

Thames View Infants

Board of Governors

Approval of Board of Governors Code of Conduct

<p style="text-align: center;">Governance issues</p> <p>The Board of Governors agreed at its meeting of 6th March that NPW Governor Services should develop a code of conduct for governors and directors.</p>
<p style="text-align: center;">Financial Implications</p> <p>The costs of preparing the code of conduct will be charged at an hourly rate, but where possible previously prepared source documents will be used. There are no other direct financial implications.</p>
<p style="text-align: center;">Risk Management issues</p> <p>Failure to comply with the code of conduct could create reputational and operational risks for the Academy.</p>
<p style="text-align: center;">Recommendations and/or key points for discussion.</p> <p>The Board of Governors is asked to consider adopt the code of conduct and adopt it at the second meeting of the summer term.</p>
<p style="text-align: center;">Report</p> <p>Following a report from the LBBD Director of Education on governors' and directors' roles and responsibilities received at the last Board of Governors meeting, NPW Governor Services was asked to develop a code of conduct. This is attached.</p>
<p style="text-align: center;">Name and title of report author</p> <p style="text-align: center;">Greg Robbins NPW Governor Services</p>

Thames View Infants

Code of Conduct

1) Purpose

All governors and directors are responsible for carrying out their duties with the utmost integrity. The purpose of this code of conduct is to provide governors and directors with clear guidelines as to their standard of behaviour, responsibilities, and best practice in fulfilling their obligations to the Board of Governors of Thames View Infants and to Thames View Infants as a company.

2) Our obligations

As governors and directors of Thames View Infants we aim to provide outstanding governance that drives improvement and holds senior leaders to account for the quality of teaching and learning, levels of achievement, the safety and well being of pupils and staff and the effective management of the school's financial resources.

Our overarching aim is to ensure that our pupils receive the best possible education to enhance their life choices.

To achieve our aims we recognise that we must be fully committed to the work of the Board of Governors and carry out our duties with the utmost integrity. We will:

- regularly attend and contribute to meetings of the Board of Governors
- regularly attend and contribute to meetings of the Board of Governors' committees, particularly as detailed discussions and key decisions take place at these meetings
- take responsibility for developing our knowledge and understanding of our roles as governors and directors through training and learning
- take responsibility for developing our knowledge and understanding of Thames View Academy by visiting the school and meeting with staff
- be sufficiently prepared for meetings so that well considered decisions can be taken and to hold senior leaders to account
- carry out our duties collectively, other than when responsibilities have been delegated by the Board of Governors to committees or individuals
- be bound by decisions of the Board of Governors or its committees regardless of their personal views
- set the strategic direction of the school, monitor and evaluate our decisions and hold senior leaders to account for performance

To meet our duties under the Companies Act we will:

- act in accordance with the law, the Articles and its objects
- act in the interests of the charity only and promote its success
- act with integrity at all times
- use reasonable skill and care in working as a governor or a director by applying our knowledge
- take professional advice as necessary
- exercise independent judgement
- exercise reasonable care, skill and diligence
- avoid conflicts of interest
- not accept benefits from third parties, and
- declare interests in proposed transactions or arrangements

In carrying out our duties we will have regard to:

- the likely long term consequences of our decisions
- the interests of our pupils and employees
- the need to foster relations with the wider school community, our partners and our suppliers
- the need to act transparently and fairly, putting the interests of the school and the Board of Governors beyond our personal interests
- maintaining the reputation of the school and the Board of Governors

3) Conflicts of interest

We recognise that a conflict of interest arises when a governor's personal interests, or interests which they owe to another body, and those of the school arise simultaneously or appear to clash. This includes conflicts arising from any loyalty owed to a different individual or organisation. In particular, governors may not be bound by decisions taken by other organisations when considering Thames View Academy business.

As a Board of Governors we maintain a register of our interests and each governor will be required to update their interests on an annual basis. If a governor has an interest this should be declared and s/he should withdraw, taking no part in the discussion or voting. This declaration will be minuted.

If a governor is in any doubt about whether they have an interest, it should be declared and the Board of Governors (or committee) will determine how to deal with it. The reputation of the Board of Governors is at risk if it is not seen to act transparently. This places a duty on governors to ensure that all known interests are declared regardless of which governor they are held by. The decision of the Board of Governors shall be final. In reaching its determination the Board of Governors will consider:

- will the governor materially benefit?
- whether the conflict be authorised?
- will it affect the governor individually, or as part of a larger group?
- even if the director will not benefit financially – does s/he have a conflict of loyalty?
- What the public perception would be?

Any director who fails to disclose any interest or material interest required to be disclosed must permanently vacate their office if required to do so by a majority of the remaining directors.

4) Advice on the interpretation of the code

If any governor or director requires advice on the interpretation of the code they should contact the clerk to the governors at paul.baglee@npw.so or on 020 8249 6930 to discuss their concerns. This advice will be given in confidence unless both parties agree to the contrary.

5) Breaches of the code

Any breaches or potential breaches of the code should be reported to the clerk to the governors at paul.baglee@npw.so or on 020 8249 6930. These will be considered by the clerk who will decide in liaison with the chair of the Board of Governors whether an investigation should be carried out. Confirmed breaches could lead to the governor being warned about their future conduct, being sanctioned or being removed from office.

All processes will follow the principles of natural justice.