

## Model Governing Board Standing Orders – Maintained Schools

*These Standing Orders are established in accordance with the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013 and Governance Handbook 2015.*

***This document is not statutory but can be adopted by the governing board as a framework for its effective operation.***

*Italic type means that governing boards may adopt the suggested good practice, establish their own practice or delete that particular standing order.*

### 1 Chair and Vice-Chair

- 1.1 The governing board must set the term of office for the chair and vice chair before the election takes place. This can be between one and four years. The term of office for each will end on a date agreed by the governing board.
- 1.2 The governing board cannot conduct its business without an elected chair.
- 1.3 When the chair and vice-chair are due for election, the governing board will elect both positions from among its number (though excluding any employee of or a pupil at the school).
- 1.4 The governing board will decide in advance of the election the process of election for either or both positions.
- 1.5 If nobody has indicated willingness to stand for the office of chair, the meeting will be adjourned until a chair can be elected.
- 1.6 *The clerk will take the chair when the chair is being elected. Otherwise the chair will conduct all meetings of the governing board except that, in his/her absence, the vice-chair will take the chair.*
- 1.7 If the election of the chair or vice-chair is contested it will be decided by secret ballot. Governors standing for election will withdraw and not vote.
- 1.8 If both the chair and vice-chair are absent from a meeting, the governing board will elect a chair for that meeting.
- 1.9 If the chair resigns, or has to relinquish the office for any reason, the vice-chair will act as chair until a successor is appointed at the next meeting of the governing board. The election of chair will be a specific item of business on the agenda for that meeting.
- 1.10 If the vice-chair resigns, or has to relinquish the office for any reason, a successor will be elected at the next meeting of the governing board.

- 1.11 *If both the chair and vice-chair resign, or have to relinquish their offices for any reason, the governing board will hold a special meeting within \_\_\_\_ days to elect their successors.*
- 1.12 The chair and/or vice-chair can be removed from office by resolution of the governing board, unless the chair has been nominated by the Secretary of State pursuant to section 67 of the EIA 2006.
- 1.13 A resolution to remove the chair or vice-chair from office will not take effect unless the matter is specified as an item of business on the agenda. The governor proposing the removal must state his/her reasons for doing so at the meeting. The chair or vice-chair must be given the opportunity to make a statement in response before he/she withdraws from the meeting and the governing board votes on the proposal to remove the chair or vice-chair from office.

## **2 Calendar of Meetings**

- 2.1 The governing board will meet at least three times per academic year.
- 2.2 *Committees will meet at a frequency determined by the governing board.*
- 2.3 *The governing board will set the dates for its meetings, including those of any committee and/or working group [delete as appropriate] for the next school year at the final meeting of the previous school year/on a termly basis at the last meeting of the preceding term/from meeting to meeting.*

## **3 Timing and Duration of Meetings**

- 3.1 *Meetings will start at times which are acceptable to the governing board and will be limited to \_\_\_\_ hours duration*
- 3.2 *Where the business has not been completed within the agreed time, those governors present may resolve to continue the meeting in order to deal with the business notified on the agenda or make arrangements for a further meeting to complete the business.*
- 3.3 A meeting may be discontinued at any time if the governors so resolves. If so, or if the meeting has to be abandoned because it is no longer quorate, a further meeting shall be called as soon as practicable to complete the unfinished business.

## **4 Alternative arrangements for governor participation at meetings**

- 4.1 The governing board may approve alternative arrangements for governors to participate or vote at meetings.

*Governors can choose one of the following options (delete as appropriate):*

*Governors may only participate or vote at meetings which they attend at the*

*venue stated on the agenda; or*

*Governors may participate and vote at meetings via telephone, if they have indicated this in advance of a meeting; or*

*Governors may participate and vote at meetings via video conferencing facility if they have indicated this in advance of the meeting and this facility is available.*

4.2 A meeting will only take place if there is a physical quorum for the meeting (i.e. if a quorate number of governors is in attendance at the stated venue for the meeting). If governors participate/vote at meetings but are not in attendance due regard will be paid to confidentiality and fair and equal contribution to the meeting.

4.3 The clerk will physically attend the meeting in order to record the minutes.

## **5 Quorum**

5.1 The quorum for all business of the governing board is one half (rounded up to a whole number) of the total number of governors in place; not including any governor vacancies.

5.2 Meetings which become inquorate will be discontinued, *or meetings which become inquorate will continue but no legal decisions may be made.*

## **6 Clerking**

6.1 The governing board will determine the arrangements for appointing a clerk for meetings of the full governing board and committees.

6.2 Governors and the headteacher cannot be clerk to the governing board.

6.3 The headteacher cannot be appointed as clerk to a committee.

6.4 If the clerk does not attend a meeting the governors present at the meeting can appoint a member of the governing board or committee (but not the headteacher) to act as clerk for that meeting.

6.5 The governing board can remove their clerk from office by resolution at a governing board meeting. If the school does not have a delegated budget, the local authority may dismiss the clerk and appoint a substitute, but the local authority must consult the governing board before doing so.

## **7 Associate Members**

7.1 The governing board can appoint Associate Members to serve on one or more governing board committees and attend full governing board meetings.

7.2 An associate member may be removed from office by the governing board at

any time.

- 7.3 Associate Members are appointed as members of committees established by the governing board or as members of the governing board. They are appointed for a period of between one and four years and can be reappointed at the end of their term of office. Associate Members are not governors and are not recorded on the Instrument of Government.
- 7.4 Associate Members do not have the right to vote at governing board meetings. The governing board can give limited voting rights to Associate Members on committees at the time of appointment.
- 7.5 Associate Members cannot count towards a quorum for any meeting of the full governing board or committee on which they serve.

## **8 Withdrawal from meetings**

- 8.1 Governors will be required to withdraw from a meeting under circumstances set out in Regulation 16 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013.
- 8.2 If there is a dispute about a person attending a governing board meeting being required to withdraw, the matter of withdrawal shall be determined by the governors present at the meeting.

## **9 Convening meetings**

- 9.1 All meetings will be convened by the clerk, in accordance with the arrangements made by the governing body, but subject to (a) any direction from the chair where a matter is urgent and (b) any requisition signed by three governors.

## **10 Notice of Meetings**

- 10.1 Written notice of meetings, together with the agenda, will be sent so as to arrive seven clear days before the meeting – except where the chair calls an urgent meeting at short notice – to (a) each governor, (b) the headteacher (whether or not that person is a governor), (c) any associate member and (d) the local authority, where an agenda item for the meeting involves consideration of a change of school category.
- 10.2 Non-receipt of notice of a meeting will not invalidate the meeting
- 10.3 Notices of meetings, and the accompanying agenda, will be made available at the school, at all reasonable times, for inspection by anyone wishing to see them.

## **11 Agenda**

- 11.1 The agenda will be prepared by the clerk in accordance with any

determination of the governing board *and in consultation with the chair and the headteacher and where the clerk is also the clerk to any committees the chair of the committee and the headteacher.*

11.2 *Any governor may place an item on the agenda by writing to the clerk.*

11.3 *Wherever possible papers that inform agenda items will be sent to governors with the agenda.*

## **12 Late Items/Any Other Business**

12.1 *The agenda will include 'Notification of AOB' immediately after 'Apologies for Absence' and any governor wishing to raise an urgent meeting item must give notice at this time.*

12.2 *The governing board will decide whether any such item is to be discussed or, if appropriate, deferred to a subsequent meeting.*

## **13 Suspension of Governors**

13.1 The governing board may suspend a governor for a period of up to six months under circumstances set out in Regulation 17 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013.

13.2 A governor can only be suspended if one or more of the following grounds apply:

- the governor is paid to work in the school and is the subject of disciplinary proceedings in relation to his/her employment
- the governor is the subject of any court or tribunal proceedings, the outcome of which may be that he/she is disqualified from continuing to hold office as a governor under Schedule 6 of the Constitution Regulations
- the governor has acted in a way that is inconsistent with the school's ethos or with the religious character and has brought or is likely to bring the school or the governing board or his office into disrepute
- the governor is in breach of his/her duty of confidentiality to the school or the staff or to the pupils

13.3 Any motion to suspend a governor must be specified as an agenda item of the meeting for which at least seven days' notice must be given.

13.4 A governor who is suspended must be given notice of any meetings and must be sent agendas, reports and papers for any meetings during their suspension.

## **14 Governors' Expenses**

14.1 The governing board will prepare a policy on the payment of expenses of

governors in accordance with Part 6 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013.

## 15 **Attendance**

- 15.1 The clerk will keep a record of those governors and all other persons present at meetings of the governing board or any of its committees.
- 15.2 Where a governor sends an apology for absence with reason, the governing board will decide whether to 'consent' to the absence and the clerk will record the decision in the minutes (A copy of the approved draft minutes will be sent as soon as possible to the governor concerned).
- 15.3 *The time of arrival and/or departure of any governor not in attendance throughout any meeting will be recorded in the minutes.*

## 16 **Minutes of Meetings**

- 16.1 *The minutes of meetings will be kept in a binder on consecutively numbered loose-leaf pages, each page initialled by the person signing them as a true record.*
- 16.2 *Any dissenting views will be recorded in the minutes of the meeting, if that is the wish of one or more governors present.*
- 16.3 Action will be taken on the basis of decisions and need not await the approval of the minutes at the next meeting.
- 16.4 *Within 10 school working days of the meeting, the draft minutes will be sent by the clerk to the chair for checking and to the headteacher.*
- 16.5 *Copies of the draft minutes, once 'approved' by the chair, will be sent to all members of the governing board within \_\_ school days of the meeting.*
- 16.6 The approval of the minutes of the previous meeting will be on the agenda of every meeting of the governing board and once approved as a true record (subject to any agreed amendments) the minutes will be signed and dated by the chair.
- 16.7 Those matters which the governing board determines shall remain confidential will be minuted separately and such minutes will not be made publicly available.
- 16.8 Approved draft minutes, and subsequently the approved minutes, will be made available at the school, at all reasonable times, for inspection by anyone wishing to see them.
- 16.9 Minutes made available for inspection will include papers forming part of the meeting.

16.10 A copy of the signed minutes will be sent to the LA if requested and also, for voluntary schools, to the Diocesan Director of Education.

## 17 **Confidentiality of Proceedings**

17.1 *Details of any dispute, discussion or disagreement should remain confidential to those present at the meeting.*

## 18 **Correspondence**

18.1 *All incoming correspondence to the governing board (other than any concerning a complaint) is for the attention of the whole governing board, even if addressed to the chair and/or the clerk. Significant items will be circulated to all governors as and when received/presented to each meeting of the governing body for action or information as appropriate. The chair will report upon any correspondence on which he/she has already taken urgent action.*

18.2 *The governing board will determine by resolution who may write letters on behalf of the governing board, either generally or on specific issues.*

## 19 **Information and Advice**

19.1 The headteacher has a statutory duty to keep the governing board fully informed, *and will present a written report to each termly meeting of the governing board.*

19.2 *A representative of the LA will be invited to attend meetings in order to inform and advise the governing board when considered appropriate.*

19.3 At the autumn term meeting each year the governors will receive details of public examination results taken in the preceding summer term and compare these with the targets set and the previous year's results.

19.4 *Where (exceptionally) important information required by the governing board is given orally, it will be recorded in the minutes in appropriate detail.*

19.5 *Where information required by the governing board is not readily available, reasonable time will be given for its production.*

19.6 Where expertise is needed but not available within the governing board, the governing board may consider inviting appropriate non-governors to attend meetings or appointing associate members.

## 20 **Discussion and Debate**

20.1 The chair will ensure that meetings are run effectively, focussing on priorities and making best use of time available and ensuring that all governors enjoy equality of opportunity to express their views and participate in decision making.

20.2 The governing board will receive and note, *without debate*, any decisions on matters which it has delegated to a committee or to an individual. Decisions will be recorded in the minutes.

20.3 *Recommendations received from working groups will be recorded in the minutes, together with any related governing board resolution.*

## 21 **Decision-making**

21.1 Members of the governing board recognise that all decisions must be made by the governing board unless the governing board has delegated the function to a committee or to an individual.

21.2 Every question to be decided at a meeting of the governing board is to be determined by a majority of the votes of the governors present and voting on the question; proxy voting is not allowed. Voting by telephone or video conferencing is only permitted where the governing board have adopted alternative arrangements for governor participation as set out in Section 4 above.

21.3 Where there is an equal division of votes the chair (or the person acting as chair for the purpose of the meeting) has a second or casting vote – except in the case of a selection panel deciding who, if any, candidate to recommend to the governing board for appointment as head/deputy.

21.4 Voting in the election of the chair or vice-chair where there is a contest will be held by secret ballot. Otherwise voting will ordinarily be by show of hands, unless one or more governors request a secret ballot. There is no second or casting vote in the election of chair.

21.5 Decisions of the governing board are binding upon all its members.

21.6 *Decisions of the governing board (or of any of its committees) may be amended or rescinded at a subsequent meeting of the governing board only if a proposal to amend or rescind appears as a specific agenda item.*

## 22 **Urgent Action**

22.1 The chair, or in his or her absence the vice-chair, has authority to take urgent action between meetings only where:

- a delay in dealing with the matter would be seriously detrimental to the interests of the school, a pupil, his/her parents, or a member of staff
- a meeting could not be called in sufficient time to deal with the matter
- the matter is one which can be delegated to an individual under regulations

22.2 If the chair (or vice-chair) takes any urgent action between meetings, the facts will be reported to the next meeting of the governing board.



## 23 **Public Statements**

- 23.1 Public statements on behalf of the governing board will be made only by the chair or those delegated to make them.

## 24 **Access to Meetings of the Governing Board**

- 24.1 Apart from governors, the only people entitled to attend a meeting of the governing board are the headteacher (whether or not they are a governor), the clerk, where appropriate, associate members and any such other persons as the governing body may determine. No substitute members are permitted.
- 24.2 Associate members may be required to leave a meeting where matters of a confidential nature relating to individual staff or pupil are discussed.
- 24.3 *When the headteacher is absent, the deputy headteacher will attend in his/her place but will have no vote (unless in the long-term absence of the head, the deputy has been appointed acting headteacher).*
- 24.4 The governing board can require any non-governor present at a meeting to leave at any time.
- 24.5 *If a meeting is to be opened to parents/the public, reasonable notice will be given.*
- 24.6 *The deputy headteacher/s will be invited to attend meetings of the governing board as observer/observers, as part of their professional development.*
- 24.7 *The headteacher may invite officers (deputy headteacher, bursar, head of department etc.) to attend meetings on an occasional or regular basis. All officers are there in an advisory role and have no voting rights, unless they have an additional role such as staff governor.*

## 25 **Pecuniary Interests and Other Specified Conflict of Interest**

- 25.1 The governing board will maintain a register of the pecuniary and personal interests of its members in ...*[either]* ... *a book signed by the relevant governor when an entry is made ... [or] ... in the form of consecutively numbered loose leaf sheets, each sheet being a statement completed and signed by the relevant governor.*
- 25.2 As appropriate, governors will draw attention to any pecuniary or other personal interest, whether that interest has previously been registered or not.
- 25.3 The register of interests form will be published on the website and reviewed *on annual basis.*
- 25.4 A governor must withdraw from a meeting, if he/she (or a close relative or

partner):

- stands to gain financially from a matter under consideration
- has a personal interest in a matter under consideration
- is a relative of a pupil, a parent or an employee being discussed
- is a school employee, other than the headteacher, and the pay or performance of school employees is under discussion
- is the headteacher and the pay or performance of the headteacher is under discussion

25.5 When a committee is considering:

- disciplinary action against an employee or against a pupil or
- a matter arising from an alleged incident involving a pupil

a governor who has declared a personal interest may nevertheless attend the meeting to give evidence if he/she has made relevant accusations, or is a witness in the case.

## 26 **Complaints and Staff Discipline**

26.1 *The governing board will establish procedures for dealing with general complaints.*

26.2 The governing board will establish procedures for dealing with staff disciplinary matters and staff grievances.

## 27 **Delegation of Functions**

27.1 No action may be taken by an individual governor (including the chair and vice-chair except where acting in accordance with Standing Order 22.1) unless authority to do so has been delegated formally by resolution of the governing board.

27.2 Where required under the school governance regulations *and in other cases in order to ensure the most efficient conduct of its business*, the governing board will:

- *delegate work to committees, individual members of the governing board and/or the headteacher, if not a governor*
- *set up working groups to provide information and/or make recommendations to the governing board*

27.3 The arrangements for delegating functions will be reviewed annually by the full governing board.

27.4 In delegating functions to individuals, the governing board will have regard to the restrictions set out in Regulation 18 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013.

## 28 Committees

- 28.1 Committees to which the governing board has delegated any of its functions will act strictly in accordance with the terms of delegation.
- 28.2 When establishing committees the governing board will ensure compliance with the regulations concerning the constitution of the committees and will:
- determine the membership (including non-governors where permitted and appropriate)
  - *determine the reserve membership to cover for the absence of ordinary members*
  - appoint the chair of each committee annually/allow the committee to elect its chair
  - establish and record terms of reference
  - review the membership and terms of reference annually
  - decide whether or not to confer voting rights on any or all non-governors for those matter where non-governors are not prohibited from voting under the regulations
  - *determine when the committees shall meet ... [or] ... allow the committees to determine their own timetables within given limits*
  - determine arrangements for reporting back
  - review the need for, and the membership of, committees annually; set the quorum for each committee (minimum quorum is 3)
- 28.3 The headteacher has the right to attend any committee meetings, subject to the statutory rules on withdrawal.
- 28.4 *The governing board will establish committees for the following purposes:*
- *pupil admissions (aided and foundation schools only)*
  - *all staff appeals (pay, discipline and grievance)*
  - *staff matters (pay, discipline and grievance)*
  - *pupil discipline (exclusions)*
- 28.5 All committees and individuals with delegated powers will report in writing to the next meeting of the governing board about any decisions made or action taken.
- 28.6 No governor who served on the relevant first committee or had any previous involvement with the matter under appeal may serve on an appeal committee.
- 28.7 All committees with delegated powers will keep formal minutes, and *copies will be presented to the next meeting of the governing board ... [or] ... circulated to all governors within \_\_ working days of the meeting for information.*

28.9 All meetings of committees will be clerked by a person who is not the headteacher.

## 29 **Working Groups**

29.1 *In establishing working groups the governing board will:*

- *determine the membership, including non-governors, and the method of appointing the chair*
- *determine when working groups must meet ... [or] ... allow working groups to determine their own timetables within given limits*
- *determine procedures for reporting back*

29.2 *The headteacher has the right to attend any working group meeting.*

29.3 *Working groups established for specific purposes will be discontinued when their work has been completed.*

29.4 *All working groups will present a written report, including recommendations where appropriate, to the next meeting of the governing board/committee.*

## 30 **Safeguarding Pupils**

30.1 All governors are required to hold an Enhanced Criminal Records Certificate (ECRC).

30.2 Any governor refusing to undertake the checks will be disqualified from membership of the governing board.

## 31 **Code of Conduct**

31.1 Every governor will be requested to sign the Code of Conduct declaration at first appointment and each subsequent year of appointment at the (*autumn*) term meeting.

## 32 **Commitment**

32.1 All governors will demonstrate commitment to continuous development of their knowledge and skills and keeping themselves up to date, This will include their ability to understand and interpret educational and financial data.

32.2 All governors in the interest of openness and transparency will have their full names, date of appointment, terms of office, role on the governing board, attendance record, relevant personal and pecuniary interests, category of governor and the body responsible for their appointment published on the school's website.

## Appendix 1

### **Key changes to 2016 version of the Model Governing Board Standing Orders:**

- governing body has been replaced with governing board
- a paragraph 30.1 has been updated to reflect the new requirement for maintained schools to obtain enhanced DBS checks on all governors: from April 2016 for new governors and 1 September 2016 for existing governors
- a new section on Commitment (paragraph 30.1. and 30.2) has been added
- the document has been aligned to the model Code of Conduct