



## **THE NEWMAN CATHOLIC COLLEGIATE CODE OF CONDUCT FOR DIRECTORS**

**This code of conduct has been approved and adopted by the Board of Directors for use for Directors:**

**On – 07.09.2021**

**and will be reviewed – August 2022**

**Signed by the Chair of the Board of Directors:**

**Directors are required to sign an undertaking which can be found towards the end of the document.**

**The code of conduct will be shown on the collegiate website.**



The purpose of this code of conduct is to enable the Board of Directors to contribute to the Multi-Academy Company securing its mission and sustaining its ethos as a Catholic Multi-Academy Company, as well as ensuring the Multi-Academy Company provides a quality educational experience for all its children and achieves high standards.

In accordance with our legal obligations, we endeavour to operate at a strategic level, leaving the Multi-Academy Company's senior leadership responsible and accountable for the day-to-day running of the Multi-Academy Company.

The Board of Directors is collectively responsible for:

- Promoting high standards of educational achievement, whilst ensuring that all academies within the multi-academy meet statutory requirements
- Securing Catholic ethos, thus ensuring the academies are seen to bear witness to the faith in all aspects of its work (see the scheme of delegation)
- The Board of Directors has a strategic role. As agent of accountability, on behalf of the Catholic community and the communities of the academies within the multi-academy, the Board of Directors decides what it wants the multi-academy to achieve, in order to secure its mission, and sets the framework for making sure those intentions are realised
- Holding the appropriate senior leadership to account for the educational performance and Catholic character of the Multi-Academy Company and its pupils and for the internal organisation
- Overseeing the financial performance of the Multi-Academy Company and making sure the money is well spent
- Ensuring that the Multi-Academy Company and all its academies are conducted in accordance with its governing body documents, which includes:
  1. Canon Law
  2. The Curriculum Directory and Bishop's statements on religious education
  3. Diocesan trust deed
  4. Articles of Association
  5. Scheme of Delegation
- Responding to the needs of the Catholic community as a whole as represented by the Diocesan Bishop, complying in all respects with diocesan requirements
- Adhering to the Nolan Principles set out in Appendix A

We understand that the Catholic Church expects Catholic schools to promote and uphold high standards, including academic standards as an integral part of its educational vision for the holistic formation of children and young people.

We adhere to the Church's social teaching which is a rich treasury of wisdom about building a just society and living lives of holiness amidst the challenges of modern society. Several of the key themes that are at the heart of Catholic social tradition and which should permeate through our Multi Academy Company, are

1. life and dignity of the human person;
2. call to family, community and participation;
3. rights and responsibilities;
4. option for the poor and vulnerable;



5. the dignity of work and the rights of workers;

6. solidarity;

7. care for God's creation

As a Board of Directors, our overarching responsibility lies in ensuring that we comply with our legal and canonical duty to ensure that the Catholic character of the multi-academy company is preserved and developed and that this duty permeates everything we do.

### **Commitment**

We acknowledge that being a director:

- Involves committing significant amounts of time and energy.
- Involves participating fully in the work of the board of directors so that individuals accept a fair share of the responsibilities and duties, including service on subcommittees and working parties.
- Requires regular attendance at meetings of the full board of directors and subcommittees.
- Requires getting to know the academies within the multi-academy well and responding to opportunities to visit and get involved in academy activities.
- We will evaluate our effectiveness as a board of directors by way of completing a skills audit and self-evaluation form on an annual basis.
- We will consider seriously our individual or collective needs for continuous training and development as required by the Diocesan Education Service, and will undertake that relevant training and any mandatory training required by law.
- We accept that in the interest of transparency, our full names, date of appointment, terms of office, attendance records, relevant pecuniary and business interests, category of director and the body responsible for appointing us will be published on the Newman Catholic Collegiate website and anything else required by law.

### **Confidentiality**

We understand that being a director requires that we:

- Observe confidentiality at all times
- Keep discussion about decisions confidential even when decisions themselves are made public through the minutes of the meetings.
- Exercise prudence when invited to respond in discussions and informal talk outside board of directors meetings, encourage issues to be brought through the proper channels.
- We will exercise care and skill when communicating through social media.
- We will not reveal the details of any board of director's vote.



## Relationships

In all our relationships we shall exercise stewardship and draw on the teachings and example of Jesus Christ in that:

- All relationships will be built on the core values of the gospel based on the Beatitudes summarised as: faithfulness and integrity; dignity and compassion; humility and gentleness; truth and justice; forgiveness and mercy; purity and holiness; tolerance and peace and service and sacrifice.
- We will comply with any Diocesan Protocols for a committed working relationship between the Diocese and the Catholic Multi-Academy Company.
- We will ensure that we continually communicate with and, where appropriate, seek support and guidance from our diocesan education service.
- We will express views openly, courteously and respectfully in all our communications with other directors.
- We will seek to develop effective working relationships with the Diocese, parish, the senior leadership, staff, parents, pupils, the local authority, other relevant agencies, and the local community.

## Conflicts of Interest

Directors have a duty to act with selflessness, integrity, objectivity, accountability, openness, honesty and leadership<sup>1</sup>, in the best interests of the Multi-Academy Company at all times. Drawing on the model of person, life and teachings of Jesus Christ, the board of directors will strive to behave professionally at all times.

- We will always act in the best interests of the charitable objects set out in the governing documents of the Multi-Academy Company.
- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the board of directors business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time. We accept that the Register of Business Interests will be published on the Multi-Academy Company's website.
- We will declare any conflict of loyalty at the start of any meeting should the situation arise.

## BREACH OF THIS CODE

**If we believe this code has been breached, we will promptly raise the issue with the chair, consult with the Diocese, determine the investigatory process; the board of directors will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.**

**Should it be the chair that we believe had breached this code, another director, ideally the vice chair will investigate.**

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<sup>1</sup> The 7 principles of public life.



**As a member of the Board of Directors of the Newman Catholic Collegiate I undertake that I:**

- Will preserve and develop the Catholic character of the Academy Trust Company.
- Will not act in a way that is detrimental and or prejudicial to the interests of the Catholic education in the Diocese and the Multi-Academy Company.
- To respond to the needs of the Catholic community as a whole as represented by the Diocesan Bishop;
- Have read, understood and will adhere to this code of conduct.
- To conduct the Multi Academy Company and its academies in accordance with its Articles of Association any Scheme of Delegation adopted by the Multi Academy Company;
- Will also adhere to Appendix A: The Nolan Principles.
- Have read and understood any diocesan and legal criteria for appointment and continued eligibility as a director.
- Agree to DBS checks and any other relevant checks being conducted that may be required by law or good practice and understand that any refusal to do so may result in the termination of any appointment.
- Consent to the information given by me being held and processed by the Multi-Academy Company and/or the Archdiocese of Birmingham including the sharing of data with third parties where required, in accordance with any Diocesan policy.
- To attend relevant training including diocesan training; director induction and continuing professional development training, as required by the Diocese.
- Am not disqualified by law from appointment as a director. I confirm that I agree to a barred list check being made on me or any subsequent checks that may be required by law or good practice. I understand that any refusal to do so may result in the termination of any appointment.
- Undertake that I shall tender my resignation as a director if my circumstances change so as to contravene the diocesan [or religious order] expectations at any time during the tenure of office or if, in the opinion of the Ordinary [or religious superior], my resignation would be in the best interests of Catholic education.
- Understand and accept that the appointment and removal of foundation directors is at the absolute discretion of the Ordinary [or religious superior] and that, because of the nature of the decision-making process, the Ordinary [or religious superior] will not normally be able to engage in any discussion or correspondence with me and/or any third party where my nomination does not result in my appointment.



Signed by the Director:

Date:

Printed Name:

Type of Director:

- **Acceptance of the code is required annually from every Director at the start of the academic year.**
- **Signed copies of this code from each Director will be kept by the Business Director.**



## **APPENDIX A**

### **THE NOLAN PRINCIPLES**

The Board of Directors are guided by the Nolan Principles. Lord Nolan's Seven Principles of Public Life apply to anyone who holds a public office, including those in the education sector.

#### **1. Selflessness**

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

#### **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 for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

#### **5. Openness**

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

#### **6. Honesty**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

#### **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