



GOVERNING BODY CODE OF CONDUCT

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Committee: Exclusions, Complaints and Conduct

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1. Aims, Scope and Principles

This policy aims to set and maintain standards of conduct that all Governors are expected to follow.

By creating this policy, Prince Henry's High School (Prince Henry's/the school) aims to ensure that Governors carry out their role with honesty and integrity and helps ensure the school is an environment where everyone is safe, happy and treated with respect.

The code is based on [the Governance Handbook](#) and the [Academy Trust Handbook](#). It should be read alongside Prince Henry's constitutional documents (eg Articles of Association, Standing Orders and any Scheme of Delegation).

Failure to follow the Code of Conduct may result in disciplinary action being taken, as set out in the appendix.

Please note that this Code of Conduct is not exhaustive. If situations arise that are not covered by this code, Governors will use their judgement and act in the best interests of the school and its students.

2. The 7 Nolan Principles of Public Life

Prince Henry's Governors will follow these [principles](#) set out by the government at all times. They apply to anyone who holds a public office:

- **Selflessness** - Governors will act in the public interest
- **Integrity** - Governors will not act or take decisions to gain financial or other material benefits for themselves, their families, or their friends. Governors will declare any conflict of interests
- **Objectivity** - Governors will act and take decisions impartially, fairly, and on merit. They will use the best evidence and avoid discrimination or bias
- **Accountability** - Governors understand that they are accountable to the public for their decisions and actions. To make sure of this, they will be scrutinised where necessary
- **Openness** - Governors will act and take decisions openly and transparently. They will not withhold information from the public unless there are clear and lawful reasons for doing so
- **Honesty** - Governors will be truthful
- **Leadership** - Governors will actively promote and support the above principles and will challenge poor behaviour wherever it happens

3. Governors' Responsibilities

The three functions of Prince Henry's Governing Body are to:

- Ensure clarity of vision, ethos and strategic direction of Prince Henry's High School
- Hold executive leaders to account for the educational and financial performance of the school, and the performance management of staff
- Oversee the financial performance of the school and make sure money is well spent

In order to do this effectively, as individuals Governors will:

- Understand and respect the distinction between the role and responsibilities of the Governing Body and those of the school leaders
- Set and maintain an ethos of high expectations for everyone in the school community, including in the conduct and the professionalism of the Governing Body itself
- Preserve and develop the character of the school
- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs
- Operate and make decisions in the best interests of students, informed by the views and needs of the school's key stakeholders (students, parents/carers, staff, the local community and the local authority)

- Follow the school's policies and procedures, and the procedures of the Governing Body as set out in relevant legislation, statutory guidance, and the school's constitutional documents
- Take responsibility for Governors' self-evaluation, regularly reviewing the Governing Body's performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills Governors need for effective governance
- Understand that where responsibility has been delegated, the Governing Body as a whole remains accountable and that important decisions relating to core functions will be made by the full Governing Body
- Comply with relevant guidance and legislation and the school's Funding Agreement that sets out how Governors must manage our school's money, and procure goods and services
- Act with integrity and transparency when making financial decisions, and understand that Governors' financial management and decision-making will be scrutinised and audited
- Declare all gifts worth more than £50 and record them on the gifts and hospitality register held in the Finance Offices. Governors will not accept bribes
- Governors will work to actively identify and manage risks to the school
- Governors will refer complaints or concerns from parents, staff or members of the community to the appropriate school procedures and will not act outside the formal complaints process.

4. Working with Others

Governors will:

- Support and strengthen school leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of school leaders and avoid routine involvement in operational matters
- Respect each other's views
- Work together as a Governing Body to develop effective relationships with stakeholders
- Engage meaningfully with the communities the Governing Body serves and understand that Governors are answerable to these stakeholders
- Follow the Equality Act 2010, and apply the principles of fairness and equality in everything Governors do
- Governors recognise that decisions are taken collectively by the Governing Body. Once a decision has been made, Governors will support that decision publicly, even if they did not personally agree with it.
- Governors understand that they have no individual authority unless this has been delegated by the Governing Body. Governors will not act independently on behalf of the Governing Body unless authorised to do so.
- Governors will conduct themselves in meetings with courtesy and respect, allowing all members to contribute and ensuring discussions remain focused on the strategic responsibilities of the Governing Body.

5. Commitment to Governance

Governors:

- Will attend all meetings where possible. Where they cannot attend, Governors will explain their valid reason and give suitable notice
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members of the Governing Body and that all Governors are expected to take an active role
- Will prepare ahead of meetings to ensure they make informed contributions
- Will participate in regular pre-arranged school visits in accordance with school policy

- Will attend any training or development activity needed to ensure the Governing Body has a wide range of skills and expertise

6. Openness and Transparency

Conflicts of Interest

To make sure Prince Henry's Governing Body takes impartial decisions without bias, it will:

- Publish an up-to-date register of business and pecuniary interests of all Governors including associate members
- Require Governors to declare any potential conflicts of interest at the beginning of each meeting, and withdraw from the meeting for the relevant item of business and not vote on the matter

Publishing Information

To ensure Prince Henry's Governing Body is transparent and open to the community it serves, it will make certain information publicly available.

- Governors accept that the following information will be published on the school's website to ensure transparency:
 - The structure and remit of the members, Governors and committees, and the full name of the chair of each one
 - For each member Governor who has served at any point over the past 12 months:
 - Their full name
 - Their date of appointment
 - Their term of office (Governors only)
 - The date they stepped down (where applicable)
 - The body that appointed them (Governors only)
 - Their relevant business and pecuniary interests
 - Their attendance record over the last academic year
- Governors accept that the information about Members and Governors will be published on [Get information about schools](#)
- Governors accept that the information about Governors will be published on [Companies House](#)
- Governors accept that the approved Full Governing Body and Committee minutes and any agenda and papers considered at a meeting will be made available to any interested person
- Approved minutes will be made available in accordance with the school's publication scheme, except where information is confidential or exempt

7. Confidentiality

In the course of their role, Governors are sometimes privy to sensitive information. Governors will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters
- Information about named individuals (such as staff, students and their parents/carers)
- Details of individual Governors' contributions in meetings or how they may have voted

Confidential information will never be:

- Disclosed to anyone without the relevant authority
- Used to humiliate, embarrass or blackmail others
- Used for a purpose other than what it was collected and intended for

Governors' commitment to confidentiality does not overrule their duty to report child protection concerns to the appropriate channel where they believe a child is at risk of harm.

Governors will continue to observe confidentiality after they have left office.

Breaches of Confidentiality

In the event of a breach of confidentiality, Governors will inform the Chair as soon as possible who will investigate the matter further.

Governors understand that if they breach confidentiality, they may be suspended.

8. Data Protection

Governors will follow the school's information security processes and measures, and Data Protection Policy when using, storing, sharing and disposing of personal data.

Governors' commitment to data protection does not overrule their duty to report child protection concerns to the appropriate channel where they believe a child is at risk of harm.

Personal Data Breaches

Governors will inform the school's Data Protection Officer immediately if they believe that there has been a personal data breach.

9. Social Media

Governors will:

- Abide by any requirements set out in the school's Social Media Policy

Governors will:

- Uphold the reputation of the school at all times
- Maintain a professional presence online and carefully consider how they interact with the school community
- Review privacy settings regularly to make sure they are happy with the information about themselves that is publicly available
- Report any incidents of harassment they experience or see towards Governors, to the Chair of Governors and the Headteacher

Governors will **not**:

- Accept friend requests from students and not join any private parent/carers groups associated with the school
- Disclose any information which is confidential or would breach data protection principles
- Make comments online about any members of the Governing Body or school community
- Post any inappropriate/offensive language, images or comments on social media that may bring the Governing Body or the school into disrepute

10. Monitoring Arrangements

This Code of Conduct will be reviewed and agreed annually by the Exclusions, Complaints and Conduct Committee, upon significant changes to the law, or as needed. It will be ratified by the full Governing Body.

11. Links with Other Policies

This policy links with our policies on:

- Safeguarding Children Policy
- Gifts and hospitality (Bribery Policy)
- ICT User Policy
- Social Media Policy
- Data Protection Policy

Appendix 1: Breaches of the Code of Conduct

If Prince Henry's High School or its Governing Body suspect a Governor has breached the Code of Conduct, the following procedure will be followed:

- The Chair will investigate
- The Chair will hold a meeting with the Governor to discuss the issue. The Governor can bring a friend to the meeting. Another Governor will attend to corroborate any decisions
- If the situation does not improve, or there is another suspected breach, the Governing Body will take action to improve the issue. This may involve:
 - Further meetings with the Chair to reset expectations, based on this Code of Conduct
 - Support, mentoring or training for the Governor
 - Making sure the Governor withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the Governor's behaviour, the Exclusions, Complaints and Conduct (ECC) Committee of the Governing Body will vote on a motion to suspend them for up to 6 months. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Governors may be suspended if they:

- Have acted in a way that is inconsistent with the professional ethos of the Governing Body (including failing to undertake training appropriate to the role, whether or not directed to do so by the Governing Body) and
 - Have brought, or are likely to bring Prince Henry's High School or the office of the Governor into disrepute
- 'Bringing the Prince Henry's High School or the office of the Governor 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 meeting or on social media

A Governor may be removed from office where:

- There have been repeated grounds for suspension
- There has been serious misconduct. The ECC Committee 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
- They have engaged in conduct aimed at undermining fundamental British values
- Their actions are significantly detrimental to the effective operation of the Governing Body, or their actions interfere with the operational efficiency of the school

Appendix 2: Fit & Proper Assessment/Re-assessment

For Completion by Individual

Name		
Please circle the relevant answers. If you answer yes to any of the questions, please provide further details at the end of the questionnaire.		
1. Do you have any cautions or convictions?	Yes	No
2. Do you have any spent cautions or convictions?	Yes	No
3. Do you have any caution, criminal record or charges pending?	Yes	No
4. Have you ever had a County Court Judgment ("CCJ") or other judgment debt?	Yes	No
5. Are you or have you ever been, the subject of any bankruptcy proceedings, or proceedings for the sequestration of your estate?	Yes	No
6. Are you in the process of entering or have you ever entered, into an agreement in favour of your creditors, for example deed of arrangement or an individual voluntary arrangement or a trust deed?	Yes	No
7. Do you have any outstanding financial obligations arising from regulated activities, which you have carried on in the past?	Yes	No
8. Are you or have you ever been found guilty of carrying on any unauthorised regulated activities or have been investigated for the possible carrying on of unauthorised regulated activities?	Yes	No
9. Are you or have you ever been, the subject of an investigation into allegation of misconduct or malpractice in connection with any business activity?	Yes	No
10. Have you ever:-		
a. Been refused entry to, or been dismissed, suspended or requested to resign from, any profession, vocation, office or employment, or any fiduciary office or position of trust whether or not, remunerated (does not include dismissals/suspensions found to be unfair by employment courts or where a compromise agreement has been reached)	Yes	No
b. Been refused, restricted in, or had suspended, the right to carry on any trade, business or profession for which specific licence, authorisation, registration, membership or other permission is required?	Yes	No
c. Been disqualified from acting as a director or a company or from acting in a management capacity or conducting the affairs of any company, partnership or unincorporated associations?	Yes	No
d. Been the subject of a disqualification direction under the Companies Act, section 59 of the Financial Services Act 1986 or a prohibition order, under section 456 of the Financial Services and Markets Act 2000, or received a warning notice that such a direction or order be made?	Yes	No
11. In relation to activities regulated by any regulatory body have you or any company, partnership or unincorporated association of which you are or have been a controller, director, non-executive director, senior manager, partner or company		

secretary, during your association with that entity and for a period of 3 years after you have ceased to be associated with it, ever:-		
a. Been refused, had revoked, restricted or terminated, any license, authorisation, registration, notification, membership or other permission granted by any such body?	Yes	No
b. Been criticised, censured, disciplined, suspended, expelled, fined or been the subject of any other disciplinary or intervention action by any such body?	Yes	No
c. Resigned whilst under investigation by, or had been required to resign from, any such body?	Yes	No
d. Decided after making an application of any licence, authorisation, registration, notification, membership or other permission granted by any such body, not to proceed with it?	Yes	No
e. Been the subject of any civil action which has resulted in a finding against the candidate or it by a court?	Yes	No
12. Has any company, partnership or unincorporated association of which you are or have been a controller, director, non-executive director, senior manager, partner or company secretary at any time during your involvement or within one year of such involvement:-		
a. Been put into liquidation, wound up, ceased trading, had a receiver or administrator appointed or entered into any voluntary arrangement with its creditors?	Yes	No
b. Been judged by a court liable for any fraud, misfeasance, wrongful trading or other misconduct?	Yes	No
c. Been investigated or been involved in an investigation by an inspector appointed under companies or any other legislation, or required to produce documents to the Secretary of State, or any other authority, under such legislation?	Yes	No
d. Been convicted of any criminal offence, censured, disciplined or publicly criticised, by any inquiry, by the Takeover panel or any governmental or statutory authority or any other regulatory body?	Yes	No
13. Please detail your current business interests, including the nature of the business, employment obligations, or any relationships, transactions, positions you hold (volunteer or otherwise), or confirm 'None'		
13(a) Are you aware of any of the above or any circumstances that you believe could contribute to a conflict of interest between Prince Henry's High School and your personal interests, financial or otherwise? If 'Yes' please provide details below in 13(b) below :	Yes	No
13(b) I have the following conflict(s) of interest to report		

14. Please specify below any other Companies of which you are a Director:	
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Please use this space to give further details to questions you have answered with “Yes” (if this has changed from the previous assessment).

Declaration:

I declare that the information given on this form is correct to the best of my knowledge and belief. I understand that any false information may disqualify me from association or may lead to the termination of my association with Prince Henry’s High School

Name (print): _____

Signature: _____

Date: _____

Appendix 3: Protocol for Conducting Virtual Governor Meetings

During the Coronavirus pandemic, Committee, Full Board and Members meetings of the Prince Henry's High School Academy Trust may be held in person in school, online or using a hybrid of in person and online.

The preferred platform for enabling virtual meetings is Zoom. Appropriate security features will be enabled to ensure that only invitees will be able to access any meeting.

The Governance Professional (GP) (supported by a member of the school's IT team when necessary) will be responsible for:

- Ensuring that all governors have an adequate internet connection to enable them to access meetings online; testing that connection and access to the meeting platform; and providing instruction on how to access and participate in virtual meetings.
- Preparing for all meetings in the usual manner, including distributing agenda, minutes and supporting papers via governors' school email addresses and/or the governors' SharePoint area.
- Including the secure Zoom invitation link to the meeting within the agenda document or sending it via governors' school email addresses.

Governors will:

- Endeavour to attend the entire meeting. Logging on and off during the meeting may affect the quorum, security and flow of the meeting.
- Endeavour to attend the meeting with webcam on. This will help to moderate the meeting and take minutes. If this is not possible, the governor may attend via audio only
- Remain on mute unless they are speaking.
- Use headphones, where possible, to improve sound quality and help keep the meeting private if other people are present at their location.
- Be mindful of who or what is visible in the background, and avoiding others overhearing their contributions to the meeting, particularly if confidential information is being discussed. If possible, they should be in a private room where they cannot be overheard.
- Notify the GP in advance of the meeting, or at the start of it, if they know that they will be absent for all or part of the meeting. They should state the reason for being absent or leaving early and, if appropriate, the time at which they will join or leave the meeting.

Conducting Meetings

- The GP will take a register of attendees. Any person attending via audio must state their name to confirm they are present.
- The GP will seek permission from governors to record the meeting for the purposes of preparing the minutes. The recording will be deleted when the minutes have been approved and signed.
- The Chair will summarise key discussion points and decisions at each point in the agenda in order to facilitate more easily the taking of minutes.
- A participant in the meeting will indicate they wish to speak by raising their hand or, if they are attending via audio, directly address the Chair and state their name.
- Where a participant loses their Zoom connection during the course of the meeting, they will send a text message to the GP as quickly as possible, as their absence may affect whether the meeting is quorate. The GP will re-admit them to the meeting from the Zoom waiting room when their connection has been restored.
- Where a governor declares a conflict of interest prior to or during the meeting, they must withdraw from the relevant part of the meeting by leaving the call and waiting in the Zoom waiting room. The GP will re-admit them to the meeting at the appropriate time.
- Where a vote is required, governors will be asked in turn to confirm their decision.
 - The GP will record the numbers for and against and state the overall decision.
 - The GP will record if a governor has been unable to vote due to an IT connectivity issue

After the meeting

- The minutes of the meeting may be signed by the Chair by use of their electronic signature or by printing off the signature page, signing this and sending a scanned copy to the GP