

## WOKING COLLEGE: CODE OF CONDUCT & BOARD PRINCIPLES

### Introduction:

This Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of Trustees, to enable them to understand their legal and ethical duties and to assist them both in carrying out those duties and in their relationship with the Board and Principal as Chief Executive. The Code is aimed at promoting effective, transparent and accountable academy governance. It is not intended as a definitive statement of the law or best practice.

By accepting appointment to the Board, each Trustee agrees to accept the provisions of this Code.

Furthermore, each Trustee agrees to follow the [charity governance code](#)

### We will abide by the Seven Principles of Public Life:

#### Selflessness

We will act solely in terms of the public interest.

#### Integrity

We will avoid placing ourselves under any obligation to people or organisations that might try inappropriately to influence us in our work. We will not act or take decisions 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.

#### Objectivity

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

#### Accountability

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

#### Openness

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

#### Honesty

We will be truthful.

#### Leadership

We will exhibit these principles in our own behaviour. We will actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

### We will apply the highest standards and will:

1. act within our powers
2. promote the success of the trust
3. exercise independent judgement
4. exercise reasonable care, skill and diligence

5. avoid conflicts of interest
6. not accept benefits from third parties
7. declare interest in proposed transactions or arrangements

**We will focus on our core governance functions:**

1. ensuring there is clarity of vision, ethos and strategic direction
2. holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff
3. overseeing the financial performance of the organisation and making sure its money is well spent

**As individuals, we agree to:**

**Fulfil our role & responsibilities**

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day-to-day management.
2. We will fulfil our role and responsibilities as set out in our 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 work collectively for the benefit of the trust.
6. We will be candid but constructive and respectful when holding senior leaders to account.
7. We will consider how our decisions may affect the trust and local community.
8. We will stand by the decisions that we make as a collective.
9. 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.
10. We will only speak or act on behalf of the trust board if we have the authority to do so.
11. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
12. When making or responding to complaints, we will follow the established procedures.
13. We will strive to uphold the trust's reputation in our private communications (including on social media).
14. We will have regard to our responsibilities under The Equality Act and will work to advance equality of opportunity for all.

**Demonstrate 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 College well and welcome opportunities to be involved in College activities.
5. We will visit the College and when doing so will make arrangements with relevant staff in advance and observe College and Board protocol (for example the Link Trustee Protocol).
6. When visiting the College in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code.
7. We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

### **Build and maintain relationships**

1. We will develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
2. We will express views openly, courteously and respectfully in all our communications with Board members and staff both inside and outside of meetings.
3. We will work to create an inclusive environment where each Board member's contributions are valued equally.
4. We will support the Chair in their role of leading the board and ensuring appropriate conduct.

### **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, students 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.

### **Declare conflicts of interest and be transparent**

1. We will declare any business, personal 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; 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 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.

**Adopted by:** Woking College Board of Trustees on 19<sup>th</sup> March 2025

**Signed:** Tim Stokes, Chair of the Board

We agree that this code of conduct will be reviewed annually and it will be endorsed by the full Board. Individual Trustees are required to complete the appropriate confirmation on Governor Hub each academic year confirming their agreement to be bound by this Code of Conduct.

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