



## **Governor Charter**

*As a nation we have always been forward-looking and planning for the future, which has been a key driver of our success. To achieve its goals we must work together and share responsibilities.*

Sheikh Mohammed Bin Rashid Al Maktoum

*We now stand on the threshold of a new era in Dubai's progress. If we could glimpse into the future, we would see a private school community whose growth is driven by the vision of its leaders and the care of its members. We would see principals, teachers, parents, and students becoming the architects of a school culture that is internationally renowned for its diversity and quality. We would see education in Dubai take its place among the best in the world.*

Dr. Abdulla Al Karam  
Director General  
KHDA



*What is the role of a private school's governing body?*

Governing boards provide vital leadership to schools. They ensure that schools are well-run by management and that sustainable outcomes are delivered. They act as stewards to ensure a school supports the most promising opportunities for its students. The focus of a school's governing board is to establish the strategy for the principal and school management so as to provide the best education possible for every student at the school.

All governing boards of private schools have four core functions:

- 1. Setting strategic direction within the context of a clearly stated vision and ethos.**
- 2. Holding the senior leadership team accountable for the achievement of strategy and running of the school.**
- 3. Overseeing the overall educational performance of the school and suggesting ways for improvement.**
- 4. Overseeing the financial performance of the school – this includes setting fees, budget oversight, and achieving financial targets.**

International research and school inspection results have shown that good school governance has a positive impact on school performance – where governance is good, standards of student attainment are likely to be higher. Conversely, poor governance is often cited as a reason why schools fail. This is reflected in Dubai and throughout all member countries of the Organization of Economic Cooperation and Development (OECD).

A school governing board acts as a critical friend to the school, challenging the status quo and setting expectations

*Credit: The Gift of Good Governance, [www.khda.gov.ae](http://www.khda.gov.ae)*



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## 1. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all governors to follow.

By creating this policy, we aim to ensure that governors carry out their role with honesty and integrity and help us to ensure our school is an environment where everyone is safe, happy and treated with respect.

The code is based on the The Gift of Good Governance and the Governance Handbook KHDA, Governance Handbook 2017 UK and the Academy Trust Handbook 2021 undated 2023

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

## 2. Governor principles

- **Integrity:** we will not act or take decisions that will negatively affect the school stakeholders and wider community's interest
- **Objectivity:** we will act and take decisions impartially, fairly, and on merit using evidence and avoid discrimination or bias
- **Accountability:** we understand that we as governors are accountable to the School Owners who representatives form part of the Board of Governors, and to the school regulatory authority for our decisions and actions. To make sure of this, we will be scrutinised by the regulatory authorities.
- **Openness:** we will act and take decisions openly and transparently. We will act in accordance with respect to the School Owners, with consideration to the confidentiality agreement and in respect of local laws and customs
- **Honesty:** we will be truthful
- **Confidentiality:** we will respect the confidentiality of all stakeholders to whom we are responsible

## 3. Governors' responsibilities

The 3 functions of our board are to:

- Ensure clarity of vision, ethos and strategic direction of the trust
- Hold school leaders to account for the achievement of strategic direction and educational performance of the school, and the performance management of staff

- Oversee the financial performance of the school.

*Adapted from The Gift of Good Governance, KHDA*

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

- Understand and respect the distinction between the roles and responsibility of the Board and those of the School Owners
- Set and maintain an ethos of high expectations for everyone in the school community including in the conduct and the professionalism of the board itself.
- Promote equity and diversity throughout our organisation, including the board's operation
- Respect and not undermine fundamental values of the United Arab Emirates and as a British school, British values including the rule of law, 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 our key stakeholders (students, parents, staff, local communities and the local authority/authorities)
- Follow the procedures of the board as set out in relevant legislation, statutory guidance, and the trust's constitutional documents
- Take responsibility for self-evaluation regularly reviewing our board's performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the board as a whole remains accountable and that important decisions relating to core functions will be made by the board led by the Chair
- Comply with relevant guidance and legislation
- Understand that financial management and final decision-making will be the jurisdiction of the School Owners but all governors may be asked for our contributions.
- Work to actively identify and manage risks to the school

#### **4. Working with others**

We will:

- Support and strengthen trust leadership by providing constructive challenge to leaders, and holding them to account



- Respect the role of the School Owners and school leadership teams, and avoid routine involvement in operational matters
- Respect each others' views
- Work together as a board to develop effective relationships with stakeholders and understand that we are answerable to these stakeholders
- Follow our equality policy and apply the principles of fairness and equity in everything we do

## **5. Commitment to governance**

We:

- Will attend all meetings where possible.
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members and that governors are expected to take an active role
- Will prepare ahead of meetings to ensure we make informed contributions
- Will participate in regular prearranged school meetings
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

## **6. Openness and transparency**

### ***Conflicts of interest***

To make sure our board takes impartial decisions without bias, we will:

- Publish minutes through the Board Chair

### ***Publishing information***

To ensure our board is transparent and open to the communities we serve, we will make certain information publicly available.

- We accept that the following will be displayed on the school website to ensure transparency:
  - The structure and remit of the governors and committees
  - The Board Constitution



We accept board minutes will be shared. Only the School Owners will action any Board of Governor display of information.

## 7. Confidentiality

In the course of our role, we are sometimes privy to sensitive information. We 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

***Our commitment to confidentiality does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.***

We will continue to observe confidentiality after we have left office.

### Breaches of confidentiality

In the event of a breach of confidentiality, we will inform the School Owner's representative as soon as possible who will investigate the matter further.

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

## 8. Data protection

We will follow the School's information security processes and measures and data protection policy if applicable when using and storing data.

***Our commitment to data protection does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.***

## 9. Social media

We will:

- Uphold the reputation of the school at all times
- Maintain a professional presence online and carefully consider how we interact with our school's communities
- Review privacy settings regularly to make sure we are happy with the information about us that is publicly available
- Report any incidents of harassment we experience, or see towards governors, to the chair of governors and the School Owners

We will not:

- Accept friend requests from students and not join any private parent/carer 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 School Owners, governors or school communities
- Post any inappropriate language, pictures or comments that may bring us or the school into disrepute

## 10. Monitoring arrangements

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the full board of governors.

Review will take place annually

## 11. Links with other policies

This policy links with our policies on:

- Safeguarding
- Complaints procedure
- Equality Policy

## 12. Complaints

If any governor has reason for complaint, this should be submitted in writing to the Chair of Governors, who will investigate and provide a response within 10 working days.





If the governor submitting the complaint is not satisfied with the outcome, they may then submit their complaint to the KHDA.

Adapted from the following resources: *The Gift of Good Governance, the Governance Handbook KHDA (2018), Governance Handbook (2017 UK), Academy Trust Handbook (2021, updated 2023), and Governance Hub.*



## **Appendix 1: breaches of the code of conduct**

If we suspect a governor has breached the code of conduct the matter will be taken up by the School Owner's representative, whose decision, if any taken on the matter, is final. Members who wish to further pursue may contact the KHDA.

Governors may be removed if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of governors (including failing to undertake training appropriate to the role, whether or not directed to do so by the board)
- Have brought, or is likely to bring the school into disrepute
- Have acted to undermine fundamental UAE and British values
- Have been involved in serious misconduct. The School Owner's representative will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the governors' principles
- Have displayed repeated and serious incompetence
- Have acted in a way that is significantly detrimental to the effective operation of the board, or their actions have interfered with the operational efficiency of the school