



Fioretti Trust

Board of Trustees Code of Conduct

Approved by:	Board of Trustees	Date: Sept 2025
Last review:	Sept 2025	
Next review:	Sept 2026	Cycle: Annual

This policy supersedes all previous Trustees Code of conduct.



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1. Statement of Intent

And as you wish that others would do to you, do so to them. Luke 6:31

At Fioretti Trust, we recognise and value the effort taken by members of the board of trustees who contribute towards our schools. We encourage the board's assistance and acknowledge that many school activities and processes would be at risk if it were not for their help. As a result, we want to make sure that time spent by members as part of the board of trustees is productive and enjoyable.

This code of conduct outlines what is expected from members of the board of trustees and sets out the code of conduct which all members are required to comply with.

For the purpose of this document, the term 'board' will refer to the board of trustees, unless otherwise stated.

I hereby acknowledge the terms detailed within the Board of Trustees Code of Conduct and agree to abide by this code whilst I am an acting member of the board. I understand that the role is of a voluntary nature and, therefore, I will not receive payment for my duties. Any expenses which I claim will be in line with the Governor / Trustee Expenses Policy.

Signed by:			
	Trust Chief Executive Officer	Date:	23 rd September 2025
	Chair of the board of trustees	Date:	23 rd September 2025

Each trustee to record their name and sign / date: 23rd September 2025

Virtual meeting - therefore the clerk will minute Trustee's acceptance of this policy.

2. Roles and responsibilities

- 2.1 This code of conduct will be reviewed by the board on an annual basis and will be signed by trustees at the first meeting of the academic year.
- 2.2 The board is responsible for formulating and reviewing the trust's vision, values and long-term strategy.
- 2.3 The board will exercise overall control over the trust's financial affairs.
- 2.4 The board will act fairly and in accordance with equal opportunities principles while making decisions affecting the appointment, recruitment, professional development, performance management, payment and discipline of staff.
- 2.5 The board will make decisions collectively and take joint responsibility for their actions.
- 2.6 Trustees will hold themselves accountable for the performance of the board and the performance of the trust.
- 2.7 Board members will not use their status as a trustee to gain advantage within the trust.

2. 8 Trustees of the board accept that they have no legal authority to act individually, except when they have been given delegated authority to do so.
2. 9 Trustees will only speak on behalf of the board when they have been specifically authorised to do so.
2. 10 Trustees will recognise the difference between their role and that of staff members, volunteers and other layers of governance.
2. 11 Board members are responsible for:
 - Attending all meetings expected from them and providing apologies for any absences in advance.
 - Preparing and contributing effectively to meetings and discussions.
 - Acting in a fair and open-minded manner during discussions.
 - Considering professional advice on anything which they do not have expertise in themselves.
 - Acting in the best interest of the trust.
 - Ensuring that a properly constituted, balanced and competent board is maintained.
 - Conducting themselves in a manner which does not damage or undermine the reputation of the trust or its employees.
 - Honouring the authority of the chair of the board of trustees as appointed leader of the board and supporting them in their role.
 - Studying the agenda and associated information prior to the meeting, ensuring that meetings are attended fully prepared.
 - Continually seeking ways to improve board governance practice.
 - Participating in induction, training and development activities.

3. Commitment

3. 1 Trustees fully understand their role and are committed to the amount of time and energy the role involves.
3. 2 Trustees will be actively involved in their role and accept their fair share of responsibilities within the board.
3. 3 Trustees will actively participate in the school community, and will respond to opportunities to be involved in school activities and events.
3. 4 Full commitment will be given to the attendance of meetings.
3. 5 Trustees will demonstrate a commitment to the development and implementation of good practice, both within the board and across the trust.
3. 6 Trustees will be committed to engaging in the life of schools in the trust, in order to further assist their decision making.
3. 7 Trustees will demonstrate a commitment to engaging and maintaining links with local governing boards and other stakeholders.
3. 8 All relevant training and inductions will be undertaken in a prompt and efficient manner.
3. 9 Trustees will develop and maintain up-to-date knowledge of the trust and its environment.
3. 10 Trustees will help to identify good candidates for trusteeship.

4. School procedures

- 4.1 With the assistance of the school's leadership team and local governing board, trustees will ensure that each school within the trust complies with statutory and good practice requirements.
- 4.2 The board will ensure that each school's policies and procedures, including those that are statutory and those that reflect the ethos of the trust, are appropriately reviewed, amended

and implemented, ensuring that they are up-to-date and compliant with any legislation or national guidance.

- 4.3 The board will ensure that appropriate procedures are in place to govern the board, including those in relation to the election, training and removal of trustees.
- 4.4 Trustees will act within the governing document of the trust and abide by the trust's policies and procedures.
- 4.5 The board will ensure that there are clear written policies regarding the claiming of expenses by trustees.
- 4.6 The board will ensure that they, and the trust as a whole, act in accordance with legislation and statutory guidance.
- 4.7 All school policies and procedures agreed by the board will be made clear and understood by the staff members responsible for implementing the protocols. Directions given to staff will come from the board.
- 4.8 Each trustee will make themselves familiar with the trust's procedures, including the following:
 - Child Protection and Safeguarding Policy
 - Equal Opportunities Policy
 - Health and Safety Policy
 - Whistleblowing Policy
 - Data Protection Policies
 - Disciplinary procedures
 - Complaints procedures

5. Conflicts of interest

- 5.1 Trustees will act in the best interests of the trust at all times and will not act in the interest of, or as a representative of, any group or individual.
- 5.2 Trustees will record in the Register of Pecuniary Interests any conflicts of interest that they might have in connection to the board's business.
- 5.3 Interests of those related or closely connected to a trustee will be declared on the Register of Pecuniary Interests.
- 5.4 Trustees will declare any conflict of interest they may have in an item of business on the agenda, will immediately remove themselves from the meeting while it is under discussion, and will not be involved in any votes taken on the matter.
- 5.5 Any conflict of loyalty will be declared at the start of any meeting, should the situation arise.
- 5.6 Trustees will aim to foresee and avoid any conflicts of interest.
- 5.7 Trustees will not benefit, financially or in other terms, for themselves, their families or their friends from their role on the board of trustees.
- 5.8 Any transaction, under which a trustee will benefit either directly or indirectly, will have proper legal authority.
- 5.9 Trustees will not place themselves under any financial or other obligation to external individuals or organisations which might influence the performance of their trustee duties.

6. Confidentiality

- 6.1 When matters discussed between trustees are deemed confidential, or where they concern specific members of staff or pupils, complete confidentiality will be observed – both inside and outside of the trust.
- 6.2 Trustees partaking in discussions regarding trust business outside of board meetings will exercise the greatest prudence at all times.
- 6.3 The details of a board vote will not be revealed under any circumstance.

- 6.4 Trustees accept and consent that, in the interests of open and transparent governance, their name, date of appointment, term of office, role, attendance record and any business/pecuniary interests they have will be published on the trust's website.

7. Behaviour of a Trustee

All trustees are required to act in accordance with the **Nolan Principles** as follows:

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 benefits for themselves, their family or their friends.

Integrity – Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

Objectivity – In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

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.

Openness – Holders of public office should be as open as possible about all the decisions and actions they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

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.

Leadership – Holders of public office should promote and support these principles by leadership and example.

- 7.1 The board will seek to develop open, honest and effective working relationships with the Trust CEO, headteachers, staff members and parents at the trust, as well as any other relevant body, such as the local governing board.
- 7.2 Trustees will continuously strive to work as a team.
- 7.3 Trustees will always express their views openly, but in a courteous and respectful manner.
- 7.4 The board will acknowledge the time, effort and skills demonstrated in the execution of delegated functions by other trustees.
- 7.5 Trustees will seek to support and encourage all those they come into contact with through the role.
- 7.6 Trustees will take into account any concerns expressed about their delegated function, and will be prepared to answer queries from other trustees regarding their role.
- 7.7 When making decisions, trustees will carefully consider how their decisions and actions might affect those who are part of the school community, the trust as a whole and the wider locality.

- 7.8 Trustees will not break the law, go against charity regulations or act in disregard of the trust's policies in any aspect of their role on the board.
- 7.9 Where a trustee also holds another role within the trust, such as a volunteer, they will strive to keep these roles separate.
- 7.10 Trustees will use the trust's resources responsibly, ensuring that any expenses or reimbursement are documented.
- 7.11 Trustees will not accept gifts or hospitality without the prior consent of the board.

8. Removal of a Trustee

- 8.1 The board of trustees will only suspend or remove a member from their post as a last resort.
- 8.2 The board will attempt to resolve any difficulties or disputes in a constructive manner before suspension or removal is considered.
- 8.3 In the event that the need arises to suspend or remove a trustee, the board will do so by following the established procedures outlined in the trust's governing document, to ensure a fair and objective process.
- 8.4 Where it is written into the trust's governing document, a vote of no confidence will be held to encourage someone to resign as a trustee.
- 8.5 In the event that a member of the board wishes to leave their role as a trustee, the chair of the board will be informed in advance in writing, stating the reason for their resignation.
- 8.6 When a trustee has left their role on the board, the records held by the Charity Commission about the trust will be updated.
- 8.7 Where the leaving trustee has special responsibilities, a handover will be arranged to ensure that the duties are appropriately fulfilled.

9. Breaching the code

- 9.1 If a member of the board breaches this code of conduct, the issue will be raised with the chair of the board of trustees, who will investigate the concern.
- 9.2 In the event that it is believed the chair of the board of trustees has breached this code of conduct, another member of the board will undertake the investigation.
- 9.3 Trustees are aware that substantial breach of this code may result in their removal from the board.
- 9.4 In the event that the code has been breached, the trustee will be given the opportunity to defend their actions before a decision regarding removal or suspension is made.
- 9.5 In the event that a trustee is asked to resign from the board, they will accept the majority decision of the board and resign at the earliest opportunity.

End of policy