

NORTH YORKSHIRE COUNTY COUNCIL
YOUNG PEOPLES OVERVIEW AND SCRUTINY COMMITTEE

12 April 2019

School Governance

1.0 Purpose of the report

- 1.1 Governance - the extent to which schools are transparent and open about their decision making, focussing on (the changing) Roles and Responsibilities of Parent Governors

2.0 Background

- 2.1 Governing boards, and therefore school governors themselves, have three core purposes:
- Ensuring clarity of vision, ethos and strategic direction
 - Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff
 - Overseeing the financial performance of the organisation and making sure its money is well spent
- 2.2 These three core purposes are expanded on in great detail in the Governance Handbook, providing considerable support to governors as they carry out their work.
- 2.3 These core purposes and subsequent guidance in the handbook apply to maintained school governors including in voluntary controlled and voluntary aided schools, but also to governors, directors and members in single and multi academy trusts.

3.0 The role of specific categories of governor

- 3.1 The Governance Handbook applies to all governors in state funded schools. Different categories of governors do not have different roles within the board. However, there are instances when governors who are staff and governors who are parents are restricted in their involvement. Note the use of the terms “governors who are staff” and “governors who are parents”. This recognises that both staff and parents can be co-opted onto the board in addition to the elected staff and parent governors, and relates to specific declarable interests that these governors have outside of the board that can impact on their governance role.
- 3.2 For example, governors who are staff would withdraw from an agenda item that relates to staffing, and could not sit on staff disciplinary or pupil exclusion panels because these overlap with their professional role.
- 3.3 Similarly, governors who are parents would not be able to join staff disciplinary or pupil exclusions panels relating to their children’s classes.

- 3.4 Beyond these specific restrictions to avoid conflicts of interest, parent governors have exactly the same role as every other category of governor. Parent Governors are entitled to hold office on the board, such as chair and vice-chair. Governors who are staff are not.
- 3.5 Why do we have different categories of governor if they all have the same role?
- 3.6 All governors bring a perspective to the board based on their role within the school community. A staff governor will bring their perspective as a member of staff, and a parent governor will bring their perspective as a parent. However, neither “represent” their electorate in the way that elected members represent the people of their division.
- 3.7 We talk to governors about suspending their constituency and governing for the whole school. School governance is not a representative democracy.

4.0 Transparency and Openness

- 4.1 All approved governing board minutes are public documents. They become public once approved by the board, typically at the start of the following meeting.
- 4.2 Approved minutes can be made public through a paper inspection copy available in the school office, or through the school website.
- 4.3 Exceptions:
- 4.4 Some items under discussion are classed as confidential, leading to confidential minutes. These are recorded and stored separately to the public minutes.
- Typical reasons for items being treated as confidential include:
 - The disclosure of personal information or protected data, for example in discussing the outcome of an HR process
 - Discussion of commercially sensitive information, such as exploring federation options prior to a decision being made. This might be to avoid raising unnecessary concerns in the community whilst exploring options.

5.0 What is recorded in the minutes?

- 5.1 Governing board meetings need to facilitate open and at times robust discussion. To support this expectation, we encourage boards not to publish detail of such discussions, but to focus on their collective agreement that results from this discussion.
- 5.2 The governor code of conduct explicitly prevents governors discussing the details of any vote including numbers for and against.
- 5.3 The ideal minutes therefore record a brief summary of discussions, actions required and decisions taken, along with governor questions to leaders to evidence effective accountability. However, it is the responsibility of the board to agree the style and level of detail in the minute record.

6.0 Governance Structures.

- 6.1 Boards can operate a traditional committee structure with the work and scrutiny of the full board being supported by sub-committees such as a finance or resources committee, a school improvement or curriculum committee or where there is a need, a premises committee. These committee meeting minutes are not required to be made public, because they often discuss more sensitive matters that include both protected data and commercially sensitive information – for example, staffing and budgetary issues.
- 6.2 Many boards have opted to run without committees as a way of increasing their effectiveness. In this model, all critical business, including finance and educational standards, are discussed with the whole board. The advantages of this approach include all governors understanding all aspects of the school which improves accountability. It also creates an opportunity for the board to streamline its membership in line with recent DFE thinking. It does require more careful minute taking at meetings, and can increase the number of confidential items recorded. However, the schools who adopt this approach find that the advantages outweigh the disadvantages.
- 6.3 Whatever structures a board operates; all full board meetings have certain standing items. The regulated ones are procedural (e.g. consenting/not consenting to absence, minute approval, declarations of interests). In addition, through the NYCC Clerking Service, we advise on best practice to help boards focus on their strategic priorities, such as key priorities like school improvement being near the top of the agenda and ensuring that safeguarding is a standing item.

7.0 What else is expected of governors?

- 7.1 Governors are expected to attend all board meetings and any committees they sit on. This commitment can vary from as little as one meeting a term to as much as one meeting a month. This variation is caused by a mix of custom and practice, committee structure and need. In addition to attending meetings, all governors are expected to know their school well, and to visit as part of a schedule of governor monitoring visits. Typically, these would be termly or half termly.
- 7.2 All governors must have a DBS check; register all interests, both pecuniary and relationships; and also to sign a declaration that they are not disqualified according to the criteria in the constitution regulations.
- 7.3 Governors are also expected to undertake training, including safeguarding training, and to keep themselves up to date with all relevant developments. To support governors with this, we run network meetings, training courses, and send regular newsletters.

8.0 Challenges

- 8.1 Governor recruitment is always a challenge, for all categories of governor. We provide advice and support where we can. We also work with boards to ensure that induction starts before recruitment, enabling new governors to understand what they are signing up for.

9.0 When it goes wrong

- 9.1 When maintained schools get into difficulties with governance, the local authority does have some statutory powers of intervention. Obviously, these are not used casually and they are a significant addition to colleagues' workloads.
- 9.2 We can issue a formal warning notice to a failing board. If the response to this notice is inadequate, we are then entitled to use statutory powers. These include imposing additional governors, replacing the board with an Interim Executive Board (IEB), de-delegating the budget and requiring the school to enter into arrangements, such as a federation with a strong school.
- 9.3 If a school has been judged by Ofsted to require special measures, we are able to use these powers without issuing a formal warning notice. An IEB requires the additional approval of the Department for Education.
- 9.4 North Yorkshire does have a small number of IEBs, mainly in special measures schools. An IEB is an appointed board made up of people with the skills and experience to deliver effective governance in a challenging situation. These boards are given strategic direction by NYCC, but they retain all of the autonomous powers of the governing board.

10.0 Academies and Multi Academy Trusts

- 10.1 Academies are defined as state funded independent schools. The intention of the DFE is that they have greater freedom than local authority maintained schools. The reality is that their additional freedoms are few and all come with additional costs and risks. All academy trusts, whether responsible for one school or many, are registered with Companies House as not for profit companies limited by guarantee, and with the Charity Commission as charities.
- 10.2 Academy governance is defined in three key documents: The Memorandum of Understanding that incorporates the company, the Articles of Association that define the company's charitable purpose and governance arrangements and the Funding Agreement between the Trust and the Education and Skills Funding Agency (ESFA).
- 10.3 The local authority does not have powers of intervention with academies. This power has been passed to the Regional Schools Commissioner (RSC) as the local representative of the Secretary of State. The RSC's powers are very similar to the LA's powers to intervene with maintained schools, but appear to be used less often in our region.
- 10.4 To ensure continuing high standards of education and financial probity, academies have different governance structures to maintained schools:

11.0 Members.

- 11.1 These are the original signatories to the Memorandum of Understanding who have oversight but no day-to-day role. They have powers to appoint and remove at least some of the Directors.

12.0 Directors or Trustees (Still often referred to as Governors).

- 12.1 These have the full governance responsibilities as described in the Governance Handbook which includes ensuring compliance with charity and company law. They are in effect, non-executive directors. Typically, they will meet between three and six times a year, and have sub-committees to manage different aspects of their business.
- 12.2 There are no categories of directors in the same way as there are categories of governor, but some trusts will have foundation trustees appointed by the diocese. Trusts will also have some co-opted trustees and some appointed (by the Members).
- 12.3 There is a requirement to have parental representation but it can be at local level instead of at trust level. The parent voice is therefore not as strong in a multi academy trust as in a maintained school or a single academy trust.

13.0 Local Academy Committees (only apply to Multi Academy Trusts).

- 13.1 These are often referred to as local governing boards, although they may not have many actual powers. The precise nature of their work is dependent on the Scheme of Delegation that the trust board must write to define the powers delegated to the local boards.

14.0 Recommendations

- 14.1 That YPOSC accept this report as a record of these aspects of the role of school governors.

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Lead Adviser Governance

27th March 2019

Background Documents: NGA Code of Conduct 2018, NGA Governor Role Description 2017

Annexes – none

Model Procedures:

Code of Conduct

Legislation, policies and procedures



Need advice?

For advice on any issue, GOLD members have access to GOLDline legal advice 9–5pm weekdays. Find out more T: 0121 237 3782 www.nga.org.uk/goldline



National Governance Association

The National Governance Association (NGA) is an independent charity representing and supporting governors, trustees and clerks in maintained schools and academies in England. The NGA's goal is to improve the well-being of children and young people by increasing the effectiveness of governing boards and promoting high standards. It does this by providing information, guidance, research, advice and training. It also works closely with, and lobbies, UK government and educational bodies, and is the leading campaigning national membership organisation for school governors and trustees.

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Code of Conduct for School Governing Boards

2018 Version

This code sets out the expectations on and commitment required from school governors, trustees and academy committee members in order for the governing board to properly carry out its work within the school/s and the community. It can be amended to include specific reference to the ethos of the particular school. Unless otherwise stated, 'school' includes academies, and it applies to all levels of school governance.

This code can also be tailored to reflect your specific governing board and school structure, whether that is as a maintained school or academy, either as a single school or group of schools. Where multiple options are given, i.e. senior executive leader/headteacher and governor/trustee/academy committee member, please amend to leave the option relevant to your governing board.

Once approved by the governing board, the Code will apply to all governors/trustees/academy committee members.

This Code should be read in conjunction with the relevant law and for academies, their articles of association and agreed scheme of delegation. It should be adapted as appropriate depending on the governance setting and level of delegation.

The governing board has the following strategic functions:

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the school(s)/trust
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the lead executive/headteacher (where delegated)
- Monitoring the educational performance of the school/s and progress towards agreed targets
- Performance managing the lead executive/headteacher (where delegated)
- Engaging with stakeholders
- Contributing to school self-evaluation

Overseeing financial performance, by:

- Setting the budget



- Monitoring spending against the budget
- Ensuring money is well spent and value for money is obtained
- Ensuring risks to the organisation are managed

As individuals on the board we agree to the following:

Role & Responsibilities

- We understand the purpose of the board and the role of the executive leaders.
- We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the governing board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the governing board meeting.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open governance and will act appropriately.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our school/group of schools. Our actions within the school and the local community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the governing board.
- We will actively support and challenge the executive leaders
- We will accept and respect the difference in roles between the board and staff, ensuring that we work collectively for the benefit of the organisation;
- We will respect the role of the executive leaders and their responsibility for the day to day management of the organisation and avoid any actions that might undermine such arrangements;
- We agree to adhere to the school's rules and policies and the procedures of the governing board as set out by the relevant governing documents and law
- When formally speaking or writing in our governing role we will ensure our comments reflect current organisational policy even if they might be different to our personal views;
- when communicating in our private capacity (including on social media) we will be mindful of and strive to uphold the reputation of the organisation

Commitment



- We acknowledge that accepting office as a governor/trustee/academy committee member involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the governing board, and accept our fair share of responsibilities, including service on committees or working groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will get to know the school/s well and respond to opportunities to involve ourselves in school activities.
- We will visit the school/s, with all visits arranged in advance with the senior executive leader/headteacher and undertaken within the framework established by the governing board.
- When visiting the school in a personal capacity (i.e. as a parent or carer), we will maintain our underlying responsibility as a governor/trustee/academy committee member.
- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school's website.
- In the interests of transparency we accept that information relating to governors/trustees/academy committee members will be collected and logged on the DfE's national database of governors (Edubase).

Relationships

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other governors/trustees/academy committee members, the clerk to the governing board and school staff both in and outside of meetings.
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other board members in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the executive leaders, staff and parents, the trust, the local authority and other relevant agencies and the community.

Confidentiality



- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside school.
- We will exercise the greatest prudence at all times when discussions regarding school/trust business arise outside a governing board meeting.
- We will not reveal the details of any governing board vote.
- We will ensure all confidential papers are held and disposed of appropriately.

Conflicts of interest

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the governing board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time.
- We accept that the Register of Business Interests will be published on the school/trust's website.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the school as a whole and not as a representative of any group, even if elected to the governing board.

Ceasing to be a governor/trustee/academy committee member

- We understand that the requirements relating to confidentiality will continue to apply after a governor/trustee/academy committee member leaves office

Breach of this code of conduct

- If we believe this code has been breached, we will raise this issue with the chair and the chair will investigate; the governing board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the chair that we believe has breached this code, another governing board member, such as the vice chair will investigate.

The seven principles of public life

(Originally published by the Nolan Committee: The Committee on Standards in Public Life was established by the then Prime Minister in October 1994, under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations).

Selflessness - Holders of public office should act solely in terms of the public interest.

Integrity - Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or



take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

Objectivity - Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability - Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

Openness - Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty – Holders of public office should be truthful

Leadership – Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

Adopted by the governing board of [name of school] on [date].

Tools and Checklists:

Model governor role description



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Model governor role description

Role of a school governor

To contribute to the work of the governing board in ensuring high standards of achievement for all children and young people in the school by:

- ensuring clarity of vision, ethos and strategic direction
- holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff
- overseeing the financial performance of the organisation and making sure its money is well spent

Chair:.....

Vice chair:.....

Clerk:.....

Buddy/mentor:.....

Activities: As part of the governing board team, a governor is expected to

1. Contribute to the strategic discussions at governing board meetings which determine:

- the vision and ethos of the school
- clear and ambitious strategic priorities and targets for the school
- that all children, including those with special educational needs, have access to a broad and balanced curriculum
- the school's budget, including the expenditure of the pupil premium allocation
- the school's staffing structure and key staffing policies
- the principles to be used by school leaders to set other school policies

2. Hold executive leaders to account by monitoring the school's performance; this includes

- agreeing the outcomes from the school's self-evaluation and ensuring they are used to inform the priorities in the school development plan
- considering all relevant data and feedback provided on request by school leaders and external sources on all aspects of school performance
- asking challenging questions of school leaders



- ensuring senior leaders have arranged for the required audits to be carried out and receiving the results of those audits
 - ensuring senior leaders have developed the required policies and procedures and the school is operating effectively according to those policies
 - acting as a link governor on a specific issue, making relevant enquiries of the relevant staff, and reporting to the governing board on the progress on the relevant school priority
 - listening to and reporting to the school's stakeholders: pupils, parents, staff, and the wider community, including local employers
3. Ensure the school staff have the resources and support they require to do their jobs well, including the necessary expertise on business management, external advice where necessary, effective appraisal and CPD (Continuing Professional Development), and suitable premises and that the way in which those resources are used has impact.
4. When required, serve on panels of governors to:
- appoint the headteacher and other senior leaders
 - appraise the headteacher
 - set the headteacher's pay and agree the pay recommendations for other staff
 - hear the second stage of staff grievances and disciplinary matters
 - hear appeals about pupil Exclusions

The role of a governor is largely a thinking and questioning role, not a doing role.

A governor does NOT:

1. write school policies
2. undertake audits of any sort – whether financial or health & safety - even if the governor has the relevant professional experience
3. spend much time with the pupils of the school – if you want to work directly with children, there are many other voluntary valuable roles within the school
4. fundraise – this is the role of the PTA – the governing board should consider income streams and the potential for income generation, but not carry out fundraising tasks
5. undertake classroom observations to make judgements on the quality of teaching – the governing board monitors the quality of teaching in the school by requiring data from the senior staff and from external sources
6. do the job of the school staff; if there is not enough capacity within the paid staff team to carry out the necessary tasks, the governing board need to consider and rectify this



As you become more experienced as a governor, there are other roles you could volunteer for which would increase your degree of involvement and level of responsibility (e.g. as a chair of a committee). This role description does not cover the additional roles taken on by the chair, vice-chair and chairs of committees.

In order to perform this role well, a governor is expected to:

- get to know the school, including visiting the school occasionally during school hours and in agreement with the headteacher, and gaining a good understanding of the school's strengths and weaknesses
- attend induction training and regular relevant training and development events
- attend meetings (full governing board meetings and committee meetings) and read all the papers before the meeting
- act in the best interests of all the pupils of the school
- behave in a professional manner, as set down in the governing board's code of conduct, including acting in strict confidence

Expenses: Governors may receive out of pocket expenses incurred as a result of fulfilling their role as governor and NGA recommends that a governing board should have such an expenses policy. Payments can cover incidental expenses, such as travel and childcare, but not loss of earnings.

This document can be adapted for use in recruiting new governors: [see the NGA website](#) for expectations about the time commitment

Academies

This description can be adapted to cover both the role of trustees in a single academy trust and the role of academy committee members (often referred to as local governing bodies) within a MAT. MAT trustees should refer to the [MAT trustee role description](#)