



Elements
Diocesan Learning Trust

Flourishing together, in the love of God.

TRUST BOARD CODE OF CONDUCT

2026-2027

ELEMENTS DIOCESAN LEARNING TRUST

CHRISTIAN VISION

Together we flourish, in the love of God.

The Trust Board will exercise its strategic leadership, accountability and oversight through this vision, ensuring that the Trust's Christian values shape governance, decision-making and relationships at every level. The Board will safeguard the Trust's Christian distinctiveness, promote excellence in education, steward resources wisely, support the wellbeing of pupils and staff, and work to ensure that every school and every member of the Trust community is able to flourish spiritually, academically, personally and professionally.

PURPOSE OF THE TRUST BOARD

As a charitable company limited by guarantee, Elements Diocesan Learning Trust ("the Trust") is governed by a Board of Trustees ("the Board"), who are also directors for the purposes of company law.

Elements Diocesan Learning Trust is a legal entity in its own right, however directors' powers ultimately stem from the sponsor Worcester Diocesan Academy Trust (WDAT). As sponsor, WDAT takes responsibility for pupil outcomes in all Elements Diocesan Learning Trust academies. WDAT appoints the company members of Elements Diocesan Learning Trust who, in turn, appoint the Trustees (otherwise known as 'directors').

On behalf of the sponsor, the Board is responsible for the strategic leadership, accountability and oversight of the Trust and all academies within it. Directors are collectively responsible for:

- advancing the Trust's charitable objects;
- ensuring the Trust delivers high-quality education and strong pupil outcomes;
- ensuring financial sustainability and effective stewardship of public funds;
- ensuring compliance with company law, charity law, funding agreements and statutory requirements;
- protecting the Trust's Christian distinctiveness and ethos;
- ensuring effective risk management and assurance arrangements across the Trust.

The Board will operate in accordance with the Articles of Association, Funding Agreement, Academy Trust Handbook, Governance Handbook and all relevant legislation.

VISION, ETHOS AND VALUES

The Board shall ensure that the Trust's Christian vision and values underpin all aspects of governance, leadership, decision-making and relationships throughout the Trust.

The Board will:

- preserve and promote the Trust's Christian foundation;
- determine the educational character and religious ethos of the Trust;
- ensure that strategic decisions align with the Trust's vision and values;
- work collaboratively with diocesan authorities, Members, schools and communities to further the Trust's mission.

CORE FUNCTIONS OF THE BOARD

Elements Diocesan Learning Trust is a charitable company limited by guarantee registered in England and Wales with company number 10390487

Registered Office: St Barnabas CofE First and Middle School | Stonebow Road | Drakes Broughton | WR10 2AW

The Board shall fulfil the three core functions of academy trust governance:

Strategic Leadership

- Determine the Trust's vision, values and strategic direction.
- Approve and monitor the Trust's strategic plan.
- Approve annual and longer-term organisational priorities.
- Ensure effective succession planning for governance and leadership.

Accountability

- Hold executive leaders to account for educational performance.
- Hold executive leaders to account for organisational effectiveness.
- Monitor delivery against agreed strategic objectives.
- Ensure appropriate challenge and support.

Financial Oversight

- Ensure effective stewardship of public money.
- Ensure value for money.
- Maintain financial sustainability.
- Oversee risk management and internal scrutiny arrangements.

This Code of Conduct sets out the expectations on, and commitment required, from Trust Directors in order to properly carry out its work within the Multi Academy Trust and the Trust community.

This Code of Conduct will be reviewed by the Board of Directors on an annual basis and will be signed by the Directors at the first meeting of the Autumn term. It is a requirement that each Director complies fully with each of the expectations in this Code of Conduct.

Roles and Responsibilities

1. The Trust Board is a corporate body, which means:

- No Director can act on her/his own without proper authority from the full Board.
- All Directors carry equal responsibility for decisions made.
- The over-riding concern of all Directors has to be the welfare of the trust as a whole.

2. The Trust Board recognises the key role of individual Local Academy/School Boards:

The LAB/LSB members are accountable to the DoWMAT Board for the quality of support they provide the school, specifically regarding their key functions in line with our Scheme of Delegation as follows:

Standards

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- Monitoring school performance and improvement – regular review of performance data, including exam results, attendance rates, and pupil progress, to ensure that the school is meeting its targets.
- Working with senior leaders to identify areas for improvement and develop strategies to address them in line with the trust's strategic objectives.

Stakeholder engagement

- Ensuring the needs and concerns of all stakeholders (e.g. staff, pupils, parents, local community, church/diocese) are accounted for in the decision-making process and acting as a mouthpiece for their interests and voices at trust level.
- Achieved through effective communication channels, consulting key stakeholders, and working in partnership with the local community.

Safeguarding

- Implementing the trust's safeguarding policy and fostering a culture that prioritises the safety and wellbeing of all pupils and staff in their respective schools.
- Working closely with the Designated Safeguarding Lead (DSL) to ensure the necessary procedures are in place, which can be supported through the appointment of a link governor.
- Monitoring and reviewing the effectiveness of the school's safeguarding arrangements.

SEND

- Ensuring adequate resources are provided to pupils with special educational needs and disabilities (SEND) that support their educational progress.
- Seeking assurances that staff are trained to implement strategies and support plans.
- Working in partnership with other stakeholders, such as parents, external agencies, and the wider MAT community, to ensure that pupils with SEND are well-supported and included in all aspects of school life.
- Like safeguarding, this is usually primarily carried out by a specific link governor.

Spirituality

- Ensuring Christian vision and values underpin all aspects of academy life. In this way, we can be assured that our pupils grow and learn in schools where their individual qualities are nurtured to instil fulfilment, self-worth, the skills to contribute to society and confidence in the future.

The LAB/LSB is also responsible for determining, monitoring and keeping under review the academy policies, plans and procedures within which the academy operates.

Further information on the role of Local Academy Boards can be found on [Academy trust governance guide - Guidance - GOV.UK \(www.gov.uk\)](https://www.gov.uk/guidance/academy-trust-governance-guide)

All members of the Board of Directors will be required to make themselves familiar with Trust policies and procedures, including the following:

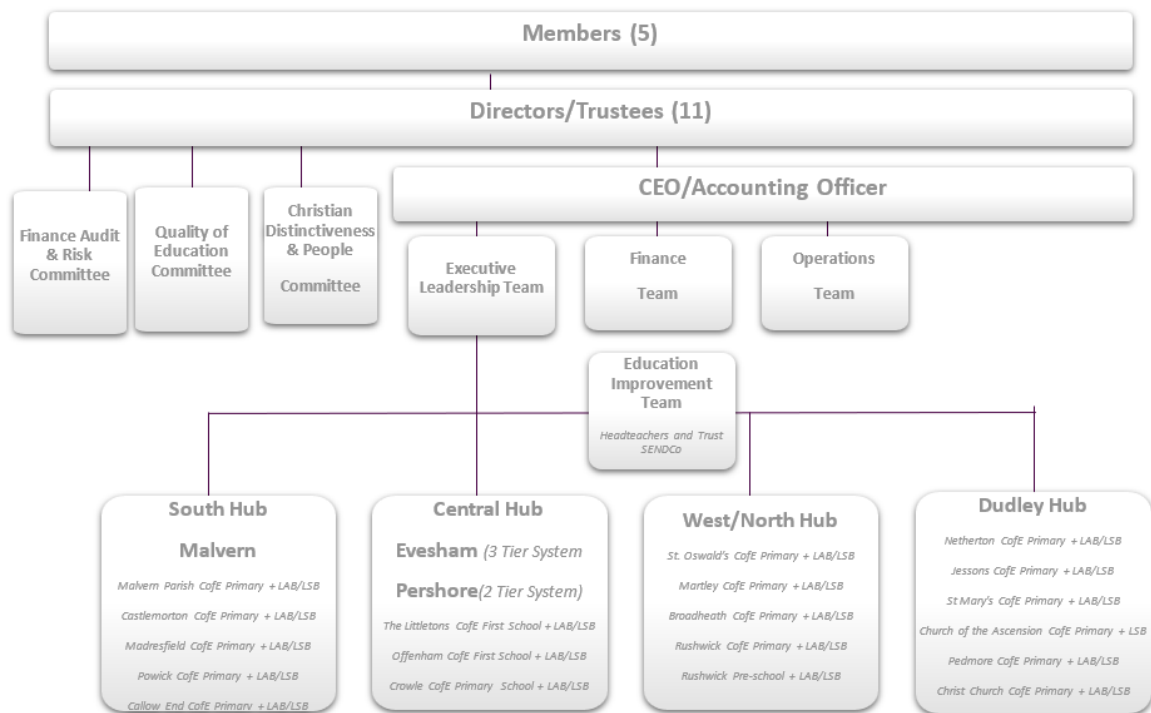
- Child Protection and Safeguarding Policy
- Equal Opportunities and Dignity at Work Policy
- Health and Safety Policy
- Behaviour Statement
- Whistleblowing Policy

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- ICT Policies
- Data Protection Policy
- Disciplinary Procedures
- Complaints Procedures

Elements Governance Structure



Legal Framework

This policy has due regard to legislation, including, but not limited to, the following:

- The Children Act 1989
- The Children Act 2004
- The Education Act 2011
- The Childcare (Disqualification) Regulations 2009
- The Childcare Act 2006
- Protection of Freedoms Act 2012
- The Data Protection Act 1998

This Code of Conduct also has due regard to DfE guidance: [Academy trust governance guide - Guidance - GOV.UK \(www.gov.uk\)](https://www.gov.uk/guidance/academy-trust-governance-guide)

As a member of the Elements Board of Directors, I accept the following principles and procedures:

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General

- ✓ I understand the purpose of the Elements Board as set out above and how this is different to the LAB/LSB
- ✓ I am aware of and accept the Nolan seven principles of public life (see Appendix. 1).
- ✓ I will work to ensure that Christian distinctiveness is embedded throughout the Academy Trust.
- ✓ I am fully aware of the Schedule of Requirements placed on academy trusts and will play my part in ensuring these are embedded within the Elements: [Academy trust handbook 2026: effective from 1 October 2026 - GOV.UK](#)
- ✓ I accept I have no legal authority to act individually and therefore will only speak on behalf of the Trust Board when I have been specifically authorised to do so.
- ✓ I have a duty to act fairly and without prejudice and, in so far as I have responsibility for staff, I will fulfil all that is expected of a good employer.
- ✓ I will encourage open government and will act appropriately.
- ✓ I accept collective responsibility for all decisions made by the Trust Board or its delegated agents. This means that I will not speak against majority decisions outside the Board meeting.
- ✓ I will not enter into dialogue or express my views on the Trust or any Trust academy on social media even if not acting in the capacity of a Director / Trustee of Elements.
- ✓ I will consider carefully how our decisions may affect the community and other schools and the Multi Academy Trust.
- ✓ I will always be mindful of my responsibility to maintain and develop the ethos and reputation of our trust. My actions within the trust and the local community will reflect this.
- ✓ In making or responding to criticism or complaints affecting the academy, I will follow the procedures established by the Multi Academy Trust.

Commitment

- ✓ I acknowledge that accepting office as a Director involves the commitment of significant amounts of time and energy.
- ✓ I will each involve myself actively in the work of the Elements Board, and accept my fair share of responsibilities, including service on committees or working groups.
- ✓ If acting as a Director, I will not go beyond my duties or act outside of the powers of authority conveyed on me, and acknowledge that were I to do so, I could be held liable to the Board and/or third parties.
- ✓ I will make full efforts to attend all meetings and where I cannot attend, explain in advance in full why I am unable to.
- ✓ I will get to know the Multi Academy Trust well, participate in the academy community and respond to opportunities to involve myself in activities at the academy.
- ✓ My visits to any academy will be arranged in advance with the staff and undertaken within the framework established by the Board and agreed with the Elements CEO.
- ✓ I will consider seriously my individual and collective needs for training and development, and will undertake relevant training.
- ✓ I am committed to actively supporting and challenging the Elements CEO.
- ✓ I am committed to working with the Multi Academy Trust to support the academies within the trust.
- ✓ I accept that in the interests of open government my full name, date of appointment, term of office, roles, attendance records, relevant business and pecuniary interest and the category of Director will be published on the academy's website.
- ✓ In the interests of transparency, I accept that the information relating to Directors / Trustees will be collected and logged on the DfE's national database of governors (Edubase).

Relationships

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- ✓ I will strive to work as a team in which constructive working relationships are actively promoted.
- ✓ I will express views openly, courteously and respectfully in all our communications with other Directors.
- ✓ I will support the Chair of the Board in their role of ensuring appropriate conduct both at meetings and at all times.
- ✓ I am prepared to answer queries from other Directors in relation to delegated functions and take into account any concerns expressed, and I will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- ✓ I recognise that the roles of Director, governor, staff member and volunteers in academy trusts are different. Where I am also a governor, staff member and/or volunteer in a trust academy, I will maintain the separation of my roles.
- ✓ I will seek to develop effective working relationships with the Trust Central team, academy learning partners, headteachers, staff, parents, Local Authority and other relevant agencies, as appropriate.

Confidentiality

- ✓ I will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside the academy.
- ✓ I will exercise the greatest prudence at all times when discussions regarding trust business arise outside a Board meeting.
- ✓ I will not reveal the details of any Board vote.

Conflicts of Interest

- ✓ I will record any pecuniary or other business interest that I have in connection with the Trust's business in the Register of Business Interests. I accept that the Register of Business Interests will be published on the Elements website.
- ✓ I will declare any interests of those related or closely connected to myself on the Register of Pecuniary Interests.
- ✓ I will declare any pecuniary interest - or a personal interest which could be perceived as a conflict of interest - in a matter under discussion at a meeting and offer to leave the meeting for the appropriate length of time.
- ✓ I will act in the best interests of the Trust as a whole and not as a representative of any group, or Trust academy.

Breaching the Code of Conduct

If a member of the Board breaches this code of conduct, the issue will be raised with the Chair of the Board, who will investigate the concern. In the event that it is believed the Chair has breached this code of conduct, another member of the Board will undertake the investigation.

In the event that the Board feels there may be a need to suspend a Director, the Board will inform the Members whose duties include the appointing and the removal of Directors.

The members will always attempt to resolve any difficulties or disputes in a constructive manner and ensure a fair and objective process is undertaken to decide upon the next steps.

Code of Conduct Acknowledgement Form

The Elements Board of Directors adopted this code of practice on _____ *date*. (It is recommended that Directors review and adopt the Code of Conduct at the first Board meeting of each academy year).

Undertaking: As a member of the Elements Board:

- ✓ I will always have the well-being of the children and the reputation of the academy trust at heart.
- ✓ I will do all I can to be an ambassador for the trust, publicly supporting its aims, values and Christian ethos.
- ✓ I will never say or do anything publicly that would embarrass the Multi Academy Trust, any Elements academy, the Local Governing Bodies of any Elements academy, Elements headteachers or staff.

Signed

Printed name

Date:

I hereby acknowledge the terms detailed within the Board 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 Policy for Elements.

Appendix 1: The Seven Principles of Public Life

(originally published by the Nolan Committee: The Committee on Standards in Public Life, to consider standards of conduct in various areas of public life)

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.

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 that 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.

Document History

Date	Author	Summary Changes	Approved by
04.09.2026	Vicki Shelley	1.Updated branding in line with Trust Board ToR 2.Updated purpose in line with the Trust Board ToR 3.Updated the LAB/LSB focus 4.Included a reference to ICT policies 5.Included new governance structure	Trust Board
29.06.2025	Vicky Rudge	1. Annual Review 2. Updated Governance Structure Chart	Trust Board
04.10.2024	Vicki Shelley	1. Annual Review 2. Governance handbook and competency framework withdrawn. Guidance updated to follow: Academy trust governance guide - Guidance - GOV.UK (www.gov.uk) 3. Appendix 1 removed and replaced with link to relevant legislation. 4. Appendix 3 removed and replaced with link to relevant guidance. 5. Assessment policy removed from the list.	Trust Board
03.10.2023	Claire Davies	Annual Review	Trust Board
06.10.2022	Claire Davies	Annual Review	Trust Board