair).

MANAGE INFORMATION

- Maintain up to date records of the names, addresses and category of Trust board members and their term of office, and inform the Trust board and any relevant authorities of any changes to its membership.
- Maintain copies of current terms of reference and membership of any committees and working parties and any nominated directors e.g. Safeguarding, SEND.
- Maintain a record of signed minutes of meetings at the registered office, and ensure copies are sent to relevant bodies on request and are published as agreed at meetings.
- Maintain records of Trust board correspondence.
- Ensure copies of statutory policies and other documents approved by the Trust board are kept at the registered office and published as agreed, for example, on the website.

PERSONAL DEVELOPMENT

- Undertake appropriate and regular training and development to maintain their knowledge and improve practice.
- Keep up to date with current educational developments and legislation affecting MAT and school governance.
- Participate in regular performance management.

ADDITIONAL SERVICES

- Clerk any statutory appeal committees/panels that the Trust board is required to convene
- Participate in, and contribute to the training of directors in areas appropriate to the clerking role
- Maintain archive materials
- Prepare briefing papers for the Trust board
- Conduct skills audits and advise on training requirements and the criteria for appointing new directors relevant to vacancies
- Perform such other tasks as may be determined by the Trust board from time to time.

19.0 ACCOUNTING OFFICER

Each multi academy trust **must** designate a named individual as its Accounting Officer. The individual **must** be a fit and suitable person for the role. The appointment of an Accounting Officer does not remove the responsibility of trustees, both individually and as a board, for the proper conduct and financial operation of the Trust.

The role of Accounting Officer includes specific responsibilities for financial matters. It includes a personal responsibility to Parliament, and to ESFA's Accounting Officer, and in turn to the DfE's Principal Accounting Officer for the financial resources under the Trust's control.

Accounting Officers **must** be able to assure Parliament, and the public, of high standards of probity in the management of public funds, particularly:

- Regularity – dealing with all items of income and expenditure in accordance with legislation, the terms of the Trust's funding agreement and this handbook, and compliance with the Trust's internal procedures. This includes spending public money for the purposes intended by Parliament.

- Propriety – the requirement that expenditure and receipts should be dealt with in accordance with Parliament’s intentions and the principles of parliamentary control. This covers standards of conduct, behaviour and corporate governance.
- Value for money – this is about achieving the best possible educational and wider societal outcomes, within the Trust’s objects, through the economic, efficient and effective use of resources, the avoidance of waste and extravagance, and prudent and economical administration. A key objective is to achieve value for money not only for the Trust but for taxpayers generally.

The Accounting Officer **must** complete and sign a statement each year demonstrating how the Trust has secured value for money, using the published template. Trusts **must** send it to ESFA by 31 December and publish it on the Trust’s website by the end of January following the financial year to which the statement relates. ESFA will also publish these statements.

The Accounting Officer **must** also complete and sign a statement on regularity, propriety and compliance each year and submit this to ESFA with the audited accounts.

Whilst the Trust’s Accounting Officer is accountable for the Trust’s financial affairs, for keeping proper financial records, and for the management of opportunities and risks, the delivery of the Trust’s detailed accounting processes will be delegated to the Chief Financial Officer (CFO)

The Accounting Officer **must** take personal responsibility (which **must not** be delegated) for assuring the board that there is compliance with the handbook and the funding agreement. The Accounting Officer **must** advise the board in writing if, at any time, in their opinion, any action or policy under consideration by them is incompatible with the terms of the articles, funding agreement or this handbook.

Similarly, the Accounting Officer **must** advise the board in writing if the board appears to be failing to act where required to do so by the terms and conditions of the handbook or funding agreement. Where the Trust board is minded to proceed, despite the advice of the Accounting Officer, the Accounting Officer **must** consider the reasons the board gives for its decision. If, after considering those reasons the Accounting Officer still considers that the action proposed by the board is in breach of the articles, the funding agreement or this handbook, the Accounting Officer **must** notify ESFA’s Accounting Officer immediately, and in writing.

The Chief Executive Officer should be appointed as Accounting Officer, under the guidance of the board, and **must** have appropriate oversight of financial transactions by:

- Ensuring that all the Trust's property is under the control of the Trust directors (trustees), and measures are in place to prevent losses or misuse, including maintenance of fixed asset registers.
- Ensuring that bank accounts, financial systems and financial records are operated by more than one person.
- Keeping full and accurate accounting records; and preparing accruals accounts, giving a true and fair view of the Trust's use of resources, in accordance with existing accounting standards.

20.0 CHAIR OF FINANCE AND RESOURCES COMMITTEE

The Chair of the Finance and Resources Committee responsibilities are to ensure the committee undertakes its delegated roles effectively.

Specific duties of the Chair include:

- Serving as the principal liaison between the committee and the full board of directors
- Working with the clerk to the Trust Board and CEO to set an agenda for each committee meeting,
- Notifying members about the meeting,
- Ensuring handouts and reports are prepared and sent to committee members in advance.

The presence of a fully engaged Finance and Resources Committee is a strong indication that the Trust is committed to good stewardship and is actively building and preserving the financial resources necessary to support the accomplishment of its mission, both for the short and the long term.

21.0 DIRECTOR TRAINING

Directors undertake annual skills audit and will commission a training programme to address any areas of weakness.

Consideration to be given to:

- Director induction training
- Safeguarding
- Safer recruitment
- Finance

The Trust will also link in with the National Association of Governors and follow all updates and good practice guidance available.

22.0 CHAIR OF LOCAL ACADEMY BOARD (LAB)

The Trust Board appoint the Chairs of the Local Academy Boards.

On the resignation of a chair of governors the CEO should be informed and be involved in the appointment of a new chair. Following resignation, the LAB board should meet to propose a new chair of governors to the LAB. The CEO will then act on behalf of the main board of directors to approve or reject the proposed nomination.

The Trust will expect that the Chair of the Local Academy Boards will perform the role to the same standard as the chair of the Trust board. In particular the Chair will:

LEAD EFFECTIVE GOVERNANCE

The LAB Chair must ensure the governors understand the part they play in driving school improvement and ensuring the school meets its aims. The LAB Chair must regularly assess whether the governors are doing their job effectively.

The LAB Chair's overall purpose is to act as a critical friend to the school.

BUILD THE TEAM

The LAB Chair is responsible for building a cohesive team of governors, delegating tasks to ensure all members contribute and share responsibility. The LAB Chair must ensure that individuals' skills, knowledge and experience are well used, and that gaps are filled with training and recruitment.

In addition, the LAB chair should informally meet with any prospective governors (including parents and staff) to:

- Outline how the LAB operates
- Ensure that the prospective candidate is happy to support the BDMAT Code of Conduct
- Ensure the prospective candidate will support the Christian ethos of the school and the Trust
- Ensure that their motivations for being a governor are good and that there are no safeguarding concerns That the meet the national requirements and are eligible legally to be a governor

DEVELOP POSITIVE RELATIONSHIPS WITH THE HEADTEACHER

The LAB Chair's overall purpose is to act as a critical friend to the school, offering challenge, support, advice and encouragement as required. To do this, an effective working relationship with the Headteacher is important, and the LAB Chair and Headteacher should meet regularly. The chair of the LAB also has a key role, with the BDMAT Executive, for the pastoral care of the headteacher – reporting any concerns to the CEO.

IMPROVE THE SCHOOL

The LAB Chair must have a thorough knowledge and understanding of the school. They should ensure that good quality and relevant information is available to the governors, such as exam results, results of lesson observations, Ofsted reports and the school development plan as well as records of visit from members of the BDMAT Central Team.

23.0 CLERK TO THE LAB / EGB

Each LAB requires a clerk to record its meetings and ensure that procedures are adhered to. In the absence of the clerk, neither the chair nor the headteacher should be asked to clerk the meeting.

Agendas for meetings should be sent out to all governors on the LAB / EGB / committee 7 clear days before the meeting using the BDMAT model template (sent out by the BDMAT Head of School Support). In order to ensure consistency across the Trust, some agenda items are set by the BDMAT Central Team for each meeting – this allows for accurate and effective reporting on issues at the same time of year to our main board. LABs / EGBs will supplement the agendas with their own local agenda items.

The minutes of the meeting should be recorded on the BDMAT model template.

Once the draft minutes have been approved by the chair of the board / committee, a set should be emailed directly to the Head of School Support at m.fullwood@bdmatrix.org.uk and placed in a folder marked approved minutes on Governor Hub. This will then make them readily accessible to the Trust Board, Ofsted and auditors.

The clerk to governors will keep a log of all attendance of governors at LAB / EGB meetings on Governor Hub. It is important for the smooth running of schools that governors aim to attend all meetings where they are required. If a governor has not attended any meetings in the last 6 months without the agreement of the LAB (apologies not sent or not accepted) the chair may write to the CEO and request that the governor be removed in line with the legal reasons for disqualification under [Schedule 4](#) of The School Governance (Constitution) (England) Regulations 2012. This decision will rest with the CEO. For foundation governors the CEO will inform the Deputy Director of Education, Church of England Birmingham or the

historical foundation that appointed them and recommend that they dismiss the governor for non-attendance.

The clerk is responsible for ensuring the LAB / EGB is quorate at each meeting. LABs should operate a quoracy of 1/3 of the governors on the LAB / / EGB committee (rounded-up to the nearest whole number) for the meeting to be classed as quorate. If the meeting is not quorate it can still take place to receive information but cannot act / vote on any matters. In circumstances where a decision is extremely urgent the chair can undertake a vote of those present and then request a decision from absent governors.

APPOINTMENT OF GOVERNORS

Prior to taking-up post, all new governors will need approval from the CEO. Application forms can be obtained from the BDMAT Head of School Support
m.fullwood@bdmat.org.uk

24.0 EXTENSION OF A GOVERNOR'S TERM OF OFFICE / RE-APPOINTMENT

All governors serve four-year terms unless they are ex-officio.

Foundation - At the end of the four-year term the governor should be consulted by the Chair/Clerk to see if they wish to run for another term of office of 4 years. If the governor is willing to stand again the Chair/Clerk should write to the body that appointed the Foundation governor (Charitable Foundation, BDET, or PCC,) to seek re appointment of the governor. ***The Head of School Support should be consulted and included in this process.*** If the governor does not wish to stand for a further four years, the Chair will need to consult with the Head of School Support to discuss next steps.

Co-opted or community - At the end of the four-year term the Chair should consult with all LAB members to discuss the re-appointment of the governor or the appointment of a replacement as appropriate to the circumstances.

For **staff** and **parent** governors once the four-year term has concluded there should be an election for either their continued representation or replacement.

25.0 BREACHES OF THE DIRECTOR CODE OF CONDUCT / CODE OF PRACTICE FOR GOVERNORS

If we suspect a director/governor has breached the code of conduct, we will follow this procedure:

- The Chair of the Board / LAB / EGB will investigate.

- The Chair will hold a meeting with the director/local governor to discuss the issue. The director/local governor can bring a friend to the meeting. Another director/local governor will attend to corroborate any decisions
- Following the meeting the Chair of the Board / LAB / EGB will write to the director / governor with their decision, which will be one of the following
 - The reassurances given at the meeting meant that no further action was required
 - The Chair informs them that they can remain in role but that improvements are needed in their conduct which may involve resetting expectations, based on the code of conduct/practice
 - Support, mentoring or training for the director/governor
 - Making sure the director/governor withdraws from votes connected to any disputes they have been involved in
 - Recommend to the BDMAT Board (directors) or LAB / EGB (governors) that they be removed from the board (see section below on Removal of Directors / Governors)

Governors may be **removed** where:

- There have been repeated grounds for suspension
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- They display repeated and serious incompetence.
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of the school.
- Non attendance at LAB meetings where apologies have not been accepted over the last six calendar months

‘Bringing the board into disrepute’ may include, but is not limited to:

- Speaking out publicly against the school
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media
- Persistently failing to undertake the training or development they need to contribute effectively to the board’s operation.

26.0 PROCEDURES FOR REMOVAL OF A DIRECTOR

1. Add the consideration of the removal to the agenda of a full board meeting - in the interest of fair notice, don't raise it at the meeting as 'any other business'
2. Give the director subject to the removal:
 - Written details of the case against them including details of how their case is being handled and timeframes involved.
 - Sufficient time and support to respond.
3. At the meeting, state the reasons for removal on the record.
4. Give the director subject to the removal the opportunity to respond.
5. Pass the resolution to remove the director at a second meeting, not less than 14 school days after the first. Specify the vote on the resolution as an agenda item for that meeting. The reasons for removal stated at the meeting must be included in the minutes.
6. If directors vote to remove the director, then the Chair of BDMAT will make representations to the BDMAT Members for the removal of the director.
7. If the Chair of the Trust Board is suspected of breaching the code of conduct the BDMAT Members will be contacted immediately and will lead on the process.
8. Whilst the matters are being considered the Chair of Board may take the decision to suspend the director

27.0 PROCEDURES FOR REMOVAL OF A LGB / EGB GOVERNOR

9. Add the consideration of the removal to the agenda of a full board meeting - in the interest of fair notice, don't raise it at the meeting as 'any other business'
10. Give the governor subject to the removal:
 - Written details of the case against them including details of how their case is being handled and timeframes involved.
 - Sufficient time and support to respond.
11. At the meeting, state the reasons for removal on the record.
12. Give the governor subject to the removal the opportunity to respond.
13. Pass the resolution to remove the governor at a second meeting, not less than 14 school days after the first. Specify the vote on the resolution as an agenda item for that meeting. The reasons for removal stated at the meeting must be included in the minutes.
14. If the Chair of the LAB / EGB is suspected of breaching the code of conduct the CEO will lead on all the above points and the Trust Board will be the entity responsible for this process.

15. If the governor has been appointed by the Foundation, the appointing body (Diocesan Board of Education / historical foundation) will be consulted at the earliest opportunity.
16. Whilst the matters are being considered the Chair of Board may take the decision to suspend the director

28.0 PROCEDURES FOR APPEAL

If the clerk receives notice from the director/governor that they wish to appeal the decision with 5 school days after the meeting where the resolution was passed.

An appeals panel will be set up within 10 school days of receipt of the appeal.

- For local governors this panel will consist of 3 members of the Board of Trustees (one of whom will represent the Diocese)
- For Chairs of LAB this panel will consist of 3 members of the Board of Trustees, who were not involved in the original decision (one of whom will represent the Diocese)
- For Directors this panel will consist of 2 BDMAT members plus a representative from the Diocese not involved in the original decision

The appeals panel will “test the reasonableness” of the decision made by the LAB/EGB/Trust to remove the governor/director from the board.

The decision of the appeal panel will be sent out in writing within 48 hours of the appeal hearing.

29.0 PROCEDURES FOR DISQUALIFYING A DIRECTOR / GOVERNOR

BDMAT will remove directors / governors from office for the reasons for disqualification set out in:

- [Schedule 4](#) of The School Governance (Constitution) (England) Regulations 2012
- [Regulation 6](#) of The School Governance (Constitution and Federations) (England) (Amendment) Regulations 2014
- [Regulation 2](#) of The School Governance (Constitution and Federations) (England) (Amendment) Regulations 2017

If they refuse to complete an Enhanced DBS clearance or other required check.

BDMAT expects all directors/governors to sign a re-declaration of eligibility on an annual basis to re-confirm their eligibility as a director/governor. This is not a statutory requirement, but the DfE do support suspension if directors/governors refuse.

A copy of this form is attached to the code of practice of governors and both forms are available on the confirmation page on each governor's profile on Governor Hub

APPENDIX 1

CODE OF CONDUCT FOR TRUSTEES ON THE TRUST BOARD / GOVERNORS ON LOCAL ACADEMY BOARDS / EXECUTIVE GOVERNING BOARDS OF BIRMINGHAM DIOCESAN MULTI-ACADEMY TRUST (BDMAT)

Forward

The Trust is indebted to the voluntary service that is provided by our trustees and governors; they are an invaluable asset to our organisation. The Government expects all holders of public office to work to the highest personal and professional standards. In support of this, all non-executive board members of UK public bodies must abide by the principles set out in this Code of Conduct. The Code is based on the model provided by the Cabinet Office and sets out, clearly and openly, the standards expected from those who serve on the boards of UK public bodies and should form part of individual members' terms and conditions of appointment. It also makes clear that harassing, bullying or other inappropriate or discriminatory behaviour is not consistent with what is expected of a board member of UK public bodies and will not be tolerated. Any breach of the Code should be viewed as a breach of the terms of appointment. The principles set out in this code apply to all non-executive members on the board.

The Code complements BDMAT's governance documents (legislation, memorandum and articles of association) and any administrative documents (framework agreements, memoranda of understanding) which set out the responsibilities and obligations of its board members. The Code's provisions must be observed alongside the provisions set out in these other documents.

In the first instance any propriety and ethics issues should be raised with either the Chair of BDMAT or the Chief Executive Officer.

Introduction

As a public office holder, your behaviour and actions must be governed by the principles set out in this Code of Conduct. It is your responsibility to ensure that you are familiar with, and comply with, all the relevant provisions of the Code.

Key Principles of Public life

The key principles upon which this Code of Conduct is based are the Seven Principles of Public Life. These are:

Selflessness

Holders of public office should act solely in terms of the public interest.

Integrity

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their role. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

Objectivity

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

Openness

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

Honesty

Holders of public office should be truthful.

Leadership

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

These principles should inform your actions and decisions as a board member.

General Conduct

Use of Public Funds

You have a duty to ensure the safeguarding of public funds and the proper custody of assets which have been publicly funded.

You must carry out these obligations responsibly – that is, take appropriate measures to ensure that the body uses resources efficiently, economically and effectively, avoiding waste and extravagance. It will always be an improper use of public funds for public bodies to employ consultants or other companies to lobby Parliament, Government or political parties.

Allowances

You must comply with the rules set by the board and the Education and Skills Funding Agency regarding remuneration, allowances and expenses. It is your responsibility to ensure compliance with all relevant HM Revenue and Customs' requirements concerning payments, including expenses.

Gifts and Hospitality

You must not accept any gifts or hospitality which might, or might reasonably appear to, compromise your personal judgement or integrity or place you under an improper obligation.

You must never canvass or seek gifts or hospitality.

You must comply with the rules set by the board on the acceptance of gifts and hospitality. You should inform the Chief Executive of any offer of gifts or hospitality and ensure that, where a gift or hospitality is accepted, this is recorded in a public register in line with the rules set by BDMAT.

You are responsible for your decisions on the acceptance of gifts or hospitality and for ensuring that any gifts or hospitality accepted can stand up to public scrutiny and do not bring BDMAT into disrepute.

Use of Official Resources

You must not misuse official resources for personal gain or for political purposes. Deployment of such resources must be in line with BDMAT's rules on their usage.

Use of Official Information

You must not misuse information gained in the course of your public service for personal gain or for political purpose.

You must not disclose any information which is confidential in nature or which is provided in confidence without authority. This duty continues to apply after you have left the board.

Political Activity

In your public role, you should be, and be seen to be, politically impartial. You should not occupy a paid party-political post or hold a particularly sensitive or high-profile role in a political party. You should abstain from all controversial political activity and comply with the principles set out in Cabinet Office rules on attendance at party conferences and on conduct during the period prior to elections and referendums, whether local or national.

On matters directly related to the work of the body, you should not make political statements or engage in any other political activity.

You should inform the Chair and Chief Executive Officer before undertaking any significant political activity. Subject to the above, you may engage in political activity but should, at all times, remain conscious of your responsibilities as a board member and exercise proper discretion.

If you are an MP, member of the House of Lords, member of a devolved legislature, directly elected mayor, local councillor or police and crime commissioner, you are exempt from these requirements. There is no bar on such representatives taking a political party whip relating to their political role. You must exercise proper discretion on matters directly related to the work of BDMAT and recognise that certain political activities may be incompatible with your role as a board member. You should not allow yourself to become embroiled in matters of political controversy.

In your official capacity, you should be even-handed in all dealings with political parties.

Conflicts of Interests

When accepting an appointment to BDMAT board or one of its committees you should consider if any conflicts of interest arise from your private interests or by virtue of any other roles you hold. You should consider, with advice from the Chair how these should best be managed and agree these with the organisation.

You must ensure that no conflict arises, or could reasonably be perceived to arise, between your public duties and your private interests, financial or otherwise.

You must comply with the rules of BDMAT on handling conflicts of interests. As a minimum, these will require you to declare publicly, using BDMAT's register of interests, any private financial or non-financial interests of your own, or of close family members, which may, or may be perceived to, conflict with your public duties. The rules will also require you to remove yourself from the discussion or determination of matters in which you have a financial interest. In matters in which you have a non-financial interest, you should not participate in the discussion or determination of a matter where the interest might suggest a danger of bias.

It is your responsibility to ensure that you are familiar with BDMAT's rules on handling conflicts of interests, that you comply with these rules and that your entry in BDMAT's public register of members' interests is accurate and up to date.

Responsibilities as a board member, including non-executive chairs

You should play a full and active role in the work of the body. You should fulfil your duties and responsibilities responsibly and, at all times, act in good faith and in the best interests of the body.

You should promote an inclusive and diverse culture in the body and your actions should help create an environment where different perspectives and backgrounds are encouraged and valued.

You should deal with the public and their affairs fairly, efficiently, promptly, effectively and sensitively, to the best of your ability. You must not act in a way that unjustifiably favours or discriminates against particular individuals or interests.

You must not harass, bully or act inappropriately towards or discriminate towards others. Such behaviour is not consistent with what is expected of you as a board member and will not be tolerated.

You must comply with any statutory or administrative requirements relating to your role.

You should respect the principle of collective decision-making and corporate responsibility. This means that once the board has made a decision, you should support that decision.

You must not use, or attempt to use, the opportunity of public service to promote your personal interests or those of any connected person, firm, business or other organisation.

You must inform the Chair of any bankruptcy, current police investigation, unspent criminal conviction or disqualification as a company director in advance of appointment or should any such instances occur during your appointment to the board.

You must also inform the Chair of any change in your circumstances which results in you becoming bankrupt, subject to a police investigation, convicted of a criminal offence or disqualified from being a company director.

The chair of the BDMAT board and chairs of Local / Executive Academy Boards have additional responsibilities in leading the board/body and in ensuring that the principles covered in the Codes of Conduct for Board Members and Staff (where applicable) are upheld.

Responsibilities towards employees

You will treat any staff employed by the body with courtesy and respect. It is expected that employees will show you the same consideration in return.

You will not ask or encourage employees to act in any way which would conflict with their own Code of Conduct.

Social Media

Social media is a public forum and the same considerations, including the provisions of this Code, apply as would speaking in public or writing something for publication, either officially or in a personal capacity. When engaging with social media you should at all times respect confidentiality, financial, legal and personal information.

Where any personal social media accounts used by you make reference or link to your public role, you should take care to ensure that it is clear in what capacity you are acting.

Raising concerns

You should ensure that BDMAT has an open, transparent and safe working environment where employees feel able to speak up and raise concerns, and complaints procedures are clearly communicated to them.

If you have a concern about a possible breach of this Code, a concern that you or any staff of the body are being asked to act in contravention of their own code of conduct, or a concern about misconduct or wrongdoing in any other areas, then you have a responsibility to raise that internally with the Chair of the LAB / EGB or Chair of the Board (whichever is relevant).

Vision and values

1. You will actively support BDMAT's Christian foundation.
2. You will endeavour to ensure our Church of England schools preserve, develop and promote their Christian distinctiveness of the school, working closely with Church of England representatives.
3. You will monitor the implementation of BDMAT's vision of 'life in its fullness for all', 'success for all' and 'positive well-being for all' and the Church of England's vision of education that allows for the development of wisdom, knowledge and skills; promotes dignity and respect; values community and living well together; and pupils having hope and aspiration.

Safeguarding

You must have regard to [Keeping Children Safe in Education](#), ensuring policies, procedures and training in BDMAT schools are effective and comply with the law at all times.

Trustees and governors are required to receive safeguarding training at the point of induction to ensure their understanding of their important role, as well as their legislative responsibilities, and those set out by their local multi-agency safeguarding arrangements, and that this is regularly updated.

You should be aware of the board's obligations under the [Human Rights Act 1998](#), the [Equality Act 2010 Guidance for Schools](#), the [Equality Act 2010](#) (including the [Public Sector Equality Duty](#)).

Financial probity

You must comply with the latest version of the Academies Handbook issued by the Department for Education.

Commitment

Being a member of the board or one of its committees:

- Involves participating fully in the work of the board so that individuals accept a fair share of the responsibilities and duties, including service on committees or subcommittees, working parties or taking on a particular responsibility such as safeguarding.
- Requires regular attendance at meetings of the full board, committees and sub committees.
- Requires getting to know our schools well and responding to opportunities to visit and get involved in school activities.
- Requires considering seriously individual and collective training and development needs and using any designated funds to address them.

Breach of the Code of Conduct

- Directors/Governors will sign the Code at the first Board meeting of each academic year.
- If we believe this code has been breached, then the procedures will be followed within the BDMAT Governance Plan to investigate the matter.
- Breaches of the Code of Conduct may lead to the removal of the member from the board.

Undertaking

- As a member of the Board, I will always have the well-being of the children and the reputation of the Trust at heart.
- I will do all I can to be an ambassador for the Trust, publicly supporting its Christian aims, values and ethos.
- I will never say or do anything publicly that would embarrass the Trust.

SIGNED

PRINTED NAME

DATE

Appendix Re-declaration of eligibility for existing LAB governors

I confirm that I:

1. Am aged 18 or over.
2. Am not a current pupil at the school.
3. Am not the subject of:
 - A bankruptcy restrictions order or an interim bankruptcy restrictions order
 - A debt relief restrictions order or an interim debt relief restrictions order
 - A sequestration that has not been discharged, annulled or reduced
4. Have not been disqualified from being a company director.
5. Have not:
 - Been removed as a trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of misconduct or mismanagement in the administration of the charity.
 - Been removed, under section 34 of the Charities and Trustee Investment (Scotland) Act 2005, from being concerned in the management or control of any body
6. Have not been removed from office as an elected governor within the last 5 years.
7. Am not included on the list of those unsuitable to work with children.
8. Am not disqualified from working with children, barred from regulated activity and/or disqualified from registering for childminding or providing daycare.
9. Am not disqualified from registration under Part 3 of the Childcare Act 2006
10. Am not subject to a direction of the Secretary of State under section 142 of the Education Act 2002, or to a section 128 direction.
11. Have not been disqualified from being an independent school proprietor, teacher or employee by the Secretary of State.
12. Have not been sentenced to 3 months or more in prison (without the option of a fine) in the 5 years before becoming a governor or since becoming a governor.
13. Have not received a prison sentence of 2 and a half years or more in the 20 years before becoming a governor.
14. Have not at any time received a prison sentence of 5 years or more.
15. Have not been fined for causing a nuisance or disturbance on school or educational premises during the 5 years before becoming a governor or since becoming a governor.
16. Have not refused a request by the clerk to make an application to the Disclosure and Barring Service (DBS).

If a **parent governor**, I also confirm that I am not:

17. An elected member of the local authority.
18. Paid to work at the school for more than 500 hours in a year.

If a **staff governor**, I also confirm that I work at the school.

I agree to alert the clerk in writing if any of the above criteria begin to apply to me during my time in office.

NOTE: If you're unsure whether any of the points above apply to you, please check with the clerk.

Governor name	
School name	
Governor signature	
Date	