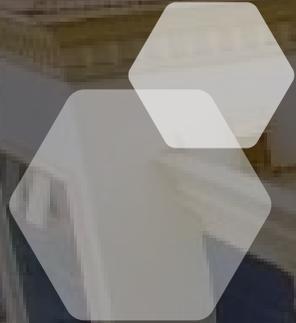


The International School of Elite Education "ISEE"



ELITE
Education School

**Governance
Code of Conduct**

March 2020



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CODE OF CONDUCT

This Code of Conduct sets out the expectations, commitment and responsibilities for behaviours and actions, required from school governors in order for the governing board to properly carry out its work within the school and the community.

In order for the governing board to achieve the best possible outcomes for all the children and to fulfil their statutory responsibilities, the governing board should operate according to the following principles:

A. General

As individuals on the Board, all governors agree to the following:

- We are responsible for determining, monitoring and keeping under review the broad policies, plans and procedures of the school.
- We recognize that the School Principal is responsible for the implementation of policy, day- to-day management of the school and the implementation of the curriculum.
- We accept that all governors have equal status, and our overriding concern will be the welfare of the school as a whole.
- We have no legal authority to act individually, except when the governing body has given us delegated authority to do so.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfill all that is expected of a good employer.
- We will encourage open governance and will act appropriately.
- We will consider carefully how our decisions may affect pupils and other stakeholders.

B. Commitment

Acknowledging the commitment of significant time and energy involved all governors will:

- Make every effort to attend meetings and where this is not possible explain why in advance.
- Read all paperwork prior to meetings and prepare themselves in advance of the meetings.
- Accept a fair share of the responsibility of the workings of the governing board and its committees.

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- Enhance his/her effectiveness as a governor through participation in training, development programmes and increasing his/her knowledge skills and behaviors.
- Get to know the school well and respond to opportunities to involve themselves in school activities.
- Visit the school, with all visits to school arranged in advance with the staff and undertaken within the framework established by the governing board and agreed with the School Principal.
- Accept that information about governors will be uploaded on the school website with ways for the parents to reach them.

C. Confidentiality

There are times during governing board meetings where discussions or information given, is confidential. The Chair of Governors will remind governors of the need for confidentiality.

This is an important area of governance where governors need to:

- Observe confidentiality when matters are deemed so and when matters concern specific members of staff or pupils, both inside and outside governing board meetings.
- Exercise the greatest prudence at all times when discussions regarding school business arise outside a governing board meeting – **and in particular when using social networking sites (see below).**
- Regard all discussions made when reaching decisions, as confidential.
- Never reveal the details of any governing board vote.
- Dispose of confidential papers responsibly.
- Understand that the requirements relating to confidentiality will continue to apply after a governor leaves the board.

D. Communication and social networking channels

As individuals on the Board, all governors agree to the following:

- We will use social networking channels responsibly and ensure that neither our personal or professional reputation, nor the school's reputation is compromised by inappropriate postings.
- We will direct such enquiries to the relevant Lead Governor, Committee Chair or to the Chair of Governors if circumstances suggest this.



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- We understand the relevant committee chair / lead governor will be responsible for ensuring that the Governor initiating the request is provided with a satisfactory answer. The relevant committee chair / lead governor will liaise with the School Principal who will either provide the Governor with the answer or ask one of their colleagues to do so.
- We will make any follow up request to the relevant Lead Governor or Committee Chair.
- We will not make direct contact with individual members of staff in order to avoid disrupting their focus on their priorities, with the following specific exceptions where contact is desirable and with the School Principal's continued awareness of such contact:
 - a) The Chair of finance advisory committee should have direct contact with the School Principal and Finance Manager.
 - b) The Chair of human resources committee should have direct contact with the School Principal and human resources director.
 - c) Committees' chairs / lead governors should have direct contact with the school principal.
- We understand a Committee Chair will inform other committee members on a timely basis of any important issues discussed outside the meeting.

E. Dispute Resolution

Policy:

The Board of Governors encourages board members to resolve any issues or concerns that they may have at the earliest opportunity.

It is important that as issues do arise, they are dealt with in a fair and timely manner. While some conflicts will be resolved by an informal discussion between the parties, others will need a process for successful resolution.

Principles:

The Board of Governors has endorsed the following principles for board members to follow:

- Respect for another's point of view.
- Commitment to resolving the issue.
- Willingness to compromise.
- Confidentiality.
- Impartiality.
- Respect.
- Prompt action.
- Freedom from repercussions.



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Procedure:

- The dispute must be set out in writing and sent to the chair. The chair must acknowledge receipt of this document within two days.
- The chair will use his or her discretion to bring the issue to the next board meeting or call an extraordinary meeting when needed.
- When raised at the board meeting all people involved in the dispute will be given the right to speak.
- The matter should be discussed with all board members present, unless they have advised the chair, preferably in writing, that they are aware there is a dispute resolution meeting being held and they are unable to attend.
- The chair will call for a motion from the board, e.g. to appoint an independent assessor, seek mediation, call an extraordinary general meeting, or to dismiss the complaint. All members present at the meeting will vote on the motion
- A board decision may be reviewed in situations where:
 - a) New information has emerged that was not available when the original decision was made.
 - b) The board has become aware of an error in previous information that was used to make the decision.
 - c) A board member did not feel able to present his or her case at the time the board made its decision.

Mediation:

- Where mediation is sought, the mediator must be:
 - a) A person chosen by agreement between the parties.
 - b) In the absence of agreement, a person appointed by the Full Governing Body Committee.
- A member of board can be a mediator, but may not be a member who is a party to the dispute.
- The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- The mediator, in conducting the mediation, must:
 - d) Give the parties to the mediation process every opportunity to be heard.
 - b) Allow due consideration by all parties of any written statement submitted by any party.
 - c) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- The mediator must not determine the dispute.
- The mediation must be confidential and without prejudice.



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- If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute otherwise in the board or at law.

Roles and responsibilities:

It is the responsibility of the chair to ensure that:

- Board members are aware of this policy.
- Disputes are handled respectfully, confidentially, and in accordance with natural justice.

F. Conflict of Interest

A conflict of interests exists where a Board member's outside interests, whether personal, familial, financial, professional or otherwise, have an undue influence or may reasonably be perceived to have an undue influence on the member's discharge of his/her responsibilities as a Board member. An undue influence is defined as the improper use of power or trust that deprives a person of free will and substitutes another's objectives.

- The Board of Governors as a whole relies on individual Board members to report promptly the existence of or the possibility of actual or perceived conflict of interest.
- When a conflict does or may exist, the Board member must declare the conflict and either voluntarily withdraw from consideration of the matter in issue or allow the Chair to take appropriate action.
- The Chair need not wait for the member to report a conflict and may raise an actual or perceived conflict of interest with a Board member.
- When there is, in the opinion of the member or of the Chair, an actual or possible conflict of interest, the Board member must identify and disclose to the Chair all details of the situation pertinent to the determination by the Chair of whether a conflict of interest exists, and if so, the appropriate remedy.
- If the Chair determines there may be an actual or perceived conflict of interest of a Board member, the Chair may take whatever action he or she deems appropriate to resolve the conflict, including but not limited to the following:
 - a) Directing the Board member to divest himself/herself of the outside interests.
 - b) Directing the Board member to transfer the outside interests to a neutral or third party.
 - c) Publicizing the potential conflict so that actual conflict may be avoided.
 - d) Excluding the Board member from discussions or decisions relating to the matter in which the Board member has a conflict of interests.



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- When there is a conflict of interest, the board member's ability to discharge his/her responsibilities to the Board is inhibited.
- Where a conflict of interest is declared to exist by a member or the Chair, the member must refrain from voting on or participating in any way in any matter in which the conflict exists, and must refrain from any attempt to influence decision-making on any such matter.

Governors will:

- Record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the governing board's business.
- Declare any conflict of loyalty at the start of any meeting should the situation arise.
- Act in the best interests of the school as a whole and not as a representative of any group, even if elected to the governing board as a parent or staff member.

G. As individuals on the board, all governors agree to the following:

- Understand the purpose of the Board of Governors and its strategic role.
- Understand how the role of the board differs from and works with others including the headteacher and where appropriate, executive leaders, trust boards and academy committees.
- Accept to have no legal authority to act individually, except when the board has given delegated authority to do so.
- Accept collective responsibility for all decisions made by the board or its delegated agents. This means that no member shall speak against majority decisions outside the governing board meeting.
- Have a duty to act fairly and without prejudice.
- Be careful on how the decisions may affect the community and other schools.
- Be mindful of their responsibility to maintain and develop the ethos and reputation of the school/group of schools.
- Respect the role of the executive leaders and their responsibility for the day to day management of the organisation and avoid any actions that might undermine such arrangements.
- Adhere to the school's rules and policies and the procedures of the governing board as set out by the relevant governing documents and law.
- Get to know the school/s well and respond to opportunities to involve in school activities.
- Set the strategic direction of the school by determining the character, aims, objectives, ethos and values of the school.
- Alongside the principal and headteachers, develop the policy framework to achieve the required aims and objectives.



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- Help the school to provide the best education for each of its pupils and to enable them to achieve the highest standards of achievement.
- Through relevant policies and procedures ensure that the school is a safe environment for all pupils and staff.
- Agree on strategies for school improvement, including approving the budget and agreeing on the staffing structure.
- Acknowledge that the day to day running of the schools and the implementation of plans and policies of the governing board, is the responsibility of the Head teachers and senior leadership teams.
- Actively support and challenge the school Principal, including monitoring, reviewing, evaluating and offering support, constructive advice and acting as a sounding board.
- Ensure accountability to all stakeholders (pupils, parents, community, local authority, Diocese). This accountability relates to safeguarding, standards, school improvement, the budget and making appropriate information available to the stakeholders.
- Regularly monitor and review the performance and activities of the governing board.
- Follow the School's complaints procedures as established by the governing board.

H. Implementation of the code of conduct

- It is essential that all governors and associate members within this governing board are aware of and understand each section of the Code of Conduct.
- Governors never say or do anything publicly that would embarrass the school, the Governing board, the School Principal or staff.
- If any governor breaches the Code, then the governing board will discuss the breach and take action if necessary. Action might be a warning, or possibly a suspension or removal for a period of five years.



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I. Breach of this code of conduct

- If we believe this code has been breached, we will raise this issue with the Chair and the Chair will investigate; the Governing Board/Members of the school 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 has breached this Code, another Governor, such as the Vice Chair, will investigate.
- **New members of the governing board should be made aware of the Code.**
- **Code is reviewed annually.**
- **Governors will sign the Code at the first Governing Board meeting of each calendar year.**

Undertaking

As a member of the Governing Board I will always have the well-being of the students and the reputation of the school at heart; I will do all I can to be an ambassador for the school, publicly supporting its aims, values and ethos; I will never intentionally say or do anything publicly that would embarrass the school, the Governing Board, the School Principal or staff. I will resign with immediate effect, if I become disqualified to hold office as a Director/Governor.

Name: Signed:..... Date: