

The Buckswood School Governance Document

Updated: January 8, 2018

The purpose of this document is to set out the role of The Buckswood School Governors and to ensure there are established governance policies and procedures to assist them in carrying out their duties. It also sets out the process of recruitment, selection and induction of Buckswood School Governors.

1. Roles and responsibilities of The Buckswood School Governors

The Governing Body assists in setting and reviewing the school's vision for the future, policies, plans and procedures that will ensure the best possible education for present and future pupils of the school, including the proper control of its finances. Governors have a legal and fiduciary duty to protect the assets of the school and to ensure that it is diligently and well run.

General responsibilities

Governors have the legal responsibility for ensuring that the school complies fully with the law, is solvent and complies with all the financial regulations for charities and companies as well as with DfE regulations. Governors have a duty to keep in mind the interests of pupils, staff and parents as well as those of the community. Governors' responsibility for compliance cannot be delegated to the staff of the school and requires them to take professional advice where necessary and to ensure that they are kept up to date with changes in all of the regulations affecting independent schools.

Governors help to set the school's vision, ethos and direction, regularly review the school's performance against targets and monitor the risks to which the business is exposed. They are responsible for ensuring that proper measures are taken by the school to mitigate all risks, by safer recruitment and child protection, compliance with health and safety and insurance. They are responsible for the Governance structure. The conduct of operational business is delegated to the Principals and Senior Leadership Team.

Governors of Buckswood School are responsible for the selection and appointment of new Governors. This is a legal responsibility that cannot be delegated, although the Governors encourage the Head to suggest the names of potential candidates. Governors are aware of the importance of identifying the appropriate mixture of skills and experience that the Governors and their successors need to manage the multi-faceted affairs of a modern school. The Governors have an overall responsibility to oversee the operations of Buckswood School ensuring the school effectively meets its objectives and mission.

Governors have a duty to declare any personal interest in any transaction or arrangement proposed by the school, to avoid conflicts of interest and not to accept benefits from interested third parties.

Governors should act at all times with honesty and integrity. Each Governor has an important role in performing their duties and in upholding the schools' policies. The school has a policy of zero tolerance of bribery and corruption and:

- The Board accepts its fiduciary duty to ensure that the school does not tolerate bribery and corruption.
- Taking, giving or attempting to give bribes constitutes gross misconduct and, if proven, results in dismissal/removal from post.
- Governors and staff have a duty to notify the authorities where they discover instances of bribery, fraud or other malpractice.
- Governors and senior staff sign a declaration of their outside interests on joining and annually thereafter.
- All contracts for goods and services will be subject to open and fair competition.

The specific role of Governance at Buckswood School is as follows:

- Set, monitor and (as necessary) revise Buckswood’s strategy/mission.
- Hire, set compensation for and evaluate the performance of Buckswood’s Principals and Senior Managers based on the job descriptions appropriate to these roles.
- Ensure that Buckswood School has adequate resources to achieve its objectives.
- Ensure that safeguarding runs as a core thread throughout Buckswood School.
- Approve major operational policies, initiatives/programs and necessary funding.
- Evaluate Buckswood School’s success and oversee improvements in order to enhance impact.
- Ensure the good public standing of Buckswood School.
- Exercise fiduciary responsibility for the School:
 - Oversee Buckswood’s assets.
 - Approve the annual budget
 - Ensure that adequate internal controls are in place within the School and ensure that periodic audits and reports are completed satisfactorily

Responsibilities of the Chair

Specific responsibilities of the chair include: Overall responsibility for guiding the governance of the Board and the school; Support for the Principals by meeting regularly and listening; Responsibility for the Principal’s performance appraisal; Remuneration of the Principals in conjunction with the Proprietor; Endorse the School Development Plan; Chair meetings of the Board; Oversees the appointment of a new Principal and Business Manager; Maintains close links with Vice Chair; Ensures that the school has the requisite level of financial competence; Leads on the appointment and induction of new Governors; Ultimate oversight of the processes for dealing with grievances, disciplinary appeals and complaints; Arranging the Chair’s succession process in advance of retiring

Day to day operational control of the school is vested in the Principals, who work with the Proprietor, Business Manager, Clerk to the Governors and the Senior Management Team.

Time commitment

Regular commitments consist of attending Board and the relevant sub-committee meetings. It is important that Governors and particularly the Chairman of Governors are available for the Principals to discuss major strategic issues affecting the school. The Chair of Finance / Treasurer is likely to face similar calls on his/her time from the Principals and / or Business Manager which will peak at the time of the audit, the preparation of the budget and of the management accounts. The call on the time of other Governors will be proportionately less.

All Governors are expected to comply with the school's Conflict of Interests Policy.

2. Governance Rules

A. Composition of the Board

- The Chair who can give a fair and balanced approach to the committee.
- The Vice Chair - The Chair is supported by the vice-chair who stands in for the chair in their absence.
- Governance is executed through the following committees: (as set out in the governance flow chart)

A. Finance and General Purpose – oversight of the financial aspects of the school. Challenge requests from Head for development projects etc. and provide scrutiny of the books and finances as presented by the bursar. Large committee which meets half-termly. Members of this committee have a background in finance/accounting generally.

B. Concessions – responsible for administration of funds for scholarships and bursaries.

C. Foundation estates planning – They provide scrutiny of the development plan and set the budget for school management to work from each year. Requests above this for estates purposes must go back to the foundation estates committee.

D. Remunerations – this committee looks at pay – mainly that of senior leaders but also the general wage bill. If fees go up, salaries can go up accordingly.

Subcommittees:

- a) **Safeguarding and child protections** – check over the SCR and safeguarding issues. A member of this committee undergoes safeguarding governance training. This committee is always on the agenda at board meetings.
- b) **Health and safety** – meet with HHS director in school each term.
- c) **Curriculum and educations oversight** – scrutinise results at GCSE and A Level and

ask for evidence of CPD etc. and what is being done on the academic side to drive things forward. Members of this subcommittee do not provide guidance on the direction of the school but rather act as a 'backstop' to scrutinise the Deputy Head of Academics and Principals in matters relating to academics within the school.

d) **Chairman succession** – this sub committee is responsible for planning the replacement of the board when their term expires.

- The addition of new members must be approved by the Chair. The removal of a member is carried out by notice to the relevant member by the chair. The process of adding new board members is described further down this document.
- The Principals are invited onto the board for meetings to report to the board on practical matters as well as matters pertaining to academics and school related issues.

B. Meetings

B.1 The Board shall meet at least twice termly with the principals and at other intervals as they determine necessary.

B.2 Meetings may be convened at any time by the chair, provided that every member shall receive not less than 5 days notice in writing of such a meeting and the proposed agenda for the meeting.

B.3 Minutes shall be taken at every meeting and a copy shall as soon as practicable after the close of each meeting be sent to all participants and other interested parties. These minutes shall be approved by the chair with a set format.

C. Management Oversight

C.1 The hiring or termination of a Principal to manage Buckswood School is made by the Chair.

C.2 The board must approve the hiring of other resources to assist in the running of the school.

C.3 The Principal(s) will report the board, but may choose to approach one or more of the governors for day-to-day oversight.

C.4 The board will conduct regular performance reviews on the Principal (s) (at least annually) and will decide on the appropriate compensation and benefits based on these reviews.

C.5 The board of governors needs to provide guidelines and approve changes in compensation and benefits for all Buckswood School Staff.

C.6 The board need to determine the most appropriate way of measuring the effectiveness of Buckswood School in achieving its strategy.

D. Recruitment, selection and induction

Recruitment

The aim is to achieve a balanced Board with a core of individuals with educational, legal, accountancy, finance, property management, business, HR and marketing backgrounds, all of which are needed for the Governing Body to fulfil its responsibilities. This skill balance is reviewed regularly, with the goal of achieving a broad range of professions and backgrounds.

There should be a minimum of 3 Governors.

Governors are usually appointed at the AGM. They may also be co-opted by the Governing Body but only after the following are in place:

- Barred list check
- Right to work in the UK check
- Prohibition list check
- Photograph ID check
- Clear DBS disclosure received

However, the co-option must be confirmed in post at the AGM.

Selection

The Clerk to the Governors

The Clerk to the Governors is required to advise and assist the Governors in the exercise of their functions. The Clerk to the Governors plays an important role in assisting with the appointment of new Governors, in arranging briefing and induction programmes at the school and in ensuring that the correct paperwork is sent to new Governors.

The Initial Stage

When a potential Governor has been identified and has expressed an interest; he/ she will be invited to meet informally with the governor whose responsibilities are most closely associated with their background e.g. property, HR etc. to discuss the role they might be expected to play on the Board.

They will then meet with the Chair of Governors perhaps in the company of another experienced Governor. At that meeting, they will describe the Board's strategic vision for the next 3-5 years and the direction in which the Governors see the school moving. The aim at the informal meeting is to ensure that every prospective Governor has a clear understanding of the commitment expected of him or her, in terms of time and attendance and is given sufficient information about the school to allow a well-informed judgement to be made before committing themselves to the appointment process.

At the informal meeting potential Governors are briefed about the range of statutory checks that are required as part of the appointment process. He/she will then be invited to visit the school and to meet the Head and to tour the school with the Chief Administration Officer.

Appointment

The second step is to invite the prospective Governor to attend a Board meeting as an observer. He/she then submits a copy of his/her CV under a covering letter to the Chairman of Governors. All prospective Governors are recommended to the full Governing Body by the Chair. Care is taken to select Governors who are prepared to serve for a minimum of three, and preferably six years which is the normal maximum length of a term of appointment, and who are prepared to commit the time necessary to any specialist appointment they may be required to fill.

All new appointments can only be made at the AGM and are formally recorded in the minutes of the AGM but newly elected governors cannot take up their position until the following are in place:

- Barred list check
- Right to work in the UK check
- Prohibition list check
- Photograph ID check
- Clear DBS disclosure received

A formal letter of appointment is sent by the Chairman, which specifies the term of the appointment, the total tenure for a Governor, and, if appropriate, the sub-committee(s) to which the new Governor has been appointed.

The Clerk to Governors works with the HR department to undertake all of the above checks on all new Governors, and that they are not disqualified from acting as a Company Director, for example by virtue of an undischarged bankruptcy, before their appointment is confirmed. All the paperwork is handled by the Clerk to the Governors.

The induction process

Once a Governor has been appointed, the Clerk to the Governors will send him/her an information pack on the school that supplements the information that was provided at the initial stage (see above). This includes:

- Governing body training
- List of fellow Governors and their contact details
- The Governance Structure, terms of reference and membership of the sub-committees
- Minutes of most recent meetings
- The most recent statutory accounts and AGM minutes
- AGBIS/ISC “Guidelines for Governors”

- School staff list
- The School Development Plan
- The most recent budget and management accounts
- The School's Conflict of Interest Policy
- The School's Register of Interests
- The School Calendar and list of functions
- The Staff Handbook including School Policy documents
- Prospectus
- The most recent inspection report

Familiarisation Visits

New Governors are invited to spend a day at the school and to meet the key personnel and to attend lessons in order to gain an insight into the curriculum and to meet groups of children.

Formal Training

New Governors are to attend appropriate training courses to fit them for their role. Details of training courses and seminars for Governors are circulated regularly by the Clerk to the Governors and Governors are encouraged to attend, where possible.

All new Governors should undertake formal child protection training (to include safeguarding, Prevent and Channel courses) as an important part of their induction.

E. Term lengths

Governors are appointed for an initial term, usually of three years and may be reappointed thereafter. The Chair and Vice-chair are appointed for a 3 year period unless otherwise stipulated by the board.

ANNEX A

SKILLS AND PROFESSIONAL BACKGROUND REQUIREMENTS REQUIRED OF GOVERNORS

The Board seeks to achieve a balance of skills that are complimentary and which add value to the daily operation of the school, its future development and long term financial stability. In general the following professions would be represented on the Board:

- Finance and Accountancy
- Legal

- Education
- Property development and management
- Architecture
- Health and Safety
- Human Resources
- Marketing
- Fundraising
- Business management and operation

Appointment	Primary attribute/skill	Other attributes/skills
Governor	Professional employment	
Chair	Operational business management	Strategic planning
Finance / Treasurer	Accountant	Finance, planning
Property and H&S Subcommittee	Property professional	H&S background Property development Planning consents Architect
Governor responsible for Safeguarding	Experience in area of Child Protection	