MONTESSORI NOOSA
EDUCATION FOR generations

2 Bicentennial Drive Sunshine Beach Queensland
www.montessorinoosa.qld.edu.au

Code of Conduct Policy (Governing Body)

Purpose:	The purpose of this policy is to outline the code of conduct expected of directors of the Education for Generations Ltd - Montessori Noosa in relation to their roles as directors.
Scope:	The policy covers the directors conduct in relation to their governance of the school and their relationship with the Principal and school staff.

Document No.	5.20	**Date Ratified:**	16 September 2026
Status:	RATIFIED	**Supersedes:**	2025 Code of Conduct Policy (Governing Body)
Review Date:	Annually	**Next Review Date:**	One year from date ratified
Authorised by:	**Elizabeth Goor** Board Chair	**Signature:**	
Policy Owner:	School Governing Body (Education for Generations Ltd)		

References:	• Education (Accreditation of Non-State Schools) Act 2017 • Board Conflict of Interest Policy

Definitions/Legislation

The directors of the governing body of Education for Generations Ltd - Montessori Noosa have ultimate responsibility for the overall successful operations of Montessori Noosa. As a director, their duties relate to - the strategic direction of the school; financial operations and solvency; all matters prescribed by law including, but not limited to, safety and the environment; and all major policy issues.
The Education (Accreditation of Non-State Schools) Act 2017 s26 – Suitability of Governing Body allows that in deciding whether the governing body of an accredited school is suitable to continue to be the school's governing body, the Accreditation Board may have regard to "the conduct of the governing body, or its directors, in relation to the operation of the school."

Policy

The over-riding responsibility of a director is to act in the best interests of the school as a whole, and all members of the school.
The Board *Code of Conduct* requires that all directors of the Board of Education for Generations Ltd - Montessori Noosa:

Act honestly, in good faith and in the best interests of the school as a whole.

- bring an open and independent mind to Board and Committee meetings, listen to the debate on each issue raised, and consider the arguments for and against each motion and reach a decision that the director believes, in good faith and on reasonable grounds, to be in the best interests of the school as a whole. While directors must treat each other with courtesy and observe the other rules in this Code, directors should be able to engage in vigorous debate on matters of principle;
- ensure that any possible conflict of interest is disclosed or avoided;
- delegate authority for the administration and management of the school to the Principal, and establish a process for accountability of the Principal, and act accordingly.

Have a duty to use due care and diligence in fulfilling the functions of the position of director and in exercising the powers of a director.

- Prepare for all board meetings by reading and understanding the board papers in advance of board meetings and come to board meetings informed concerning the issues under consideration;
- understand the financial, strategic and other implications of decisions;
- ascertain all relevant information and make all reasonable enquiries.

Use the powers of a director for a proper purpose, in the best interests of the school governing body as a whole.

- demonstrate accountability for your actions;
- accept responsibility for your decisions;
- make reasonable enquiries to ensure that the school is operating efficiently, effectively and legally towards achieving its goals;
- act with the level of skill, care and diligence expected of a director

Recognise that the primary responsibility is to the members of the governing body as a whole, but should, where possible, have regard to the interests of all stakeholders of the school.

- act fairly and impartially
- avoid bias, discrimination, or self-interest;
- demonstrate respect for others by acting in a professional and courteous manner.
- prioritise the board's work to clarify the strategic direction of the school and to develop policies which will move the school towards its strategic vision, mission and goals.

Not make improper use of information acquired as a director.

- ensure information gained as a director is only applied to proper purposes and is kept confidential;
- ensure that any personal information coming to your attention as a Director is handled in compliance with the governing body's privacy obligations.

Not take improper advantage of the position of director.

- avoid the use of your position as a director to cause detriment to the school;
- ensure that you decline gifts or favours that may cast doubt on your ability to apply independent judgement as a Board member of the Society
- avoid activities that may bring you or the board into disrepute.

Not allow personal interests, or the interests of any associated person, to conflict with the interests of the school governing body.

- avoid the use of your position as a director to seek an undue advantage for yourself, family members or associates;
- avoid any conflicts of interest or the appearance of impropriety, which could result from their position, and not use board membership for personal gain or publicity.

Have an obligation to be independent in judgement and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the board.

- demonstrate commercial reasonableness in decisions made
- understand financial reports, audit reports and other financial material that comes before the Board and actively inquire into this material;
- be involved and knowledgeable about not only local educational concerns, but also about state and national issues.

Not disclose such confidential information, the content of discussions and any decisions, resolutions, recommendations or directives made or given at Board or Committee meetings or any confidential communications between the school and the directors or between some or all of the directors in relation to the affairs of the school, or allow any of the foregoing to be disclosed, unless that disclosure has first been duly authorised by the board or is required by law.

- recognise that a director has no legal authority as an individual and that decisions can be made only by a majority vote at a board meeting.
- respect the confidentiality of privileged information and make no individual decisions or commitments that might compromise the board or administration.
- abide by majority decisions of the board, while retaining the right to seek changes in such decisions through ethical and constructive channels.

Should not engage in conduct likely to bring discredit upon the school or its governing body.

- have a good working knowledge of the board's governing documents pertaining to your role as a director;
- act within the powers and for the functions set out in the board's governing documents.
- represent board decisions to the community without bias or prejudice.

Have an obligation, at all times, to comply with the spirit as well as the letter of the law and with the principles of this code.

- promote and support the application of the board's values;
- acknowledge and act in accordance with the responsibility you as a director have in regard to the rights of members of the school and to other stakeholders;
- commit to stand by this code of conduct; to speak with one voice in concert with fellow board members; to maintain a positive culture and orderly decision-making processes; and to do board work openly.

Expectations of directors in board process

A director must, in good faith, behave in a manner that is consistent with generally accepted procedures for the conduct of meetings, at all meetings and committee meetings of the board.

This includes but is not limited to:

- acting in a business-like manner
- acting in accordance with the constitution
- addressing issues in a confident and firm, yet friendly manner
- using judgement, common-sense and tact when discussing issues
- avoiding side conversations, ensuring that all comments are addressed to the full board through the Chair
- ensuring that others are given a reasonable opportunity to put forward their views
- being particularly sensitive in interpreting any request or indication from the Chair that aims to ensure the orderly and good-spirited conduct of the meeting.

Directors are expected to be forthright in board meetings and have a duty to question, request information, raise any issue, fully canvass all aspects of any issue confronting the board, and cast their vote on any resolution according to their own decision.

Outside the board room, however, directors must support the letter and spirit of the board decisions in discussion with any external parties, including parents, staff, students, suppliers or other parties.

Compliance with this code is mandatory and by signing below, you acknowledge your responsibility to act in accordance with these standards at all times.

NAME:

SIGNATURE:

DATE:

DATE: