



Leamington Federation
Sydenham Primary School and Lighthorne Heath Primary
School Governors' Terms of Reference and Standing
Orders
Circle Model – Whole Governing Board

Leamington Federation

The Governing Board will operate at all times in accordance with the legislation and statutory guidance applying to a federation of local-authority-maintained community schools, including the School Governance (Federations) (England) Regulations 2012, the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013, the School Staffing (England) Regulations 2009, the Local Authority Scheme for Financing Schools and other relevant education, safeguarding, equality and employment law. These Terms of Reference and Standing Orders will be reviewed at least annually.

In addition to the requirements set out in legislation, the following procedures will apply to the operation of the Governing Board.

This document to be read in conjunction with “Positions held in the Governing Body” document

These documents were agreed by the Governing Board at their meeting held on

Date: **September 2026**

Review Date: **September 2027**

Compliance note: This document should be read alongside the Federation Instrument of Government, current DfE Maintained schools: governance guide, KCSIE 2026, Warwickshire County Council procedures and the schools' current policies. Where legislation or statutory guidance changes, the current legal requirement takes precedence over this document.

Circle Model – Whole Governing Board Approach

Outline

The Governing Board works primarily as a whole team, without standing committees other than any panels or committees required for specific functions (for example pay, staffing appeals, complaints or suspension/permanent exclusion matters). The Board's local governance model is to hold a Planning and Election meeting in early September and six Full Governing Board meetings each year, normally one in each half term. This exceeds the statutory minimum of three governing body meetings in each school year. The annual planner and agenda will include the business the Governing Board is required to consider. Any commissioned working group or panel will operate under agreed terms of reference and report appropriately to the Governing Board.

In addition to 'commissioning' activities or actions on their behalf, the Governing Board, in order to ensure its core functions are fulfilled, will delegate monitoring responsibilities to 'monitoring pairs' or 'individuals'. These include the statutory required individual roles and those focused on the priorities of the School Plan.

Where a function is delegated, the person, pair, committee or panel exercising that function must report to the Governing Board as required by the governance regulations and these Standing Orders. Delegation does not remove the Governing Board's collective accountability.

Documents included:

Terms of Reference - Governing Board

Terms of Reference - Clerk to the Governing Board

Terms of Reference – Executive Head Teacher

Terms of Reference - Monitoring Pairs

Terms of Reference - Monitoring the School Budget

Terms of Reference - Panel Hearings

Terms of Reference – Headteacher Performance Management Group

Terms of Reference – Pay committee

Standing Order - Governing Board Meetings Standing

Order - Election of the Chair and Vice-Chair Standing

Order - Appointment of Co-opted Governors Standing

Order – Appointment of Associate member

Code of Conduct for Governors – see the Federation's current Governor Code of Conduct, reviewed annually with reference to Warwickshire/DfE governance expectations.

Terms of Reference for the Governing Board

The purpose of governance is to provide confident strategic leadership and robust accountability, oversight and assurance. In accordance with regulation 6 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013, the Governing Board's core functions are: ensuring that the vision, ethos and strategic direction of the schools are clearly defined; ensuring that the Executive Headteacher performs her responsibilities for the educational performance of the schools; and ensuring the sound, proper and effective use of the schools' financial resources. The Governing Board must act with integrity, objectivity and honesty, in the best interests of the schools, and be open and accountable for its decisions. The main responsibilities are outlined below. Functions which cannot lawfully be delegated remain with the Governing Board.

The Board has three strategic core functions:

- Ensuring clarity of vision, ethos and strategic direction;
- Holding Executive and Associate Head Teachers to account for the educational performance of the school / organisation and its pupils, and the performance management of staff; and
- Overseeing the financial performance of the school / organisation and making sure its money is well spent.

The main responsibilities to be managed by the Governing Board are outlined below:

Items in bold cannot be delegated.

Operational	• To keep the Instrument of Government under review and, where a variation is required, work with Warwickshire County Council in accordance with the statutory procedure for federated maintained schools. • To review the standing order for election of the Chair and Vice-Chair including the length of the term of office. • Elect (or remove) the Chair and Vice-Chair. • To appoint (or dismiss) the Clerk to the Governing Board. • To hold at least three Governing Board meetings each school year as required by regulation 13 of the 2013 Regulations; under this Circle Model the Board will normally hold six Full Governing Board meetings plus a Planning and Election meeting. • To appoint and remove Co-opted and any Associate members. • To appoint the LA nominated governor (in maintained schools) • To exercise any power to suspend or remove a governor only where, and in the manner, permitted by the applicable School Governance (Constitution/Federations) Regulations. • To decide which functions of the Governing Board will be delegated in replacement of a committee and to whom. • To allocate link/monitoring responsibilities, including safeguarding, SEND, health and safety and finance, according to skills and expertise. These are local monitoring arrangements and do not transfer the Governing Board's collective statutory accountability to an individual governor. • To receive reports from any pair or individual to whom a delegation has been made and to consider whether any further action or decision by the Governing Board is necessary. • To review the delegation arrangements annually. • Appoint selection panel for Headteacher/ Executive Leader • To ratify or reject decisions of appointed selection panel • To recruit new governors as vacancies arise ensuring the board has all the necessary skills to be effective. • To set up and publish a register of Governors' Business Interests. • To ensure that statutory requirements for information published on the school website, including details of governance arrangements, are met and updated as necessary. • To ensure the governance information required by the Secretary of State is supplied through Get Information about Schools (GIAS), kept accurate and up to date, and is consistent with the governance information published on the schools' websites. • To approve and set up a Governors' Allowances Scheme. • To regulate the Governing Board procedures where not set out in law, and record these as Standing Orders. • To delegate to the Headteacher the functions as described in the Delegation of Functions to Headteacher Standing Order (attached). • To assign individuals or pairs of governors to monitor the priorities of the School Improvement Plan, in replacement of committees, in accordance with the attached terms of reference.
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	• To arrange a suitable induction process and mentoring for newly appointed or elected governors • To consider the DfE recommended appointment of a training and development governor to audit individual and collective development needs and from evaluation promote appropriate training. • To regularly audit and evaluate the impact of governance to inform the structure of the Governing Board • To ensure the Headteacher provides such reports as requested by the Governing Board to enable it to undertake its role.
General	• Regularly review the vision and values of the school and ensure that these are shared with all stakeholders. • To take an active role in School Self Evaluation identifying success and areas requiring improvement. • To approve, update and review regularly the School Improvement Plan agreeing a monitoring schedule for the Governing Board. • To determine whether to publish a home-school agreement (no longer a statutory requirement) • To review regularly how the school is regarded by pupils and parents. • To ensure the school has in place all statutory policies and to keep these under regular review, consulting with representative stakeholders as appropriate. • To approve statutory policies, ensuring compliance, on review. • To approve all school trips involving an overnight stay away from home. • To ensure the school has a Complaints Procedure for Parents and that parents know how to raise concerns and make a complaint. • To have regard to the Professional advice given by the Clerk • To ensure that the Governing Board complies with all legal duties placed upon it, having regard to the current DfE Maintained schools: governance guide and relevant statutory guidance.
Inclusion and Equality	• To establish and approve a special educational needs (SEN) policy • To publish and update at least annually a SEN information report (meeting requirements set out in the Special Educational Needs and Disability Regulations 2014) • To have regard to the SEND Code of Practice and fulfil the Governing Board's statutory SEND duties. The Federation will appoint a SEND link governor as a local monitoring arrangement; statutory accountability remains with the Governing Board as a whole. • To ensure compliance with the Equality Act 2010, including the Public Sector Equality Duty, and to have due regard to eliminating discrimination, advancing equality of opportunity and fostering good relations across the protected characteristics. • To receive reports on bullying, homophobic and racial incidents.
Safeguarding	• To ensure compliance with Keeping Children Safe in Education 2026 and other safeguarding legislation and statutory guidance, including ensuring that safeguarding and child protection policies and procedures are effective and reviewed as required. • To ensure all governors receive appropriate safeguarding and child protection training (including online safety) at induction and that this training is regularly updated. The Federation may appoint safeguarding and health and safety link governors for monitoring purposes; this does not replace the collective responsibility of the Governing Board. • To have due regard to the need to prevent people from being drawn into terrorism and to oversee the incorporation of the necessary procedures and practices outlined in the Prevent duty into the child protection policy • To complete an annual Safeguarding Review and return to the LA

Curriculum	• Ensure the NC is taught to all pupils • To ensure the curriculum is broad and balanced • To monitor the curriculum policy if there is one in place. • To establish a charging and remissions policy for activities. • To ensure the British values are embedded within the curriculum, preparing pupils for life in modern Britain
Budget	• To approve the first formal budget plan each year. • To engage in strategic decision making. • To approve the annual budget and ensure that a three-year budget forecast is prepared and submitted in accordance with Warwickshire County Council's Scheme for Financing Schools. • To analyse and recommend the annual budget. • To annually review and approve the Finance Policy and recommend levels of delegation. • To annually review and approve the Charging and Remissions policy. • To enter into contracts following agreed financial limits • To make decisions in respect of service agreements following agreed delegation of financial limits and insurance • To ensure both schools complete and submit the Schools Financial Value Standard (SFVS) annually; for 2026/27 the submission deadline is 31 March 2027, with the Chair signing the required declaration. • To monitor the use and impact of targeted and ring-fenced funding, including Pupil Premium and PE and Sport Premium, and any other current grants for which governing body oversight is required. • To appoint a finance governor or monitoring pair • To ensure financial succession planning within the board • To review and take account of any consultations to change the LA Finance Scheme.
Staffing	• To make Executive Head Teacher and Associate Head Teacher appointments (ratify or reject) following recommendations from the board approved selection panel. • To annually determine the staff complement. • To annually agree a pay policy and pay discretions following the STPCD. • To annually review the impact of and implementation of the Pay and Reward policy • To establish and review procedures for addressing staff discipline, conduct and grievance • To establish a governor panel to hear staff appeals against dismissal, redundancy or grievances. • To dismiss the Headteacher. • To end the suspension of staff or Headteacher. • To determine dismissal payments / early retirement.

Appraisal and Performance Management	• To establish and review and approve annually the Appraisal Policy. • To determine the timing of the Headteacher appraisal review cycle. • To appoint the Headteacher Performance Management group consisting of 2 or 3 skilled or trained governors • To appoint a suitably skilled and objective external adviser to provide advice and support on the Executive Headteacher's appraisal, as required for maintained schools. • To take into account the current Headteachers' Standards and the statutory requirements of the Education (School Teachers' Appraisal) (England) Regulations 2012. • To agree total pay award following recommendation from Pay committee • To agree any pay award for the Headteacher/ Executive Leader following recommendation from the Headteacher Performance Management panel
Discipline / Exclusions	• To establish a statement of behaviour principles on which the school can produce a behaviour policy. • To review the use of suspensions and permanent exclusions and carry out the Governing Board's statutory functions under the current DfE statutory guidance. The Board must consider reinstatement following every permanent exclusion, where suspensions total more than 15 school days in a term, and where a suspension or permanent exclusion would result in a pupil missing a public examination or national curriculum test. Where suspensions total more than 5 but no more than 15 school days in a term, the Board must consider reinstatement if the parent makes representations requesting a meeting. • Where permitted by law, to direct or decline reinstatement following consideration of a suspension or permanent exclusion, giving reasons and complying with the required timescales and procedural safeguards.
Premises & Insurance	• To develop a school buildings strategy or master plan and contribute to LA Asset Management Planning arrangements. • To procure and maintain buildings, including a properly funded maintenance plan. • To seek advice from the LA, to ensure adequate levels of buildings insurance and personal liability. • To receive an annual site report.
Health & Safety	• To establish a Health & Safety policy • To ensure that Health & Safety regulations are followed and appropriately prioritized. • To receive health and safety monitoring/inspection reports at an appropriate frequency and agree and monitor any necessary actions. • To appoint a Health and Safety link governor as a local monitoring arrangement and retain collective Governing Board oversight, including assurance that statutory arrangements for pupils with medical conditions and allergy safety are in place.

Admissions	• To recognise that, as community schools, Warwickshire County Council is the admission authority for Sydenham Primary School and Lighthorne Heath Primary School. • To have regard to the School Admissions Code and cooperate with the Local Authority in the exercise of the schools' admissions functions. • To consider and respond, where appropriate, to Local Authority consultation on admission arrangements, including the Published Admission Number (PAN). • To recognise that admission appeals for community schools are arranged by the Local Authority in accordance with the School Admission Appeals Code.
Collective Worship	• To ensure that the school provides teaching of religious education for all pupils in accordance with the agreed syllabus or has informed parents of their right to withdraw their child. • To ensure that daily collective worship is provided in accordance with the School Standards and Framework Act 1998, including the requirement that, over a term, collective worship is wholly or mainly of a broadly Christian character unless a lawful determination applies, and subject to the right of withdrawal.
School Organisation	• To publish proposals to change category of school.
Information for Parents	• To ensure that each school publishes the information required by law and the information DfE recommends maintained schools publish online, and that it is kept accurate and accessible. • To ensure governance information is published in an accessible format, including the Board's structure and remit and information about governors and associate members who have served during the relevant period.
Collaborations	• To consider forming or joining a group of schools
Federations	• To consider forming a federation or joining an existing federation • To consider requests from other schools to join a federation. • To leave a federation.
Academies	• To consider approach and time scale to academy conversion • To consider forming or joining an existing Multi-academy-trust (MAT)
Extended Services	• To decide to offer additional activities and agree what form these should take. • To cease providing extended services provision.

Terms of Reference for the Clerk to the Governing Board

The Clerk is expected to work within the following terms of reference:

If the Governing Board uses the services of the Warwickshire Clerking Service, the following principles and tasks are included as part of the Service Level Agreement

Guiding Principles

- The Clerk is accountable to the Governing Board.
- The governance professional (clerk) is appointed by and accountable to the Governing Board. Employment or contractual arrangements will depend on the service model in use; the Chair will act as the Board's principal liaison and ensure appropriate induction and review arrangements.
- The governance professional will have appropriate written terms of appointment or service arrangements.
- The Governing Board must not appoint a governor or the Executive Headteacher as its clerk. As a local policy, the Federation will not appoint an associate member as the permanent clerk. If the clerk is absent from a meeting, the governors present may appoint one of their number, other than the Executive Headteacher, to act as clerk for that meeting.

The main responsibilities of the Clerk are:

- To work effectively with the Chair of governors, the other governors and the Headteacher to support the Governing Board.
- To keep up to date and advise the Governing Board on constitutional and procedural matters, powers and duties as outlined within legislation, statutory guidance and the Maintained schools: governance guide.
- To convene meetings of the Governing Board ensuring they are quorate.
- To produce agendas for the meetings working with the Chair of governors
- To attend meetings of the Governing Board and ensure minutes are taken.
- To ensure the chair receives the draft minutes for approval within one school week
- To ensure the chair draft approved minutes are circulated within two school weeks to all governors
- To create an action list after each meeting and monitor progress to ensure that actions agreed are carried out before the next meeting.
- To maintain a register of Business Interests and ensure it is published on the website.
- To ensure the requirements for governors to publish information online is adhered to
- To collect the required details for the Governors National Database (GIAS) and ensure the relevant staff member for uploading to the database is informed of any changes
- To maintain a register of members of the Governing Board and report vacancies to the Governing Board.
- To keep Warwickshire Governor Services up to date with details of the members of the Governing Board.
- To maintain attendance records and ensure the schools publish each governor's attendance at Governing Board and committee meetings over the last academic year, alongside the other governance information required/recommended for publication.
- To give and receive notices in accordance with relevant regulations.
- To perform such other functions as may be determined by the Governing Board from time to time.
- To undertake appropriate professional development.

If the Clerk is unable to attend the meeting, the governors present at the meeting may appoint a member of the Governing Board (but not the Headteacher) to act as Clerk for that meeting.

Delegation of Functions to Executive Head Teacher

The delegation to the Executive Head Teacher ensures a clear separation between strategic non - executive oversight and operational executive leadership.

The Executive Head Teacher is expected to work within the following terms of reference, and to provide the Governing Board with such reports in connection with his or her functions as the Governing Board requires.

Budget	• To make miscellaneous financial decisions up to an agreed limit as set out in the Responsibilities and Signatories section of the schools' finance policy. • To monitor monthly expenditure. • To make payments.
Staffing	• To appoint teachers and non-teaching staff. • To implement the Governing Board's approved disciplinary, capability and grievance procedures and exercise any staffing functions delegated to the Executive Headteacher in accordance with the School Staffing (England) Regulations 2009 and school policy. • To exercise any delegated power in relation to suspension of staff in accordance with legislation, Local Authority procedures and school policy. • To take dismissal decisions only where that function has been lawfully delegated to the Executive Headteacher and in accordance with the Governing Board's staffing procedures. • To produce and maintain a central record of recruitment and vetting checks
Curriculum	• To ensure the National Curriculum is taught to all pupils and consider disapplication for pupils as appropriate. • To establish and implement a Curriculum policy. • To decide which subject options should be taught. • To be responsible for standards of teaching. • To be responsible for each individual child's education. • To implement the statutory Relationships Education and, where applicable, Relationships and Sex Education and Health Education requirements, in accordance with the Governing Board's approved policy and current statutory guidance. • To ensure the balanced treatment of political issues and to prohibit political indoctrination. • To promote British values.
Appraisal and Performance Management	• To formulate and implement an Appraisal policy. • To make pay decisions in line with the pay policy and legal requirements • To carry out appraisal of other teachers (or delegate to line managers in the school)
Standard Setting	• To set standards and predictions for pupil achievement and progress.
Religious Education	• To provide Religious Education in line with school's basic curriculum.
Collective worship	• To ensure, after consultation with the Governing Board, that daily collective worship is provided in accordance with statutory requirements, subject to the lawful right of withdrawal.
Health & Safety	• To ensure that Health & Safety regulations are followed.

Discipline / Exclusions	• To draft the content of the school behaviour policy and publicise it to staff, students and parents.
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Inclusion and Equality	• To designate a qualified teacher to be responsible for co-ordinating SEN provision (the SEN co-ordinator or SENCO) • To appoint a designated teacher for looked-after children
School Organisation	• To ensure that the school meets for 380 sessions in a school year. • To ensure that the statutory school food standards are met and that appropriate arrangements are in place to support pupils with medical dietary needs and allergies. • To implement data protection arrangements that comply with UK GDPR and the Data Protection Act 2018, maintain the school's required registration/fee arrangements with the Information Commissioner's Office, and review policies and procedures as necessary. • To maintain admission and attendance registers in accordance with the School Attendance (Pupil Registration) (England) Regulations 2024 and to implement the statutory guidance Working together to improve school attendance. • To ensure the schools publish up-to-date governance information in an accessible format, including the structure and remit of the Governing Board and, for each governor or associate member who has served at any time during the past 12 months, the information required or recommended by DfE, including appointment details, term of office, date stepped down where applicable, relevant interests and attendance at Governing Board and committee meetings over the last academic year. • To ensure required governance information is submitted to and kept up to date on Get Information about Schools (GIAS).
Information for Parents	• To ensure that the schools publish and maintain the information required for maintained schools online and provide a paper copy free of charge where a parent or carer requests it. • To ensure that free school meals are provided to pupils who meet the eligibility criteria and that the schools meet current statutory requirements relating to universal and expanded entitlements. • To ensure parents are informed of their lawful rights of withdrawal from collective worship and Religious Education and of the statutory arrangements and parental rights relating to Relationships Education/RSE. • To ensure parents/carers receive the statutory annual report on their child's progress and attainment.
Terms of Reference for Individuals or Monitoring Pairs	
Any individual to whom a governor monitoring responsibility has been delegated is expected to work within the following terms of reference in co junction with the protocols and procedures set out in the Circle Monitoring Visit Policy	

To monitor an identified area on the School Plan or a statutory function of the Governing Board and report to the Governing Board, ensuring the challenge and support of the committee the monitoring is replacing is captured. It is expected that 3 monitoring visits will be made to the school during the year, unless school circumstances necessitate more. A visit does not necessarily have to take place during the time when students / pupils are in school, and could be just as effective as a meeting between governor(s) and the lead professional at the end of the day as mutually agreed.

- To meet with the lead professional within the school to gain an understanding of the scope of the area / target and the activities the school is conducting to achieve success.
- To ensure holding to account by the questions which would have been asked as part of a committee meeting are undertaken within the visit with the answers documented.
- To undertake any necessary training (in or out of school) to enable effective monitoring of the areas / subject.
- To monitor the progress of school activities towards the priority milestone or duty.
- To evaluate the extent of success at the end of the set timescale.

All visits to the school will be arranged with reference to the Headteacher and in accordance with the Circle Model Governor Visits policy.

Reports will be submitted for approval by the Headteacher and the Chair within the school within one week of the visit, and then be lodged with the Clerk of governors for distribution as soon as possible, at least seven days before the next Governing Board meeting.

The Federation will allocate the following link/monitoring responsibilities. These are local governance arrangements rather than separate statutory offices; the Governing Board remains collectively accountable for these functions.

- **Federation link/monitoring responsibilities:**

- Safeguarding
- SEND
- Health & Safety
- Finance
- Training and development

These roles support focused monitoring and challenge but do not transfer statutory accountability from the Governing Board as a whole. Before undertaking monitoring, governors will read the Monitoring Policy, Governing Board Code of Conduct and School Staff Code of Conduct. The Board's agenda and reporting mechanisms must ensure that all governors retain strategic oversight and collective responsibility for effective decision-making.

Terms of Reference for the Monitoring of the School Budget

A pair of governors or an individual will be assigned to strategically monitor the financial management of the school on behalf of the Governing Board.

Three monitoring visits should be made each year, ensuring all financial questions and answers are captured within the subsequent report to enable collective decision making. The visits and reports should include monitoring of the following

- To maintain an up-to-date three-year budget forecast, clearly linked to the School Improvement Plan and staffing plans.
- To report monitoring and rollover to the full Governing Board, highlighting any significant variances.
- To evaluate any environment recommendations and report to the Governing Board.
- Analyse and report on Tenders for Contract Services in accordance with board delegated limits.
- To keep in - school financial procedures under review.
- To benchmark school financial performance against similar schools and report to the Governing Board.
- To evaluate proposed expenditure as set out within the delegated limits following recommendations from the headteacher and present to the Governing Board.
- To oversee preparation of the Schools Financial Value Standard (SFVS) for Governing Board approval and Chair sign-off, ensuring submission to the Local Authority by 31 March 2027 for the 2026/27 financial year.
- To ensure that the school is working within the guidance of the SFVS recommendations.
- To ensure that all spending provides 'Value for money' in terms of raising standards in education and is wisely spent.
- To monitor benchmarking both locally and nationally and report to the Governing Board.
- To monitor and evaluate the management of the Voluntary Fund and to receive the audited accounts.
- To monitor the use and impact of targeted funding, including Pupil Premium and PE and Sport Premium, and any other current grants for which governing body oversight is required.
- Review the Finance policy; Lettings policy; Whistle blowing policy; Governor allowance policy; making recommendations to the board
- Ensure annual Governor financial skills audit is undertaken and evaluated
- Review the business continuity plan making recommendations to the Governing Board
- Review compliance audit reports, ensuring the board follows recommendations and actions

- To make regular reports to the Governing Board and ensure that key financial decisions are recorded correctly in the minutes.

Terms of Reference for Panel Hearings

- To make any decisions under the Governing Board's personnel procedures e.g. disciplinary, grievance, capability, where the Headteacher is the subject of the action.
- To make any decisions under the Governing Board's personnel procedures e.g. disciplinary, grievance, capability, unless delegated to the Headteacher.
- To make any determination or decision under the Governing Board's Complaints Procedure for Parents.
- To consider any appeals against a decision to dismiss a member of staff or to a decision short of dismissal e.g. disciplinary, grievance or capability.
- To make any determinations on behalf of the Governing Board in relation to staff redundancy and redundancy appeals.
- To consider representations from parents/carers about suspensions and permanent exclusions in accordance with the current statutory guidance, including the circumstances in which the Governing Board must meet and the circumstances in which written representations must be considered.
- To consider reinstatement following suspensions and permanent exclusions within the statutory timescales: within 15 school days for every permanent exclusion and where suspensions total more than 15 school days in a term; within 50 school days where suspensions total more than 5 but no more than 15 school days in a term and the parent requests a meeting; and, where a public examination or national curriculum test would be missed, to take reasonable steps to meet before the examination/test.
- All panels are to be convened by the Clerk to the Governing Board.

NB: Any governor who has participated on a panel for a staffing decision, cannot sit on the appeal panel

Membership (not less than 3)

Any three governors from a pool of governors [comprising the whole Governing Board], who are:

1. Suitably qualified to undertake the role, and
2. Available on the date specified

The Executive Head Teacher is disqualified from serving in this role.

Any governor with prior involvement in the matter, a relevant connection with a pupil or member of staff, or any other conflict which could affect impartiality must not serve on the panel. For staffing, complaints and other matters where an internal appeal may arise, panel membership should preserve sufficient uninvolved governors to hear any subsequent appeal, in accordance with the relevant policy and procedure.

Terms of Reference for the Headteacher Appraisal Group

- Governor membership to be 2-3 Governors
- To meet annually before the 31st December with an independent advisor to discuss and determine the Headteacher appraisal objectives for the coming year (the planning meeting).
- To review, with the support of the independent advisor, the performance of the headteacher against the agreed appraisal objectives and determine the recommendation on pay progression (the review meeting).
- To prepare and agree the Headteacher appraisal review statement, and report to the Governing Board.
- To monitor through the year, including a mid-year review meeting, the performance of the Headteacher against the agreed objectives and to ensure that appropriate support and development opportunities are provided.
- To make recommendations to the Governing Board in respect of pay progression.

Terms of Reference for the Pay Committee

The Governing Board will delegate all pay decisions with the exception of decisions relating to the pay of the Leadership team to the Headteacher. All decisions relating to the pay for members of the Leadership team, including the Headteacher will be taken by a Committee of the Governing Board.

Terms

- To ensure the achievement of all the pay policy objectives and principles in a fair, reasonable and equitable manner
- To undertake an annual pay review for all staff and reach decisions through the application of any relevant criteria measured by the School's performance appraisal process
- To consider fully all recommendations for pay progression and any other relevant information made available
- To ensure all members of staff are informed individually of the outcome of the annual pay review in writing within ten working days of the decision being made
- To observe all statutory and contractual obligations
- To recommend to the Governing Board changes to the policy and to consult with staff and recognised unions on those proposed changes
- To seek advice from the Local Authority where appropriate
- To maintain an accurate written record of all meetings and, having due regard to confidentiality, to report its decisions to the Governing Board
- To recommend to the Governing Board the annual budget for pay and to ensure that sources of external funding for pay are accessed to maximum effect.

All decisions made by the Pay Committee will take due account of the appraisal statement and all relevant information available from an appraisal or other review of an employee's skills, abilities, performance and any other factors deemed to be relevant. This will include any recommendation made by an employee's appraiser.

All decisions regarding pay progression for teachers, including the Leadership Group should be made without undue delay. These should be completed prior to or on 31st October for teaching staff.

Membership (3 governors)

Membership of the Pay Committee will not be open to anyone who could benefit financially, directly or indirectly from such membership or any of the decisions of the committee.

Neither the Headteacher nor staff governors may serve on this group. The Governing Board will need to consider carefully the membership of the committee and appeals committee to ensure the right composition. In particular they should avoid both the Chair and Vice-Chair of Governors being members of the Pay Committee as this will inhibit one of these key, senior roles being available for any pay appeals that may arise.

Standing Order for Meetings of the Governing Board

Governors are expected to:

- Arrive in good time for the start of any meeting, having read all the paperwork sent to them in connection with the agenda, and prepared with questions to ask or comments to make.
- Bring a copy of the School Plan and be familiar with its milestones and priorities.
- Limit discussion to policies and actions and not people, ensuring challenge, support and celebration is captured within the minutes.
- Participate in discussion and listen to the views and comments of others.
- Work collectively as a team acting with integrity, objectivity and honesty and in the best interests of the school.
- Be brief and adhere to any time limits placed against agenda items.
- Follow up on action points between meetings.

The following persons have the right to attend all meetings of the Governing Board

- Headteacher
- Clerk
- Any governor
- Associate members (unless the Governing Board requires them to leave for items relating to individual members of staff or pupils).

The following persons will be invited to attend regular meetings of the Governing Board Associate Headteachers, members of the senior leadership team, subject leaders, bursar, etc.

The Governing Board will hold a Planning and Election meeting in early September each year and, as its local governance model, six Full Governing Board meetings during the school year, normally one in each half term. The statutory minimum is three governing body meetings in every school year. The governance professional will prepare a suggested calendar of meeting dates for the following year for approval before the end of the summer term.

The Clerk to the Governing Board will prepare a draft agenda, which will be finalised and approved by the chair. Governors wishing to place items on the agenda should give notice to the clerk, and provide a copy of any supporting papers.

Items of 'Any Other Business' will be taken at the beginning of the meeting and either added to the agenda, delegated to a pair, or placed on the agenda of the next meeting.

Voting, where necessary, will normally be taken by a show of hands; however, the Chair may determine a secret ballot where this has been requested by two or more governors. Where there is an equal division of votes the Chair will have a second or casting vote

All meetings will be convened by the Clerk. Any 3 members of the Governing Board may request a meeting by giving written notice to the Clerk, which includes a summary of the business to be transacted. The Clerk will then prepare an agenda to call a meeting.

Full Governing Board meetings will normally commence at 4.30pm and will be planned for approximately two hours. Where business has not been completed, governors present may resolve to continue the meeting or defer remaining business to the next meeting.

Draft minutes will be approved for email circulation by the Chair within 2 weeks of the meeting, before being formally approved by the Governing Board at the next meeting.

Standing Order for the Election of Chair and Vice-Chair

Guiding Principles

- The Governing Board MUST elect a Chair and a Vice-Chair.
- When the office of Chair or Vice-Chair becomes vacant, the Governing Board must elect a new Chair or Vice-Chair at their next meeting.
- The Governing Board must determine, before the election, the date on which the Chair's and Vice-Chair's terms of office will end. A governor employed to work at a federated school is not eligible to be Chair or Vice-Chair. The Board will operate a fair, open and transparent election process and manage conflicts of interest in accordance with the 2013 Regulations.
- Governing Boards are free to, and should, agree an election process.
- Governors who are paid to work at the school, for instance the Headteacher and the staff governors cannot be elected as Chair or Vice-Chair.
- The process must be fair, open and transparent.

Factors the Governing Board should consider in agreeing their election process are:

- How long the Chair and Vice-Chair will serve.
- Whether a Governor can be re-elected and whether there should be a limit to the number of terms a Governor could serve in the position of Chair or Vice-Chair
- Whether a governor can stand for office if they are unable to be present at the meeting.
- How nominations will be made (in writing in advance of the meeting via the agenda or verbally at the meeting, with or without a supporting written or verbal statement.)
- Whether a candidate will self-nominate or be proposed (and seconded if wished) by Governors.
- Whether there will be a secret ballot or show of hands (and whether this would vary depending on the circumstances i.e. in all cases or only where there is more than one candidate.)
- How the Governing Board would treat a tie in votes (would candidates have the opportunity to speak to the Governing Board about why they want to be the Chair or Vice-Chair followed by another vote, would it be by another method?)

The Role of the Chair of the Governing Board

- To ensure the business of the Governing Board is conducted properly in accordance with legal delegation requirements.
- To ensure that meetings are run effectively, act as a role model, focusing on the priorities and making best use of the time available, and to ensure that all members have an equal opportunity to participate in discussion and decision-making
- To establish and foster an effective relationship with the Headteacher based on trust and mutual respect for each other's roles.
- To establish and foster a good relationship with the Clerk based on professional respect for each role.

GOOD PRACTICE EXAMPLE

- The Governing Board resolves that the following process will apply to the election of Chair (and Vice-Chair) of the Governing Board (provide a brief outline of the role see overleaf):
- The Chair and Vice-Chair will serve for a period of between 1 and 4 years.
- The Clerk will take the Chair to conduct the election of the Chair and the newly elected Chair will conduct the election for the Vice-Chair using the same procedure.

Either

- a) The Clerk will invite Governors to self-nominate by a closing date no later than 2 weeks before the date of the meeting at which the election is to be held.

or

- b) Governors will be asked to propose nominations to the Clerk by a closing date no later than two weeks before the date of the first Governing Board meeting of the academic year. The Clerk will provide a form for this purpose, which will allow for nominations to be seconded before submission (if required).

- The Clerk will include the names of all candidates for election on the agenda for the meeting at which the election is to be held, and send it to governors at least 7 days in advance of the meeting.
- The candidates will be asked to leave the room, having outlined the skills they have for the role, whilst the election takes place and the outcome discussed.
- Governors will discuss the skillset of nominees for the role prior to taking a vote by secret ballot conducted and counted by the Clerk.
- Candidates will be allowed to vote (including for themselves) before leaving the room.
- In the event of a tie, each candidate will be given the opportunity to address the Governing Board before a further vote is taken. (If a candidate cannot attend the meeting, a supporting statement may be requested in advance of the meeting.)
- If no advance nominations have been received for the office of Chair, the Clerk may seek nominations at the meeting.

If no Chair is duly elected, a Governor **MUST** be appointed to Chair the remainder of the meeting. The Board **MUST** then elect a Chair at its next meeting. If no Chair is duly elected at its next meeting, concerns will be raised on the capacity of Leadership and Governance.

Following the election of the Chair, the new Chair will conduct the election of a Vice-Chair using the same procedure.

Standing Order for the Appointment of Co-opted Governors

The Governing Board may decide the process for the appointment of Co-opted governors.

Factors the Governing Board should consider in agreeing their appointment process are:

- ☐ What skills are required to support the Governing Board at the time of the vacancy.
- ☐ How and where vacancies should be advertised.
- ☐ Whether a candidate will self-nominate or be proposed (*and seconded if wished*) by governors.
- ☐ What information the Governing Board needs from each candidate to support their nomination i.e. a statement of so many words, interview with, or presentation to the Governing Board or alternatives as appropriate.
- ☐ Whether there will be a secret ballot or show of hands (and whether this would vary depending on the circumstances i.e. in all circumstances or only where there is more than one candidate).

- ❑ How the results will be notified to the candidates.
- ❑ How often the process will be reviewed.
- ❑ The process must be fair, open and transparent.

1. The Co-opted governors are appointed by the Governing Board. They are people who in the opinion of the Governing Board have the skills required to contribute to the effective governance and success of the school.
2. The Governing Board may choose to advertise the vacancy broadly to reach as wide an area as possible. Priority may be given to candidates with particular skills if this expertise would enable the Governing Board to work more effectively. In these cases this would be clearly stated when notifying the vacancy.
3. Where two or more names are put forward, prospective Co-opted governors will be asked to prepare a brief statement of no more than 100 words, explaining their background and why they wish to be appointed. Where possible these statements will be circulated to all members of the Governing Board prior to the meeting at which any appointment will be considered.
4. At the next meeting of the Governing Board, governors will be invited to vote by show of hands if there is a sole candidate. Where there are multiple nominations, governors will take a vote by secret ballot, managed by the Clerk.
5. In the event of a tie, the governors will again discuss the nominations and take a further vote.
6. The Clerk will announce the result, with the candidate polling the most votes being duly appointed.

Standing Order for the Appointment of an Associate Member

Governing Boards can benefit from being able to draw on particular skills or experience from outside their formal governor membership. The definition of associate member is wide and can include pupils, school staff and persons who want to contribute specifically on issues related to their particular area of expertise, for instance finance.

Associate Members are

- Appointed for a period between one and four years and can be reappointed at the end of their term of office. They can be removed from office by the Governing Board at any time. They are not governors and are not recorded on the Instrument of Government
- Associate members cannot be given voting rights at Governing Board meetings.
- Associate members may be excluded from any part of a meeting when the item of business concerns an individual pupil or member of staff or other confidential items.

Factors the Governing Board should consider in agreeing their appointment process are:

- What the purpose of the appointment will be (i.e. addition of skills etc.)
- What information the Governing Board needs to support the proposal i.e. a statement of so many words, interview with, or presentation to the Governing Board or alternatives as appropriate
- Whether there will be a secret ballot or show of hands
- What the term of office for the membership shall be
- Whether the associate member will be included in all distributions of documents and meeting (or whether for instance confidential minutes will not be available)
- The expectation of the associate member to sign the Governing Boards' Code of Conduct
- The expectation that information about associate members, including relevant interests and any committee voting rights, will be published in accordance with current DfE maintained-school governance publication guidance.

STANDING ORDER EXAMPLE

The Governing Board resolves that the following will apply to the appointment of associate members of the Governing Board

Name of Associate Member I insert nameJ

The Governing Board agree to the associate member named above:-

To be appointed for a period of linsert agreed term between *1 - 4 yearsJ*

To have regard to the Terms of Reference, Governing Board Code of Conduct and other Standing Orders of the Governing Board

To undertake appropriate governor training

To agree to complete the legal governor declaration and declaration of business interest forms

Code of Conduct for School Governing Boards

The Governing Board will use the Warwickshire LA Code of Conduct for School Governing