

# **Committee Matters 2020**

## Section 1 – Purpose of Committees

Introduction .....	6
What the Law says .....	6
Why have Committees? .....	6
Core purpose .....	7
How are Committees set up .....	7
Delegation of tasks .....	8
Decisions for the Governing Board .....	8

## Section 2 – Structure

Committee Membership .....	9
Collaborative arrangements .....	9
Chair of Committees .....	9
Associate Members .....	10
Associate Members in Academies .....	10
Chair and Head Teacher attendance at committees .....	10
Rights of others to attend .....	11
The rights of Staff Governors .....	11
Conflict of interest .....	11
Decisions for the Governing Board .....	11

## Section 3 – Organisation

The operation of Committees .....	13
Quorum .....	13
Voting .....	13
Clerks to Committees .....	13
Role of the committee chair .....	13
What the law says regarding agendas and minutes of Committees .....	13
Linking committees business with the main governing board meetings .....	14
Reporting back on committees business to the full governing board .....	14
Confidentiality .....	15
Decisions for the Governing Board .....	15

## Section 4 – Procedures

Understanding delegation .....	16
Issues to be decided by the whole Governing Board .....	16
Committee decisions .....	16
Delegation of staffing issues .....	16
The appointment of leadership posts .....	17
Decisions for the Governing Board .....	17
<b>Appendix 1:</b> Model committee constitution .....	18
<b>Appendix 2:</b> Model job description for chair of a committee with delegated powers .....	20
<b>Appendix 3:</b> Tips for reporting back to the Governing Board .....	21
<b>Appendix 4:</b> Meetings “health check” .....	23
<b>Appendix 5:</b> Delegation planner .....	25

## Section 5 – Structure

*Model Terms of Reference:*

Standards and effectiveness committee .....	32
Resources committee .....	33
Governing board steering group .....	34

## Section 6 – Essential committees/panels which carry out statutory functions

*Model Terms of Reference:*

Pay committee/panel .....	37
Head Teacher Appraisal/Review Governors .....	38
Staff dismissal .....	40
Appeals .....	41
Complaints .....	42
Pupil Discipline .....	46

## Section 7 – Alternative committee structure

A full governing board with no committees .....	47
Time-limited working parties .....	48
Using several committees .....	48

A governing board with two committees .....	48
Committee based on Ofsted areas .....	49

*Model Terms of Reference:*

Curriculum .....	51
Finance .....	53
Premises/Health and Safety .....	54
Staffing .....	55
Admissions Committee (academies, foundation and aided schools) .....	57
Catholic Life Committee (Catholic Schools only) .....	58

## **Section 8 – MATs**

Introduction .....	59
Local academy committees .....	59
No committees .....	60
Trust committees .....	60
Committees to local academy committees .....	60
Crucial questions .....	61

*Model Terms of Reference:*

Audit committee (MAT) .....	62
Finance committee with responsibility for audit .....	64
Head Teacher appointment decisions .....	64
Pupil Disciplinary Committee .....	65
Appeals Committee .....	65

<b>Appendix 6: Model Schemes of Delegation (SoD) .....</b>	<b>66</b>
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## Section 1 – Purpose of Committees

### Introduction

There are no hard and fast rules about committee structures that governing boards need to set up and the Governor Clerking Service have been encouraging governing boards to review and experiment with different committee structures for some time, but we know many schools are still reluctant to change committee structures that may have been in place for years. We still suggest in stand-alone schools/academies that a maximum of two committees is generally enough to ensure efficient practice.

Governing boards need to ensure that they have in place an effective committee structure so that they can manage their business efficiently and spread the burden of work between members of the Governing Board.

This guidance has been reviewed to take into account the different governance structures that now exist, and the contents are still pertinent for the majority of schools/single academies in Kirklees.

**Please note: Academies must refer to their individual Articles of Association for each section covered within this guidance document as the requirements may differ.**

### What the law says

The committee structure is a matter for each individual governing board. The law gives Governing boards considerable discretion. For maintained schools, The School Governance (Roles, Procedures and Allowance) (England) Regulations 2013 require governing boards to review the following matters annually:

- Committee constitution
- Membership
- Terms of Reference.

The annual review of committees can take place at any time of the year. Most governing boards opt to do this in the autumn term. However, there are advantages to doing it at the end of the summer so that the Governing Board is fully functioning at the start of the new academic year. Whenever you undertake the review, make sure it is an item on your agenda and that sufficient time is allocated for all governors to consider these matters.

If you would like to discuss any other matter regarding governing board committees, please contact a member of the Governor Clerking Service by calling 01484 414701 or email [amerjit.sahota@kirklees.gov.uk](mailto:amerjit.sahota@kirklees.gov.uk)

### Why have committees?

Committees exist to help governing boards manage their business more effectively.

There is no absolute requirement for a governing board to have committees, apart from a committee to consider pay in maintained schools, a finance committee in academy trusts and a dedicated audit committee in larger trusts (MATs) where there is an annual income of over £50 million. However, we would strongly recommend a sound committee structure that lessens the workload of full governing board meetings.

**When committees work well, they provide:**

- Clarity of purpose
- More efficient working of the Governing Board, including improved use of time
- Opportunities for issues to be debated fully and in detail
- More effective decision-making
- Opportunities for governors to develop skills and knowledge in specific areas
- A strengthened partnership between governors and staff.
- Opportunities for governors to develop relationships, build trust and enhance teamwork outside the full governing board meetings
- Strong and effective Governance

**They work less well when:**

- They are not properly clerked and organised
- Agendas and minutes are not given proper attention
- They operate as closed groups and alternative power bases to the full governing board
- They limit opportunities for governors to be informed on key issues, especially issues related to teaching and learning
- Discussion of committee business is duplicated at full governing board meetings.

**Core purpose:**

- To obtain the best possible outcomes for children
- To develop and maintain the ethos of the academy/school
- To strategically plan for development of the academy/school
- To monitor the academy/school's performance
- To effectively manage change
- To obtain the best value for money

**How are committees set up?**

The Governing Board needs to decide which of the following options is likely to be most effective:

- a. The whole governing board debates and decides all policy and strategic matters.
- b. Committees make recommendations but not final decisions. The full governing board takes final decisions.
- c. Committees are given delegated powers to make policy and take all decisions. These are reported back to the full governing board, which remains responsible in law for the decisions made.
- d. Committees are given delegated powers, but the full governing board retains final authority in a few key agreed areas, for example:
  - Approval of the annual budget plan
  - Approval of predicted pupil attainment levels by 31 December (not a statutory duty but good practice)
  - Approval of the School Development/Improvement Plan
  - Approval of a limited number of key school policies
  - Final approval of the school self-evaluation.

**Kirklees Governor Clerking Service recommends the adoption of option d.**

### **Delegation of tasks**

Where the Governing Board has delegated tasks to a committee, the law allows the Governing Board to amend or even overrule committee decisions. However, in order to avoid any potential conflict between a particular committee and the whole Governing Board, careful attention should be given to the Terms of Reference of each committee. These should set out clearly and precisely what each committee is responsible for and how it should operate. It is important when setting terms of reference, for whatever structure is determined by the Governing Board, that statutory policies are incorporated appropriately for review (see DfE guidance on statutory policies: <http://bit.ly/1m3GzFB>)

### **Decisions for the Governing Board**

1. What time of year will the Governing Board review its committee structure, membership and Terms of Reference?
2. Does the whole Governing Board:
  - a. Deal with everything itself?
  - b. Set up committees and require them to report back with recommendations?
  - c. Set up committees and delegate all powers to them?
  - d. Set up committees with some delegated powers, in key areas?

## Section 2 – Structure

### Committee membership

The decision on committee membership is a matter for the whole Governing Board. The strength of a governing board is the extent to which it is able to call on a range of people from different backgrounds and with different skills and interests. The most effective committees are composed of individuals with commitment and enthusiasm who have the relevant skills/expertise, are not afraid to ask questions and seek clarification and to be trained as appropriate for the role. Some governing boards allow new governors to attend all committees as observers before deciding which committee/s they feel would be most appropriate to their skills. Allocating someone to a committee does not mean they must remain on that committee for an indefinite period. Many governing boards rotate their committee membership every two or three years.

### Collaborative arrangements

It is recommended that governing boards are no bigger than they need to be to have all the skills necessary to carry out their functions. The size and structure of the Governing Board should be designed so that every member actively contributes relevant skills and experience. The need for governing boards to establish committees, including for complaints, exclusions or disciplinary matters, does not in itself necessitate a large governing board. Committees of the Governing Board can be established specifically for these purposes. In addition, under the School Governance (Collaboration) (England) Regulations 2003, a committee may be established as a joint committee with another governing board to enable it to include governors from another school.

Kirklees LA advises, where appropriate, that the Governing Board considers forming a Collaborative Arrangement with another governing board for Statutory Committees. This avoids the issue of not having enough governors and ensures impartiality from the outset and avoidance of any delays in dealing with the matter. (Please note: academies must include "one panel member who is independent of the management and running of the academy " in the case of a complaints panel please refer to Regulation 33 of The Education (Independent School Standards) Regulations 2014).

### Chairs of committees

The Governing Board should decide whether it wishes to nominate people to serve as chairs of its committees or whether to leave the committees to elect their own chairs. Staff who work at the school are entitled to serve as chairs and vice-chairs of committees but not as chair of the Governing Board. Associate members may also serve as chairs. However, this does not apply to performance management as regulations do not permit employees to be present at the discussion of a colleague's pay or performance.

**Please Note: It is not considered good practice for the chair of governors to chair committees.** It can place too much influence in the hands of one individual, add to the workload of the chair, and does not provide for succession planning by allowing other governors to develop chairing skills.

While this is not explicitly prohibited by regulations or the model Articles for academies, it is not good practice for a Head Teacher to chair a committee, the Governor Clerking Service strongly advises against this. Committee meetings, like full governing board meetings, should hold the Head Teacher to account and this fundamental function would be severely compromised if the Head Teacher were to be chairing proceedings.



If the Committee chair is absent, the committee should select another appropriate individual to step into the role.

Also: it may not be considered good practice for an employee of a school or academy trust to chair a committee, as this member of staff may find it difficult to effectively challenge the Head Teacher.

### **Associate members**

Governing boards can appoint associate members (non-governors) to committees if they wish. The definition of an associate member is wide. It may include pupils, staff or people in the community with specific areas of expertise useful to a School.

Associate members can be appointed to any committee for between one and four years. They are not governors and do not appear on the Instrument of Government/Articles of Association which is the legal document specifying the Governing Board's composition and are not counted in the quorum for Governing Board meetings. They can be removed from office by the Governing Board at any time.

Associate members at committee meetings may be granted the right to vote on some, all (or no) matters if the Governing Board decides to do this. Previously, associate members were prohibited by law from being allowed to vote at committee meetings on certain matters – “any decision concerning admissions, pupil discipline, election or appointment of governors, the budget and financial commitments of the Governing Board.” This restriction has disappeared from the new regulations.

**Please Note: Associate members are not governors and therefore do not count towards committee quorums.**

### **Associate members in Academies**

The DfE's [model Articles of Association for academies](#) does not refer to 'associate members', but does explain how non-governors can sit on committees. However, article 101 says that the membership of any committee of the trustees may include persons who are not trustees, provided that a majority of members of any such committee shall be trustees. The article adds that no vote on any matter shall be taken at a meeting of a committee of the trustees unless the majority of members of the committee present are trustees.

*(Articles of Association may differ between academies. You should check yours to see if this is the case.)*

### **Chair and Head Teacher attendance at committee meetings**

The Head Teacher is entitled to attend all committee meetings.

However, it can be helpful for members of the leadership group to be attached to different committees in an advisory capacity. This allows senior staff and governors to develop working relationships and has the advantage of reducing the Head Teacher's workload in relation to governance.

The most effective governing boards practise a shared leadership approach that allows other governors to manage committee business without the chair of governors always having to be present. This practice supports succession planning when elections for a new governing board chair/vice-chair take place.

### **Rights of others to attend committee meetings**

The Governing Board should decide if members of staff, parents or anyone else may attend committees as observers. The same rule should apply for attendance by others at full governing board meetings. The Governing Board should decide how it will deal with requests from non-governors to attend its meetings when it undertakes its annual review of committees.

### **The rights of staff governors**

Staff governors have the same status and rights as other governors. They only have to withdraw from meetings where their interest in a matter is greater than that of other staff at the school. In other words, they have a personal interest in the matter under discussion. They are allowed to take part in staff appointments or sit on pupil exclusion panels, providing they have had no involvement in the particular issue or that they do not stand to gain.

There is an important exception to the above rule, as mentioned in relation to chairing committees. No one paid to work at the school, other than the Head Teacher, should be involved in making decisions or voting on the pay or performance of any other member of staff. This does not apply to discussions about general policy. The Head Teacher must withdraw and cannot vote in relation to their own pay or performance management/appraisal.

### **Conflict of interest**

The law restricts the right of anyone to take part in governing board meetings or committees where there is a conflict of interest between that person and the interests of the Governing Board. That person should withdraw from the meeting and not vote.

If there is any doubt about a governor's ability to act impartially, in a situation where the principles of natural justice require a fair hearing, s/he should also withdraw from the meeting and not vote.

If there is a dispute about whether a governor present has a conflict of interest, the matter must be resolved by the governors present at the meeting.

Examples of cases where a fair hearing must be given include decisions about staff or pupil discipline or admission of pupils. There is nothing to prevent individuals, staff or governors, giving evidence about a particular case, but they may not be involved in discussions or decision-making if there is any doubt about their ability to act impartially.

### **Decisions for the Governing Board**

1. Which governors are to be members of which committees?
2. How will new governors be allocated to committees?
3. Should chairs of committees be appointed by the full Governing Board or by the committees themselves?
4. Should committees have associate members?
5. What, if any, voting rights should associate members be given?
6. What is the Governing Board's policy on observers attending committee and full governing board meetings?
7. Will we form collaborative arrangements with another Governing Board? If so, which Governing Board will we approach (this will need to be minuted)?

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**Points to consider carefully before appointing/reviewing committees**

- Which committees do we need to enable effective governance of the school?
- How many governors are available and what skills and experience do they have?
- Do we have governor vacancies, and might we operate effectively with a smaller sized governing board?
- Are we using governor and Head Teacher time in the most effective ways, and considering work/life balance?
- Does our structure encourage the development of each governor, and support succession planning to the chair and vice-chair roles?
- How does our structure support the discussion of school improvement priorities and help us to develop strategies for continued improvement?
- Do all governors know the school well through self-evaluation, and have an opportunity to benchmark progress against other schools?
- What part of our current structure is working effectively?
- What might we want to change to make it better?
- Do we need to consider a collaborative arrangement?

## Section 3 – Organisation

### The operation of committees

What the law says regarding committees with delegated powers:

Committees with delegated powers are conducting the business of the Governing Board and their working practices should mirror those of the Governing Board. They are therefore required to work within the appropriate legal framework. See Appendix 1 for a model committee constitution with delegated powers. If the Governing Board decides not to delegate authority to committees it should take account of these rules, which provide a sound basis for good practice.

*(Academies please refer to your Articles of Association for this section as it may be different)*

### Quorum

The quorum for any committee meeting with delegated powers is three or more governors who are named committee members. The quorum must be specified in each committee's Terms of Reference. The model Articles of Association do not set out a quorum for meetings of academy board of trustees' committees. However, for a vote to take place, the majority of those present at a committee meeting must be trustees (Academies must meet requirements set out in their Articles of Association).

### Voting

Decisions must be agreed by a majority of votes of governors and associate members present and voting. If there are an equal number of votes, the chair – providing they are a governor – may use a second or casting vote, however, it is always preferable for the members to continue the debate until there is agreement. The committee can only vote if the majority of committee members present are governors i.e. not Associate Members.

### Clerks to committees

The Governing Board must appoint a clerk to each committee, who may be a governor or an externally appointed clerk. Head Teachers cannot clerk committees.

**The Clerking Service SLA offers the clerking of committees. This service can be purchased alongside one of the clerking packages. A committee clerk or the clerking service for committees can be arranged by contacting the Governor Clerking Service.**

### The role of the committee chair

Chairs of committees are responsible for drafting the agenda, in consultation with the Head Teacher and clerk to the committee. (The initial draft will be produced by the Governor Clerking Service if the school/academy purchases the Governor Clerking Service committee package). See Appendix 2 for the job description for chairs of committees.

### What the law says regarding agendas and minutes of committees:

- Agendas and papers to be considered at the meeting must be sent out at least seven days before a meeting (14 days in the case of academies).
- Minutes must be signed by the committee chair after approval at the next meeting of the committee.
- Agendas signed minutes and reports or papers must be made available to anyone who wants to see them as soon as reasonably practicable.

- Confidential minutes relating to a named person or any other matter the committee considers highly sensitive, should be made available to all governors but not to others for example parents, the staff, the public. Under Regulation 15 (3) School Governance (Roles, Procedures and Allowances) Regulations 2013, confidential items may be deleted from the copy to be made available to the staff governors and observers. The same rules apply here as apply to the removal of a minute from the public copy of governing board minutes.
- Decisions must be clearly and accurately recorded and reported to the full governing board.

Copies of agendas and approved minutes of committees and full governing board meetings should be available to anyone who wants to see them. Many schools incorporate these documents on the school website or Virtual Learning Environment (VLE).

### **Linking committee business with the main governing board meetings**

Committee meetings should dovetail with those of the full governing board. This ensures that key decisions made by committees are reported to the main governing board, soon after they are made. An annual schedule of meetings should be devised which allow committees to meet before the main governing board but also provide sufficient time for committee decisions to be recorded so that they can be circulated to all governors.

Committee meetings should be scheduled to take place according to the main agenda items e.g. resources committee should meet at the appropriate time to ensure the Budget is set and monitored; the Standards & Effectiveness Committee should meet when pupil progress meetings have taken place and when national test results have been published in order to review outcomes. This is more important than setting meetings on a regular basis to fit a calendar pattern e.g. two weeks before each governing board meeting as the time may not be right for key discussions/decisions to be made.

### **Reporting on committee business to the full governing board**

Committees with delegated powers have a duty to report to the full governing board on key decisions made and important issues arising out of major discussions. As the full governing board remains accountable for all decisions taken, including those which are delegated, it is recommended that the minutes of all committee meetings are made available to all governors. This should reduce the need for time to be spent at full governing board meetings going over matters which have been dealt with at committee level, whilst ensuring everyone remains fully informed.

The chair of governors should not allow committee business to dominate proceedings. The purpose of delegation is to allow committees to deal decisively with specific aspects, thereby freeing up time for the full governing board to focus discussion on important whole school issues.

Delegation of power to committees is only effective if governors are empowered to fulfil their role. If this does not happen, delegation ceases to be effective.

If the Governing Board has retained final authority in a few key areas for example approval of the final budget, key policies, the final version of the school self-evaluation, these matters can still be considered in detail at committee level but appropriate time should be allocated at main governing board meetings for closer scrutiny of recommendations from these committees.

**See Appendix 3 for tips on reporting to the Governing Board.**

### **Confidentiality**

The majority of a governing board's business is not confidential. Schools are public institutions funded with public money. The Freedom of Information Act requires that where a valid request for information is made, the enquirer is entitled to know whether the school holds the information and, if so, to have access to it.

Access can include providing extracts of documents or a summary of the information sought, or access to the original document. Very broadly, information cannot be withheld unless the request is considered vexatious or repeated; the cost of compliance is prohibitive; or the release of information would jeopardise on-going disciplinary or grievance proceedings.

Regulations specify that the following matters may be treated as confidential:

- A named teacher or person employed at the school
- A named pupil or candidate for admission to the school
- Any matter which, by reason of its nature, the Governing Board is satisfied should be dealt with on a confidential basis.

Minutes and papers relating to confidential matters are not made public. Whenever possible, names should not be used and only initials used where absolutely essential. The detail of the discussion should not be shared with anyone outside the committee. Confidential minutes should be brief and succinct.

Confidential minutes and supporting papers should be kept separate from other minutes. Confidential minutes relating to a named person or any other matter the committee considers highly sensitive, should be made available to all governors but not to others for example parents, the staff, the public. Under Regulation 15 (3) School Governance (Roles, Procedures and Allowances) Regulations 2013, confidential items may be deleted from the copy to be made available to the staff governors and observers. The same rules apply here as apply to the removal of a minute from the public copy of governing board minutes.

### **Decisions for the Governing Board**

1. What is the agreed quorum for committees? (Minimum 3)
2. Does the Governing Board agree to give the chair of a committee a casting vote?
3. Are our committees professionally clerked?
4. Does the annual schedule of meetings provide adequate time for committee business to be properly recorded and circulated to all governors in time for main meetings?
5. How and when are committee decisions reported to the Governing Board?

## Section 4 – Procedures

### Understanding delegation

*(Academies please refer to your Articles of Association for this section as it may be different)*  
Committees have authority to take decisions on most issues. There are very few matters that the full governing board must approve. However, the Governing Board remains responsible in law for all decisions taken by committees acting with delegated powers. Decisions by the whole Governing Board are only valid if 50% (rounded up) of the governors in post are present. For example, a governing board with a composition of 16 but with only 12 governors, must have six governors present for decisions to be valid.

### Issues that must be decided by the whole Governing Board and cannot be delegated to committees or to individuals

1. The establishing of a selection panel to appoint a head or deputy Head Teacher.
2. Ratification of the appointment of the head and the deputy Head Teacher.
3. The size and membership of the whole Governing Board.
4. Appointment and removal of chair and vice-chair of governors and the length of their term of office.
5. Appointment and removal of co-opted governors and associate members.
6. Appointment and removal of the clerk to the Governing Board.
7. Suspension of a governor (for up to six months).
8. The structure of committees (their size, membership and extent of delegation).
9. Signing off/formal agreement of the school budget.

### Issues which can be delegated to committees but not to individuals

1. The alteration, closure or change of category of a maintained school.
2. The approval of the first formal budget plan of the financial year.
3. The exclusion of pupils.
4. Responsibility relating to admissions which includes establishing a governors' admissions panel (VA schools only).

### Delegation of staffing issues

The Governing Board has overall responsibility for all staff appointments and dismissals. With the exception of the appointment to leadership posts and the dismissal of the Head Teacher, it may delegate these responsibilities to:

- The Head Teacher
- An individual governor
- A group of governors, with or without the Head Teacher.

If the Governing Board delegates any of these functions to one or more governors, the Head Teacher is entitled to attend all proceedings and to offer advice, which must be considered by the governors concerned. However, Kirklees advice when appointing a new Head Teacher is that the out-going head takes no part in the selection of their replacement (see Head Teacher Recruitment guidance for further detail).

In all Schools, the Head Teacher is expected to lead on the following:

- Appointing staff outside the leadership group
- Making initial staff dismissal decisions (with the exception of the Head Teacher).

Staffing guidance from the Department for Education (DfE) requires governors to delegate these functions to the Head Teacher unless there are very good reasons for not doing so.

In all schools, governors lead the process of:

- Making appointments to the leadership group
- Hearing appeals against dismissals and hearing appeals under locally agreed disciplinary and grievance procedures
- Dismissal of the Head Teacher.

### **The appointment of leadership posts (including Head Teachers and deputy Head Teachers)**

Please remember that when appointing a Head Teacher, the serving Head Teacher is not part of the process, even if they are still in post. In most cases for maintained schools a designated LA officer will support governors in organising the appointment process. A guidance pack is available at <http://www.kirkleesbusinesssolutions.uk/> There must be a full governing board meeting to start the process. This enables all governors to have a say on the type of person, specific requirements, characteristics, experience etc. that they believe their school needs. The LA officer will be present at this meeting at which a selection panel is also decided. The panel is given the responsibility to select the head/deputy head. When the process is complete, the panel present their selection to a meeting of the full governing board for ratification, usually on the same evening as the final interviews. The purpose of this meeting is for the Governing Board to confirm that the process followed was robust, and therefore to confirm the panel's recommended candidate for appointment, not to question the choice of the candidate.

#### Decisions for the Governing Board

1. Does the Governing Board intend to maintain a Staff Discipline and Grievance Committee?
2. Do we know what we have delegated and to whom?
3. Do we receive regular reports about the functions we have delegated?
4. Do we have clear Terms of Reference for all committees?



## Appendix 1 – Model Committee Constitution

1. Each committee must consist of not less than three members of the Governing Board.
2. The Governing Board must determine the membership and proceedings of any Committee and must review the establishment, terms of reference, constitution and membership of any committee annually.
3. The establishment of any committee with delegated authority must be decided by a quorum of 50% of the governor places filled on the Governing Board.
4. The membership of a committee may include associate members (non-governors) appointed by the Governing Board, provided that a majority of members are governors.
5. The Governing Board shall decide whether associate members may vote.
6. The Head Teacher is entitled to attend any meeting of a committee.
7. Each committee must have a chair, appointed by the Governing Board or elected by the committee. The Governing Board may remove the chair of a committee from office at any time.
8. The chair of a committee has the casting (or second) vote, except where the chair is an associate member.
9. Other members of the Governing Board may attend any meeting of any committee, but not vote.
10. Where there is a conflict between the interests of an individual member of the committee and the interests of the Governing Board, or where the principles of natural justice require a fair hearing and there is any reasonable doubt about the person's ability to act impartially, s/he should withdraw from the meeting and not vote.
11. The Governing Board may abolish a committee or withdraw its delegated powers.
12. Each committee must have a clerk appointed by the Governing Board (the Head Teacher cannot clerk meetings of the Governing Board, including committees).
13. Members of a committee must receive seven days' notice of a meeting and an agenda and papers to be considered at the meeting. A shorter timescale may be given if a committee chair decides the issue needs urgent attention.
14. The chair must sign minutes of all committee meetings after approval at the next meeting of the committee. All governors are entitled to a copy of the minutes, however under Regulation 15 (3) School Governance (Roles, Procedures and Allowances) Regulations 2013 confidential items may be deleted from the copy to be made available to the staff governors and observers.
15. The committee must make available for inspection, to anyone interested, a copy of the agenda, signed minutes and any reports and papers. Information of a confidential nature does not have to be made available for inspection.
16. The committee must report recommendations and/or decisions to the full governing board.

### Important notes

- If the Governing Board decides to adopt or adapt this model constitution, it is important that the committees follow the principles laid down
- If the Governing Board decides not to have a written constitution, they must agree basic principles and procedures for each of their committees and have these clearly minuted.

- This model may be used by academies, however, please refer to your Articles of Association

## **Appendix 2 – Model Job Description for Chair of a Committee with Delegated Powers**

1. To be responsible for drafting agendas in consultation with Head Teacher/senior manager/ head of department/and clerk.
2. To chair committee meetings.
3. To ensure the committee is quorate (minimum 3 governors who are named committee members).
4. To lead, motivate and support committee members.
5. To ensure new members are properly inducted.
6. To ensure the committee's work links appropriately with the school improvement priorities.
7. To sign approved minutes.
8. To be responsible for ensuring the Governing Board is informed of decisions made.
9. To respect confidentiality.
10. To ensure committee minutes and supporting documents are available to anyone who wants to see them.
11. To ensure that the committee's work adheres to the agreed Terms of Reference and that the Terms of Reference are agreed annually by the full governing board.

## Appendix 3 – Tips for Reporting to the Governing Board

1. Establish clear Terms of Reference for committees
2. Establish the principle that the committees have delegated authority to make decisions on behalf of the Governing Board. In depth analysis will happen in committee meetings
3. At full governing board the chair of each committee will concisely highlight key strengths, priorities for further development and anything on which a view or decision is needed from the whole Governing Board.
4. The Governing Board may question any specific points in the minutes but should avoid duplicating the work of the committee meeting. It is the chair's responsibility to ensure this happens.
5. Plan the key focus of each committee and full governing board meeting a year ahead to reflect priorities in the School Development Plan and feedback from self-evaluation processes. It is always possible to change if other issues take priority (See section 3).
6. Ensure that relevant members of staff are scheduled to report on key aspects of their work at appropriate points. For example, the assessment co-ordinator would report at least termly to the Standards & Effectiveness Committee about the progress of different groups of children towards their targets. In some cases, it may be the head who provides detailed reports for committees. Termly reports are better practice for updates on pupil progress so that challenge can be made at the appropriate time rather than waiting a whole year.
7. Chairs of committees and the head to decide which items will be scheduled for inclusion in the head's report each term. For example, in September the Standards & Effectiveness Committee will analyse SATs/GCSE results. The head's report to full Governing Board could build on that by saying what new strategies will be implemented to build on strengths and address weaknesses. It would be helpful to include information about how and when progress will be monitored.
8. All reports, whether to committees or full governing board to be circulated at least one week in advance of meetings.
9. Reports need to be concise, analytical and evaluative. Raw data is of very limited use. A commentary identifying significant issues should be provided. Data should be contextualised. For example, data about one term's attendance is meaningless. Sufficient data needs to be provided to see the trend and to identify groups, classes, year groups that are performing well or are causing concern.
10. Ideally the head's report to full governing board will provide a strategic perspective, drawing on key findings from committees and saying what will be done next. They should also provide the Governing Board with an opportunity to explore issues that will impact on the school and the Governing Board as a whole for example the new inspection framework, academy status, the impact of the 2010 Equality Act. Anything that could be shared with parents such as lists of events should be put in a parents' newsletter and copied to governors.
11. Governors should be encouraged to respond to all reports with both positive feedback and probing questions and time should be allowed for this to happen.

### **Level of detail for a working party report**

A working party should have been set up for a specific purpose and tasked with finding out the answers to specific questions or explaining particular issues. The detail required of the party's reporting will therefore reflect its initial objectives. If a working party has been examining an issue of particular strategic importance, it may well dominate the agenda of a full governing board meeting and the working party may need to relay its findings at different points throughout the agenda.

### **Frequency of committee and working party reports**

Academy committees are required by the model Articles/Scheme of Delegation to report decisions to the next full governing board meeting.

Otherwise, the frequency of reporting should depend on what value the reports will bring. If no decision has been taken by a committee, or no discussions of interest to the whole Governing Board have taken place, a committee does not need to give a report.

### **Academies**

Section 106 of the Academy model Articles of Association state:

“Where any power or function of the Trustees has been exercised by any committee (including any Local Governing Body), any Trustee, the Executive Principal any other holder of an executive office, or a person to whom a power or function has been sub-delegated under Article 105A, that person or committee shall report to the Trustees in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trustees immediately following the taking of the action or the making of the decision”.

***Articles of Association may vary between academies, so you should refer to your own for further details.***

## Appendix 4 – Meetings Health Check

The form can be completed by the chair of the meeting alone (both for full governing board meetings and committee meetings) or in collaboration with participants at the meeting.

This form is designed to support continuous self-evaluation and improvement of governing board meetings.

Meeting	
Date/time	
Evaluation conducted by	

**Circle the appropriate response.**

1	Were all meeting papers circulated 7 clear days before the meeting? (14 days for academies)	Y	N
2	Did the agenda focus sufficiently on achieving objectives in the School Development Plan?	Y	N
3	Did the agenda have a clear focus on improvement/development?	Y	N
4	Was all information relevant and fit for the audience?	Y	N
5	Was Governor training reported on, in particular key learning points?	Y	N
6	Did the meeting start on, and end on time? (with a maximum of 2 hours)	Y	N
7	Are dates agreed in advance for the year?	Y	N
8	Are key agenda items scheduled for the year?	Y	N
9	Does the Governing Board have an annual planner?	Y	N
10	Do governors know how to get an item on the agenda?	Y	N
11	Is it clear who is responsible for each item on the agenda?	Y	N
12	Is it clear whether each item is for information or for decision making?	Y	N
13	Is governors' attendance at meetings monitored and are unexplained absences followed up?	Y	N
14	Were all governors adequately prepared?	Y	N
15	Did all governors contribute to the meeting?	Y	N
16	If some governors did not participate do you know why?	Y	N
17	Was reporting from committees efficient and effective?	Y	N
18	Was decision making open and democratic?	Y	N
19	Were any disagreements addressed and resolved?	Y	N

20	Did the Head Teacher/Principal provide written and verbal reports?	Y	N
21	Did members of staff provide written and verbal reports?	Y	N
22	Were reports circulated in advance of the meeting allowing all governors time to digest the information and come prepared with pertinent questions for the meeting?	Y	N
23	Did the Governing Board display an appropriate balance of support and challenge in its interactions with the Head Teacher and staff?	Y	N
24	Was each agenda item summarised before moving onto the next?	Y	N
25	Was confidentiality maintained appropriately?	Y	N
26	Were responsibilities for action clearly articulated?	Y	N
27	Were participants asked for feedback regarding the meeting's success?	Y	N
28	Minutes are circulated within 2 weeks of each meeting	Y	N
29	Was the meeting room fit for purpose?	Y	N
30	Were the clerk's needs taken into consideration (eg: flow of the meeting, clarity, seating, acoustics, questions asked by governors are clear)	Y	N

**If the answer to any of the above is 'no', why not?**

	Reason

What impact has this meeting had on the outcomes for children/young people?

What changes could we introduce to make the next meeting more effective?

## Appendix 5 – Maintained Governing Board Delegation Planner

Governing Bodies are accountable in law for all major decisions about the school and its future. However, this does not mean that they are required to carry out all the work themselves. Many of the tasks can and should be delegated to individuals and committees. It is vital that the decision to delegate a task/responsibility to an individual is made by the full governing body and recorded, without such a formula, the individual /committee has no power to act.

The planner below shows to which level the governing body may delegate functions and recommends which level certain functions should be delegated to. Those schools that are members of The Key will also find links to further articles on their website which they may find useful.

It is important to note that the governing body as a whole remains responsible for any decision delegated. Any decisions taken must therefore be reported back to the governing body at the first available opportunity.

The planner sets out various tasks and indicates where responsibility for each can be delegated. The key for the boxes is set out in the following table:

### Planner key:

✓	Action can be taken at this level
	Not recommended for action to be taken at this level
	Action cannot be carried out at this level

The final column of the planner has space for you to indicate where you have delegated authority for each task in your school. Where a task has more than one tick, it is for your governing body to decide at which level you would like to delegate the responsibility.



Function Task	Full Governing Body	Committees	Individual Governor	Head Teacher	We have delegated this to:
<b>Academy Conversation:</b>					
Liaise with Department for Education (DfE) project lead			✓	✓	
<a href="#">Set up a consultation</a> and consider responses	✓	✓	✓	✓	
Manage <a href="#">the application process</a>		✓	✓	✓	
Pass a <a href="#">resolution to convert</a>	✓				
To consider approach and timescale to academy conversion	✓				
To consider forming or joining an existing MAT	✓				
<b>Admissions:</b>					
Foundation and voluntary aided schools must <a href="#">consult on the school admissions policy every seven years, or when proposing changes</a> (this does not apply to community or voluntary controlled schools)	✓	✓			
Foundation and voluntary aided schools must establish <a href="#">an independent appeals panel</a> relating to admission	✓	✓			
To annually determine admission arrangements (VA and Foundation schools)	✓	✓			
Admissions: application decisions (VA and Foundation schools must establish a dedicated admissions committee to allocate places, where they choose to delegate authority to committee level)		✓			
To publish an admissions appeals timetable		✓			
To appeal against LA directions to admit pupil(s) (Voluntary, foundation and Special Schools: also, Community and VC Schools where LA is the admissions authority)		✓			
<b>Behaviour and exclusions</b>					
To draft the content of the school behaviour policy and publicise it to staff, students and parents				✓	
Approve a <a href="#">behaviour policy</a>	✓	✓			

Make a <a href="#">written statement of general principles</a> to guide the Head Teacher in determining measures to promote good behaviour and discipline	✓				
Convene <a href="#">a meeting to consider reinstating an excluded pupil</a> and consider parents' representations about an exclusion in some circumstances (can be delegated to the chair or vice-chair in cases of urgency)	✓	✓			
<b>Collective Worship</b>					
In community and non-faith foundation schools, the Head Teacher is responsible for collective worship after consulting the governing body				✓	
In voluntary aided, voluntary controlled and foundation schools with a religious character, the governing body is responsible for collective worship (after consulting with Head Teacher)	✓	✓	✓		
<b>Curriculum</b>					
Ensure <a href="#">National Curriculum</a> taught to all pupils and to consider any disapplication for pupil(s)				✓	
Establish a <a href="#">curriculum policy</a>				✓	
Ensure high standards of teaching				✓	
Approve and maintain a written <a href="#">sex and relationship education policy</a>	✓	✓	✓	✓	
Set targets for pupil achievement	✓	✓		✓	
Ensure <a href="#">provision of religious education</a>				✓	
<b>Extended Services</b>					
Approve the <a href="#">provision of extended services</a>	✓	✓			
Implement additional service provision				✓	
Ensure delivery of services provided				✓	
Cease providing extended school provision	✓	✓			
<b>Finance and budgets</b>					
<a href="#">Approve the formal budget plan</a> each financial year	✓				
<a href="#">Monitor school finances</a>		✓			

Approve a <a href="#">charging policy</a>	✓	✓			
Decide how far to delegate spending power to the Head Teacher and set financial limits	✓				
Enter into contracts and make payments (depending on financial limits set by governing body)	✓	✓	✓	✓	
Complete the <a href="#">Schools Financial Value Standard (SFVS)</a>	✓	✓			
To agree action plans and monitor how school premiums are spent, ensuring pupil premium and sports funding is being spent on improving attainment for eligible pupils				✓	
Ensure that School Fund Audited accounts are presented to the full Governing Body in accordance with the Kirklees Finance Manual for Schools, section 15, sub section 4, and sent to Internal Audit for review	✓	✓			
<b>Governing body procedure</b>					
Draw up <a href="#">instrument of government</a> and any amendments thereafter	✓				
<a href="#">Appoint</a> (and <a href="#">remove</a> ) the chair and vice-chair of the governing body	✓				
Hold a full governing body meeting at least three times every year	✓				
Set up and maintain a governing body <a href="#">register of interests</a>	✓				
Approve a <a href="#">governors' allowances and expenses policy</a>	✓	✓			
<a href="#">Delegate functions</a> to individuals or committees	✓				
To agree governor induction and training programme	✓	✓			
To review progress against strategic plan and evaluate governing body performance	✓	✓			
<b>Health and Safety</b>					
Approve a <a href="#">health and safety policy</a>	✓	✓			
Organise <a href="#">health and safety checks</a> in the school				✓	
<a href="#">Ensure</a> health and safety policy is being implemented	✓	✓	✓		
<b>Parents and the Community</b>					
Ensure <a href="#">information on the website</a> is up to date and compliant with the School Information Regulations	✓	✓		✓	

Establish <a href="#">a complaints panel</a> to consider formal complaints about the school and any community facilities or services it provides	✓				
Approve a <a href="#">complaints procedure</a>	✓	✓			
Make sure the school complies with the <a href="#">Freedom of Information Act 2000</a>				✓	
<b>Pupil Wellbeing</b>					
Ensure the provision of free school meals to those pupils meeting the criteria				✓	
Ensure school food standards are being met				✓	
Appoint a designated teacher to promote the educational achievement of looked after children on the school roll				✓	
Make sure the school complies with the <a href="#">Equality Act 2010</a> and the Public Sector Equality Duty and publish equality objectives and information about how it is doing this	✓	✓	✓	✓	
Make <a href="#">arrangements for supporting pupils</a> with medical conditions				✓	
Approve a <a href="#">policy</a> on supporting pupils with medical conditions	✓				
<b>School Organisation</b>					
Set the <a href="#">times of school sessions</a> and the dates of school terms and holidays	✓	✓		✓	
Ensure that the school meets for 380 sessions in a school year				✓	
To publish proposals to change category of school	✓	✓			
To establish a data protection policy and review it at least every two years and register with the Information Commissioner's Office		✓		✓	
<b>Staff performance and pay</b>					
Approve a <a href="#">performance management policy</a>	✓	✓			
Implement the performance management policy				✓	
Review the performance management policy annually	✓	✓	✓		
Approve a <a href="#">pay policy</a>	✓				
<a href="#">Approve pay recommendations</a>		✓			

To appoint the panel to carry out the appraisal of the Head Teacher	✓				
<b>Staff recruitment, management and structure</b>					
<a href="#">Establish a selection panel</a> to recruit a Head Teacher or deputy Head Teacher	✓				
<a href="#">Appoint other teachers</a>				✓	
Appoint non-teaching staff				✓	
<a href="#">Ensure safer recruitment</a> procedures are applied	✓				
Approve <a href="#">disciplinary/capability procedures</a>	✓				
Dismiss the Head Teacher		✓			
<a href="#">Dismiss other staff</a>		✓		✓	
<a href="#">Suspend the Head Teacher</a>	✓	✓			
Suspend other staff				✓	
Approve <a href="#">staffing structure changes</a>	✓	✓			
Determine dismissal payments/early retirement	✓	✓	✓	✓	
Ending suspension of Head	✓	✓	✓		
To produce and maintain a central record of recruitment and vetting checks				✓	

## Section 5 – Recommend Committee Structure

A large structure, which includes numerous committees, can be unwieldy, lead to duplicated discussion, leave some governors feeling left out, and create unreasonable demands on governor and staff time. We recommend “streamlining” committee structures. With this in mind many governing boards still find a two committee structure to be an efficient way of working, 2 main committees alongside the Statutory Pay, Staff Dismissal, Appeals, Complaints and Pupil Discipline Committees.

These suggested 2 committees are:

- Standards and Effectiveness Committee
- Resources Committee

Meetings of each committee are usually held termly and are scheduled to take place before the meeting date set for the full governing board. (For example, Resources Committee meeting followed by the full governing board meeting in the first half of the term and the second half term to be Standards and Effectiveness Committee followed by the full governing board meeting).

There is no official pattern or cycle for the order in which committees and full governing body meetings should meet. This is because there is no statute around the committees that schools must have, however it is important that committee meetings are held at the right time and in the right order.

The Governing Boards who have trialled this have benefited from both meetings (committee and full governors) being clerked by their experienced clerk and matters raised by the committee can also then be brought to the full governing board immediately.

The right model is the one which best suits your governing board and the priorities of the school. An example of good practice to assist this form of committee structure is for a Steering Group to be set up (membership to include chair of governors and chairs of committees) which meets termly.

**See below for Model Terms of Reference for this structure.**

Alternative committee structures highlighting pros and cons can also be found in section 7 of this guidance document.

If you would like to discuss the clerking arrangements for your committees contact the Governor Clerking Service.

## ***Model Terms of Reference - Standards and Effectiveness Committee***

### **Name of Committee**

Standards and Effectiveness Committee

### **Purpose**

To provide support and challenge to the leadership of the school and to hold them to account in relation to the quality of educational provision including: the quality of teaching and learning; pupil progress and outcomes for pupils; the quality of the curriculum provision and delivery; behaviour and safety of pupils.

### **Membership**

Governing Board to list the roles or names of governors to serve on this committee, for example chair or vice-chair of governors; SEN governor; safeguarding governor; literacy governor; numeracy governor.

### **Quorum**

Three governors

### **Terms of Reference**

To comply with the curriculum committee Terms of Reference (see page 48) and in addition:

1. To monitor the progress of the School Development/Improvement Plan regarding pupil progress and attainment and curriculum developments.
2. To ensure that the National Curriculum and RE (in accordance with the locally agreed syllabus) are taught and that the curriculum is:
  - Broad and balanced
  - Relevant to the needs and abilities of all pupils
  - Focuses on the necessary priorities to ensure that all pupils make good progress – especially in reading, writing and maths
3. To ensure that the school promotes the spiritual, moral social and cultural development of all pupils
4. To ensure that statutory pupil assessments are carried out and results reported to parents/carers and appropriate bodies
5. To ensure that the school communicates clearly with parents
6. To ensure that relevant procedures are in place and effective in relation to child protection/safeguarding
7. To ensure that impartial careers advice is provided to pupils
8. To consider the impact of pupil premium on outcomes for relevant pupils
9. To monitor and review on a scheduled basis relevant statutory policies including:
  - Child Protection
  - Statement of principles (The Governing Board has a duty to produce and review a written statement of general principles to guide Head Teacher in determining measures to promote good behaviour and discipline amongst the pupils)
  - Sex Education (in primary schools the Governing Board decides whether or not this should be provided)
  - Special educational needs/ensuring that the code of practice is met, and that the policy is published, made known to parents and reported on at least annually

## ***Model Terms of Reference - Resources Committee***

### **Name of Committee**

Resources Committee

### **Purpose**

To provide support and challenge to the leadership of the school and to hold them to account in relation to the use of resources to support the priorities of the school including: the leadership of teaching and learning; the school budget; the employment and development of staff; the premises.

### **Membership**

Governing Board to list the roles or names of governors to serve on this committee, for example chair or vice-chair of governors.

### **Quorum**

Three governors

### **Terms of Reference**

To comply with the finance committee, premises and health and safety committee and staffing committee Terms of Reference (see pages 49-52) and in addition:

1. Ensure a staffing structure is in place which meets the needs and priorities of the school and that requirements in relation to safer recruitment practices are met.
2. Ensure that a system is in place for staff appraisals and related CPD provision.
3. Make decisions on pay awards for staff following recommendations from the Head Teacher/review governors based on the outcome of the appraisal process (This could be the separate Pay committee).
4. Ensure a robust system is in place to monitor the quality of teaching and address underperformance.
5. Ensure that responsibilities in relation to NQTs are met and to support new school leaders as relevant.
6. Ensure matters of school security, school premises and health and safety are addressed.
7. Monitor and review on a scheduled basis relevant statutory policies including:
  - Health and safety
  - Staff appraisal
  - Staff pay and conditions
  - Accessibility plan
  - Data protection
8. Ensure that School Fund Audited accounts are presented to the full Governing Body in accordance with the Kirklees Finance Manual for Schools, section 15, sub section 4, and sent to Internal Audit for review.



## ***Model Terms of Reference - Governing Board Steering Group***

### **Name of Committee**

Governing Board Steering Group

### **Purpose**

To ensure the activities of the Governing Board are coordinated, efficient and productive.

### **Membership**

The membership may include chair of governors, chair of committees.

### **Quorum**

Three governors

### **Terms of Reference**

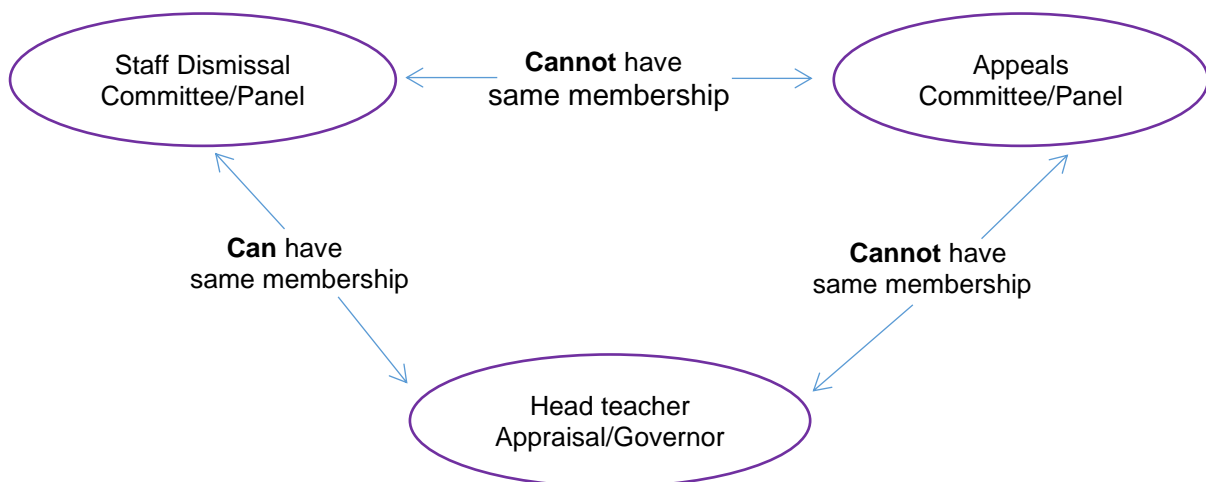
1. To plan the work of the Governing Board and its committees.
2. To draft an annual programme of meetings for the full governing board and the committees.
3. To identify the key priorities from the School Improvement Plan for consideration at full governing board meetings.
4. To identify priorities for discussion at the Governing Board committees.
5. To ensure governor consideration of key priorities dovetails with the relevant timescales in the School Improvement Plan and annual events e.g. budget setting, pupil progress and attainment outcomes.
6. To ensure an effective distribution of the governance workload.
7. To evaluate the effectiveness of the Governing Board processes.
8. Additional items the Governing Board may wish to include.

## Section 6 – Essential Committees / Panels Which Carry Out Statutory Functions

The following committees/panels do not meet on a regular, planned basis unlike other governing board committees. In addition, there are restrictions on who can sit on these committees/panels in order to ensure a fair hearing.

It is, therefore, recommended that when committees/panels are established/reviewed by the Governing Board each year a 'pool' of eligible governors is identified to be drawn upon should the need arise. The criteria for selection from the 'pool' should also be agreed, for example alphabetically by surname; starting at a different point on the list each time; ensuring overlap of membership to ensure continuity and passing on of skills, knowledge and expertise. (Governors may also wish to give some consideration to whether it would be prudent to set up a collaborative arrangement with another school to avoid a situation of not having sufficient governors to deal with such matters.)

The following diagram may help when deciding membership of the Staff Dismissal and Dismissal Appeals Committees/Panels:



**The five essential committees/panels are:**

- Staff Dismissal
- Dismissal Appeals
- Complaints
- Head Teacher Appraisal
- Pupil Discipline.

**Please note:**

Governing boards may if they choose, or if found necessary, enter into a mutual agreement to collaborate with another governing board for the purpose of carrying out the function of any of these essential committees/panels. (This is considered good practice for these committees). It is important that any mutual agreement is approved by the full governing board of the schools entering into this agreement and must be confirmed on an annual basis. For further advice please contact the Governor Clerking Service.

*Model Terms of Reference for these committees/panels are listed overleaf.*

### ***Model Terms of Reference - Pay Committee/Panel***

Academies do not have to follow the School Teachers' Pay and Conditions Document (STPCD) when employing new teaching staff, but they may choose to do so.

#### **Name of Committee / Panel**

Pay Committee / Panel

#### **Purpose**

To review the outcomes and impact of the Pay Policy on an annual basis and to make decisions on staff pay following recommendations from the Head Teacher after the annual appraisal cycle has been completed. Please note members need to be able to challenge recommendations from the head teacher and need the requisite knowledge to be able to spot when something may be inaccurate.

#### **Membership**

The Pay Committee / Panel will comprise at least three governors (**membership of this committee/panel needs to be different to the appeals committee/panel**). All governors, including those employed at the school, are eligible for membership of the Pay Committee/Panel and to take part in any discussions (including those relating to individuals) where their interest is no greater than that of the generality of employees at the school. **(Note: Kirklees does not recommend the inclusion of staff governors on the committee/panel)**

#### **Quorum**

Three governors

#### **Terms of Reference**

1. To ensure that a robust system is in place for teacher appraisal and related CPD provision and pay awards.
2. To make decisions on pay awards for relevant teachers following recommendations from the Head Teacher (or in the case of the Head Teacher the review governors) based on the outcomes of the completed appraisal process.
3. To ensure a robust system is in place to monitor the quality of teaching and address underperformance.

### ***Model Terms of Reference – Head Teacher Appraisal/Review Governors***

Academies are free to determine their own arrangements for appraising teachers and the Head Teacher. The Governance Handbook published by the Department for Education (DfE) says that academies "may adopt the requirements for maintained schools if they wish".

#### **Purpose**

To undertake the Head Teacher's annual appraisal/review and ensure the school's teacher appraisal/review procedures are properly and appropriately conducted.

Governors who are undertaking the Head Teacher's appraisal/review are appointed by the Governing Board with fully delegated powers and have certain statutory responsibilities. The Governing Board decides whether the governors appointed to conduct the Head Teacher's appraisal/review make the final decision on a pay award or refer back to a relevant committee. Kirklees recommends that decisions on pay awards are made by the Pay Committee/Panel, which could contain some, but not a majority of the same governors.

The Head Teacher and staff governors cannot be Head Teacher Appraisal/Review Governors. The Governing Board must appoint two or three appraisal/review governors. In VA/VC schools, at least one must be a foundation governor. In voluntary aided schools, if there are three, then two must be foundation governors. Kirklees recommends that all schools appoint three Head Teacher Appraisal/Review Governors.

#### **Governor reviewers must:**

- Ensure the appointment of an external advisor\*
- Seek advice from the external advisor when setting objectives and reviewing the performance of the Head Teacher
- Meet with the Head Teacher and external advisor at the start of the appraisal/review cycle to plan and prepare for the performance review, and set and record Head Teacher objectives relating to the Head Teacher Standards and the leadership and management of school priorities and pupil progress
- Agree arrangements for monitoring the progress of the performance objectives at least once during the year
- Meet with the Head Teacher and external advisor at the end of the review cycle to review the head's performance and identify achievements, including assessment of achievement against objectives, and to discuss and identify professional development needs/activities
- Write a performance review statement and give a copy to the Head Teacher within 5 days of the review meeting, and allow 5 days for the Head Teacher to add written comments
- Provide the Head Teacher and chair of the Governing Board with a copy of the Head Teacher's performance review statement
- On request, provide a copy of the Head Teacher's statement to those governors who are responsible for taking decisions in relation to promotion and pay, who should take account of this when making such decisions.

**Any teacher appraisal/review appeal falls under the remit of the Appeals Committee/Panel. It is therefore recommended that the membership of this committee be different to the Appeals Panel.**

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\* Kirklees Learning Partners have the skills and expertise to carry out this role and will provide full advice and guidance, including writing the Review Statement on behalf of the governors.

### ***Model Terms of Reference - Staff Dismissal Committee/Panel***

**Please note: Academy trusts are responsible for establishing their own staff procedures and need to take account of the relevant law and guidance.**

#### **Name of Committee / Panel**

Staff Dismissal Committee / Panel

#### **Purpose**

To consider matters relating to staff discipline.

This committee/panel is essential if the matter has not been delegated to the Head Teacher. It is generally thought inappropriate for employees to be members of these committees/panels.

#### **Membership** (With delegated powers)

The membership must not include the Head Teacher, staff governors. It is up to the governing body to determine whether or not associate members can be on a panel but must ensure they have the relevant skills and experience.

#### **Quorum**

Three governors

#### **Terms of Reference**

1. To decide any matter relating to staff grievance, disciplinary or competency procedures and issues involving dismissal, redeployment or redundancy.

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***Model Terms of Reference - Appeals Committee/Panel***

**Name of Committee / Panel**

Appeals Committee/Panel (staff dismissal, grievances)

**This Committee / Panel is essential, even if dismissal powers have been delegated to the Head Teacher.**

**Purpose**

To hear appeals against initial decisions of the Staff Dismissal or Pay Committee / Panel or the Head Teacher about matters relating to the discipline, dismissal, appraisal or pay of staff.

**Membership** (With delegated powers)

The membership cannot include: The Head Teacher or governors that were part of the initial decision, staff governors or associate members.

**Quorum**

Three governors.

**Terms of Reference**

1. To hear appeals from any member of staff who objects to a decision of the Head Teacher or Staff Dismissal, Pay or Appraisal Committees/Panels.
2. To uphold or dismiss an appeal.



## ***Model Terms of Reference - Complaints Committee/Panel***

### **Name of Committee / Panel**

Complaints Committee / Panel

### **Purpose**

To deal with complaints against the school that cannot be resolved by the Head Teacher or are concerning the Head Teacher.

### **Membership**

It is important that the members of this committee/panel are not 'tainted' in any way by close involvement with the complainant or with the matter as originally dealt with by the school. For this reason, it may be better to have a number of governors who may be called on for the Complaints Committee / Panel, rather than to attempt to use the same membership to deal with all complaints. It may also be best for the chair of governors not to be on this committee/panel as (s)he is often the person who may be involved in early discussions with the complainant either before or after the formal complaint is made.

### **Academies:**

The academy must ensure that at least one member of the panel is independent of the management and running of the academy. The panel cannot be made up solely of governing board members because they are not independent of the management and running of the academy. It is a matter for the academy to identify suitably independent individuals who can fulfil the role and responsibility of being the independent member.

### **A school's process for appointing an independent person should be outlined in its complaint's procedure.**

### **Quorum**

Three, and cannot include the Head Teacher, who is likely to be called to provide information to the committee/panel.

### **Terms of Reference**

1. To review the Head Teacher's decision where a complainant is dissatisfied.
2. To investigate a complaint against a Head Teacher
3. To allow the complainant to present his/her case personally.
4. To allow the complainant to be accompanied by a friend.
5. At the committee/panel's discretion, to allow a pupil to be heard.
6. Following a tribunal format, the complainant and the Head Teacher will normally only be heard in each other's presence, unless this would be deemed to be inappropriate due to the specific details of the situation.

### **Complaints Committee/Panel guidance**

It is the responsibility of individual schools to respond to complaints about the school/academy. Schools and academies are required by law to have and publicise their complaints procedures.

We recommend schools/academies follow the full LA guidance/toolkit "Dealing with concerns and complaints". A brief overview provided is provided as follows:

### **The constitution of a Complaints Committee / Panel**

In appointing members to the Complaints Committee / Panel, consideration must be given to the possible need for further action by the Staff Disciplinary / Dismissal Committees / Panels with regard to the issue of tainting other committees. With that in mind, the Complaints Committee / Panel should be small and constituted as follows:

- That a minimum of three governors be appointed, with a quorum of three
- That the committee/panel, when it meets, includes at least one parent governor where possible
- That governors who are employed to work at the school or who may have a direct involvement or prior knowledge of the case, are precluded from membership
- That the committee/panel has delegated powers. As such it needs formal notice, an agenda and brief minutes (care needs to be taken about the content of minutes re: tainting, when reporting back to the full governing board)
- If the Governing Board has not appointed a chair, or the chair is not available, the committee/panel shall appoint one of their number to be chair.

### **Decisions to be taken**

Firstly:

- To confirm or not that the complaints process has been followed fully and fairly

Secondly, one of the following:

1. To confirm the Head Teacher's decision
2. To ask the Head Teacher to reconsider certain aspects of the complaint

### **Procedures to be followed by the Complaints Committee / Panel**

The chair of the complaints committee/panel should contact the complainant and invite them to a meeting.

The meeting should allow for:

- The complainant to explain their complaint and the Head Teacher to explain the school's response
- Witnesses to be brought by the complainant or the Head Teacher
- The Head Teacher and the complainant to ask questions of each other and any witnesses
- The committee/panel to ask questions of the complainant, Head Teacher and any witnesses
- The complainant and the Head Teacher to summarise their position

### **Having considered all the evidence and questioned all parties, the Committee / Panel can:**

- Dismiss the complaint in whole or in part
- Uphold the complaint in whole or in part
- Decide on the appropriate action to resolve the complaint
- Recommend changes or actions to school system and procedures to make sure that similar problems do not recur, or
- Request an investigation by an officer of the local authority

Brief minutes of the meeting should be made, regarding the date, time and place of the meeting; people present; a brief account of the complaint; a brief account of the Head Teacher's decision; a record of the Committee /Panel's decisions. The minutes should not refer to people by name but by initials and will be resolved to be 'not available to the public at the school'. A written response detailing the decisions, recommendations and the basis on which these have been made should be sent to the complainant within **15 school days**. The Complaints Committee/Panel should feedback to the Head Teacher and chair. Governors may choose to revisit or review their policies as an outcome of any investigation. The school should retain a copy of all correspondence and records of meetings.

**If the complainant remains dissatisfied with the outcome, they should be notified of the right to appeal to the Secretary of State for Education.**

A complaint may be made to the Secretary of State for Education if a person believes a governing board or LA is acting unreasonably or is failing to carry out its statutory duties properly. In academies the EFA (Education Funding Agency) handles complaints on behalf of the Secretary of State. The complaint should set out fully the concerns and reasons why the complaint is being submitted, enclosing all previous correspondence relevant to the complaint. The complaint should be mailed to the department. Ofsted has powers to investigate certain complaints by parents about their child's school for the purpose of deciding whether to use its inspection powers.

For further information see the Ofsted website:

[www.ofsted.gov.uk/resources/complaints-ofsted-about-schools-guidance-for-parents](http://www.ofsted.gov.uk/resources/complaints-ofsted-about-schools-guidance-for-parents)

Parents may also comment on their view of the school under twelve headings on Parent View:

<http://parentview.ofsted.gov.uk>

Note: If the complaint is about the Head Teacher then the chair is advised to seek guidance from the LA before proceeding.

Further guidance and model procedures for dealing with complaints are available on: <http://kirkleesbusinesssolutions.uk/>

Academies must have a complaints procedure consisting of at least three stages:

- Informal (usually a meeting with the complainant)
- Formal (the complaint is put in writing)
- A panel hearing stage

Academies' complaints procedures must contain clear timescales.

Academies must allow the parent to attend and be accompanied at a panel hearing if they wish.

Academies should clearly signpost parents that are not satisfied about the handling of their complaint to the EFA via the schools complaints form.

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The EFA can request that an academy re-examines a parent's complaint if it determines that the academy did not follow the correct procedure in the first instance.

## ***Model Terms of Reference - Pupil Discipline Committee/Panel***

### **Name of Committee / Panel**

Pupil Discipline Committee / Panel

### **Purpose**

To review the use of exclusion within the school, including considering the views of the parent of an excluded pupil, and deciding whether or not to confirm exclusions of more than five days or where a pupil would miss an opportunity to take a public examination.

With delegated powers:

### **Quorum**

Three governors

### **Membership**

The membership must not include the Head Teacher. Governor Clerking Service recommends that a staff governor is not included. Associate members can sit on Panels as long as at least 3 of the other members are governors.

If any governor has a connection with the pupil, or knowledge of the incident that led to the exclusion that could affect his or her ability to act impartially, he or she should step down. The chair has the casting vote in all cases where an even number of governors are considering the case.

### **Terms of Reference**

1. To consider the actions of the Head Teacher in excluding the pupil.
2. To consider representations made by parents and by the LA.
3. To determine whether the pupil should be re-instated immediately, re-instated by a particular date or not re-instated.

## Section 7 – Alternative Committee Structures and Some Model Terms of Reference

This section considers the advantages and disadvantages of the following alternative committee models:

- A full governing board with no committees
- A governing board with two or three committees
- Time-limited working parties
- Several committees
- Committees based on Ofsted areas of inspection

### 1. A full governing board with no committees

It is advised that a governing board with no committees should meet twice a term and have mechanisms in place to address staff and pupil discipline matters. It is also suggested that working parties would be needed for specific tasks.

The advantages and disadvantages of this structure include:

#### Advantages:

- It is easy to record decisions and actions
- It removes the need to have Terms of Reference and committee membership lists
- All governors have access to information and reporting at the same time. This avoids repetition and prevents different messages going out to different groups and individuals
- Some decisions can only be made by the full governing board, so it may save discussion time
- The chair and Head Teacher have more overall strategic control of the agenda
- The chair and Head Teacher have more control of decision making
- The chair and Head Teacher may be able to manage communications more effectively, especially if the school is going through significant change or crisis
- There may be fewer meetings, so governor participation may improve

#### Disadvantages:

- It may make it difficult to ensure that all statutory and required tasks are included
- There may be a heavy workload for the Head Teacher and chair (reports for each governing board meeting depending on the focus)
- Full governing board meetings may be very long and more frequent in order to cover the workload
- It may be less efficient to tie all governors into all meetings
- It may make decision making harder due to the number of governors present
- Detailed discussion about complex matters is difficult in a large group, so governors maybe less well informed about what is happening in school and less able to hold the Head Teacher and senior staff to account

- Governors with a special skill or knowledge may be less likely to use it for the benefit of the school
- Sensitive issues (for example, about school staff) are difficult to tackle in a larger group
- New or less-confident governors may feel daunted by a larger group, so effective participation may be reduced
- If meetings are only termly, it is harder to respond to urgent issues
- The chair and Head Teacher could have excessive influence over the agenda

## 2. Time-limited working parties

It may be useful to make use of time-limited working parties. This can work well with schools that have a full governing board with no committees. Working parties can be set up with a particular remit and timeframe

Governors can then research an area in detail and report back to the full governing board.

For example, many Governing Boards have used working parties to explore the possibility of becoming an academy.

## 3. Using several committees

Some governing boards have committees to focus on very specific areas, such as marketing, staffing, or health and safety. This allows for very detailed discussion, but risks governors losing sight of their strategic remit.

### Advantages:

- Shorter and focused meetings
- Clear lines of delegation, if these are properly agreed and recorded (through Terms of Reference)
- Shared workload (for example, chairing) and help with succession planning

### Disadvantages:

- Chairing and clerking may be inconsistent across the Governing Board and committees
- Significantly increased workload for the Head Teacher (and chair)
- May present a problem to ensure that the meetings are quorate if the membership is small

## 4. A governing board with two Committees (Recommended)

Some schools choose to have two (or three) committees in addition to the full Governing Board.

**Advantages:**

- Governors' knowledge and understanding of how the school works is increased by more focused discussion
- Staff with a particular area of responsibility can report to governors in more detail. This improves knowledge and relationships between governors and staff and enables strategic priorities to be shared
- Governors can ask more specific questions, which increases their understanding and enables them to fulfil their monitoring and evaluation role more rigorously
- Meetings may be more frequent, so decisions can be made more quickly
- Governors with a specialist knowledge or skill can use it more effectively
- Committee chairs can report back to the full governing board. This increases governor participation and may use time more efficiently in full governing board meetings
- A smaller group of governors who meet regularly around a specific topic are more likely to build their knowledge base and confidence
- Shared workload (for example, chairing) and help with succession planning
- A streamlined committee structure makes for efficient agenda planning and decision making

**Disadvantages:**

- It takes time and effort to set up and to ensure all constituent groups on the Governing Board are involved
- If the different committee remits are unclear, some decisions can fall through the net
- Decision making can be less straightforward and take longer. This happens if, for example, there are implications for staffing and finance which may be relevant to two committees
- Governing board discussions can be repetitive
- Governor discussion may be in danger of becoming too detailed and less strategic  
Clerking and minute-taking may be more problematic and expensive

**5. Committees based on Ofsted areas of inspection – NEW OFSTED FRAMEWORK**

Having a committee structure based on the four main Ofsted inspection judgements (aside from overall effectiveness). From September 2019, these are:

- Leadership and Management
- Quality of Education
- Personal development  
Behaviour and attitudes

**Advantages**

- It ensures the governing board's work is properly linked to Ofsted's requirements
- It prevents different requirements for one Ofsted area being split into different committees



### **Disadvantages**

- It might result in more committees than is necessary
- It might mean there are more meetings for the Head Teacher to attend, which could become a burden
- There is no Ofsted area for finance and premises

### **Advice on making this structure work**

- For example, 'quality of teaching' and 'achievement of pupils' can be linked into one committee. There would be no need for a 'leadership and governance' committee, as this is the overall function of the Governing Board, but that a finance and premises committee would need to be added.
- In order to restructure the committees in this way, everyone on the Governing Board should be on board with the changes. Governors should then vote on renaming the committees.
- It is important that the workings of the committees do not become an exercise in "box ticking against the Ofsted handbook". Instead, governors should be clear on the impacts each committee should have, which can be summarised into 'impact statements' and referred to in the Terms of Reference for each committee.
- At the first meeting of each committee, governors should look at the Terms of Reference for the previous relevant committee and decide whether it reflects what the new committee should be focused on. The Terms of Reference should be rewritten if this is not the case

## ***Model Terms of Reference - Curriculum Committee***

### **Name of Committee**

Curriculum Committee (or relevant name agreed by the Governing Board)

### **Purpose**

To review and evaluate teaching and learning, pupil achievement and standards and the implementation of Every Child Matters.

### **Membership**

The membership can consist of any member of the Governing Board, staff and associate members.

### **Quorum**

Three governors

### **Terms of Reference**

1. To advise the Governing Board on standards and achievement, including statutory requirements.
2. To contribute to the development of the School Improvement Plan and School Self-Evaluation.
3. To monitor and review academic and pastoral arrangements to ensure the school delivers a broad and balanced curriculum in keeping with the ethos of the school and the requirements of the national curriculum and Every Child Matters.
4. To ensure the promotion of healthy lifestyles including healthy eating, consumption of water and appropriate education and information on health-related issues.
5. To ensure that there are effective and enforceable policies on safeguarding, bullying and child protection and that all pupils have confidence that these issues will be dealt with in an appropriate manner.
6. To ensure that as far as possible school is a place of positive experience and enjoyment for pupils and that the rewards system reflects this.
7. To ensure that regard is paid to pupils' spiritual, moral, social, emotional and cultural development.
8. To ensure that pupils develop their understanding of their rights and responsibilities and have appropriate opportunities to make a positive contribution to the local community.
9. To consider curriculum issues which have implications for finance and personnel decisions and to make recommendations to the relevant committees or the Governing Board.
10. To make arrangements for the Governing Board to be represented at school improvement discussions with the local authority and for reports to be received by the Governing Board.
11. To ensure arrangements for educational visits follow the guidance available from the local authority.
12. To ensure effective provision for students with special educational needs and disability (SEN).
13. Monitor and review curriculum related policies.
14. To consider any curricular and careers matters referred by staff, students, parents, or the Governing Board (secondary only).
15. To evaluate and review the provision of extended school services.

16. To make recommendations to the Governing Board about school hours and the length of the school day.
17. Additional items which individual governing boards may wish to include

## ***Model Terms of Reference - Finance Committee***

### **Name of Committee**

Finance Committee (or relevant name agreed by the Governing Board)

### **Purpose**

To ensure the school has strategic plans in place to deliver effective teaching and learning within the school budget.

### **Membership**

The membership could include any member of the Governing Board, school bursar/business manager and associate members. There is nothing in the regulations for maintained schools to prevent staff governors from sitting the Finance Committee.

### **Quorum**

Three governors

### **Terms of Reference**

1. To ensure the school adheres to the local authority's conditions of the Scheme for Financing Schools and Financial Regulations.
2. To ensure the school meets the relevant statutory requirements in relation to the School Financial Value Standard (SFVS) and that financial resources are managed effectively, and the school provides value for money.
3. To produce the annual budget for presentation to the Governing Board for approval including the delegation of responsibilities to budget managers.
4. To monitor the budget on a regular basis and provide termly updates (as a minimum) to the Governing Board
5. To exercise virement between heads of expenditure of the budget up to a limit of £xxxx (as agreed by the Governing Board)
6. To make decisions in respect of service agreements and contracts up to a specified limit.
7. To make recommendations to the Governing Board with regard to a policy on charging and remissions.
8. To oversee the longer-term strategic planning of the school finances.
9. To review reports by internal audit as to the effectiveness of financial procedures and controls.
10. To monitor the income and expenditure of all non-public (voluntary) funds and ensure an audit of these funds is carried out annually.
11. To ensure that finance committee minutes and all decisions made are reported to the next meeting of the Governing Board.
12. To ensure that there is a Governor Allowances policy in place

## ***Model Terms of Reference - Premises and Health and Safety Committee***

### **Name of Committee**

Premises and Health and Safety Committee (or relevant name agreed by the Governing Board)

### **Purpose**

To ensure the school provides a safe, healthy and sustainable environment for pupils, staff and visitors.

### **Membership**

The membership may include any member of the Governing Board, school caretaker and associate members.

### **Quorum**

Three governors

### **Terms of Reference**

1. To advise the Governing Board on priorities, including health and safety, for the maintenance and development of the school's premises and activities carried out, for example off site visits.
2. To ensure that a current and signed Health and Safety Policy is written and effectively implemented and monitored.
3. To ensure that suitable and sufficient arrangements and systems are in place to achieve effective risk management and recorded (for example audits of health and safety management systems, site inspections, equipment maintenance/inspections, risk assessments, safe systems of work, training plans, accident recording and investigation etc.).
4. To ensure there is adequate provision both in staffing, facilities and resources to allow the school to meet both its legal and moral obligations with respect to health, safety and welfare.
5. To oversee arrangements for repairs and maintenance in line with all health and safety requirements.
6. To oversee arrangements, including Health and Safety, for the use of school premises by outside users or for extended services, subject to governing board and local authority policy.
7. To establish and keep under review a Building Development Plan.
8. To establish and keep under review an Accessibility Plan.
9. To monitor the impact on teaching and learning of the condition of the school site and buildings.
10. To ensure the security of school premises (in consideration with safeguarding requirements).
11. Additional items which individual governing boards may wish to include.
12. Ensure a policy is in place for Charging and Remissions
13. To ensure that there is a policy in place for premises management documents (see the Federation of Property Societies (FPS's) guidance: Compliance monitoring in council buildings

## ***Model Terms of Reference - Staffing Committee***

### **Name of Committee**

Staffing Committee (or relevant name agreed by the Governing Board)

### **Purpose**

To ensure the school staffing complement supports the school's aims and ethos and is affordable.

### **Membership**

The membership may include any member of the Governing Board and associate members are eligible, however may be given restricted voting rights.

### **Quorum**

Three governors

### **Terms of Reference**

(\* Only if the matter has not been delegated to the Head Teacher)

1. \*To be responsible for the recruitment of all teaching and non-teaching staff. To devise job descriptions, personnel specifications, advertisements and arrange and conduct interviews, except:
  - In respect of the Head Teacher and deputy Head Teacher whose recruitment is covered separately by legislation
  - In respect of those posts where the Governing Board has delegated the matter to the Head Teacher and a named governor acting together.
2. To make recommendations to the Governing Board on staffing levels and management structure.
3. To provide support, guidance and accountability for the Head Teacher on all personnel matters.
4. To consider the Head Teacher's recommendations on teachers' salaries in line with the school pay policy.
5. To be responsible for the allocation of responsibility allowances and any consultation with staff groups about such matters as they see fit.
6. To review the School Pay Policy and its implementation in line with DFE and local authority regulations and guidelines, refer any financial implications to the Finance Committee, and report back to the Governing Board.
7. To support strategic planning for internal promotions and permanent staffing posts.
8. To receive reports and monitor the decisions delegated to the Head Teacher on temporary appointments (in accordance with the local authority's general policy on the employment of school teachers on fixed term contracts).
9. To report to the Governing Board on decisions taken by the committee in the exercise of any delegated powers.
10. To ensure that DBS checks are completed satisfactorily.
11. Ensure policies are in place for staff discipline, grievance, capability, and redundancy based on local authority guidance.
12. Ensure that all central record of recruitment and vetting checks are in place

13. To keep under review staff work/life balance, working conditions and well-being, including the monitoring of absence.
14. To ensure proper arrangements are in place to consider any appeal against a decision on pay issues
15. To decide matters of early retirement.
16. To meet the Governing Board's responsibilities under the Disability Discrimination Act 1996 especially in the area of employment.
17. To contribute towards the School Development / Improvement Plan regarding staffing and staff development.
18. To monitor the implementation of the School Improvement Plan regarding staffing and staff development.
19. Additional items which individual governing board may wish to include.
20. To ensure that the school has a complaints policy which is reviewed annually

***Model Terms of Reference – Admissions Committee***  
**(academies, foundation and aided schools only)**

**Name of Committee**

Admissions Committee

**Purpose**

Implements the Governing Board's admissions policy by taking decisions about the admission of, or refusal to admit, pupils to the school.

**Membership**

Head Teacher and at least two other governors.

**Quorum**

The quorum of the committee will be three members.

**Terms of Reference**

1. To act in accordance with the School Government Regulations, the Terms of Reference Regulations and other legislation affecting the conduct and responsibilities of school Governing Boards.
2. To appoint a chair at the first meeting in each academic year unless one has already been appointed by the Governing Board.
3. To consider all matters relating to the admission of pupils to the school, in accordance with the policy of the Governing Board.
4. To advise the Governing Board of decisions taken by providing at Governing Board meetings, for information, a statement of any decisions taken.

This statutory committee is only required for academies, foundation and voluntary aided schools, where the Governing Board is the admissions authority. For community (including community special) and voluntary controlled schools the LA is the admissions authority, and this committee is not required



**Model Terms of Reference – Catholic Life Committee  
(Catholic schools only)**

**Name of Committee:**

Catholic Life (or some variation)

**Purpose Statement**

To ensure that the Diocesan vision for Catholic education is articulated through the school's mission statement; and is clearly and effectively reflected in its policies, development plans and practices.

**Delegated Powers**

**Quorum**

Three governors. The Chair of this committee will be a foundation governor

**Terms of Reference:**

1. To ensure that the Catholic vision of education is clearly and effectively articulated through the School's mission statement, policies and development plans
2. To ensure that the school's liturgical, sacramental and spiritual life is rooted in the tradition of Catholic Worship and prayer
3. To promote excellence in the teaching and learning of Religious Education
4. To ensure that an understanding and knowledge of the Catholic faith permeates all aspects of school life
5. To foster school/ parish collaboration
6. To encourage the putting of 'faith into practice' and 'social cohesion' through charitable activities and service to others in the wider community
7. To support and strategically direct:
  - The school as a Catholic school community
  - The prayer life of the school
  - Spiritual, moral and personal development
  - Links with the Catholic Church and wider community
  - The RE department in its delivery of the RE curriculum
  - Section 48 documentation
  - Admissions

Parental engagement as part of the school community

## Section 8 – Guidance for Multi Academy Trusts (MATs)

### Introduction

Deciding what to delegate, and importantly, what to retain are decisions that the board will have to make. This detailed information will not be set out in the Articles of Association, the MAT's governing document, and so many MATs create a Scheme of Delegation (SoD - document setting out the Terms of Reference – see Appendix 6). It is strongly recommended that every MAT has a SoD that sets out what is delegated. Such a document allows everyone to know their role and where responsibility lies. It is also important when schools are negotiating to set up a MAT or a new school is considering joining an existing MAT that everyone is clear what they are signing up to. A well drafted SoD will enable everyone involved to understand what is expected of them so both the board and the local academy committees can effectively review their own effectiveness.

It is important to remember though, that accountability cannot be delegated. The board of trustees will be accountable for all decisions that are taken by committees, including local academy committees.

The level of delegation does vary but it is inevitably going to be harder for larger MATs to control everything from the centre. It is likely that more will need to be delegated the more schools join and the larger an organisation gets. Smaller MATs consisting of two or three schools may be able to keep all decisions at one level but beyond this size it will be difficult. This is not simply about size though; it is also about ethos: how committed is the board to devolution and local decision making? Many smaller MATs do retain local level governance with the board of trustees acting to oversee the whole operation and intervene where necessary.

Some MATs have a tiered approach to delegation whereby schools that need improvement will 'only' have advisory councils at academy level with little or no decision-making, while higher performing schools will have much more delegation and freedom. This is sometimes referred to as 'earned autonomy.' The detail around how this works would need to be contemplated and fitted to the context of the academy. For example, while the school might be performing poorly, the leadership and local governance could now be good - so restricting delegation in that instance could harm school improvement and not help it. However, the more usual scenario is for a school which is under-performing on joining a MAT to have fewer decisions delegated to academy level until the local governance and school leadership has proved itself to be good.

The DfE is due to shortly change the model Articles to allow a local academy committee to govern more than one academy (but some existing academies have already got this power included within their Articles of Association) and so it won't be necessary to have one local academy committee for every academy.

### Local academy committees

Most MATs have some local board at academy level, but with much variation as to what is delegated to them. The body at the academy level is a committee of the Trust Board. In practice they are often, although not always, called local governing bodies.

However, this is not helpful terminology as they do not necessarily have the same responsibilities as maintained school governing boards (see section 4.1). [The DfE Governors' Handbook](#) does use the phrase 'local governors' to describe those governing at academy level, but then distinguishes this role from those MATs who have only advisory councils at academy level.

Academy level committees have tended to retain the traditional types of constitution, with staff and parents represented. This is often because these local committees are closer to the individual schools, were drawn from the previous governing board and operate as an 'eyes and ears' for the board of trustees.

The DfE currently requires elected parents either on the local level or on the board of trustees, so MATs thinking about their constitution will have to incorporate this. While some MATs have all the local committees with the same composition, other MATs have allowed individual local committees to decide on their own composition within certain parameters, to allow them to meet the needs of the individual academy.

The exact skills make-up which any committee has depends upon its responsibilities. Local academy committees that have financial and staffing matters to contend with will benefit from having members with knowledge of these areas on them. This is so that they can understand information that they are presented with and are confident challenging senior leaders on decisions both proposed and taken - not so that they can attempt to do the school leader's job for them.

As we might expect different MATs have come up with different organisational structures. There is a lack of research that makes it difficult to say that one structure is going to be advantageous over another. - It is about what works in your situation - but you should not be afraid to try something and change it if it does not work out. Inevitably the committee structure is going to relate to the amount of delegation that you have given to local academy committees. A centralised structure where the local academy committee is merely advisory and involved in monitoring only progression and attainment is not going to need many, or even any, committees below it. A local academy committee that looks more like a conventional governing board, however, may well need more committees below it in order to look in depth at some of its delegated areas. MATs we've come across have done some of the following:

### **No committees**

The size of the MAT should be reflected in the size of the governance structure. As such, a small MAT may only have one level of governance, without local academy committees for each school, and resemble a maintained federation governing board. However, it can result in too large a workload for one board and serious thought needs to be given to whether one board could cope without any committees.

### **Trust committees**

These are often committees that report directly to the board of trustees. These might be used like committees in a maintained federation, such as one covering resources issues and another on educational achievement. This allows the needs of the whole MAT to be looked at when considering priorities and allows good practice to be shared.

### **Committees to local academy committees**

Often academy trusts leave it up to local academy committees to decide how they should structure themselves.

In NGA's experience, many local academy committees have retained a similar sub-committee structure from their maintained school days e.g. resources committees and education committees. However, this may change in future if intermediate boards are introduced and MATs may begin to operate more like LA federations rather than stand-alone academies or maintained schools.

**Crucial questions:**

- Do you want a more central or local approach to governance?
- How much responsibility should the local academy committee have?
- Whilst it can be tempting to keep as much delegation as a standalone school, are you sacrificing some of the potential of benefits of being in a MAT?
- Do the committees complement one another?
- Will you have a stepped process with different levels of delegation for different schools?
- Do academies within the trust have to earn their autonomy?
- Will there be a formal process for rescinding delegation if the performance of the academy is found to be poor?
- Will there be a formal process for increasing delegation if the academy performance improves?
- Which level will be looking at the detail of data and how will the trust board know when to intervene?
- Does the proposed committee structure encumber rather than enhance effective decision-making?
- What will the time commitment and cost be for the MAT to run and properly service the proposed structure?

### **Model Terms of Reference – Audit Committee (MAT)**

All academies are required to comply with the [Academies Financial Handbook](#), published by the Education Funding Agency (EFA).

Academy trusts must establish a committee, appointed by the board of trustees, to provide assurance over the suitability of, and compliance with, its financial systems and controls.

All trusts with an annual income of over £50 million must have a dedicated audit committee. All other trusts have flexibility to establish either a dedicated audit committee, or to include the functions of an audit committee within another committee (Finance please refer to page 18)

#### **Name of Committee**

Audit Committee

#### **Purpose**

To maintain an oversight of the academy trust's governance, risk management, internal control and value for money framework.

The committee will report its findings annually to the Governing Board and accounting officer.

#### **Membership (Appointed by the Board of Trustees)**

Staff employed by the academy trust may not be members of the audit committee but may attend meetings to provide information and participate in discussions. Where the trust operates a combined finance and audit committee, staff may be members but should not participate as members when audit matters are discussed. However, they may remain in attendance to provide information and participate in discussions.

The Chair of the Governing Board cannot be a member of the Audit Committee.

The academy's accounting officer and other relevant senior staff should routinely attend the committee's meetings in the capacity explained above.

Membership may include persons who are not trustees, provided that a majority of members of any such committee shall be trustees.

(Articles of Association may vary, and you should refer to your own for further details of requirements).

#### **Terms of Reference**

##### **1. Authority**

The Audit Committee is a Committee of the Board and is authorised to investigate any activity within its Terms of Reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any employee, external audit, internal audit or other assurance provider.

The Audit Committee is authorised to obtain outside legal or independent professional advice it considers necessary, normally in consultation with the Accounting Officer and/or Chair of Governors.

However, the Audit Committee may not incur expenditure in excess of £10,000 in doing so without the prior approval of the Governing Board.

**2. Role**

The role of the Audit Committee is to maintain an oversight of the Academy Trust's governance, risk management, internal control and value for money framework. It will report its findings annually to the Governing Board and the Accounting Officer as a critical element of the AT's annual reporting requirements.

The Audit Committee has no executive powers or operational responsibilities/duties.

**3. Duties**

The duties of the Audit Committee are to:

- 3.1** Advise the Governing Board and Accounting Officer on the adequacy and effectiveness of the AT's governance, risk management, internal control and VFM systems and frameworks. An annual report will be produced by the Audit Committee in this regard
- 3.2** Advise the Governing Board on the appointment, re-appointment, dismissal and remuneration of the external and regularity auditor.
- 3.3** Advise the Governing Board on the need for, and then, where appropriate, the appointment, re-appointment, dismissal and remuneration of, an internal auditor or other assurance provider to enable the Board to sign the corporate governance statement in the annual accounts.
- 3.4** Advise the Governing Board on an appropriate programme of work to be delivered by independent assurance providers (external auditors and responsible officer). This programme of work to be derived from the Audit Committee's regard of the key risks faced by the AT, the assurance framework in place and its duty to report to the Governing Board as detailed in 3.1.
- 3.5** Review the external auditor's annual planning document and approve the planned audit approach.
- 3.6** Receive reports (annual reports, management letters etc.) from the external auditor and other bodies, for example the EFA and NAO (National Audit Office), and consider any issues raised, the associated management response and action plans. Where deemed appropriate reports should be referred to the Board or other committee for information and action.
- 3.7** Regularly monitor outstanding audit recommendations from whatever source and ensure any delays to implementation dates are reasonable.
- 3.8** Review the AT's fraud response plan and ensure that all allegations of fraud or irregularity are managed and investigated appropriately.
- 3.9** Consider any additional services delivered by the external auditor or other assurance provider and ensure appropriate independence is maintained.
- 3.10** Ensure appropriate cooperation and coordination of the work of the external auditor and responsible officer.
- 3.11** Meet with the external auditor and responsible officer, without management present, at least annually

## ***Model Terms of Reference: Finance committee with responsibility for audit***

### **Name of Committee**

Finance Committee

### **Purpose**

To maintain an oversight of the Academy Trust's financial operation (including value for money), governance, risk management, internal control and external audit findings. It will report outcomes to the Governing Board including but not limited to external audit outcomes (annual year-end audit, interim audit and Responsible Officer outcomes).

### **Membership**

The chair or vice-chair of governors and Head Teacher should be a member of the committee and relevant staff, such as the school business manager, should attend. There is nothing in the model articles of association for academies, published by the Department for Education, to prevent staff trustees from sitting on the finance committee.

### **Quorum**

The Quorum shall be three voting members.

### **Terms of Reference**

The finance committee's duties include:

1. Overseeing annual budget setting
2. Approving opening and operation of academy bank accounts
3. Ensuring that the school asset management plan is regularly updated
4. Internal scrutiny of financial processes
5. Risk management with respect to financial control
6. Contributing to the governance statement that accompanies the annual accounts and providing assurance to external auditors
7. To establish and maintain a 3-year rolling, indicative oversight of the Academy budget.
8. To monitor income and expenditure of all funds and to report the financial situation to the full Governing Board each term.
9. To monitor the impact of spending decisions upon educational achievement in the school.
10. To recommend for approval by the Governing Board the level of delegation to the Head Teacher for the day-to-day financial management of the school.
11. To recommend the amount which can be vired between budget headings by the Head Teacher without prior agreement of the finance committee.
12. To oversee the preparation of the year-end accounts.
13. To regularly review the Financial Policy and Procedures and monitor all policies within the committee's scope

**Head Teacher appointment decisions** (Article 107 of the DfE's model Articles of Association, for use by Multi-Academy Trusts (MATs) says: **It is the MAT Board which has ultimate responsibility for appointing Head Teachers.**

The trustees shall appoint the chief executive officer and the principals of the academies. This means that it is the MAT board, rather than each school's local governing body, who has ultimate responsibility for appointing Head Teachers at schools within the MAT. **You should check your Articles as they may differ from the model.**

It is also worth noting that, under Article 105 of the Articles of Association, the MAT Board can delegate any of its functions. You should check any Scheme of Delegation in operation within your MAT to see who is responsible for Head Teacher appointments.

**Further advice is available from the Governor Clerking Service for MATs undergoing a recruitment process.**

### **Pupil Discipline Committee**

MATs can choose to consider all pupil exclusions centrally, or delegate the responsibility to its local governing bodies, so long as the process complies with the exclusion regulations and is deemed reasonable and fair.

The membership of committees in a MAT is dependent on the Trust's Scheme of Delegation. It is entirely possible that this Scheme of Delegation may have given local governing bodies the ability to form their own discipline committees, without the need for academy trustees to be present.

### **Appeals Committee**

The arrangement of this committee will be as set out in the Trust's Articles of Association, and the procedures for hearing appeals that have been adopted. Local governors from other academies within a MAT can sit on a local governing body's sub-committee to hear an appeal on a staffing issue. For a local governing body to do this, the directors/trustees of the trust must have:

- Formally delegated responsibility to the Local Governing Body to hear appeals on the matter, and enabled the Local Governing Body to form sub-committees for this purpose
- Agreed procedures that allow the Local Governing Body to populate the sub-committee with local governors from elsewhere in the trust.

Where a local governing body has been delegated the power to hear appeals, but does not have enough of its own local governors to sit on the sub-committee (and is not formally allowed to use governors from other local governing bodies in the trust), it should ask the directors/trustees to allow local governors from elsewhere in the trust to sit on the sub-committee temporarily.

The Local Governing Body may also want to suggest to the directors/trustees that procedures are changed to allow local governors from elsewhere in the trust to sit on an appeals sub-committee in the future.



## Appendix 6 – Model Scheme of Delegation

If you are a member of NGA, there are a number of Model Schemes of Delegation available to access for information by following the link:

<https://www.governor.support/wp-content/uploads/2016/08/NGA-Model-1-Scheme-of-Delegation-local-governing-committees.pdf>

If you are a member of The Key, there are a number of Model Schemes of Delegation available to access for information by following the link:

<https://schoolgovernors.thekeysupport.com/academies-mats/academy-conversion/multi-academy-trust-mat-schemes-delegation/?marker=live-search-q-MAT%20schemes%20of-result-1>

Other model Schemes of delegation are available to view by following the links below:

<http://www.shirelandhallprimaryacademy.com/wp-content/uploads/2016/04/tefat-scheme-of-delegation-v1-5625ff02938e2.pdf>

<http://www.academytransformationtrust.co.uk/wp-content/uploads/2017/10/Scheme-of-Delegation-August-2017.pdf>

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