

LTE Group Governor and Co-optee Code of Conduct

1. Members must agree as a condition of Corporation membership, to be bound by the Code of Conduct for Governors and Co-opted Members agreed by the Corporation and recognise that breach of the code could result in termination of their governor role.
2. Acceptance of membership of the Corporation constitutes an agreement to comply with the current Code of Conduct and any subsequent revisions.
3. The Code of Conduct for Governors and Co-opted Members will be confirmed as accepted annually by all Governors in their annual declarations.
4. The Code of Conduct is as follows:

Introduction

- a. This Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of all Governors and co-opted members.
- b. The Code of Conduct applies to every Corporation board, committee, working party, subsidiary body of the Corporation a Governor or Co-opted member is attending in their role as an LTE Group Governor/Co-opted member.
- c. All Governors and co-opted members are required:
 - on accepting office, to declare that they will be guided by the Code of Conduct
 - annually, to make a declaration which will formally record any interests both personal and business related which may have a direct or indirect connection with LTE Group.
 - annually, to complete a commitment statement and a conformation that they will comply with the Code of Conduct.
 - Governors and co-opted member should not:
 - act in a way which will bring the Corporation or the Group into disrepute.
 - use information gained in the course of their membership of the Corporation for personal gain.
 - use their membership of the Corporation to promote or assist in any of their other activities.

Duties

Individual Governors and co-opted members should, at all times:

- act with awareness of their wider responsibilities as a Governor or co-opted member
- comply with this Code of Conduct
- observe the provisions of the Groups Instrument and Articles and Standing Orders
- act in good faith and in the best interests of the Group.
- ensure that all decisions taken at meetings of the Corporation and its committees are for the benefit of the Group as a whole and not for any inappropriate purpose, or for personal motive.
- ensure that all decisions taken at meetings of the Corporation and its committees are always for the benefit of the Group, its learners and staff and other users of the Group and must be taken with a view to safeguarding public funds
- not be bound in their speaking and voting by mandates given to them by other bodies or persons, including any bodies that elected them
- recognise that they are not appointed as 'representatives' or 'delegates' of any other body and may not lawfully be bound by mandates given by others
- uphold the Nolan Committee standards of public life (Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership)
- uphold the confidentiality of any matter deemed confidential by the Board on the grounds of commercial or personal sensitivity
- act fully in accordance with the highest principles of financial accountability
- collectively observe the duties set out in the Financial Memorandum
- recognise that the Corporation's function is to decide strategic policy and overall direction and to monitor the performance of the CEO and any other senior post holders and that the CEO's role is to

- implement the Corporation's decisions, and to manage the Groups affairs within the budgets and framework fixed by the Corporation
- work together so that the Corporation and the CEO perform their respective roles effectively.
- A Governor or co-opted member must give immediate notice to the Company Secretary should they become disqualified from continuing to hold office. If a Governor or co-opted member is in doubt about the provisions of any of the Governance policies and procedures, the Company Secretary should be consulted and, if necessary, legal advice obtained. However, ultimate responsibility for the appropriateness of conduct as a member of a corporate body and for any act or omission in that capacity rests with the individual Governor or co-opted member.

Appendix 1

The Seven Principles of Public Life

The following is an extract from the Second Report of the Nolan Committee on Standards in Public Life, May 1996.

Selflessness

Holders of public office should take decisions 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 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.